

**GETIN Holding S.A.**

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KRS 0000004335

District Court in Wrocław, the 6th Commercial Division of the National Court Register

Getin Noble Bank S.A. 07 1560 1108 0000 9060 0038 6802

NIP: 895-16-94-236

Share capital: PLN 759,069,368 (fully paid up)

[www.getin.pl](http://www.getin.pl)



**(Current Report No. 44/2021)**

**23.12.2021**

**Signing a significant contract**

The Management Board of Getin Holding S.A. (Issuer) hereby reports that on 23.12.2021 it signed with M.W. Trade S.A. based in Wrocław (MWT), Beyondream Investments Ltd based in Larnaka (Cyprus) (BI) and with Mr. Rafał Wasilewski (RW) a Contract to sell shares in a public tender offer (Contract) that specifies rights and obligations of the parties to make and to carry out a public tender offer to subscribe for sales of shares as specified in Art. 74(1) of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies (i.e. J. L. 2021, item 1983, as amended) (Tender Offer).

In response to the Tender Offer, the Issuer intends to sell the offerors all shares held in MWT in the amount of 4,298,301 that account for 51.27% of the share capital of MWT and carry 51.27% votes at MWT general meetings. The price shall amount to PLN 5.00 (five zloty) per one share.

The parties to the Contract may either terminate or enter into the Contract (respectively) until the date of the announcement of the Tender Offer, in specified situations, specifically if:

1. the price for one share agreed by the parties to the Contract (i.e. PLN 5.00) is lower than the minimum price that should be paid in the Tender Offer, according to the Act on Public Offering, and
2. the General Meeting of MWT does not agree to redeem own shares.

According to the Contract the Tender Offer shall be announced by MWT and BI provided that MWT, BI, and RW sign an organizational agreement, whereas MWT, BI and RW are not obliged to sign it.

The Contract also envisages the Issuer's obligation to grant BI a cash loan to the cap amount of PLN 652,200 at arm's length and for the period ending on 23 December 2023, provided that the Issuer gets the loan security.

If all shares are sold in the Tender Offer, the Issuer shall cease to be a shareholder (and controlling shareholder) in MWT.

Further information concerning the Tender Offer to subscribe for sales of shares shall be found in relevant reports issued by MW Trade S.A.

Legal basis: Art. 17(1) of the Regulation of the European Parliament and Council number 596/2014 dated 16 April 2014 on market abuse – insider information.”