

Current Report No. 17/2023 Decision to issue series AB subordinated bonds with seven-year maturity – published August 18th 2023, 3:32 pm

With reference to Current Report No. 7/2012 of June 14th 2022 on the decision to set up a Debt Issuance Programme, the Management Board of Bank Ochrony Środowiska S.A. of Warsaw (the “Bank”) announces that based on Art. 2 of the Bond Act of January 15th 2015 the Bank’s Management Board has decided to issue series AB subordinated bonds (the “Bonds”) with a seven-year maturity. The Terms of the Series AB Bonds are as follows:

- 1) The total nominal value of the Bonds is PLN 100,000,000;
- 2) The nominal value per Bond is PLN 400,000;
- 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 September 30th 2023;
- 5) The redemption date of the Bonds will be seven 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;
- 7) Callable bonds – the Bank has multiple options to redeem the Bonds early, but not earlier than five years after the Issue Date, subject to prior consent from the Polish Financial Supervision Authority for early redemption;
- 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 Bank will not apply for the introduction of the Bonds into the Alternative Trading System organised by the Warsaw Stock Exchange;
- 11) The Bonds will be issued to be classified as Tier II capital of the Issuer in accordance with Art. 127.2.2 of the Banking Law of August 29th 1997 – as instruments referred to in Art. 440.2.8 of the Bankruptcy Law of February 28th 2003 and Article 62(a) of Regulation (EU) No. 575/2013 of the European Parliament and of the Council of June 26th 2013 on prudential requirements for credit institutions and investment firms and amending Regulation (EU) No 648/2012 (the “CRR Regulation”), meeting the conditions set forth in Article 63 of the CRR Regulation to the extent set forth in Article 64 of the CRR Regulation;
- 12) Proceeds from the issue will be used to finance or refinance green projects;
- 13) The total nominal value of all the Issuer’s subordinated bonds outstanding as at July 31st 2023 is PLN 333 million (three hundred and thirty-three million zlotys), and does not include the value of the Series AB bond issue.
- 14) The prospects for the development of liabilities until the bonds are fully redeemed should be assessed on the basis of statements and information provided by BOŚ S.A. as a public company, in accordance with the procedure and rules set forth in the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies of July 29th 2005.

Legal basis:

Article 17(1) of Regulation (EU) No 596/2014 of the European Parliament and of the Council of April 16th 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).