

GETIN Holding S.A.

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District Court in Wrocław, the 6th Commercial Division of the National Court Register

Getin Noble Bank S.A. 07 1560 1108 0000 9060 0038 6802

NIP: 895-16-94-236

Share capital: PLN 731,289,368 (fully paid up)

www.getinholding.pl



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23.01.2015

Insider information update

Getin Holding S.A. (the "Issuer") reports that on 23 January 2015, pursuant to the memorandum of understanding ("Memorandum of Understanding") the parties cancelled a preliminary contract to sell shares in Belarusian Bank for Small Business, a closed joint stock company based Minsk, (ЗАО "Белорусский Банк Малого Бизнеса") (the "Bank") concluded on 29 October 2014 by the Issuer and Getin International S.A., the Issuer's subsidiary, (as sellers) with the following entities: Bielwirineja, a company with additional liability (Общество с дополнительной ответственностью "Белвиринея") based in Minsk, Mr. Safronienko Roman Vladimirovich, Ms. Wit'ko Tatiana Igorevna, and Ms. Shimanskaya Alla Pavlovna (as purchasers) ("Agreement 1").

At the same time, the Issuer reports that having cancelled the Agreement 1, the Issuer as the seller concluded a preliminary agreement to sell shares in the Bank ("Agreement 2"). The Agreement 2 was concluded with Moldasig S.A., a company based in Chisinau, Republic of Moldova and concerns sale of 287,688 shares held by the Issuer with the nominal value of BYR 237,000.00 each (equivalent of PLN 58.78 at the average BYR exchange rate of the date of the agreement) (the "Shares"), accounting for 95.5067% of the Bank's share capital for the total price of EUR 20.93 (equivalent of PLN 88.65, at the average EUR exchange rate of the date of the agreement). The total price for the Shares shall be EUR 6,021,309.84 (equivalent of PLN 25,502,655.70 at the average EUR exchange rate of the date of the agreement), which is 104% of the Bank's book value. Under the Agreement 2, the Issuer undertook to procure that 1 share of the Bank held by Getin International S.A. shall be sold by Getin International S.A. (the Issuer's subsidiary) to Moldasig S.A. or to its nominee for the price of EUR 20.93. The aforementioned transaction shall take place after Moldasig S.A. has purchased the Shares from the Issuer.

The title to the Shares shall be transferred by a professional participant of the securities market of the Republic of Belarus pursuant to the Final Share Purchase Agreement that is to be executed by the parties. Closing of the Bank's sale transaction is conditional upon the Purchaser's obtaining the clearing from the National Bank of Belorussia and the National Commission for Financial Markets of the Republic of Moldavia allowing for the acquisition of the Shares and the relevant Belarusian anti-monopoly authority issuing no objections against it.

Due to the fact that the Memorandum of Understanding and Agreement 2 were signed the purchaser has changed and the final price for one Share of EUR 20.93 was agreed. The remaining terms and conditions of the Agreement 2 do not substantially differ from terms and conditions set out in the Agreement 1.

The purchaser is not related to the Issuer.

The Issuer reported the conclusion of the Agreement 1 in the Current Report No. 60/2014 dated 29 October 2014.

Legal basis: Art. 56(1)(1), in connection with Art. 56(5) of the Act on Public Offer and Conditions of Introducing Financial Instruments to the Organized Public Trading and Public Companies dated 29 July 2005 (*Journal of Laws* dated 2013, item 1382).