

DISCLOSURE FORM OF SIGNIFICANT INFORMATION

Date:	01/12/2015
Name of Listed Company	Burgan Bank
Significant Information	<p>NOT FOR DISTRIBUTION IN OR INTO OR TO ANY PERSON LOCATED OR RESIDENT IN THE UNITED STATES, ITS TERRITORIES AND POSSESSIONS (INCLUDING PUERTO RICO, THE U.S. VIRGIN ISLANDS, GUAM, AMERICAN SAMOA, WAKE ISLAND AND THE NORTHERN MARIANA ISLANDS, ANY STATE OF THE UNITED STATES OR THE DISTRICT OF COLUMBIA) OR TO ANY U.S. PERSON (AS DEFINED IN REGULATIONS UNDER THE U.S. SECURITIES ACT OF 1933, AS AMENDED) OR IN OR INTO ANY OTHER JURISDICTION WHERE IT IS UNLAWFUL TO DISTRIBUTE THIS DOCUMENT.</p> <p style="text-align: center;">Burgan Bank K.P.S.C. (formerly known as Burgan Bank S.A.K.) Announces Results of Tender Offer in respect of the U.S.\$400,000,000 7.875 per cent. Subordinated Notes due 2020 issued by Burgan Finance No.1 (Jersey) Limited</p> <p><i>30 November 2015.</i> Burgan Bank K.P.S.C. (formerly known as Burgan Bank S.A.K.) (the Guarantor) announces today the results of its invitation to holders of the U.S.\$400,000,000 7.875 per cent. Subordinated Notes due 2020 issued by Burgan Finance No.1 (Jersey) Limited (the Issuer) and guaranteed by the Guarantor (ISIN: XS0545106592) (the Notes) to tender their Notes for purchase by the Guarantor for cash (the Offer).</p> <p>The Offer was announced on 16 November 2015, and was made on the terms and subject to the conditions contained in the tender offer memorandum dated 16 November 2015 (the Tender Offer Memorandum) prepared by the Guarantor. Capitalised terms used in this announcement but not defined have the meanings given to them in the Tender Offer Memorandum.</p> <p>The Expiration Deadline for the Offer was 4.00 p.m. (London time) on 27 November 2015.</p> <p>As at the Expiration Deadline, the Guarantor had received valid tenders of U.S.\$362,930,000 in aggregate principal amount of the Notes for purchase. The Guarantor announces that it accepts for purchase all such Notes validly tendered pursuant to the Offer.</p> <p>The Purchase Price for such Notes validly tendered pursuant to the Offer is 101.5 per cent. of the principal amount of the Notes plus Accrued Interest.</p> <p>The Settlement Date in respect of those Notes accepted for purchase is expected to be 2</p>

December 2015. All Notes validly tendered pursuant to the Offer and accepted for purchase will be cancelled and will not be reissued or resold. Following settlement of the Offer, U.S.\$37,070,000 in aggregate principal amount of the Notes will remain outstanding. Such Notes remaining outstanding will be redeemed by the Issuer on 17 December 2015 (the **Regulatory Call Settlement Date**) at their principal amount together with interest accrued to the Regulatory Call Settlement Date, following the exercise by the Issuer on 16 November 2015 of the Regulatory Call.

HSBC Bank plc is acting as Dealer Manager for the Offer and Lucid Issuer Services Limited is acting as Tender Agent.

The Dealer Manager

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DISCLAIMER This announcement must be read in conjunction with the Tender Offer Memorandum. No offer or invitation to acquire any securities is being made pursuant to this announcement. The distribution of this announcement and the Tender Offer Memorandum in certain jurisdictions may be restricted by law. Persons into whose possession this announcement and/or the Tender Offer Memorandum comes are required by each of the Guarantor, the Issuer, the Dealer Manager and the Tender Agent to inform themselves about, and to observe, any such restrictions.

**Impact of
Significant
Information
on the
Company's
Financial
Position**

This is expected to reduce the bank's liabilities against these notes by an amount approximately equivalent KWD 118,000,000 (value as of 30 September 15). The Bank is also expected to reduce its annual interest costs while incurring a one-time expense related to the tender offer which will be reflected in the current quarter financial results.