

LARQ S.A.

CURRENT REPORT 6/2020

Report Date:

2 March 2020

Subject:

Public Disclosure of Delayed Confidential Information about an offer received from a potential investor willing to subscribe for the Company's shares of a new series during the share capital increase to be carried out by the Company's Management Board in exercise of its authority under § 5a of the Company's Articles of Association to increase the share capital of the Company within the limits of its authorised capital.

Legal Basis:

Article 17 (1) of the Regulation (EU) No. 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

Text of Report:

Acting pursuant to Article 17 (1) of the Regulation (EU) No. 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 (the "**MAR**"), the Management Board of LARQ S.A. of Warsaw (the "**Issuer**", the "**Company**") hereby submits this confidential information about an offer received from a potential investor willing to subscribe for the Company's shares of a new series during the share capital increase to be carried out by the Company's Management Board in exercise of its authority under § 5a of the Company's Articles of Association to increase the share capital of the Company within the limits of its authorised capital (the "**Confidential Information**"), the public disclosure of which was delayed by the Issuer on 19 February 2020 by reliance on Article 17 (4) of the MAR.

The aforesaid Confidential Information is hereby disclosed by the Company since the grounds for its delay ceased to exist.

Text of Delayed Confidential Information:

Acting pursuant to Article 17 (1) of the Regulation (EU) No. 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 (the "**MAR**"), the Management Board of LARQ S.A. of Warsaw (the "**Issuer**", the "**Company**") hereby reports that, on 18 February 2020, it received from a potential investor (the "**Potential Investor**") an offer to subscribe for the Company's shares (the "**Offer**") in the event that the Company issues a new series of shares during the share capital increase to be carried out by the Company's Management Board in exercise of its authority under § 5a of the Company's Articles of Association to increase the share capital of the Company within the limits of its authorised capital. The original offer concerned the purchase of no more than 500,000 shares of the Company for the issue price capped at PLN 3.15 per shares, to be paid up in cash up to PLN 1,575,000; however, on 28 February 2020, the Offer was modified down to the purchase of 320,000 shares. The Offer remains valid until 6 March 2020.

Upon receiving that Offer, the Management Board has decided to rethink whether it is reasonable to issue a new series of shares during the share capital increase to be carried out by the Company's Management Board in exercise of its authority under § 5a of the Company's Articles of Association to increase the share capital of the Company within the limits of its authorised capital. However, the

Issuer believes that it is still necessary to carry out detailed analyses of the terms and conditions as proposed in the Offer and to make further decisions whether to accept or reject it, or whether to open negotiations with the Potential Investor.

In subsequent current reports, the Issuer will report on any further steps to be taken in connection with the Offer that was received.