

**GETIN Holding S.A.**

ul. Gwiaździsta 66, 53-413 Wrocław

tel. +48 71 797 77 77, fax +48 71 797 77 16

KRS 000004335

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 759,069,368 (fully paid up)

[www.getin.pl](http://www.getin.pl)



**(Current Report No. 7/2021)**

**26.02.2021**

**Signing a conditional agreement to sell shares in Idea Bank Belarus**

The Management Board of Getin Holding S.A. (Issuer), with reference to Current Reports No. 25/2020 of 19 November 2020 and 4/2021 of 29 January 2021, hereby reports that on 26 February 2021 the Issuer and Getin International S.A. in liquidation (GISA), the Issuer's subsidiary company based in Wrocław, jointly as Sellers, signed with ZAO Minsk Transit Bank based in Minsk, Belarus (MTB), as the Purchaser, a conditional agreement to sell c. 99.999% shares in ZAO Idea Bank based in Minsk, Belarus (Idea Bank Belarus, Conditional Sale Agreement).

According to the Conditional Sale Agreement the price for shares in Idea Bank Belarus shall total BYN 50,000,000.00 (i.e. equivalent of PLN 71,280,000.00 at the NBP's average exchange rate of 24 February 2021), that is BYN 49,999,117.50 for 120,990 shares held by the Issuer and BYN 882.50 for 2 shares held by GISA.

The conditions for transferring the title in the shares include among others:

- i. obtaining by MTB consent from the relevant Belarusian antimonopoly authority for the transaction;
- ii. occurrence of no material adverse changes within the meaning defined in the Conditional Sale Agreement;
- iii. occurrence of none of the events specified in the Conditional Sale Agreement (concerning among others dividend payment or new transactions between the Sellers and Idea Bank Belarus) without MTB's consent;
- iv. ensuring by the Sellers that the shares held by Idea Bank Belarus in Idea Finance sp. z o. o. based in Minsk are sold.

The Conditional Sale Agreement shall be governed by the laws of England.

The title in shares shall be transferred upon the satisfaction of the conditions precedent specified in the Conditional Sale Agreement, in compliance with the laws of Belarus and terms and conditions of share sale agreements. The agreements are expected to be signed by 2 April 2021, at the latest.

The Issuer shall report satisfaction of the conditions for transferring the shares specified hereinabove and transferring the title in shares in Idea Bank Belarus in separate reports.

The Issuer also reports that it has obtained the consent of the Issuer's Supervisory Board for the transaction.

Idea Bank Belarus operates in the retail banking addressing its products and services to individual clients. The core products offered by the bank include loans, credit cards, deposits, current accounts,

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and debit cards. As at 30.09.2020 the balance sheet total of Idea Bank Belarus amounted to PLN 727,928 thousand, and its equity – to PLN 130,287 thousand.

Legal basis: Art. 17(1) of the Regulation of the European Parliament and Council number 596/2014 dated 16 April 2014 on market abuse – insider information.