

ESPI Current Report

Number: 27/2019
Date of preparation: 26 June 2019
Company: XTPL S.A., a joint stock company with its registered office in Wrocław

Title:

Adoption by the Management Board of XTPL S.A. of a resolution on the issue of new shares within the authorized capital

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

Contents of the Report:

Referring to ESPI Current Report No. 26/2019 of 13 April 2019, the Management Board of XTPL S.A. (the "Issuer") announces that today (26 June 2019), the Issuer's Management Board adopted a resolution on increasing the Issuer's share capital within the authorized capital, excluding all pre-emptive rights of the existing shareholders, and on amending the Articles of Association of XTPL S.A. At the same time, in connection with receiving declarations of interest from investors for a larger number of shares than initially estimated, the Management Board decided to change the parameters of the share issue from range 55,000 - 65,000 shares (indicated in the current report ESPI No. 26/2019 to 68,000 - 78,000 shares.

Pursuant to the resolution, the Issuer's share capital was increased from PLN 182,622.20 – not yet registered by the registry court – to a value not lower than PLN 189,422.20 and not higher than PLN 190,422.20, i.e. by an amount not lower than PLN 6,800.00 and not higher than PLN 7,800.00, by issuing not fewer than 68,000 and not more than 78,000 series S ordinary bearer shares with a nominal value of PLN 0.10 each.

The issue price of one series S share will be PLN 130 per share. With the consent of the Supervisory Board, the Issuer's Management Board has deprived the existing shareholders all pre-emptive rights to series S shares.

The issue of the series S shares will have the form of a private placement (Article 431 § 2(1) of the Commercial Companies Code) and will involve an offer made to the investors specified by the Issuer's Management Board to subscribe for all the series S shares. The final value of the Issuer's share capital increase in connection with the issue of series S shares will be determined after finalization of the subscription of the S series shares, which will be communicated by the Issuer in a separate current report.

The text of the Issuer's Management Board resolution is attached to the report.

Appendix:

Text of the Issuer's Management Board resolution.

Detailed legal basis: § 5(9) of the Finance Minister's Ordinance of 29 March 2019 on current and financial information (...) and Article 17(1) MAR - inside information.

Signatures of Company's representatives:

Maciej Adamczyk
MANAGEMENT BOARD MEMBER