

## ESPI Current Report

**Number:** 12/2020  
**Date:** 11 May 2020  
**Company:** XTPL S.A., a joint stock company with its registered office in Wrocław

**Topic:** Decision to start actions designed to raise financing through the issue of shares and convertible bonds

**Legal basis:** Article 17(1) MAR – inside information

**Contents of the Report:** The Management Board of XTPL S.A. (“Company”, “Issuer”) hereby announces that as a result of receipt of potential investors’ preliminary declarations regarding involvement in financing the Company’s operations, as well as taking into account the Company’s further development plans and its financial needs, the Management Board has decided to start actions aimed at raising new financing for the Company through the issue of new shares and convertible bonds.

The financing would be obtained through:

1. The issue of up to new 42,000 ordinary bearer shares in the increased share capital of the Company, as part of a private placement addressed to a limited group of investors selected by the Management Board, excluding all the preemptive rights of the Company’s existing shareholders;
2. The issue of bonds with a total nominal value of up to PLN 3,200,000 convertible into the Company’s shares to be issued as part of a conditional share capital increase, excluding all the preemptive rights of the shareholders in relation to the bonds and shares, and offering the bonds to a limited group of investors selected by the Management Board.

Neither the issue of the shares nor the bonds will require a prospectus or information memorandum to be drawn up within the meaning of the Act on public offering, conditions governing the introduction of financial instruments to organized trading and public companies.

Detailed conditions for the issue of the shares and the convertible bonds will be presented by the Management Board in draft resolutions of the General Meeting, which the Management Board intends to call to obtain the consent of the Company’s shareholders to raise the proposed financing.

The newly issued shares and the convertible bonds will be offered as close to simultaneously as possible, taking into account the legal conditions relating to the respective offers.

### Signatures of the Company’s representatives:

Filip Granek  
PRESIDENT OF THE MANAGEMENT BOARD