

Current Report No. 17/2015

Date: 24 October 2015

Conditional agreement to sell the MLP Bieruń park

The Management Board of MLP Group S.A. (“Company”, “Issuer”) hereby reports on the execution of an agreement in the form of a notary deed pertaining to the sale of significant assets, i.e. the MLP Bieruń park (“Property”) by a subsidiary of the Company. On 23 October 2015, a subsidiary of the Company, Lokafox 201 spółka z ograniczoną odpowiedzialnością spółka komandytowo-akcyjna with its registered office in Pruszków (“Seller”), signed a preliminary agreement with WestInvest Gesellschaft für Investmentfonds mbH with its registered office in Düsseldorf (“Buyer”) to sell the land located in Bieruń, in bieruńsko-łędzki county in Silesian Voivodship in record area 0002, Bieruń Stary, and the buildings erected on this land together with the ownership title to the structures and assets located on the land (“Agreement”). The total area of the land is **114,875 m²** (one hundred fourteen thousand eight hundred seventy-five square meters). Under the Agreement, the Seller also agreed to assign to the Buyer all the Seller’s economic copyrights to the Project, all the rights under the Construction Guarantees and the Project Guarantees and all the rights to the Lease Agreement Collateral Documents.

The net price for the Property covered by the Agreement is **EUR 16,790,275.13 (sixteen million seven hundred ninety thousand two hundred seventy-five and 13/100 euros)** plus VAT at the applicable rate of 23%, i.e. the amount of **EUR 3,861,763.28 (three million eight hundred sixty-one thousand seven hundred sixty-three and 28/100 euros)**, which as at the date of this Current Report, according to the average EUR/PLN exchange rate published by the National Bank of Poland, constitutes the equivalent of the net amount of PLN 71,392,249.85 (seventy-one million three hundred ninety-two thousand two hundred forty-nine and 85/100 zloty).

The Agreement contains clauses permitting the charging of contractual penalties of total value of at least EUR 200,000. Contractual penalties are stipulated in the event of the Seller defaulting on its obligation to remedy defects and flaws in parts of the Property and of the Seller defaulting on the non-pecuniary obligations prescribed by the Agreement. The remittance of contractual penalties is supposed to preclude the right to pursue claims for damages exceeding the amount of these penalties.

The Agreement is entered into subject to a condition consisting of failure by Katowicka Specjalna Strefa Ekonomiczna S.A. to exercise the statutory preemptive right with respect to the Real Property due to the manager of Katowicka Specjalna Strefa Ekonomiczna S.A. pursuant to Article 8 Section 2 of the Special Economic Zones Act of 20 October 1994 (consolidated version: Journal of Laws of 2015 No. 282, as amended) by the deadline and on the terms and conditions defined in Article 598 of the Civil Code.

The Company also extended to the Buyer a guarantee for the Seller’s obligations up to a total amount of EUR 20,003,915.60 (for the period until 24 October 2021); the amount of the guarantee will gradually decline as the Seller performs the obligations covered by the guarantee or as the deadlines prescribed by the Agreement elapse.

Neither the Company nor the Seller is entitled to any consideration for extending the guarantee.

The remaining terms and conditions of the Agreement do not deviate from the market standards applied in contracts of this type.

The value of the Agreement exceeds 10% of the Issuer's equity, which forms the criterion for recognizing this Agreement to be a significant agreement.

Legal basis:

§ 5 Section 1 Item 3 of the Regulation issued by the Finance Minister on 19 February 2009 on the Current and Periodic Information Transmitted by Securities Issuers and the Conditions for Recognizing the Information Required by the Regulations of a Non-Member State as Equivalent (Journal of Laws of 2009 No. 33 Item 259).