

## ESPI Current Report

Number:	23/2022
Date of preparation:	20 July 2022
Company:	XTPL S.A., a joint stock company with its registered office in Wrocław
Title:	Signing agreements and changing the conditions for the issue of series A convertible bonds of XTPL S.A
Legal basis:	Article 17(1) MAR – inside information; Article 56(1)(2) of the Act on Public Offering
Content of the Report:	Referring to ESPI Current Report No. 12/2022 of 25 May 2022, the Management Board of XTPL S.A. (the “ <b>Company</b> ”, “ <b>Issuer</b> ”) announces that today (20 July 2022), the Issuer and two bondholders holding all issued and outstanding series A bonds of the Company convertible into series U shares, i.e. 45,655 bonds, with a total nominal value of PLN 3,378,470, registered in the securities register kept by the Central Securities Depository of Poland (KDPW S.A.) under ISIN No. PLO228300011 (“ <b>Bonds</b> ”) entered into respective agreements on changing the terms of the issue of the Bonds (“ <b>Agreements</b> ”).

In accordance with the second sentence of Article 7(1) of the Bonds Act of 15 January 2015 and based on the Agreements, the terms of the Bonds were changed as follows:

- a) redemption date: the date of repurchase of the Bonds was changed from 30 July 2022 to 30 January 2024;
- b) interest rate: the interest rate on the Bonds – which from the time of allocation of the Bonds to 30 July 2022 was 2% p.a., calculated on the nominal value of the Bonds – was changed to 5% p.a., calculated on the nominal value of the Bonds, applicable from 31 July 2022 to the date of redemption or the date of early redemption.

Any other terms of the Bonds issue remain unchanged.

The change of the terms of the issue of the Bonds was previously approved by the Company’s Extraordinary General Meeting by Resolution No. 03/06/2022 of 21 June 2022 amending resolution No. 04/06/2020 of the Extraordinary General Meeting of 8 June 2020 on the issue of bonds convertible into series U shares and on a conditional increase of the share capital by issuing series U shares, depriving the shareholders of the entire preemptive rights to convertible bonds and series U shares, and on amending the Articles of Association, as communicated by the Issuer in Current Report No. 16/2022 of 21 June 2022.

The change of the terms of issue of the Bonds was effected as part of the process of extending and changing the debt financing granted to the Issuer on the basis of series A convertible bonds, which was communicated by the Issuer in ESPI Current Report No. 12/2022 of 25 May 2022, and for that reason the Issuer's Management

Board recognized this fact as inside information within the meaning of Article 7(1) of the MAR Regulation.

Detailed legal basis: § 5(2) of the Ordinance of the Minister of Finance on current and financial information (...).

**Signatures of the Company's representatives:**

**Jacek Olszański - Management Board Member**