

Financial Supervision Authority

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Rzeszów, March 17, 2020

Signing of the Merger Plan between Asseco Poland S.A. and SKG S.A. and 1st notification about the intended merger

The Management Board of Asseco Poland S.A., acting on the basis of art. 500 § 2¹ of the Polish Commercial Companies Code („CCC”), hereby informs that on March 16, 2020, the Plan of Merger was agreed and signed with SKG S.A. seated in Bielsko-Biała (the "Merger Plan").

The merging entities are:

- 1) Asseco Poland S.A. seated at 14 Olchowa St, 35-322, Rzeszów, entered in the Register of Entrepreneurs by the District Court in Rzeszów, XII Commercial Department of the National Court Register, under the number 0000033391, NIP 522-000-37-82, with the share capital of PLN 83,000,303.00 paid up in full ("Asseco" or the "Acquiring Company").
- 2) SKG S.A. seated at 336 Armii Krajowej Av, 43-309, Bielsko-Biała, entered in the Register of Entrepreneurs by the District Court in Bielsko-Biała, VIII Commercial Department of the National Court Register under the number KRS 0000047940, NIP 547-12-57-936, with the share capital of PLN 500,000 paid-up in full ("SKG" or the "Acquired Company").

The Merger of both companies shall take effect pursuant to article 492 § 1 item 1 of the CCC (merger by acquisition), this is by transferring all the assets of SKG to Asseco (the "Merger"). Following the Merger, SKG shall be dissolved without liquidation.

The current share capital of SKG amounts to PLN 500,000 and is divided into 500 registered ordinary shares with a par value of PLN 1,000 each, with Asseco Poland S.A. being the sole shareholder of SKG.

Because the Acquiring Company holds all the shares in the Acquired Company, the Merger shall be executed according to art. 492 § 1 item 1 of the CCC as well as art. 516 § 6 of the CCC, taking into account art. 514 § 1 of the CCC, this is without increasing the share capital of the Acquiring Company and without exchanging SKG’s shares as the Acquired Company for the shares in the share capital of Asseco as the Acquiring Company.

The Articles of Association of the Acquiring Company shall not be changed in connection with the Merger. Along with this announcement, the Company publishes on www.asseco.pl the Merger Plan together with the attached documents, prepared pursuant to Article 499 of the CCC. Pursuant to art.516 § 5 and 6 of the CCC, the merging companies have not prepared the Management Board reports justifying the merger and have not sent the Merger Plan to an auditor's audit for its correctness and reliability.

1st NOTIFICATION TO SHAREHOLDERS ABOUT THE INTENTION TO MERGE

The Management Board of Asseco Poland S.A. (hereinafter the "Company"), acting on the basis of art. 504 of the Polish Commercial Companies Code (the “CCC”) in conjunction with art. 516 § 6 of the Polish

Commercial Companies Code, hereby notifies its Shareholders for the first time about the intention to merge with SKG S.A. seated at 336 Armii Krajowej Av., 43-309 Bielsko-Biała, under the conditions set forth in the Merger Plan announced on March 17, 2020 at www.asseco.pl and made available publicly until the end of the General Meeting of Shareholders passing a resolution on the merger. Concurrently, the Management Board of Asseco Poland S.A. informs that, pursuant to the provision of art. 505 § 3¹ of the CCC, not later than one month before the date of commencement of the General Meeting where a resolution on the merger is to be passed, the Company shall make the following documents of art. 505 § 1 of the CCC available to public free of charge on its website www.asseco.pl in the News tab, the Corporate category, until the end of the General Meeting adopting a resolution on the merger:

- 1) Merger Plan;
- 2) financial statements and reports of the Management Boards of the merging Companies on their activities for the last three financial years together with the auditor's opinion and report;
- 3) draft resolutions on the merger of the Companies;
- 4) determining the value of the assets of the Acquired Company as of February 1, 2020;
- 5) statements containing information on the financial position of the Acquired Company prepared for the purposes of the merger as at February 1, 2020.

Legal basis:

Other regulations - Article 504(1) in connection with Article 402(1) of the Commercial Companies Code