

CURRENT REPORT FILED WITH THE POLISH FINANCIAL SUPERVISION AUTHORITY IN WARSAW

DATE: September 15th 2022

Subject: [Agreement signed in relation to Conditional Share Purchase Agreement concerning Company shares \[Current Report No. 73/2022\]](#)

Text of the report:

Further to (i) Current Report No. 17/2022 of March 24th 2022 announcing the execution of a Conditional Share Purchase Agreement between the Company, PBG S.A. w restrukturyzacji (in restructuring) of Wysogotowo (“**PBG**”) and MS GALLEON AG of Vienna (the “**Investor**”) (the “**Share Purchase Agreement**”) and of an Investment Agreement between the Company and the Investor (the “**Investment Agreement**”), (ii) Current Report No. 29/2022 of May 8th 2022 announcing the execution of an annex to the Investment Agreement between the Company and the Investor, (iii) Current Report No. 45/2022 of June 30th 2022 announcing the execution of an agreement regarding the Share Purchase Agreement between the Company, PBG and the Investor, and (iv) Current Report No. 57/2022 of July 29th 2022 announcing an arrangement to extend the closing date of the transaction contemplated by the Share Purchase Agreement, the Management Board of RAFAKO S.A. of Racibórz (the “**Company**”) announces that on September 15th 2022 another agreement was executed in relation to the Share Purchase Agreement (the “**Agreement**”).

The Agreement extends the deadline set in the Share Purchase Agreement for the fulfilment of conditions precedent to the Investor’s obligation to purchase 7,665,999 Company shares held by PBG and shares in Multaros Trading Company Limited of Limassol (“**Multaros**”), and thus indirectly 34,800,001 Company shares held by Multaros, until October 31st 2022 (under the agreement announced by the Company in Current Report No. 45/2022 of June 30th 2022 the deadline was set for July 29th 2022, and then under the arrangement announced by the Company in Current Report No. 57/2022 of July 29th 2022 it was extended to September 15th 2022).

The Agreement states that the reason for the extension is delays, relative to the original schedule, in execution by the Company of documents required to fulfil the conditions precedent, including delays in: (i) making by the Company of financial settlements or execution of an agreement with Operator Gazociągów Przesyłowych GAZ-SYSTEM S.A. of Warsaw concerning financial settlements related to the contracts for the Goleniów-Płoty and Tłocznia Kędzierzyn-Koźle projects on terms satisfactory to the Investor, and (ii) discussions with the Company’s arrangement creditors regarding the signing by the Investor of an agreement or agreements to purchase 50% or more of the total amount of all claims covered by the arrangement reached in the course of the Company’s restructuring process, on terms satisfactory to the Investor.

In accordance with its terms, the Agreement came into effect on September 15th 2022.

Legal basis:

Article 17(1) of the Market Abuse Regulation – inside information.

Radosław Domagalski-Łabędzki, President of the Management Board

Maciej Stańczuk, Vice President of the Management Board