

Current Report CR No 14 – Indirect acquisition of a substantial share package (29.06.2018)

The STALPRODUKT S.A. Management Board (hereinafter the „Issuer”) based in Bochnia, acting pursuant to art. 70 of the Act on Public Offering, on Conditions for the Introduction of Financial Instruments to the Organized Trading System and on Public Companies, herewith discloses that on 29 June 2018 Mr. Piotr Janeczek notified about the increase of his to-date shareholding in the general number of votes as a result of the acquisition of at least 1% number of votes, i.e. the notification referred to in art. 69 par.2 subpar. 2 in connection with art. 69a of the Act on Public Offering, on Conditions for the Introduction of Financial Instruments to the Organized Trading System and on Public Companies.

The notification implies that Piotr Janeczek indirectly acquired shares, held to-date by the STALPRODUKT - PROFIL S.A. company, in connection with the recorded reduction of the mentioned company’s share capital and his resulting acquisition of the majority shareholding in the STALPRODUKT - PROFIL S.A. company

The above Notification is enclosed below.

NOTIFICATION REFERRED TO IN ART. 69 UST.2 PAR 2 IN CONNECTION WITH ART. 69A ACT ON PUBLIC OFFERING, ON CONDITIONS FOR THE INTRODUCTION OF FINANCIAL INSTRUMENTS TO THE ORGANIZED TRADING SYSTEM AND ON PUBLIC COMPANIES.

I, the undersigned Piotr Janeczek (hereinafter also referred to as the Notifier), fulfilling the obligation provided for in Art. 69 par.2 subpar.2 in connection with Art. 69a of the Act on Public Offering, on Conditions for the Introduction of Financial Instruments to the Organized Trading System and on Public Companies as of 29 July 2005 (hereinafter referred to as the “Act”) notify on the increase of my shareholding in the general number of votes in the STALPRODUKT S.A. company based in Bochnia (hereinafter referred to as the Company or the Issuer) i.e. inform on the change of my share held to-date in the general number of votes by at least 1%, due to the indirect acquisition of the Company’s shares.

In connection with the above I do inform that:

1. On 29 June 2018, as a result of the reduction of the STALPRODUKT - PROFIL S.A. company’s share capital, recorded in the National Court Register, I took over control over the STALPRODUKT - PROFIL S.A. company, acquiring the majority shareholding in the company concerned (i.e. becoming a dominating entity in the understanding of Art. 4 par. 14 of the Act). Thus, my share of votes was increased by 1% in the Issuer’s general number of votes, despite the fact that no acquisition or transfer of the Issuer’s shares was made by me or by the above mentioned company (STALPRODUKT - PROFIL S.A.).

As a result of the recorded reduction of the Bochnia-based STALPRODUKT - PROFIL S.A. company's share capital, I acquired a majority share package in the company concerned and, in connection therewith, I acquired indirectly, in the understanding of Art. 4 par. 27 of the Act, all the Issuer's shares to-date held by STALPRODUKT - PROFIL S.A. based in Bochnia i.e.:

- a) 450,692 Issuer's bearer shares accounting for 8.08 % of the share capital and authorizing to 450,692 votes at the Issuer's General Meeting, accounting for 3.69 % of the general number of votes,
- b) 128,959 Issuer's registered shares with preference as to the right of vote (in the proportion of 5 votes per share) accounting for 2.31 % of the share capital and authorizing to 644,795 votes at the Issuer's General Meeting, accounting for 5.29 % of the general number of votes,
- c) 1 (one) registered non-preference share, accounting for 1.79203E-05 % of the share capital and authorizing to 1 vote at the Issuer's General Meeting, accounting for 8.19771E-06 of the general number of votes,

i.e. the total of: 579,652 Issuer's shares, accounting for 10.39 % of the share capital and authorizing to 1,095,488 votes at the Issuer's General Meeting, accounting for 8.98 % of the general number of votes.

2. Before the above-mentioned change I used to hold:

- directly:
 - (i) 114,965 registered shares, with preference as to the right of vote (in the proportion of 5 votes per share), accounting for 2.06 % of the Company's share capital and authorizing to 574,825 votes at the Company's General Meeting, which accounts for 4.71 % of the general number of votes in the Company,
 - (ii) 88 registered non-preference shares, accounting for 0.00158% of the Company's share capital and authorizing to 88 votes at the Company's General Meeting, which accounts for 0.00072 % of the general number of votes in the Company,
- indirectly (i.e. through STP INVESTMENT S.A.):
 - (i) 816,371 Issuer's bearer shares, accounting for 14.63 % of the share capital and authorizing to 816,371 votes at the Issuer's General Meeting, accounting for 6.69 % of the general number of votes,
 - (ii) 1,355 registered non-preference shares, accounting for 0.024 % of the share capital and authorizing to 1,355 votes at the Issuer's General Meeting, accounting for 0.011% of the general number of votes,

(iii) 1,011,593 Issuer's registered shares with preference as to the right of vote (in the proportion of 5 votes per share), accounting for 18.13 % of the share capital and authorizing to 5,057,965 votes at the Issuer's General Meeting, accounting for 41.46 % of the general number of votes,

- indirectly (i.e. through F&R FINANSE sp. z o.o.): 43,807 Issuer's bearer shares, accounting for 0.79 % of the share capital and authorizing to 43,807 votes at the Issuer's General Meeting, accounting for 0.36 % of the general number of votes,

i.e. the total of: 1,988,179 Issuer's shares, accounting for 35.63 % of the share capital and authorizing to 6,494,411 votes at the Issuer's General Meeting, accounting for 53.24 % of the general number of votes.

3. At present I am holding:

- directly:

(i) 114,965 registered shares with preference as to the right of vote (in the proportion of 5 votes per share), accounting for 2.06 % of the Company's share capital and authorizing to 574,825 votes at the Company's General Meeting, which accounts for 4.71 % of the general number of votes in the Company,

(ii) 88 registered non-preference shares accounting for 0.00158% of the Company's share capital and authorizing to 88 votes at the Company's General Meeting, which accounts for 0.00072 % of the general number of votes in the Company,

- indirectly (i.e. through STP INVESTMENT S.A.):

(i) 816,371 Issuer's bearer shares accounting for 14.63 % of the share capital and authorizing to 816,371 votes at the Issuer's General Meeting, accounting for 6.69 % of the general number of votes,

(ii) 1,355 registered non-preference shares, accounting for 0.024 % of the share capital and authorizing to 1,355 votes at the Issuer's General Meeting, accounting for 0.011% of the general number of votes,

(iii) 1,011,593 Issuer's registered shares with preference as to the right of vote (in the proportion of 5 votes per share), accounting for 18.13 % of the share capital and authorizing to 5,057,965 votes at the Issuer's General Meeting, accounting for 41.46 % of the general number of votes,

- indirectly (i.e. through F&R FINANSE sp. z o.o.): 43,807 Issuer's bearer shares accounting for 0.79 % of the share capital and authorizing to 43,807

votes at the Issuer's General Meeting, accounting for 0.36 % of the general number of votes,

- indirectly (i.e. through STALPRODUKT - PROFIL S.A.):
 - (i) 450,692 Issuer's bearer shares accounting for 8.08 % of the share capital and authorizing to 450,692 votes at the Issuer's General Meeting, accounting for 3.69 % of the general number of votes,
 - (ii) 128,959 Issuer's registered shares with preference as to the right of vote (5 votes per share) accounting for 2.31 % of the share capital and authorizing to 644,795 votes at the Issuer's General Meeting, accounting for 5.29 % of the general number of votes,
 - (iv) 1 (one) registered non-preference share accounting for 1.79203E-05 % of the share capital and authorizing to 1 vote at the Issuer's General Meeting, accounting for 8.19771E-06 of the general number of votes.

i.e. the total of: 2,567,831 shares accounting for 46.02 % of the share capital and authorizing to 7,589,899 votes at the General Meeting, accounting for 62.22 % of the general number of votes.

The subsidiary company dependent on the notifying Shareholder, holder the Issuer's shares is:

I. STP INVESTMENT SA based in Bochnia, which is holding at present:

- (i) 816,371 Issuer's bearer shares accounting for 14.63 % of the share capital and authorizing to 816,371 votes at the Issuer's General Meeting, accounting for 6.69 % of the general number of votes,
- (ii) 1,355 registered non-preference shares accounting for 0.024 % of the share capital and authorizing to 1,355 votes at the Issuer's General Meeting, accounting for 0.011% of the general number of votes,
- (iii) 1,011,593 Issuer's registered shares, with preference as to the right of vote (in the proportion of 5 votes per share) accounting for 18.13 % of the share capital and authorizing to 5,057,965 votes at the Issuer's General Meeting, accounting for 41.46 % of the general number of votes,

i.e. the total of: 1,829,319 Issuer's shares accounting for 32.78 % of the share capital and authorizing to 5,875,691 votes at the Issuer's General Meeting, accounting for 48.17 % of the general number of votes,

and

II. The STALPRODUKT - PROFIL S. A. company based in Bochnia, which is currently holding:

- (i) 452,812 Issuer's bearer shares, accounting for 8.12 % of the share capital and authorizing to 452,812 votes at the Issuer's General Meeting, accounting for 3.71 % general number of votes,
- (ii) 128,959 Issuer's registered shares with preference as to the right of vote (in the proportion of 5 votes per share) accounting for 2.31 % of the share capital and authorizing to 644,795 votes at the Issuer's General Meeting, accounting for 5.29 % of the general number of votes,
- (iii) 1 (one) registered non-preference share accounting for 1.79203E-05 % of the share capital and authorizing to 1 vote at the Issuer's General Meeting, accounting for 8.19771E-06 of the general number of votes,

i.e. the total of: 581,772 Issuer's shares accounting for 10.43 % of the share capital and authorizing to 1,097,608 shares at the Issuer's General Meeting, accounting for 9.00 % of the general number of shares.

- III. The F&R FINANSE sp. z o.o. company based at Jawornik (a subsidiary company for STP INVESTMENT S.A), which holds 43,807 Issuer's bearer shares accounting for 0.79 % of the share capital and authorizing to 43,807 votes at the Issuer's General Meeting, accounting for 0.36 % of the general number of votes,

Art. 69 par. 4 subpar.6 -8 of the a/m Act on Public Offering, on Conditions for the Introduction of Financial Instruments to the Organized Trading System and on Public Companies – not applicable.

The total number of votes indicated pursuant to Art. 69 par.4 subpar. 2, 7 and 8 and its percentage share in the general number of votes was provided above.