

ESPI Current Report

Number: 25/2019
Date of preparation: 9 June 2019
Company: XTPL S.A., a joint stock company with its registered office in Wrocław

Title:

Notification received under Art. 69 of the Act on public offering

Legal basis: Article 70(1) of the Act on Offering - purchase or sale of a significant shareholding

Contents of the Report:

Management Board of XTPL S.A. (the "Issuer") informs that today it has received from Pankiewicz sp.k. a notification under Article 69 section 1 point 2 of the Act on public offer and the conditions for introducing financial instruments to the organized trading system and public companies of 29 July 2005 as following:

As part of performance of the obligation referred to in Article 69 section 1 point 1 of the Act on public offer and the conditions for introducing financial instruments to the organized trading system and public companies of 29 July 2005 (the "Act"), acting on behalf of Pankiewicz sp.k. (limited partnership) - KRS number 0000784354 (before transformation Leonarto sp. z o.o. (limited liability company) KRS number 0000579972), I hereby notify about decrease of the share in the total number of votes in XTPL S.A. with its registered office in Wrocław ("XTPL", "Company") from 16.71% to 12.84% as a consequence of contribution of shares as a shareholder's contribution to Leonarto Management S.a r.l indirectly controlled by Mr Konrad Pankiewicz. Beneficial owner (Konrad Pankiewicz - the member of the Supervisory Board of XTPL) did not change and still possess though his subsidiaries 298,015 shares of XTPL corresponding to 16.71% in the total number of votes in XTPL.

Reduction of Pankiewicz sp.k. holding in the share capital of the Company occurs on 7 June 2019 as a consequence of contribution by Pankiewicz sp.k. (before transformation Leonarto sp. z o.o.) to the company Leonarto Funds SCSp with its registered seat in Luxembourg (number in registry B234200), as a contribution in-kind, 69,000 shares of XTPL ("Contribution") representing 3.87% of votes in XTPL S.A.

The entity which controls Leonarto Funds SCSp is Leonarto Management S.a r.l with its registered seat in Luxembourg (number in registry B233632). Leonarto Management S.a r.l is fully controls by Mr Konrad Pankiewicz.

Prior to the date of the Contribution, Pankiewicz sp.k. held 298,015 XTPL shares, representing 16.71% of share capital of XTPL and corresponding to 298,015 votes at the general meeting of shareholders of XTPL, representing 16.71% of the total number of votes.

At present Pankiewicz sp.k. holds 229,015 XTPL shares, representing 12.84% of share capital of XTPL and corresponding to 229,015 votes at the general meeting of shareholders of XTPL, representing 12.84% of the total number of votes.

The notifying shareholder i.e. Pankiewicz sp.k.) does not have any subsidiaries. As a result of the Contribution Pankiewicz sp.k. become a limited partner of Leonarto Funds SCSp which holds 69,000 shares of XTPL corresponding to 3.87% of votes in XTPL.

Pankiewicz sp.k. informs that is not a part of any agreement which results in delegation of power to exercise the voting rights of the Company's shares as referred to in Article 87 section 1 point 3 item c of the Act.

Pankiewicz sp.k. do not hold any financial instruments, which after expiration of a maturity date will directly entitle or obligate its owner to acquire the shares issued by the Company, with which the voting rights are connected, as referred to in Article 69b section 1 point 1 of the Act.

Pankiewicz sp.k. not hold any financial instruments which are referring to the shares of the Company in an direct or indirect way and have economic results similar to the results of the financial instruments as referred to in the previous sentence, as referred to in Article 69b section 1 point 2 of the Act.

Due to the fact that Pankiewicz sp.k. do not hold any financial agreements as referred to in Article 69b section 2 points 1 and 2 of the Regulation, the total number of the votes at the shareholders' meeting and total percentage number of the Company's share capital, as referred to in Article 69 section 4 point 9 of the Act, correspond with the previously mentioned number of shares of the Company held by Pankiewicz sp.k.

Signatures of Company's representatives:

Maciej Adamczyk
MANAGEMENT BOARD MEMBER