

Reference number: IR-126/2008

September 24, 2008

### **Extraordinary announcement**

On the basis of the information provided by Groupama, OTP Bank announces that the interests of Groupama SA and the other entities belonging to the Groupama Group in OTP Bank have increased to 7.99%. Pursuant to the applicable provisions of the Capital Markets Act, Groupama has notified both the Hungarian Financial Supervisory Authority and OTP Bank of the above acquisition within the applicable deadlines set for such notification.

OTP Bank entered into a derivative transaction with Deutsche Bank AG, London Branch earlier with respect to a 5% share package in OTP Bank in preparation for the acquisition of such share package by Groupama. This share package was acquired by Groupama at the closing of the transaction. OTP Bank did not issue new shares in respect of the transaction. In addition, the entities of the Groupama Group have acquired further shares in OTP Bank in the past months.

With the completion of the above, the key elements of the strategic partnership between OTP Bank Group and the Groupama Group, as announced on 11 February 2007, have been achieved:

- Groupama purchased 100% interests in OTP Garancia Biztosító (the Hungarian insurance entity), DSK Garancia Insurance Company, AD, DSK Garancia Life Insurance Company, AD (the Bulgarian insurance entities), OTP Garancia Asiguari, S.A. (the Romanian insurance entity), OTP Garancia Poistovna a.s. and OTP Garancia Zivotna Poistovna a.s. (the Slovakian insurance entities).
- The bancassurance and assurbanking partnership comes into effect, which covers those nine jurisdictions where OTP Bank operates.
- In the spring, the shareholders' meeting of OTP Bank elected Jean-Francois Lemoux, the CEO of Groupama International and the representative of Groupama, as a member of the supervisory board of OTP Bank.
- The Groupama Group has purchased 7.99% interest in OTP Bank until today. OTP Bank did not issue new shares for these acquisitions.

In accordance with the earlier announcements by OTP Bank, the financial settlement of the particular transaction steps have been completed in line with the planned completion schedule. The financial settlements of the acquisitions of the OTP Bank shares by the entities of the Groupama Group have also been closed.

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