

GETIN Holding S.A.

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KRS 0000004335

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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28.08.2014

The Issuer concludes a conditional agreement to sell shares in VB Leasing Romania IFN S.A. and the Issuer's subsidiary concludes a conditional agreement to purchase VB Leasing Romania IFN S.A.

The Management Board of Getin Holding S.A. based in Wrocław ("**Issuer**") hereby reports that on 28.08.2014 it concluded with Idea Investment S.A., a company based in Bucharest, Romania, indirectly controlled by the Issuer ("**Idea Investment**") (the Issuer holds through Romanian International Bank, a company based in Bucharest, Romania, 99.99% shares in the share capital of Idea Investment) a conditional agreement to sell 100% shares in the share capital of VB Leasing Romania IFN S.A. based in Bucharest ("**VBL RO**") ("**Agreement**").

VBL RO is a Romanian lease company that offers lease of movable assets (including loans) for small and medium-sized enterprises, and retail clients.

The price for the shares totals PLN 105,400,000 (in words: one hundred and five million four hundred thousand zloty). The price may be increased, depending on the market value of the shares to be sold as of the Closing Date set forth in the conditional agreement to purchase VBL PL shares and shares in VB Leasing Romania IFN S.A., which the Issuer reported in Current Report number 16/2014 of 16 May 2014 ("**Purchase Agreement**"), which may result in the necessity of making an additional payment by Idea Investment for the Issuer.

Pursuant to the terms and conditions of the Agreement, Idea Investment has made an advance payment for the shares price of PLN 105,400,000 (in words: one hundred and five million four hundred thousand zloty).

The only condition precedent set forth in the Agreement is the Issuer's purchase of VBL RO shares under the Purchase Agreement.

Should the aforementioned condition precedent remain unfulfilled by 28 February 2015, the Agreement shall terminate, and the Issuer shall refund the paid advance money in full without undue delay.

The Agreement does not envisage any contractual penalties for the Issuer or its subsidiary.

The Issuer shall be held liable to Idea Investment for the correctness and accuracy of the representations and warranties made in the Agreement on terms and

conditions, and to the extent to which VB-International Holding GmbH in Vienna, Austria, shall be held liable towards the Issuer under the Purchase Agreement. Idea Investment shall indemnify the Issuer from any liability under the Agreement that incurs due to circumstances for which Idea Investment will liable for.

Legal basis: Art. 56 (1)(1) of the Act on Public Offer and Conditions of Introducing Financial Instruments to the Organized Public Trading and Public Companies dated 29 July 2005 (J.L. of 2013, item 1382).