

Current report **no. 45/2018**

Date prepared:

October 1st, 2018

Short name of the issuer:

Comperia.pl S.A.

Subject:

Concluding an agreement on debt assumption by Comperia.pl due to the loan granted to the Subsidiary by two shareholders of Comperia.pl

Legal basis:

Article 17 section 1 of the Market Abuse Regulations – confidential information

Contents of the report:

The Management Board of Comperia.pl S.A. with its registered office in Warsaw (the “Company”) informs about two agreements executed today, between the Company, the Company’s Subsidiary i.e. Comperia Ubezpieczenia sp. z o.o. with its registered office in Warsaw (the “CU”) and two shareholders of the Company (the “Creditors”) on the debt assumption, on the basis of which the Company, with the consent of the Creditor and the CU, takes over the CU’s debt towards the Creditor in the total amount of PLN 2.000.000 (the “Debt Amount”) owned to the Creditors (PLN 1.200.000 to the first Creditor and PLN 800.000 to the second Creditor) from the repayment of the loans granted to the CU by the Creditors on the basis of the agreements concluded between the Creditors and the CU on February 22nd, 2018 (referred to in the Company’s current reports no. 17/2018 and no. 44/2018). The Company can take the debt over only with a clause suspending the conclusion of the agreement between the Creditor and the Company on the deduction of the debt that has been taken over with the Company’s claim due to the Creditor’s payment, in the fair amount, for the subscription for Series G ordinary bearer shares (“Shares”), issued by the Company in virtue of Resolution no. 5 of Extraordinary General Meeting of April 6th, 2018 on increasing the share capital of the Company through issuance of Series G shares with the right of pre-emption for current shareholders, the indication of the pre-emptive subscription of shares at the day of June 4th, 2018 and the Company’s statute change in accordance with the subscription conditions, determined in the prospectus approved by the Polish Financial Supervision Authority on September 11th, 2018. The effect of the deduction will be the release of the CU from the abovementioned debt towards the Creditor.

In relation to the debt assumption, the CU is obligated to repay the Debt Amount in favor of the Company to October 15th, 2018, however the CU’s liability can be in particular incurred

by the deduction of the Company's claims representing this liability with the future CU liability, which will arise from the increase of the CU's share capital and the acquisition of new CU shares by the Company.

Representatives of the Company:

Grzegorz Długosz – President of the Management Board

Wojciech Małek – Member of the Management Board