

Report No. 14/2019

Date: 12/02/2019

Legal basis: Article 17 of Regulation No. 596/2014 of the European Parliament and the (EU) Council on market abuse dated 16 April 2014 (MAR) 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

Subject: Receipt by the Issuer of a binding offer for purchase of 100 per cent of the shares in a subsidiary; subsidiary valuation verification

With reference to current report No. 13/2019 dated 12 February 2019, the Management Board of ABC Data S.A. (hereinafter “**the Issuer**”) informs that on 12 February 2019 a binding offer was received from Investment Gear 2 sp. z o.o. with its registered office in Warsaw (hereinafter “**the Investor**”) in the matter of the purchase by the Investor of 100 per cent of the shares in ABC Data s.r.o. with its registered office in Prague, a subsidiary of the Issuer (hereinafter “**the Offer**”, “**the Transaction**”, “**the Shares**”, and “**the Subsidiary**”, respectively) along with a draft agreement obliging to sell shares. The offered purchase price for the shares is PLN 150,000 (one hundred and fifty thousand zlotys).

The Issuer and the Investor have also undertaken to conclude, together with the Subsidiary, a sub-participation agreement, which shall set out the terms of repayment by the Subsidiary of the Issuer’s specific receivables due from the Subsidiary. The Offer is currently being analysed by the Issuer’s Management Board.

The Management Board of the Company reports that, in accordance with International Financial Reporting Standards, the Issuer is currently verifying the valuation of the Subsidiary in connection with the Offer received. According to the estimates of the Issuer’s Management Board, the Transaction may have a negative impact on the unconsolidated financial result of ABC Data S.A. and on the consolidated financial result of the ABC Data Capital Group for 2018 in the amount of approximately PLN 14.8 million and approximately PLN 17.3 million, respectively. This results from the possible need to recognize an impairment loss on shares in the unconsolidated financial statements and an impairment loss for goodwill in the consolidated financial statements. The above impairment losses, if any, will be non-operational and non-pecuniary in nature. These above are preliminary, unreported estimates and may change during the course of finalising the financial statements for 2018.

Date	Name	Post/Function
12/02/2019	Ilona Weiss	President
12/02/2019	Michał Litwinowicz	Vice-President