

Current Report No. 17/2020

Date: October 23rd 2020

Determination of the issue price of new Series D shares issued by MLP Group S.A. and the number of Series D shares to be offered by the Company

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Further to Current Report No. 13/2020 of October 12th 2020, the Management Board of MLP Group S.A. of Pruszków (the "**Issuer**", the "**Company**"), acting in the performance of the obligation set out in (i) Articles 17(1) and 17(4) of Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse (market abuse regulation) and repealing Directive 2003/6/EC of the European Parliament and of the Council and Commission Directives 2003/124/EC, 2003/125/EC and 2004/72/EC (the "**MAR**"), and in conjunction with the provisions of (ii) Resolution 1 of the MLP Group S.A. Management Board of October 12th 2020 on the increase of the Company's share capital through the issue of up to 1,650,000 (one million, six hundred and fifty thousand) Series D ordinary bearer shares on the basis of the authorisation provided for in Art. 9a of the Company's Articles of Association (the "**Series D Shares**"), full waiver of existing shareholders' pre-emptive rights to acquire all Series D Shares, definition of the rules of distribution of Series D Shares, etc. (the "**Issue Resolution**"), announces that:

- 1) following the closing on October 22nd 2020 of the accelerated bookbuilding process for Series D Shares and based on the information on demand for Series D Shares, the Management Board of the Company, upon prior approval by the Supervisory Board, set the issue price of Series D Shares at PLN 69.00 (sixty-nine) per Series D Share (the "**Issue Price**").
- 2) The Company will make:
 - to investors (other than Israel Land Development Company Ltd. with its registered office in Bnei Brak, Israel ("**ILDC**")) – offers to subscribe for a total of 1,032,097 Series D Shares; and
 - to ILDC – an offer to acquire a total of 574,903 Series D shares.

MLP Group S.A.

IMPORTANT NOTICE

This current report has been prepared in accordance with Article 17(1) of the MAR.

This current report is for information only. The Company publishes it exclusively to provide important information about the terms and conditions of its share offering. This current report is not intended, directly or indirectly, to promote the offering, subscription for or purchase of Company shares referred to herein (“Series D Shares”) and does not constitute an advertisement or promotional material prepared or published by the Company for the purpose of promoting, subscribing for or offering Series D Shares, or encouraging investors, directly or indirectly, to subscribe for Series D Shares. To date, the Company has not published any materials to promote or subscribe for Series D Shares and does it intend to publish any such materials after the date of issue of this current report.

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Series D Shares have not been nor will be registered under the United States Securities Act of 1933, as amended, or with any regulatory body competent for trading in securities in any state or other jurisdictions of the United States, and may not be offered, sold, pledged, subscribed for, resold, transferred or delivered, directly or indirectly, in the territory of the United States without registration in accordance with the United States Securities Act, except for transactions which are not subject to or which are exempt from registration requirement under the United States Securities Act and in accordance with applicable laws governing trading in securities in any state or other jurisdictions of the United States. Series D Shares have not been approved, disapproved or recommended by the U.S. Securities and Exchange Commission, any State Securities Commission in the United States or other regulatory authority in the United States, nor have any of the foregoing authorities passed upon the merits of or given their approval to the offering of Series D Shares. Subject to certain exceptions, the securities referred to in this current report may not be offered or sold in the United States, Australia, Canada, Japan, South Africa, to or for the account of any citizens or residents of the United States, Australia, Canada, Japan or South Africa and nationals of those countries.

Series D Shares are not offered to the public in the United States, the United Kingdom or any country other than Poland. All offerings of Series D Shares will be made in accordance with the Prospectus Regulation and will be exempt from the requirement to prepare a prospectus.

In connection with the matters covered by this current report, no prospectus will be made available and no such prospectus is required to be prepared (under the Prospectus Regulation). This current report and the description of the terms and conditions of the New Share Offering contained herein are for information only; the information contained herein is addressed only to persons who are (i) qualified investors within the meaning of the Prospectus Regulation and (ii) investors referred to in Article 1(4)(d) of the Prospectus Regulation (iii) other persons who may be notified thereof in accordance with the applicable laws (all such persons are jointly referred to as “Eligible Persons”). This current report and the terms and conditions

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District Court for the Capital City of Warsaw in Warsaw, 14th Commercial Division of the National Court Register, No. KRS 0000053299.

Tax Identification Number (NIP): 534-10-12-136, Industry Identification Number (REGON): 010971300, share capital: PLN 4,528,313.75, paid up in full

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This current report contains (or may contain) certain forward-looking statements relating to the Company's current expectations and predictions of future events. Forward-looking statements, which sometimes contain words such as "aim", "anticipate", "believe", "intend", "plan", "estimate", "expect" and words of similar import, reflect the beliefs and expectations of the Company's Management Board, and involve a number of risk factors, uncertainties and possible falsification of adopted assumptions, which may be updated in the future, and the occurrence or updating of which is beyond the Company's control, and may cause actual results to differ significantly from any expected results expressed or implied in forward-looking statements. The statements contained in this current report concerning past trends or activities should not be considered a statement that such trends or activities will continue in the future. The information contained in this current report may be changed without prior notice and, except as required by applicable laws, the Company is not liable or obliged to, and does not intend to, publicly update or review any forward-looking statements contained herein. The forward-looking statements should not be unduly relied on, as they merely reflect beliefs as at the date of issue of this current report. Nothing in this current report constitutes or is intended to constitute an earnings forecast or estimate, or is intended to imply that the Company's earnings in the current or future financial year will match or exceed the Company's historical or published earnings. In view of these risks, uncertainties and assumptions that may be revised in the future, the recipient should not place undue reliance on forward-looking statements as a forecast of actual results or otherwise.

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Legal basis:

Article 17(1) of MAR – inside information.