

**Current Report No. 12/2025 *Planned issuance of bonds by Bank Ochrony Środowiska S.A.* – published on 18 June 2025, at 11:05 am**

With reference to Current Report No. 7/2022 of 14 June 2022 on the decision to set up a Debt Issuance Programme, and pursuant to Article 2 of the Bond Act of 15 January 2015 (the “Bond Act”), the Management Board of Bank Ochrony Środowiska S.A. of Warsaw (the “Bank”) announces its intention to issue Series AD subordinated contingent convertible bonds (the “Bonds”) with a ten-year maturity.

The Terms of the Series AD Bonds are as follows:

- 1) The total nominal value of the Bonds is up to PLN 350,000,000;
- 2) The nominal value per Bond is PLN 500,000;
- 3) The issue price of the Bonds is equal to their nominal value;
- 4) The issue date of the Bonds will be no later than 31 July 2025, subject to the relevant entry in the National Court Register authorising their issuance;
- 5) The redemption date of the Bonds will be ten years after the issue date;
- 6) The Bonds will pay interest at a variable rate, being the sum of the WIBOR rate for six-month PLN deposits and a margin;
- 8) The Bonds will not be secured;
- 9) The Bonds are book-entry securities and will be registered in the securities depository maintained by the Central Securities Depository of Poland;
- 10) The Bonds will be introduced to the Catalyst alternative trading system operated by the Warsaw Stock Exchange, subject to their registration by the Central Securities Depository of Poland;
- 11) The Bonds will be bearer and subordinated bonds within the meaning of Article 22 of the Bond Act;
- 12) The Bonds will be contingent convertible bonds referred to in Article 27a(1)(b) of the Bond Act, and, upon obtaining the relevant approval from the Polish Financial Supervision Authority, will be classified as Tier 2 instruments of the Bank within the meaning of Article 63 of Regulation (EU) No 575/2013 of the European Parliament and of the Council of 26 June 2013 on prudential requirements for credit institutions and amending Regulation (EU) No 648/2012 (the “CRR Regulation”);

The Bonds will be offered in the manner set out in Article 33(1) of the Bond Act to entities treated as qualified investors within the meaning of Article 2(e) of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC, subject to Article 27c of the Bond Act.

**Legal basis**

Article 17(1) of Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse (market abuse regulation) and repealing Directive 2003/6/EC of the European Parliament and of the Council and Commission Directives 2003/124/EC, 2003/125/EC and 2004/72/EC (MAR).