



(TRANSLATION ONLY)

Current report No: 4/2023

Prepared on: 2023-01-24

Issuer's abbreviated name: TORPOL S.A.

Subject: Receipt of information about the conclusion by Towarzystwo Finansowe Silesia sp. z o.o. and Centralny Port Komunikacyjny sp. z o.o. a preliminary agreement on the sale of shares constituting 38.00% of the total number of votes in TORPOL S.A.

Legal Grounds:

Article 17(1) of MAR – Confidential Information

Contents of the Report:

With reference to current report No. 3/2023 of 24 January 2023 on the disclosure of information on the change of control over TORPOL S.A. by Centralny Port Komunikacyjny sp. z o.o., with its registered office in Warsaw ("CPK"), which is under consideration by the Company, and on the consent to commence the due diligence process, the Management Board of TORPOL S.A., with its registered office in Poznań ("Company", "Issuer") announces that on 24 January 2023. The Company received a letter (the "Letter") indicating that on the same day a preliminary agreement for the sale of all shares held by TFS in the Company, i.e. 8,728,600 shares, representing 38.00% of the total number of votes in the Company (the "Agreement"), was concluded between CPK (the "Purchaser") and Towarzystwo Finansowe Silesia sp. z o.o. with its registered office in Warsaw ("TFS") (the "Seller"). According to the Letter, the subject matter of the Agreement is the obligation of its parties to perform Closing Activities, as a result of which the purchase by CPK of all shares held by TFS (the "Closing Activities") will take place, and thus the change of control over the Company within the meaning of the provisions of the Competition and Consumer Protection Act (i.e. Journal of Laws 2021, item 275) (the "Act"). As communicated in the Letter, the parties' obligations to execute the Closing Activities are subject to the conditions precedent that are standard in transactions of this kind, including obtaining the relevant corporate approvals, as well as obtaining approval of the concentration on the terms and in the manner set out in the Act.