

**Rationale for the draft Resolution regarding the merger of Bank Zachodni WBK S.A. with Kredyt Bank S.A., the increase in the share capital of Bank Zachodni WBK S.A., the amendment to the statute of Bank Zachodni WBK S.A., the dematerialisation of series J shares in Bank Zachodni WBK S.A. and the seeking of admission and introduction thereof to trading on the main market operated by the Warsaw Stock Exchange**

Rationale to the draft resolution for point 6 of the agenda was published in the current report no. 17/2012 dated 11<sup>th</sup> May 2012 re. Agreement regarding the plan of the merger of Bank Zachodni WBK S.A. and Kredyt Bank S.A.

Link: <http://ir.bzwbk.pl/english/reports/2012/current-report-no-17-2012.html>