



Current Report No. 12/2017

Date: 26.06.2017

Subject: Received the information about the change in the ownership of shares of Mangata Holding S.A. loss of shareholder status by the parties to the agreement referred to in Art. 87 sec. 1 point 5) of the Act on Public Offering and termination of the agreement.

Legal basis: art. 70 point 1 Act on Public Offering.

Contents of the report:

Management Board of Mangata Holding S.A. with registered head office in Bielsko-Biała informs, that on 26-th of June 2017 received notification from the parties of the agreement referred to art. 87 sec. 1 point 5 Act on Public Offering, drawn up on the basis of art. 69 sec. 1 point 2 of the Act on Public Offering about the change in the ownership of shares of Mangata Holding S.A. by the shareholders of the agreement and loss of shareholder status of Mangata Holding S.A. by all the shareholders of the agreement and consequently terminate the agreement from 23 of April 2007.

According to the received notification, on 26-th of June 2017, the shareholders Capital MBO spółka akcyjna spółka komandytowa with registered head office in Katowice being also the shareholders of Mangata Holding S.A. and parties to the agreement from 23-rd of April 2007, agreed to contribute to Capital MBO spółka akcyjna spółka komandytowa non-cash contributions constituting the holdings in Mangata Holding S.A., ie:

- a) Capital MBO S.A. pledged to contribute, as a non-cash contribution, a shareholding package 694.620 (six hundred ninety four thousand six hundred twenty) of Mangata Holding S.A. of the total face value 138.924,00 PLN (one hundred thirty eight thousand nine hundred twenty four zlotys) giving total 10,40% (ten and forty percent) share capital of this company, giving the same number of votes at the General Meeting of shareholders 10,40% (ten and forty percent) of the total number of votes at the General Meeting of Shareholders of Mangata Holding S.A.; and
- b) Jan Jurczyk pledged to contribute, as a non-cash contribution, a shareholding package 595.496 (five hundred ninety five thousand four hundred ninety six) of Mangata Holding S.A. of the total face value 119.099,20 PLN (one hundred nineteen thousand ninety nine zlotys and twenty groszy) giving total 8,92% (eight and ninety two hundred percent) share capital of this company, giving the same number of votes at the General Meeting of shareholders 8,92% (eight and ninety two hundred percent) of the total number of votes at the General Meeting of Shareholders of Mangata Holding S.A.; and
- c) Maciej Jurczyk pledged to contribute, as a non-cash contribution, a shareholding package 651.626 (six hundred fifty one thousand six hundred twenty six) of Mangata Holding S.A. of the total face



value 130.325,20 PLN (one hundred and thirty thousand three hundred and twenty five zlotys and twenty groszy) giving total 9,76% (nine and seventy-six hundred percent) share capital of this company, giving the same number of votes at the General Meeting of shareholders 9,76% (nine and seventy-six hundred percent) of the total number of votes at the General Meeting of Shareholders of Mangata Holding S.A.; and

- d) Tomasz Jurczyk pledged to contribute, as a non-cash contribution, a shareholding package 718.808 (seven hundred eighteen thousand eight hundred eight) of Mangata Holding S.A. of the total face value 143.761,60 PLN (One hundred forty three thousand seven hundred sixty one zlotys and sixty groszy) giving total 10,76% (ten and seventy-six hundred percent) share capital of this company, giving the same number of votes at the General Meeting of shareholders 10,76% (ten and seventy-six hundred percent) of the total number of votes at the General Meeting of Shareholders of Mangata Holding S.A.; and
- e) Jakub Jurczyk pledged to contribute, as a non-cash contribution, a shareholding package 398.277 (three hundred ninety eight thousands two hundred seventy seven) of Mangata Holding S.A. of the total face value 79.655,40 PLN (seventy nine thousand six hundred fifty five zlotys and forty groszy) giving total 5,96% (five and ninety-six hundred percent) share capital of this company, giving the same number of votes at the General Meeting of 5,96% (five and ninety-six hundred percent) of the total number of votes at the General Meeting of Shareholders of Mangata Holding S.A.; and
- f) Sebastian Jurczyk pledged to contribute, as a non-cash contribution, a shareholding package 306.247 (three hundred six thousand two hundred forty seven) of Mangata Holding S.A. of the total face value 61.249,40 PLN (sixty one thousand two hundred forty nine zlotys and forty groszy) giving total 4,59% (four and fifty-nine hundred percent) share capital of this company, giving the same number of votes at the General Meeting of 4,59% (four and fifty-nine hundred percent) of the total number of votes at the General Meeting of Shareholders of Mangata Holding S.A.

Therefore, on 26-th of June 2017, a joint venture between Capital MBO spółka akcyjna spółka komandytowa and individual partners being also the shareholders of Mangata Holding S.A. and parties to the agreement from 23-rd of April 2007 entered into agreements to transfer to Capital MBO spółka akcyjna spółka komandytowa above shares of Mangata Holding S.A.

Consequently, the existing shareholders of Mangata Holding S.A. parties of the agreement from 23-rd of April 2007 (ie: Capital MBO S.A., Jan Jurczyk, Maciej Jurczyk, Tomasz Jurczyk, Jakub Jurczyk and Sebastian Jurczyk) loss the status of Mangata Holding S.A. shareholders. According to the fact that none of the parties of the agreement from 23-rd of April 2007 holds the status of Mangata Holding S.A., the parties of that agreement on 26-th of June 2017 terminated the agreement from 23-rd of April 2007.

Before the change in ownership, the shareholders who were parties to the agreement from 23-rd of April 2007, held jointly a shareholding package 3.365.074 (three million three hundred sixty five thousand seventy four) of Mangata Holding S.A. of the total face value 673.014,80 PLN (six hundred



seventy three thousand fourteen zlotys and eighty groszy) giving total 50,40% (fifty and forty hundred percent) share capital of this company, giving 3.365.074 (three million three hundred sixty five thousand seventy four) votes at the General Meeting of Shareholders which are 50,40% (fifty and forty hundred percent) of the total number of votes at the General Meeting of Shareholders of Mangata Holding S.A.

At the same time, the existing parties of the agreement from 23-rd of April 2007 indicates that they have no subsidiaries holding shares in the share capital of Mangata Holding S.A.

The existing parties of the agreement stated that to the notification art. 69 sec. 4 points 6 - 8 of the Act on Public Offering is not applicable due to lack of persons referred in art. 87 sec. 1 point 3 letter C of the Act on Public Offering, as well as due to the fact that the existing parties of the agreement from 23-rd of April 2007 do not hold financial instruments referred to in art. 69b sec. 1 of the Act on Public Offering.