

**Current Report No. 7/2021**

Date: April 27th 2021

**Issue price of new Series E shares to be issued by MLP Group S.A. and the number of Series E shares to be offered for subscription by the Company**

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Further to Current Report No. 4/2021, the Management Board of MLP Group S.A. of Pruszków (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 connection with the provisions of (ii) Resolution 1 of the Company’s Management Board of April 22nd 2021 on the increase of the Company’s share capital through the issue of up to 1,653,384 (one million, six hundred and fifty-three thousand, three hundred and eighty-four) Series E ordinary bearer shares on the basis of the authorisation provided for in Art. 9a of the Company’s Articles of Association (“**Series E Shares**”), full waiver of existing shareholders’ pre-emptive rights with respect to all Series E Shares, definition of the rules of distribution of Series E Shares, etc. (the “**Issue Resolution**”), hereby announces that:

- 1) following the completion on April 27th 2021 of the accelerated book building process for Series E Shares and based on information on the recorded investor demand for Series E Shares, the Management Board, with consent of the Supervisory Board, has set the issue price of Series E Shares at PLN 75 (seventy-five złoty) per Series E Share (the “**Issue Price**”).
- 2) The Company will offer for subscription to investors other than Israel Land Development Company Ltd. of Bnei Brak, Israel (“**ILDC**”), and to ILDC a total of 652,384 and 1,001,000 Series E Shares, respectively.

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**MLP GROUP S.A.**

ul. 3 Maja 8, 05-800 Pruszków, phone: (+48 22) 738 30 10, fax: (+48 22) 738 30 19, email: info@mlpgroup.com  
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 4,930,063.75, paid in full

[www.mlpgroup.com](http://www.mlpgroup.com)

**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 E 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 E Shares, or encouraging investors, directly or indirectly, to subscribe for Series E Shares. To date, the Company has not published any materials to promote or subscribe for Series E Shares and does it intend to publish any such materials after the date of issue of this current report.*

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*Series E 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 E 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 E 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 E Shares are not offered to the public in the United States, the United Kingdom or any country other than Poland. All offerings of Series E 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*

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*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 described herein may not serve as a basis for taking action or be used by persons other than Eligible Persons. Persons distributing this current report must satisfy themselves that it is lawful to do so. Any investments or investment activity covered by this current report and the terms and conditions described herein shall be available only to and may be undertaken only by Eligible Persons.*

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*Each Manager acts solely for the Company and not for any other entity in connection with the offering or subscription for Series E Shares, and will not be liable to any person other than the Company in the context of client protection, and will not provide any advice in relation to the offering or subscription for Series E Shares or any other matters referred to in this current report. Beside any liability or obligations which may be imposed on the Managers under applicable laws, none of the Managers or any of their affiliates is liable for the content of this current report or for any other representations made or allegedly made by or on behalf of the Managers or their affiliates in connection with the Company, Series E Shares, their offering or subscription. Therefore, neither the Managers nor any of their affiliates will be held liable for any representation or other information contained herein, arising in tort or contract or otherwise (except for those referred to above), and they do not make any representations or warranties, express or implied, as to the accuracy, completeness or sufficiency of the information contained in this current report. The Managers may participate in the offering on commercial terms.*

*The distribution of this current report or information on the offering or subscription for Series E Shares may be restricted by law in certain jurisdictions. The Company, the Managers and their affiliates have not taken any steps that would be intended to or could enable the offering of Series E Shares to be conducted in any other jurisdiction, or cause this current report or any other offer or advertising material relating to Series E Shares to be held or disseminated in any other jurisdiction.*

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*Company and the Managers require all persons in possession of this current report to familiarise themselves with and comply with applicable restrictions.*

*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.*

*This current report does not, and does not purport to, identify or imply any (direct or indirect) risks that may arise from investing in Series E Shares. Any investment decision to subscribe for or acquire Series E Shares in an offering or subscription of these shares must be made only on the basis of publicly available information which has not been independently verified by the Managers.*

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*This current report does not constitute an invitation to underwrite, subscribe for or otherwise acquire or dispose of any securities in any jurisdiction. This current report is not a recommendation regarding an investor's decision concerning the offering of or subscription for Series E Shares. Investors or prospective investors should independently examine, analyse and assess the activities and data described in this current report as well as publicly available information. The price and value of the securities may increase or decrease. Historical performance is not indicative of future performance.*

Legal basis:

Article 17(1) of MAR – Inside information.

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