

Appendix 28
approved by the Polish Financial Supervision Authority on March 11th 2016,
to the Base Prospectus of
mBank Hipoteczny S.A. approved by the Polish Financial Supervision Authority
on October 28th 2009

In connection with notifications received by the Issuer on March 7th 2016 from Fitch Ratings Ltd, a rating agency, concerning a rating action taken on the Bank and its covered bonds, and in connection with the Issuer's intention to carry out further covered bond offerings under the Prospectus, the Prospectus is hereby amended as follows:

Chapter II Summary Section 4. Rating

and

Chapter VIII Business Overview Section 1.2. Rating

The following text is added after the existing wording:

“On March 7th 2016, Fitch Ratings Ltd (“Fitch”) upgraded the Long-term Issuer Default Rating of mBank Hipoteczny S.A. from BBB- (outlook: positive) to BBB (outlook: stable), on the back of the upgrade of Commerzbank AG’s Issuer Default Rating from BBB to BBB+, and of mBank S.A.’s upgrade from BBB- to BBB. As a result of the rating action, the Bank’s Short-term Issuer Default Rating was upgraded as well, from F3 to F2, and the Support rating was affirmed at 2.

In the agency’s opinion, there is a high probability that the Bank will receive support from Commerzbank AG and mBank S.A. in case of need.

The long-term rating of mBank Hipoteczny S.A. after the change is in the BBB investment-grade category, which indicates good credit quality.

Also on March 7th 2016, Fitch upgraded its rating of the mortgage covered bonds and public sector covered bonds issued by the Bank from BBB (outlook: positive) to BBB+ (outlook: positive for mortgage covered bonds and stable for public sector covered bonds).

The change in the rating of the Bank’s covered bonds was an effect of the upgrade of the Issuer Default Rating of mBank Hipoteczny S.A. and of Fitch taking into account in its evaluation the statutory requirement binding on the Bank to maintain a minimum overcollateralisation of 10% with respect to its covered bonds.

Following the change, the ratings of the public sector and mortgage covered bonds of mBank Hipoteczny S.A. are in the BBB+ category on the investment scale, meaning ‘good credit quality’.”