

MANDATORY DISCLOSURE
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MONETA Money Bank, a.s. Publishes an Update on the Potential Acquisition of Air Bank and Home Credit's Czech and Slovak Businesses by MONETA Money Bank, a.s. ("MONETA")

Further to the announcements published on 17th January 2019 and 8th October 2018, respectively, MONETA wishes to inform its shareholders on the progress and objectives of negotiations concerning the potential acquisition. Based on market conditions, financial performance of the target entities and due diligence results, MONETA aims to improve the terms of the potential acquisition through the following changes:

(i) Purchase Price Reduction and Change of its Composition:

The offered consideration should be limited to CZK 18.5 billion and should not exceed 1.9 times multiple of the target entities' consolidated equity at closing. In terms of its composition, the purchase price should be settled through a material shareholding interest in MONETA, Additional Tier 1 capital instruments ("AT1") and cash component. MONETA shares placed with the Sellers (PPF and EMMA Capital Groups) would be valued at CZK 78.5 per share ex-2018 dividend payment, other existing shareholders and market participants would subscribe at the market price prevailing at the time of the capital increase (see point (ii) below).

(ii) Limiting the Sellers' Shareholding Interest in MONETA and Raising Capital through Existing Shareholders as well as Capital Markets:

A capital increase to finance the potential acquisition should be structured in such manner as to respect the pre-emptive right of the existing MONETA shareholders, while retaining the ability to involve new shareholders in the share offer and limit the final shareholding interest of the Sellers in MONETA to a maximum of 15 percent. A two-round share capital increase process is envisaged to fulfil such goal.

(iii) Debt Issuance and Placement of Additional Tier 1 Capital Instruments:

To strengthen its capital base, MONETA would issue AT1 and Tier 2 instruments. At minimum, a 10 percent of the purchase price consideration would be settled through a placement of AT1 capital instruments with the Sellers. AT1 capital instruments would be issued under conditions

prevailing in the markets, post-closing of the transaction. This instrument does not carry any voting rights.

(iv) The Sellers' Representation on MONETA's Supervisory Board:

Additionally, MONETA seeks to reduce the Sellers' potential representation on MONETA's Supervisory Board to one nominee (previously two nominees). Such nominee election to the nine-member non-executive Supervisory Board would require a standard process of the shareholders' vote at an appropriate time after the closing date.

MONETA further aims to conclude the negotiations of key parameters of the potential acquisition by 8th March 2019. In the event of success – full conclusion of negotiation, MONETA will conduct "corporate governance exercise" with its shareholders. During this process, MONETA shall seek to consult the potential acquisition through full disclosure of its final key terms and conditions.

If such exercise should indicate a wide shareholders' support, the acquisition and relevant shareholders' resolutions will be proposed to the Annual General Meeting currently planned for the 2nd half of April 2019.