

Report no. 20/2019

Date: 2019-03-07

Legal basis: Art. 17 par. 1 of Regulation (EU) 596/2014 of the European Parliament and of the Council 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

Subject: Sale of shares at the Issuer's subsidiary

With reference to the current report no. 14/2019 of 12 February 2019, the Management Board of ABC Data S.A (hereinafter the “**Issuer**”) hereby makes it known that on 7 March 2019, the Issuer and Investment Gear 2 sp. z o.o. (hereinafter the “**Investor**”) concluded an agreement (hereinafter the “**Sales Agreement**”) related to the sale of shares at ABC Data s.r.o with its registered office in Prague, i.e. the Issuer's subsidiary (hereinafter the “**Subsidiary**”). Pursuant to the Sales Agreement, the Issuer sold to the Investor 100% shares of the Subsidiary (hereinafter the “**Shares**”) and undertook to transfer the ownership of Shares to the Investor provided that the fee for the sale of Shares in the amount of PLN 150,000 was paid. The Agreement was concluded under Polish law.

Under the Sales Agreement, on 7 March 2019, an agreement was concluded between the Issuer and the Investor, pertaining to the transfer of the ownership of Shares to the Investor, in which the payment of the fee set out in the Sales Agreement was confirmed. The Agreement was concluded under Czech law.

Pursuant to the provisions of the Sales Agreement, the Issuer shall be entitled (provided that the claim of the Subsidiary is settled) an amount of 50% of the sum obtained by the Subsidiary, so that the insurer settles the claim of the Subsidiary (maximum approx. CZK 40 million and EUR 158.7 thousand). The investor granted the Issuer guarantees to secure the process of asserting of the above-mentioned claim.

The Investor undertook that within 2 years it will not carry out, directly or indirectly, any activity competitive to the Issuer's activity in the Czech Republic, nor that it will make any other entity to do so. Moreover, the buyer shall not use in any case and in any purpose the expressions "ABC", "ABC Data" or other similar expressions.

On the basis of the Sales Agreement, the parties have provided standard mutual assurances and guarantees. The liability of the Issuer shall be limited to the maximum amount of 100% of the sales price.

At the same time, the Issuer hereby informs that as per the requirements of the International Financial Reporting Standards, it decided to write off the value of shares in a separate financial statement and an impairment loss in a consolidated financial statement by approximately PLN 16.9 million and 17.1 million, respectively. The write-offs are of non-operating and non-pecuniary character. The indicated data are preliminary, non-audited estimates and are subject to change in the course of work on the financial statements for 2018.

Date	Surname, name	Title/function
2019-03-07	Ilona Weiss	President of the Management Board
2019-03-07	Michał Litwinowicz	Vice-President of the Management Board