



GRUPA PBG

**CURRENT REPORT FILED WITH  
THE POLISH FINANCIAL SUPERVISION AUTHORITY**

DATE: July 26th 2017

**Subject:** [Delayed disclosure of inside information on potential new financing options considered by the Company. Execution of letter of intent with Fundusz Inwestycji Polskich Przedsiębiorstw Fundusz Inwestycyjny Zamknięty Aktywów Niepublicznych and Polski Fundusz Rozwoju S.A.](#)

**Text of the report:**

Current Report No. 25/2017

The Management Board of RAFAKO S.A. of Racibórz ("**Company**"), acting pursuant to Art. 17.1 and Art. 17.4 of Regulation (EU) No. 596/2014 of the European Parliament and of the Council on market abuse 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 (OJ L 173 of 2014, page 1, as amended) ("**MAR**"), makes a delayed disclosure of inside information regarding potential new capital raising options that are being analysed by the Company ("**Inside Information**").

Content of the delayed Inside Information:

"The Management Board of RAFAKO S.A. of Racibórz (the "Company") announces that, with the Company's successful growth in mind, it has decided to undertake an analysis of potential new sources of financing, taking into consideration both debt and equity financing. At the present stage, all options will be considered, including finding an investor interested in providing the Company with capital in exchange for its shares. In the Management Board's view, such financial support would ensure continued stable growth of the Company and improve its competitiveness. No decisions on the choice of a specific option or investor have yet been made, and it is not certain if and when any such decisions will be made. The Company will publish updates on the process in accordance with applicable laws."

The Inside Information pertains to the initial stage of raising new capital for the Company, understood as a protracted process under second paragraph of Article 17.4 of the MAR.

The decision to delay the disclosure of Inside Information was made by the Management Board on June 6th 2017. The Management Board decided not to disclose the Inside Information in view of the fact that immediate disclosure could adversely affect the outcome of negotiations held with potential investors/lenders in the Company, considering the threat of

the negotiation process being influenced by competitors or public pressure, which posed a direct risk of the Company's legitimate interests being prejudiced.

Following the execution by the Company, on July 26th 2017, of a letter of intent with Fundusz Inwestycji Polskich Przedsiębiorstw Fundusz Inwestycyjny Zamknięty Aktywów Niepublicznych ("**FIPP FIZ AN**") and Polski Fundusz Rozwoju S.A. ("**PFR**") (hereinafter also referred to as "**Parties**") ("**Letter of Intent**"), the threat of the Company's legitimate interest being prejudiced ceased to exist, thus the Company's Management Board decided to disclose the Inside Information to the public.

Concurrently, in view of the foregoing, the Company's Management Board, acting pursuant to Article 17.1 of MAR, publishes inside information that on July 26th 2017 the Company signed the Letter of Intent with FIPP FIZ AN and PFR. By signing the Letter of Intent, PFR and the Company expressed their willingness to cooperate in implementing joint strategic projects, with the scope and details of possible cooperation to be defined in separate agreements on potential future projects. Moreover, FIPP FIZ AN and the Company expressed their willingness to take steps aimed at enabling FIPP FIZ AN and the Company to make decisions, if any, regarding the nature, structure and manner of investment in the Company ("**Investment**"). The Management Board would like to note that as at the date of signing the Letter of Intent, the consummation of the Investment, its scope, purpose and the extent of FIPP FIZ AN's participation, had not yet been determined by the Parties, and all arrangements made so far are general and non-binding in nature.

The signing of the Letter of Intent is a next step in the process of analysing the available options of raising additional capital for the Company.

Legal basis: Art. 17.1 and Art. 17.4 of MAR

Agnieszka Wasilewska-Semail, President of the Management Board  
Jarosław Dusiło, Vice President of the Management Board