



Report number: **13/2018**

Date of issue: **2018-03-27 18:02**

Subject: **Request of the Company's Shareholder to convene the Extraordinary General Meeting and to include particular matters in the agenda.**

Contents of the report:

Centrum Nowoczesnych Technologii S.A. with its registered office in Sosnowiec (hereinafter referred to as "the Company", "CNT S.A.") hereby announces that on 27 March 2018 received a request to convene an Extraordinary General Meeting of Shareholders of the Company and to include particular matters in the agenda, pursuant to the Article 400 § 1 of the Commercial Companies Code, from FIP 11 Fundusz Inwestycyjny Zamknięty Aktywów Niepublicznych with its registered office in Warsaw and Mr Zbigniew Jakubas together with the subsidiaries, i.e. Multico Sp. z o.o. with its registered office in Warsaw, Wartico Invest Sp. z o.o., with its registered office in Warsaw, Energopol Warszawa S.A. with its registered office in Warsaw and Energopol Trade S.A. with its registered office in Warsaw (the Applicant) holding shares in the Company representing at least 1/20 of the share capital of the Company, with the following wording:

„REQUEST FOR CONVENING AN EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF CENTRUM NOWOCZESNYCH TECHNOLOGII S.A. WITH ITS REGISTERED OFFICE IN SOSNOWIEC

Applicant: FIP 11 Fundusz Inwestycyjny Zamknięty Aktywów Niepublicznych with its registered office in Warsaw and Mr Zbigniew Jakubas together with their subsidiaries, i.e. Multico Sp. z o.o. with its registered office in Warsaw, Wartico Invest Sp. z o.o. with its registered office in Warsaw, Energopol Warszawa S.A. with its registered office in Warsaw and Energopol Trade S.A. with its registered office in Warsaw, representing at least 1/20 of the share capital of Centrum Nowoczesnych Technologii S.A. (the "Company"), pursuant to the Article 400 § 1 of the Commercial Companies Code, requests that the Extraordinary General Meeting of Shareholders of the Company be convened with the agenda including the following items:

- 1) Adoption of a resolution on the abolition of the dematerialisation of the Company's shares and their withdrawal from trading on the regulated market operated by the Warsaw Stock Exchange,
- 2) Adoption of a resolution on determining an entity bearing the costs of convening and holding the Extraordinary General Meeting of Shareholders of the Company.

Taking into consideration the fact that on 24 January 2018 FIP 11 Fundusz Inwestycyjny Zamknięty Aktywów Niepublicznych with its registered office in Warsaw and Mr Zbigniew Jakubas together with their subsidiaries, i.e. Multico Sp. z o.o. with its registered office in Warsaw, Wartico Invest Sp. z o.o. with its registered office in Warsaw, Energopol Warszawa S.A. with its registered office in Warsaw and Energopol Trade S.A. with its registered office in Warsaw announced a tender offer to subscribe for the sale of





3,112,158 (in words: three million one hundred and twelve thousand one hundred and fifty eight) shares of the Company in accordance with the requirement set forth in 91 section 3 of the Act of 29 July 2005 on Public Offering and Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies ("the Act"), the Applicant requests that an Extraordinary General Meeting of Shareholders of the Company be convened.

The attached draft resolutions in this respect are submitted herein.

Resolution No []

of the Extraordinary General Meeting of the Company

Centrum Nowoczesnych Technologii S.A.

of [...] 2018

on elimination of the dematerialization of the Company's shares and their withdrawal from trading on the regulated market operated by the Warsaw Stock Exchange S.A.

Pursuant to Article 91sec. 4 of the Act of 29 July 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies (consolidated text in Journal of Laws of 2016, item 1639) ("Act on Public Offering"), the following is hereby adopted:

§ 1.

1) The Extraordinary General Meeting of the Company hereby resolves to abolish dematerialization of all the shares of the Company registered in the National Depository for Securities ("NDS") and admitted and introduced to trading on the regulated market of the Warsaw Stock Exchange ("WSE"), i.e.:

- a) 255,000 (in words: two hundred and fifty-five thousand) series A shares;
- b) 255,000 (in words: two hundred and fifty-five thousand) series BI shares;
- c) 510,000 (in words: five hundred and ten thousand) Series BII shares;
- d) 400,000 (in words: four hundred thousand) series C shares;
- e) 700,000 (in words: seven hundred thousand) series D shares;
- f) 100,000 (in words: one hundred thousand) series E shares;
- g) 6,870,000 (in words: six million eight hundred and seventy thousand) series F shares





the total of 9,090,000 (in words: nine million ninety thousand) shares with a par value of PLN 4.00 (in words: four zloty) per share and a par value of PLN 36,360,000.00 (in words: thirty six million three hundred and sixty thousand) , designated by NDS with ISIN PLERGPL00014 code (the "Shares") by means of restoring a form of a document.

2) The Extraordinary General Meeting of Shareholders hereby resolves to delist the Shares from trading on the regulated market operated by the WSE.

§ 2

The Extraordinary General Meeting of the Company authorizes and obliges the Board of Management of the Company to:

a) submit to the Polish Financial Supervision Authority pursuant to Art. 91 sec. 1 of the Act on Public Offering, a motion to grant a permission to reinstate the Shares in a form of a document (abolition of dematerialization), and

b) take all factual and legal actions necessary to restore the form of the Shares and withdraw them from trading on the regulated market operated by the WSE, in particular to take all necessary factual and legal actions in this respect before the Polish Financial Supervision Authority, the Polish NDS and the WSE.

§ 3

The Resolution shall come into force on the day of its adoption, with the reservation that the abolition of dematerialization of the Company's shares mentioned in § 1 hereof and the withdrawal from trading of the Shares designated by NDS with ISIN PLERGPL00014 code on the regulated market operated by the WSE shall take place within a period to be specified in the permission issued by the Polish Financial Supervision Authority to restore a form of a document to the aforementioned Shares of the Company.

Resolution No []

of the Extraordinary General Meeting of the Company

Centrum Nowoczesnych Technologii S.A.

of [...] 2018

on determining the entity bearing costs of convening and holding the Extraordinary General Meeting of Shareholders of the Company

Acting pursuant to art. 400 § 4 of the Commercial Companies Code, the Extraordinary General Meeting of Shareholders hereby resolves that the costs of convening and holding the Extraordinary General Meeting of Shareholders shall be borne by [...].”





The Board of Management of CNT S.A. will inform in a separate current report about convening the Extraordinary General Meeting, whose agenda will include the items above.

Legal basis: Article 17(1) MAR - Confidential information

