

**Report no. 5/2020**

**Motions of the Management Board of Stalexport Autostrady S.A. and the Management Board of Stalexport Autostrady Małopolska S.A. on apportionment of net profit for the year 2019 and payment of dividend**

The Management Board of Stalexport Autostrady S.A. (hereinafter called "Company") informs that on 21 February 2020:

- I. **adopted a resolution on presenting to the Company's Supervisory Board and the Ordinary General Meeting motion on apportionment of net profit for the year 2019 and payment of dividend as follows:**

"The Management Board of Stalexport Autostrady S.A. proposes herewith to:

- 1) **allocate net profit for the financial year 2019 in amount of PLN 10,396,725.91** (say: ten million three hundred ninety six thousand seven hundred twenty five zlotys ninety one groszy) **in total for payment of dividend to the shareholders of the Company;**
  - 2) **pay dividend to Company's shareholders in the total amount of PLN 12,363,101.15** (say: twelve million three hundred sixty three thousand one hundred and one zlotys and fifteen groszy), which means that the dividend shall amount to **PLN 0.05** (say: five groszy) per one share, whereas the amount of payable dividend consists of:
    - a) funds from distribution of net profit for the financial year 2019 in the amount of PLN 10,396,725.91 (say: ten million three hundred ninety six thousand seven hundred twenty five zlotys ninety one groszy),
    - b) funds accumulated on Company's supplementary capital from the profits of the Company in the amount of PLN 1,966,375.24 (say: one million nine hundred sixty six thousand three hundred seventy five zlotys twenty four groszy).
- II. **The Management Board of Stalexport Autostrada Małopolska S.A. with its registered office in Mysłowice** (a 100% subsidiary to Stalexport Autoroute S.à r.l. with its registered office in Luxembourg, which is, in turn, a 100% subsidiary of Stalexport Autostrady S.A.) **passed a resolution on presenting to the Supervisory Board of Stalexport Autostrada Małopolska S.A. (hereinafter: SAM) and to the Ordinary General Meeting of SAM a motion on apportionment of net profit for the turnover year 2019 and payment of dividend as follows:**

"The Management Board of Stalexport Autostrada Małopolska S.A. proposes herewith to:

- 1) **distribute net profit for financial year 2019 in amount of PLN 70,646,254.86** (say: seventy million six hundred forty six thousand two hundred fifty four zlotys eighty six groszy) **as follows:**
  - a) amount of **PLN 3,523,998.25** (say: three million five hundred twenty three thousand nine hundred ninety eight zlotys twenty five groszy) to allocate to cover loss from previous years,
  - b) amount of **PLN 455,367.60** (say: four hundred fifty five thousand three hundred sixty seven zlotys sixty groszy) to allocate to the supplementary capital,
  - c) amount of **PLN 66,666,889.01** (say: sixty six million six hundred sixty six thousand eight hundred eighty nine zlotys one grosz) to allocate for payment of dividend to the shareholder of the Company;

- 2) **pay the dividend to shareholder of the Company in total amount of PLN 131,160,889.01** (say: one hundred thirty one million one hundred sixty thousand eight hundred eighty nine zlotys one grosz), whereas the amount of the dividend is made up of:
- a) **amount of PLN 66,666,889.01** (say: sixty six million six hundred sixty six thousand eight hundred eighty nine zlotys one grosz), from net profit of the Company for the financial year 2019 allocated on the basis of point 1.c above for the payment of the dividend,
  - b) **amount of PLN 64,494,000.00** (say: sixty four million four hundred ninety four thousand zlotys zero groszy), from the amount transferred from reserve capital of the Company created from net profits under article 348 § 1 of the Commercial Companies Code.

The above mentioned motions of the Company's Management Board and the Management Board of SAM require evaluations and opinions of the Supervisory Board of the Company and the Supervisory Board of SAM.

The final decisions on the apportionment of net profit for turnover year 2019 and dividend payment to the Company's shareholders and shareholders of SAM, including the determination of the dividend record dates and the dividend payment dates, will be made by the Ordinary General Meeting of the Company and the Ordinary General Meeting of SAM.

**Legal Basis:**

**Art. 17 sec. 1 of the Regulation of the European Parliament and of the Council (EU) No 596/2014 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.**