

This is an unofficial translation from Polish of the original Update Notice dated 11 June 2018, provided for reference only, and should not be read in substitution of the original Update Notice.



(joint-stock company with its registered office in Warsaw, address: Lecha Kaczyńskiego 26, 00-609 Warsaw, entered into the register of entrepreneurs of the National Court Register under KRS number 0000003753)

**Update Notice no. 1
of 11 June 2018
to
the Base Prospectus of
mBank Hipoteczny S.A.
approved by the Polish Financial Supervision Authority on 26 August 2016**

Due to the change in the rules regarding the organization and subscription for the covered bonds and the necessity to adjust the provisions of the Base Prospectus of mBank Hipoteczny S.A. approved by the Polish Financial Supervision Authority on 26 August 2016 (the "**Prospectus**"), the following updates are made to the Prospectus:

Update no. 1: page 109, Chapter XVII, point 1.1.2

In the first sentence, after the words: "final number of the Covered Bonds" the following words are added:

or final, maximum number of the Covered Bonds

Update no. 2: page 110, Chapter XVII, point 1.1.5, subpoint a)

After the sentence: „The timing of the Order Book building process shall be specified in the invitations to submit the Covered Bonds purchase declarations, issued to investors by the Firm Commitment Underwriter.” the following new sentence is added:

The invitations to submit the Covered Bonds purchase declarations may also be directed to investors by another entity to which the Firm Commitment Underwriter, acting in agreement with the Issuer, commissioned the building of the Order Book for the Covered Bonds of a given series.

After the words: „, Information on such change, if any, shall be provided by the Firm Commitment Underwriter to the investors who were sent invitations to submit the Covered Bonds Purchase declarations” the following words are added:

however, if the Firm Commitment Underwriter, acting in agreement with the Issuer, commissioned the building of the Order Book for the Covered Bonds of a given series to another entity, the above information will be send to investor by the entity which invited the investor to submit purchase declaration of the Covered Bonds of a given series

Update no. 3: page 110, Chapter XVII, point 1.1.5, subpoint b)

After the sentence: „As a part of the Order Book building process, Firm Commitment Underwriter invites certain Institutional Investors to submit purchase declarations of the Covered Bonds of a given series.” the following new sentence is added:

The invitations to submit the purchase declarations of the Covered Bonds of a given series may also be sent by another entity to which the Firm Commitment Underwriter, acting in agreement with the Issuer, commissioned the building of the Order Book for the Covered Bonds of a given series.

Update no. 4: page 117, Chapter XVII, point 1.1.6, subpoint a)

After the sentence: „The timing of the Order Book building process shall be specified in the invitations to submit the Covered Bonds purchase declarations, issued to investors by the mBank.” the following new sentence is added:

The invitations to submit the Covered Bonds purchase declarations may also be directed to investors by another entity to which the Issuer commissioned the building of the Order Book for the Covered Bonds of a given series.

After the words: „Information on such change, if any, shall be provided to the investors who were sent invitations to submit the Covered Bonds purchase declarations” the following words are added:

however, if the Issuer commissioned the building of the Order Book for the Covered Bonds of a given series to entity other than mBank, the above information will be sent to investors by the entity which invited the investor to submit purchase declarations of the Covered Bonds of a given series

Update no. 5: page 117, Chapter XVII, point 1.1.6, subpoint b)

After the sentence: „As a part of the Order Book building process, the mBank acting on behalf of Issuer shall invite certain Institutional Investors to submit purchase declarations of the Covered Bonds of a given series” the following new sentence is added:

The invitations to submit the purchase declarations of the Covered Bonds of a given series may also be made on behalf of the Issuer by another entity to which the Issuer commissioned the building of the Order Book for the Covered Bonds of a given series.