

FINAL TERMS

IMPORTANT - PROHIBITION OF SALES TO EEA RETAIL INVESTORS - The Notes are not intended, from 1 January 2018, to be offered, sold or otherwise made available to and, with effect from such date, should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("EEA"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU ("MiFID II"); or (ii) a customer within the meaning of Directive 2002/92/EC ("IMD"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. Consequently no key information document required by Regulation (EU) No 1286/2014 (the "PRIIPs Regulation") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

Final Terms dated 21 July 2017

Issue of EUR 750,000,000 0.750 per cent. notes due 2021 (the "Notes")
issued by

Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna (the "Issuer")

under the €3,000,000,000
Programme for the Issuance of Euro Medium Term Notes

The Final Terms have been prepared in accordance with Article 5(4) of Directive 2003/71/EC and must be read in conjunction with the base prospectus and its supplement(s). The Base Prospectus and its supplement(s) are published in accordance with Article 14 of Directive 2003/71/EC. The Prospectus referred to below (as completed by these Final Terms) has been prepared on the basis that any offer of Notes in any Member State of the European Economic Area which has implemented the Prospectus Directive (2003/71/EC, as amended) (each a "**Relevant Member State**") will be made pursuant to an exemption under the Prospectus Directive, as implemented in that Relevant Member State, from the requirement to publish a prospectus for offers of the Notes. Accordingly any person making or intending to make an offer in that Relevant Member State of the Notes may only do so in circumstances in which no obligation arises for the Issuer or any Dealer to publish a prospectus pursuant to Article 3 of the Prospectus Directive or supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer. Neither the Issuer nor any Dealer has authorised, nor do they authorise, the making of any offer of Notes in any other circumstances. In order to get the full information both the Base Prospectus and the Final Terms must be read in conjunction.

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (the "**Conditions**") set forth in the base prospectus dated 11 July 2017 and the base prospectus supplement dated 13 July 2017 which together constitute a base prospectus (together, the "**Base Prospectus**") for the purposes of the Prospectus Directive (Directive 2003/71/EC, as amended) (the "**Prospectus Directive**"). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive. These Final Terms contain the final terms of the Notes and must be read in conjunction with such Base Prospectus.

Full information on the Issuer and the offer of the Notes described herein is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus is available for viewing at <https://www.bourse.lu/home> and during normal business hours at the offices of Banque Internationale à Luxembourg at 69 route d'Esch, L-2953 Luxembourg and copies may be obtained from the offices of Banque Internationale à Luxembourg at 69 route d'Esch, L-2953 Luxembourg.

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|----|------|-----------------|---|
| 1. | (i) | Series Number: | 1 |
| | (ii) | Tranche Number: | 1 |

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2. Specified Currency or Currencies: EUR
3. Aggregate Nominal Amount:
 - (i) Series: EUR 750,000,000
 - (ii) Tranche: EUR 750,000,000
4. Issue Price: 99.792 per cent. of the Aggregate Nominal Amount
5. (i) Specified Denominations: EUR 100,000 and integral multiples of EUR 1,000 in excess thereof up to and including EUR 199,000. No Notes in definitive form will be issued with a denomination above EUR 199,000.
 - (ii) Calculation Amount: EUR 1,000
6. (i) Issue Date: 25 July 2017
 - (ii) Interest Commencement Date: Issue Date
7. Maturity Date: 25 July 2021
8. Interest Basis: 0.75 per cent. Fixed Rate
9. Redemption/Payment Basis – on the Maturity Date, the Notes may be redeemed at par or at a specified redemption amount specified in the relevant Final Terms: Redemption at 100 per cent of the nominal amount of the Notes
10. Change of Interest or Redemption/Payment Basis: Not Applicable
11. Put/Call Options: Not Applicable
12. (i) Status of the Notes: Senior
 - (ii) Date Board approval for issuance of Notes obtained: 29 May 2017 and 7 July 2017
13. Method of distribution: Syndicated

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14. **Fixed Rate Note Provisions** Applicable
 - (i) Rate of Interest: 0.750 per cent. per annum in arrear
 - (ii) Interest Payment Date(s): 25 July in each year from and including 25 July 2018 to and including the Maturity Date
 - (iii) Fixed Coupon Amount(s): EUR 7.50 per Calculation Amount

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(iv) Broken Amount(s):	Not Applicable
(v) Day Count Fraction:	Actual/Actual (ICMA)
(vi) Determination Dates:	25 July in each year
15. Floating Rate Note Provisions	Not Applicable
16. Zero Coupon Note Provisions	Not Applicable
PROVISIONS RELATING TO REDEMPTION	
17. Call Option	Not Applicable
18. Put Option	Not Applicable
19. Final Redemption Amount of each Note	EUR 1,000 per Calculation Amount
20. Early Redemption Amount	Not Applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

21. Form of Notes:	Bearer Notes: Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances specified in the Permanent Global Note
22. New Global Note:	Yes
23. Additional Financial Centre(s) or other special provisions relating to payment dates:	Not Applicable
24. Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):	No
25. Redenomination, renominatisation and reconventioning provisions:	Not Applicable
26. Consolidation provisions:	The provisions in Condition 14 (<i>Further Issues</i>) apply

DISTRIBUTION

27. (i) If syndicated, names of Managers:	Banco Santander, S.A., BNP Paribas, Citigroup Global Markets Limited and Goldman Sachs International
(ii) Stabilising Manager(s) (if any):	Citigroup Global Markets Limited
28. If non-syndicated, name of Dealer:	Not Applicable

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29. U.S. Selling Restrictions:

Reg. S Compliance Category;
TEFRA D

30. Prohibition of Sales to EEA Retail Investors:

Not Applicable

Signed on behalf of

Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna:

By:

Duly authorised

WICEPREZES ZARZĄDU

Piotr Mazur

PROKURENT

Ilona Wołyniec

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

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|------|----------------------|---|
| (i) | Listing | Luxembourg Stock Exchange |
| (ii) | Admission to trading | Application is has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the regulated market of the Luxembourg Stock Exchange with effect from 25 July 2017. |

2. RATINGS

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| Ratings: | The Programme has been rated: Moody's Investors Service: A3 (stable) |
| | The Notes to be issued have been rated: Moody's Investors Service: A3 (stable) |

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER]

So far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer. The Manager and its affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

4. ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

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| (i) | Estimated net proceeds: | EUR 748, 440,000 |
| (ii) | Estimated total expenses relating to the admission to trading: | EUR 3,300 |

5. YIELD

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|----------------------|-----------------|
| Indication of yield: | 0.803 per cent. |
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7. OPERATIONAL INFORMATION

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| ISIN Code: | XS1650147660 |
| Common Code: | 165014766 |
| Any clearing system(s) other than Euroclear Bank S.A./NV and Clearstream Banking, société anonyme and the relevant identification number(s): | Not Applicable |
| Delivery: | Delivery against payment |
| Names and addresses of initial Paying Agent(s): | Citibank, N.A., London Branch |

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Citigroup Centre
Canada Square
Canary Wharf
London E14 5LB
United Kingdom

Names and addresses of additional Paying Agent(s) Not Applicable
(if any):

Intended to be held in a manner which would allow Yes

Eurosystem eligibility:

Note that the designation “yes” simply means that the Notes are intended upon issue to be deposited with one of the ICSDs as common safekeeper and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intraday credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

8. ADDITIONAL INFORMATION

Country(ies) where the offer(s) to the public takes place Not Applicable

Country(ies) where admission to trading on the regulated market(s) is being sought Not Applicable

Country(ies) into which the Base Prospectus has been notified Not Applicable