



**Current report No. 25/2023**

**Date:** 20 June 2023

**Subject:** Completion of the subscriptions of Series F shares in PCF Group S.A.

**Legal basis:** § 16 item 1 of the Ordinance of the Minister of Finance of 29 March 2018 on the current and periodic reports disclosed by securities issuers and on the equivalence of information disclosures required by the laws of non-EU member states.

**Report content:**

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**FURTHER, THIS CURRENT REPORT IS FOR INFORMATION PURPOSES ONLY AND IS NOT AN OFFER OF SECURITIES IN ANY JURISDICTION.**

**PLEASE SEE THE IMPORTANT NOTICES AT THE END OF THIS CURRENT REPORT.**

With reference to current reports No. 11/2023 of 28 March 2023, 12/2023 of 28 March 2023, 17/2023 of 29 May 2023, 20/2023 of 1 June 2023 and 21/2023 of 9 June 2023, the Management Board of PCF Group S.A. with its registered office in Warsaw (the “**Company**” or “**Issuer**”) publicly discloses the information about completed subscriptions for 3,343,037 (three million three hundred forty-three thousand thirty-seven) ordinary bearer Series F shares in the Company with the nominal value of PLN 0.02 each (“**Series F Shares**”).

Series F Shares were offered as a private placement within the meaning of the Act of 15 September 2000 – the Commercial Companies Code (the “**Commercial Companies Code**”) within the framework of a public offering (the “**Offer**”).

**1) The date of the commencement and conclusion of subscription or sale:**

The book-building process was conducted from 29 May to 1 June 2023, while the process of execution of Series F Shares acquisition agreements was completed on 6 June 2023.

**2) The date of the allocation of securities:**

Not applicable. The issue of the Series F Shares materialized upon the execution of agreements to acquire all the Series F Shares and payment of all contributions to cover the Series F Shares and the allotment of shares as defined in the Commercial Companies Code was not required. The process of execution of the Series F Shares acquisition agreements was completed on 6 June 2023. Contributions for the Series F Shares were made in full by 9 June 2023.

**3) The number of securities subscribed for or sold:**

The subscriptions covered 3,343,037 (three million three hundred forty-three thousand thirty-seven) Series F Shares.

**4) The rate of reduction in individual tranches, if in at least one tranche the number of securities allocated was lower than the number of securities for which subscriptions were placed:**

Not applicable.

**5) The number of securities for which subscriptions were placed under the subscription or sale scheme:**

No subscriptions were placed within the meaning of the Commercial Companies Code. Within the Offer, 3,343,037 (three million three hundred forty-three thousand thirty-seven) Series F Shares were acquired.

**6) The number of securities that were allocated under the subscription or sale carried out:**

Not applicable. Within the Offer, 3,343,037 (three million three hundred forty-three thousand thirty-seven) Series F Shares were acquired.

**7) The price at which the securities were acquired (purchased):**

The Series F Shares were acquired at the issue price of PLN 40.20 (forty zloty and twenty groszy) per Series F Share.

**8) The number of persons who placed subscriptions for the securities subject to subscription or sale in individual tranches:**

Not applicable. The Offer was not divided into tranches and no subscriptions were received for the Series F Shares. Within the Offer, 3,343,037 (three million three hundred forty-three thousand thirty-seven) Series F Shares were acquired.

**9) The number of persons to whom securities were allocated within the framework of the placement or sale in individual tranches:**

Within the Offer, Series F Shares were acquired by 2 (two) investors.

**10) The name (business name) of underwriters who acquired securities under underwriting agreements, specifying the number of securities acquired, along with the actual unit price of the securities, constituting the issue price or sale price,**

**upon deducting the remuneration for the acquisition of one security, pursuant to the underwriting agreement, by the underwriter:**

Not applicable. The issue of Series F Shares did not involve any underwriting commitments.

**11) The value of the subscription or sale performed, understood as the product of the number of the securities which the offer concerned and the issue or sale price:**

The value of the Offer was PLN 134,390,087.40 (one hundred thirty-four million three hundred ninety thousand eighty-seven zloty and forty groszy).

**12) The aggregate amount of all costs counting towards the issue costs, with an indication of the amount of costs by their title, divided at least by type of costs:**

In view of the lack of the final cost settlement of the Offer by the release date of this current report, the Company will prepare and make available to the public a separate current report on the final amount of the issue costs, including the costs by type, as well as the methods of their recognition in the Company's books of account and the manner of their presentation in the Company's financial statements after receiving and accepting all invoices from entities involved in the preparation and implementation of the Offer.

**13) The average cost of conducting the subscriptions or sale per one unit of the security which the subscription or sale concerns:**

The Company will prepare and make available to the public a separate current report on the average subscription or sale costs incurred by the Company per Series F Share after receiving and accepting all invoices from entities involved in the preparation and implementation of the Offer.

**14) The manner of payment for the securities acquired (subscribed for):**

Series F Shares were taken up in exchange for cash contributions.

a) if the securities were acquired (subscribed for) through set-off of amounts due:

Not applicable.

a) if the securities were acquired (subscribed for) for contributions in-kind:

Not applicable.

## **IMPORTANT NOTICES**

This current report was prepared in accordance with Article 17 Section 1 of the Regulation No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse (market abuse regulation) and repealing Directive 2003/6/EC of the European Parliament and of the Council and Commission Directives 2003/124/EC, 2003/125/EC and 2004/72/EC and Article 56 Section 1 Item 2 of the Act of 29 July 2005

on Public Offerings, the Conditions for Introducing Financial Instruments to an Organized Trading System, and Public Companies.

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