

**Disclosure of delayed inside information concerning negotiations conducted by the sole shareholder of ROBYG S.A. with its registered office in Warsaw, concerning a disposal of 100% of shares in the share capital of ROBYG S.A. with its registered office in Warsaw**

(Current Report No. 9/2021) : Time 01:19 CET

23 December 2021 /ROBYG S.A. with its registered office in Warsaw/

Legal basis:

Article 17 Section 1 of MAR – inside information

The Management Board of ROBYG S.A. with its registered office in Warsaw ("**ROBYG**") publishes information that has been delayed on the basis of Article 17 Section 1 and 4 of Regulation No. 596/2014 of the European Parliament and Council of 16 April 2014 on market abuse (Market Abuse Regulation) and repealing the Directive 2003/6/WE of the European Parliament and Council as well as Commission Directives 2003/124/WE, 2003/125/WE and 2004/72/WE ("**MAR**"), i.e. delayed inside information that ROBYG's sole shareholder – Bricks Acquisitions Limited with its registered office in London, UK, ("**Shareholder**") conducts negotiations concerning a disposal of 100% of shares in the share capital of ROBYG ("**Shares**"; "**Transaction**"; "**Inside Information**").

Pursuant to Article 17 Section 4 of the MAR, the disclosure of the Inside Information to the public was delayed on 21 December 2021.

Contents of the delayed Inside Information:

The Management Board of ROBYG S.A. with its registered office in Warsaw announces that on 21 December 2021 it received information from the sole shareholder of ROBYG S.A. with its registered office in Warsaw, i.e. Bricks Acquisitions Limited with its registered office in London, UK, that the sole shareholder is in the course of negotiations concerning a conditional offer to purchase 289,401,199 (two hundred eighty-nine million four hundred one thousand one hundred and ninety-nine) shares in the share capital of ROBYG S.A. with its registered office in Warsaw, representing 100% of the total number of votes at its General Meeting.

As at the date of this report, the outcome of the negotiations concerning the sale of the shares by Bricks Acquisitions Limited with its registered office in London, UK, and the timing of their completion, remain uncertain.

Substantiation of the delay in disclosure of the Inside Information to the public:

The Issuer's Management Board believes that the decision to delay the disclosure of the Inside Information satisfied, at the time of making that decision, the conditions set out in the MAR and in the guidelines issued under Article 17 Section 11 of the MAR by the European Securities and Markets Authority concerning the market abuse regulation of 20 October 2016.

In the view of the Issuer's Management Board, disclosing immediately the Inside Information concerning the actions conducted by the Shareholder, being a phase of a process extending over time and aimed at facilitating the Transaction, would have infringed the legitimate interests of ROBYG which, given that ROBYG is a wholly-owned company, are generally aligned with the

Shareholder's interests. In particular, the legitimate interests of ROBYG and the Shareholder could suffer as a result of (i) adverse effects on the process leading to the Transaction which might even preclude its successful completion in the future, in particular given the uncertain outcome of the negotiations; and (ii) a potential harm to the Issuer's reputation should the negotiations be concluded without executing the agreement on the sale of 100% of the shares, irrespective of the reasons for such failure (even if unrelated to the Company, its financial and legal standing).

The occurrence of any of these circumstances could have an adverse effect on the achievement of the business and financial goals expected by the Issuer. Additionally, the likelihood of the Transaction being completed was unknown at the time when the Issuer's Management Board decided to delay the information.

The Management Board is convinced that there were no premises indicating that the delay in disclosure of the Inside Information might mislead the public or the investors as to the likelihood of the occurrence and terms of the Transaction and result in the public making an incorrect assessment of the information and its potential impact on the value of ROBYG's securities.

ROBYG's Management Board also warrants that it has taken the steps required under the MAR to ensure the confidential treatment of the delayed Inside Information until it becomes public, specifically by following internal procedures governing the circulation and protection of information. At the time of making the decision to delay the disclosure of the Inside Information to the public, pursuant to Article 18 of the MAR, a list of individuals having authorized access to the Inside Information was made, which was systematically monitored and updated on an as-needed basis.

The Inside Information was delayed until 23 December 2021.

Considering the legitimate interests of the ROBYG and its Shareholder, and with a view to complying with the legal requirements of MAR, ROBYG will issue a separate report to announce further actions, should such information be classified as inside information.

Pursuant to Article 17 Section 4 paragraph 3 of the MAR, promptly upon the disclosure of delayed inside information, ROBYG will notify the Polish Financial Supervision Authority of the delay in disclosure of the inside information specifying the reasons therefor, pursuant to Article 4 Section 3 of the Commission Implementing Regulation (EU) 2016/1055.

The Inside Information will not be disclosed to the public if it ceases to be inside information before the scheduled date of its publication, in particular as a result of the Shareholder, or the entity which made the offer to acquire the Shares, deciding to withdraw from completing the Transaction.

*Signatures:*

Artur Ceglaz – Wiceprezes Zarządu ROBYG S.A.

Eyal Keltsh – Wiceprezes Zarządu ROBYG S.A.