

Current Report No.: 31/2024

Release date: 26/03/2024

Subject: Number of shares to be acquired based on the allocation of the Company's shares sale offers under the share buy-back programme.

Legal basis: Other regulations

Text of the report:

The Management Board of ACTION S.A. (hereinafter also: the Issuer, the Company), with reference to Current Report No. 30/2024 of March 18, 2024, announcing the terms of the share buyback programme under the authorisation granted in Resolutions No. 3 and 5 of the Extraordinary General Meeting of ACTION ARE. of October 26, 2022 (amended by Resolutions No. 3 and 4 of the Extraordinary General Meeting of ACTION S.A. of April 14, 2023, and then by Resolutions No. 13 and No. 17 of the Ordinary General Meeting of Shareholders of the Company of June 21, 2023, Resolution No. 3 of the Extraordinary General Meeting of Shareholders of the Company of October 26, 2023) and taking into account the changes resulting from Resolutions 3 and 4 of the Extraordinary General Meeting of Shareholders of Action S.A. of February 28, 2024, executed by way of an invitation to shareholders to submit offers for the sale of the Company's shares (hereinafter: "Invitation"), announces that 552 offers for a total of 14,930,357 shares of the Company were submitted in response to the Invitation by the closing date for accepting offers for the sale of shares (set for March 25, 2024).

Given that the Invitation provided for a maximum number of shares that could be acquired by the Company of 1,000,000, a reduction in the shares offered for sale of 93,30% was made. Consequently, the allocation rate of the shares offered for acquisition was 6,70%.

As a result of the acceptance of the offers to sell the Company's shares, the Issuer will acquire 1,000,000 own shares at a price of PLN 35.00 per share and for a total price of PLN 35,000,000 for all these shares.

After the settlement of transactions executed under the Invitation and with the shares acquired previously, the Issuer will hold a total of 2,200,000 own shares, representing 11.7415% of the Issuer's share capital, entitling to 2,200,000 votes at the Company's General Meeting, representing 11.7415% of the total number of votes.

The Issuer explains that the above-mentioned current number of shares held by the Company and their share in the share capital and the total number of votes results from the cancellation of 1,300,000 treasury shares and the reduction of the share capital, as published in current report No. 71/2023 of 16 August 2023.

Legal basis: Art. 2(2) and (3) of Commission Delegated Regulation (EU) 2016/1052 of 8 March 2016 supplementing Regulation (EU) No 596/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the conditions applicable to buy-back programmes and stabilisation measures in conjunction with Article 5(3) of Regulation (EU) No 596/2014 of the European Parliament and of the Council on market abuse (MAR).