

Agreement – Article 87(1) point 5 in conjunction with Article 69(1) or (2) of the Act on public offering (to be filled in by the parties to a shareholders' agreement)

Original notification / change

- Original notification
 Change

Issuer's data

LEI code

259400LPW06NDBYTN565

Issuer's name

MURAPOL SPÓŁKA AKCYJNA

Details of the entity sending the notification

- Attorney-in-fact for the purpose of submitting the notification
 Agreement participant

Agreement description

On 5 April 2024 AEREF V PL Inwestycje sp. z o.o. and Hampont sp. z o.o. concluded an acting-in-concert agreement (the "Agreement") in which they undertook to cooperate in all matters related to the convocation and participation in the General Meeting of the company Murapol S.A. (the "Company"), and, in particular to cooperate in the joint exercise of the voting rights attached to their shares at the Company's General Meeting. The Agreement constitutes the agreement referred to in Art. 87 section 1 point 5 of the Act on Public Offering. In accordance with the Agreement, the manner of mutual voting will be determined by AEREF V PL Inwestycje sp. z o.o. in consultation with Hampont sp. z o.o. The Agreement shall continue in full force and effect without limit in time until the earlier of: (1) the parties jointly agreeing in writing to terminate it; (ii) AEREF V PL Inwestycje s p. z o.o. ceasing to hold (directly or indirectly) the shares in the Company constituting in aggregate at least 20% of the total share capital of the Company; or (iii) AEREF V PL Inwestycje sp. z o. o. shareholding (direct or indirect) in the Company ceasing to be at least at the level of Hampont sp. z o.o. shareholding (direct or indirect, including participation through AEREF V PL Inwestycje sp. z o.o.) in the Company. Hampont sp. z o.o. is an entity indirectly co-controlled by Maciej Dyjas (through the subsidiaries Finnbenn GmbH, Linfield Enterprises Ltd and Mykerinos sp. z o.o.) and Nebil Şenman (through the subsidiary Mykerinos sp. z o.o.). Maciej Dyjas and Nebil Senman each hold 50% of the shares in Mykerinos sp. z o.o., which owns 100% in Hampont sp. z o.o.

First name

Karolina

Last name

Kłos

Data of agreement participants

Type of entity

- natural person
 legal person

Address

14-16 Avenue Pasteur

Postcode

2310

City/town

Luxembourg

Country

Luxembourg

Entity name

Ares European Real Estate Fund V SCSp

National Court Register (KRS) Number / Statistical Number (REGON) / Tax ID (NIP) / National registration code

B219671

- LEI code is missing

The shareholder has subsidiaries

The entity's ownership status - directly

Number of ordinary bearer and/or registered shares

27 760 000

Number of registered multiple-vote shares

0

Total number of shares

27 760 000

% share in the share capital

68,04

Number of votes

27 760 000

% share in the number of votes

68,04

Data of dependent entities

Address

14-16 Avenue Pasteur

Postcode

2310

City/town

Luxembourg

Country

Luxembourg

Entity name

AEREF V Master S.à r.l.

National Court Register (KRS) Number / Statistical Number (REGON) / Tax ID (NIP) / National registration code

B219904

LEI code is missing

The entity's ownership status - directly

0

0

0

0

0

0

Address

14-16 Avenue Pasteur

Postcode

2310

City/town

Luxembourg

Country

Luxembourg

Entity name

AEREF V PL Master S.à r.l.

National Court Register (KRS) Number / Statistical Number (REGON) / Tax ID (NIP) / National registration code

B238033

LEI code is missing

The entity's ownership status - directly

0
0
0
0
0
0

Address	Postcode	City/town	Country
14-16 Avenue Pasteur	2310	Luxembourg	Luxembourg

Entity name
AEREF V PL Investment S.à r.l.

LEI code
529900WQLHX14ERA4057

LEI code is missing

The entity's ownership status - directly

0
0
0
0
0
0

Address	Postcode	City/town	Country
Litewska 1	00-581	Warsaw	Poland

Entity name
AEREF V PL INWESTYCJE SPÓŁKA Z OGRANICZONĄ ODPOWIEDZIALNOŚCIĄ

LEI code
259400MGGZ5HJAF32174

LEI code is missing

The entity's ownership status - directly

27 760 000
0
27 760 000

68,04

27 760 000

68,04

Type of entity

natural person

legal person

Address

Postcode

City/town

Country

Litewska 1

00-581

Warsaw

Poland

Entity name

Mykerinos spółka z ograniczoną odpowiedzialnością

National Court Register (KRS) Number / Statistical Number (REGON) / Tax ID (NIP) / National registration code

0001071408

LEI code is missing

The shareholder has subsidiaries

The entity's ownership status - directly

Number of ordinary bearer and/or registered shares

2 040 000

Number of registered multiple-vote shares

0

Total number of shares

2 040 000

% share in the share capital

5

Number of votes

2 040 000

% share in the number of votes

5

Data of dependent entities

Address

Postcode

City/town

Country

Litewska 1

00-581

Warsaw

Poland

Entity name

HAMPONT SPÓŁKA Z OGRANICZONĄ ODPOWIEDZIALNOŚCIĄ

LEI code

25940075RMM0Y2Z4MF19

LEI code is missing

The entity's ownership status - directly

2 040 000

0

2 040 000

5

2 040 000

5

The entity's ownership status - directly

Number of ordinary bearer and/or registered shares

29 800 000

Number of registered multiple-vote shares

0

Total number of shares

29 800 000

% share in the share capital

73,04

Number of votes

29 800 000

% share in the number of votes

73,04

Reason for submitting the notification

Details of the event

Entity concerned

AEREF V PL INWESTYCJE SPÓŁKA Z OGRANICZONĄ ODPOWIEDZIALNOŚCIĄ

Date of submitting the notification

Date of the event

2024-4-5

Transaction settlement date

Date of obtaining information about the event

2024-4-5

Type of event

Other

Description of the event

Conclusion of the shareholders' agreement referred to in Art. 87 section 1 point 5 of the Act on Public Offering. Pursuant to the Agreement, the parties agreed on rules for joint voting. As a result of the Agreement, the parties to the Agreement (AEREF V PL Inwestycje sp. z o. o. and Hampont sp. z o. o.) jointly hold the number of shares and votes of the Company indicated in the sections "Total ownership of the agreement - before the change" and "Total ownership".

Entity's direct shareholding

shareholding before the change	shareholding after the change
Number of ordinary bearer and/or registered shares	Number of ordinary bearer and/or registered shares
27 760 000	27 760 000
Number of registered multiple-vote shares	Number of registered multiple-vote shares
0	0
Total number of shares	Total number of shares
27 760 000	27 760 000
% share in the share capital	% share in the share capital
68,04	68,04
Number of votes	Number of votes
27 760 000	27 760 000
% share in the number of votes	% share in the number of votes
68,04	68,04

Details of the event

Entity concerned

HAMPONT SPÓŁKA Z OGRANICZONĄ ODPOWIEDZIALNOŚCIĄ

Date of submitting the notification

Date of the event

2024-4-5

Transaction settlement date

Date of obtaining information about the event

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Type of event

Other

Description of the event

Conclusion of the shareholders' agreement referred to in Art. 87 section 1 point 5 of the Act on Public Offering. Pursuant to the Agreement, the parties agreed on rules for joint voting. As a result of the Agreement, the parties to the Agreement (AEREF V PL Inwestycje sp. z o. o. and Hampont sp. z o. o.) jointly hold the number of shares and votes of the Company indicated in the sections "Total ownership of the agreement - before the change" and "Total ownership".

Entity's direct shareholding

shareholding before the change	shareholding after the change
Number of ordinary bearer and/or registered shares	Number of ordinary bearer and/or registered shares
2 040 000	2 040 000

Number of registered multiple-vote shares	Number of registered multiple-vote shares
<input type="text" value="0"/>	<input type="text" value="0"/>
Total number of shares	Total number of shares
<input type="text" value="2 040 000"/>	<input type="text" value="2 040 000"/>
% share in the share capital	% share in the share capital
<input type="text" value="5"/>	<input type="text" value="5"/>
Number of votes	Number of votes
<input type="text" value="2 040 000"/>	<input type="text" value="2 040 000"/>
% share in the number of votes	% share in the number of votes
<input type="text" value="5"/>	<input type="text" value="5"/>

Current shareholding resulting from Article 69b of the Act on public offering

- not applicable
 applicable

Total (direct and indirect) and current shareholding

- Total and current holding are not the same

Total holding

Number of ordinary bearer and/or registered shares

Number of registered multiple-vote shares

Total number of shares

% share in the share capital

Number of votes

% share in the number of votes