Information about the Intended Compulsory Acquisition of Shares of Macrologic S.A. (“Squeeze-Out Request” or “Request”)

1. Content of the Request with the Applicable Legal Basis

As a result of the settlement – on 14 June 2017 – of the tender offer related to the acquisition of shares in Macrologic Spółka Akcyjna, having its registered office in Warsaw, at ul. Księdza Ignacego Kłopotowskiego 22, 03-717 Warszawa, entered into the Companies’ Register at the National Court Register maintained by the District Court for the Capital City of Warsaw, 13th Commercial Division of the National Court Register, registration no.: KRS 0000045462 (“the Company,” “the Tender Offer”), Asseco Business Solutions Spółka Akcyjna, having its registered office in Lublin, at ul. Konrada Wallenroda 4C, 20-607 Lublin, currently holds 1,667,603 shares of the Company, representing approximately 88.29% of the Company’s share capital, carrying 1,667,603 votes at the General Meeting of the Company and representing approximately 88.29% of the total number of votes at the General Meeting of the Company.

In addition, Asseco Business Solutions S.A.’s subsidiary, Macrologic S.A., having its registered office in Warsaw, holds, on the date of publication of this document, 159,436 shares of the Company (own shares), which corresponds to approximately 8.44% of the Company’s share capital and carries 159,436 votes at the General Meeting of the Company, which represents approximately 8.44% of the total number of votes at the General Meeting of the Company.

Asseco Business Solutions S.A., along with its subsidiary, Macrologic S.A., having its registered office in Warsaw, hold, on the date of publication of this document, a total of 1,827,039 shares of the Company, which corresponds to approximately 96.73% of the Company’s share capital and carries 1,827,039 votes at the General Meeting of the Company, which represents approximately 96.73% of the total number of votes at the General Meeting of the Company.

The remaining shareholders of the Company (“the Minority Shareholders”) hold a total of 61,680 shares of the Company, which corresponds to approximately 3.27% of the Company’s share capital and carries 61,680 votes at the General Meeting of the Company, which represents approximately 3.27% of the total number of votes at the General Meeting of the Company (“the Shares”).

Considering the foregoing, and in accordance with Article 82(1) of the Act of 29 July 2005 on public offer and the conditions for introducing financial instruments into organized trade and on public companies (consolidated text: Journal of Laws of 2016, item 1639, as amended) (“the APO”), Asseco Business Solutions Spółka Akcyjna hereby requests the Minority Shareholders to dispose of all the shares held by them in the Company (“Squeeze-Out”).

1. Full name or company name, domicile (registered office) and address of the Requesting Party

The Requesting Party under Squeeze-Out is Asseco Business Solutions S.A. (“the Acquirer”)

Company: Asseco Business Solutions Spółka Akcyjna

Registered office: Lublin

Address:

 ul. Konrada Wallenroda 4C, 20-607 Lublin

1. Full name or company name, domicile (registered office) and address of the Buyer

The entity acquiring the Shares under Squeeze-Out is the Requesting Party indicated in point 2 of this Squeeze-Out Request.

1. Name of the company, address, telephone numbers, fax numbers and e-mail of intermediary

Company:

Seat Address Phone Fax

E-mail address

Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna Oddział - Dom Maklerski PKO Banku Polskiego w Warszawie (“the Intermediary”)

Warsaw

ul. Puławska 15, 02-515 Warszawa

+48 22 521 80 10 +48 22 521 79 46

dm@pkobp.pl

1. Indication of shares subject to Squeeze-Out along with their number and type, the number of votes carried at a general meeting by the specific types of shares, the amount of the Company’ share capital and the total number of its shares

The subject of Squeeze-Out is 61,680 ordinary bearer shares of the Company with a nominal value of PLN 1.00 each; each share carries 1 (one) vote at the General Meeting of the Company. The Shares of the Company subject to Squeeze-Out are traded on the regulated market maintained by the Warsaw Stock Exchange (“the WSE”), dematerialised and coded in the National Depository for Securities (“the NDS”) as 1S1N: PLMCSFT00018.

The share capital of the Company is PLN 1,888,719.00 and is divided into 1,888,719 ordinary shares with a nominal value of PLN 1.00 (one zloty) each.

1. Percentage of votes from shares subject to Squeeze-Out and the corresponding number of shares

The Squeeze-Out procedure covers 61,680 shares of the Company corresponding to approximately 3.27% of the Company’s share capital and carrying 61,680 votes at the General Meeting of the Company, which represents approximately 3.27 % of the total number of votes at the General Meeting of the Company.

1. The proportion in which the shares will be acquired by each of the acquiring entities – if more than one entity intends to acquire the Shares

Not applicable. The exclusive entity acquiring the Shares through Squeeze-Out is the Acquirer.

1. The redemption price, specified separately for each type of share carrying the corresponding voting rights if the Shares subject to Squeeze-Out differ in terms of the number of votes carried at the General Meeting

The redemption price is PLN 59.00 (fifty nine zlotys 00/100) per Share (“the Redemption Price”). As all the Shares subject to Squeeze-Out carry the same number of votes at the General Meeting of the Company, the redemption price is the same for each Share covered by Squeeze-Out.

1. The price determined in accordance with Article 79(1-3) of the APO, which cannot be higher than the Redemption Price, specified separately for each type of share carrying the corresponding voting rights if the Shares subject to Squeeze-Out differ in terms of the number of votes carried at the General Meeting, with indication of the grounds for determination of this price

The Redemption Price, i.e. PLN 59.00 (fifty nine zlotys 00/100) per share, is not lower than the minimum price determined in accordance with Article 79(1-3) of the APO. The Redemption Price:

* 1. is not lower than the average market price (i.e. the arithmetic mean of the average, daily prices weighted by the trading volume) from the 6 (six) months preceding Squeeze-Out – during which the Shares were traded on the main market – which is PLN 49.24.
	2. is not lower than the average market price (i.e. the arithmetic mean of the average, daily prices weighted by the trading volume) from the 3 (three) months preceding Squeeze-Out – during which the Shares were traded on the main market – which is PLN 57.85.
	3. is not lower than the highest price paid for the Shares by the Acquirer or its subsidiaries during the 12 (twelve) months preceding the announcement of Squeeze-Out; therefore, the Redemption Price is not lower than the price offered in the Tender Offer made by the Acquirer, i.e. PLN 59.00 (fifty nine zlotys 00/100). The Requesting Party has no parent within the meaning of Article 4(14) of the APO. The Requesting Party is not a party to any agreement referred to in Article 87(1)(5) of the APO.

As all the Shares subject to Squeeze-Out carry the same number of votes at the General Meeting of the Company, the redemption price is the same for each Share covered by Squeeze-Out.

1. Percentage of votes from the Shares and the corresponding number of shares held by the Requesting Party on its own

The Acquirer as the Requesting Party holds a total of 1,667,603 shares of the Company, which corresponds to approximately 88.29% of the Company’s share capital and carries 1,667,603 votes at the General Meeting of the Company, which represents approximately 88.29% of the total number of votes at the General Meeting of the Company.

1. Indication of the Requesting Party’s subsidiaries or parents and parties to the agreement referred to in Article 87(1)(5) of the APO, and of the type of relationship between these entities and the Requesting Party if the Requesting Party has secured, together with these entities, such a number of votes from shares that enables Squeeze-Out

The Requesting Party’s subsidiary, Macrologic S.A., having its registered office in Warsaw, holds, on the date of publication of this document, 159,436 shares of the Company (own shares), which corresponds to approximately 8.44% of the Company’s share capital and carries 159,436 votes at the General Meeting of the Company, which represents approximately 8.44% of the total number of votes at the General Meeting of the Company.

The Requesting Party along with its subsidiary, Macrologic S.A., hold, on the date of publication of this document, a total of 1,827,039 shares of the Company, which corresponds to approximately 96.73% of the Company’s share capital and carries 1,827,039 votes at the General Meeting of the Company, which represents approximately 96.73% of the total number of votes at the General Meeting of the Company.

The Requesting Party has no parent within the meaning of Article 4(14) of the APO.

However, having regard to other generally applicable laws, the Acquirer recognizes that its indirect parent is Asseco Poland S.A. seated in Rzeszów. This entity exercises the effective control over the Acquirer within the meaning of the Accounting Act of 29 September 1994 (Journal of Laws of 2016, item 1047, as amended) and the International Financial Reporting Standards (IFRS) that the Acquirer is obliged to follow as a publicly traded company. This control is exercised through Asseco Enterprise Solutions a.s., having its registered office in Bratislava, Slovakia, which holds 46.47% of the total number of shares in the Acquirer’s share capital and approximately 46.47% of the total number of votes at the General Meeting of the Acquirer. Asseco Poland S.A., seated in Rzeszów, holds 100% of the total number of shares in the share capital of Asseco Enterprise Solutions a.s., having its registered office in Bratislava, Slovakia, and 100% of the total number of votes at its General Meeting.

Neither Asseco Poland S.A., seated in Rzeszów, nor Asseco Enterprise Solutions a.s., seated in Bratislava, Slovakia, hold any shares of the Company.

1. Percentage of votes carried by shares and the corresponding number of shares held by each of the entities referred to in point 11

The percentage of votes carried by shares and the corresponding number of Shares held by the Requesting Party and its subsidiary is presented in pts 10 and 11 of this Information.

The Requesting Party has no parent within the meaning of Article 4(14) of the APO, subject to the information contained in point 11 above.

1. Squeeze-Out date

The Squeeze-Out date is 19 July 2017.

1. Redemption date

The redemption date is 24 July 2017.

15. Information that the owners of dematerialised shares, in accordance with the provisions of the Act of 29 July 2005 on Trading in Financial Instruments (consolidated text: Journal of **Laws of** 2016, item 1636, as amended) will be deprived of their rights by way of registering – on the Redemption Date – of the Shares subject to Squeeze-Out on the Acquirer’s securities account

It is noted that, according to the Act of 29 July 2005 on Trading in Financial Instruments (consolidated text: Journal of Laws 2016, item 1636, as amended), on the Redemption Date given in point 14 above (i.e. 24 July 2017), the Minority Shareholders will be deprived of their rights in the Shares through the registration of the Shares subject to Squeeze-Out on the Acquirer’s securities account.

1. Place and date of issuance of shares subject to Squeeze-Out by their owners along with the instruction that they may be deprived of their rights carried by shares through the nullification of the share certificate pursuant to the Regulation of the Minister of Finance of 14 November 2005 on the Acquisition of Shares of a Public Company by Way of Compulsory Acquisition – in the case of certificated shares

Not applicable. All the Shares subject to Squeeze-Out are dematerialised.

1. Place, date and method of payment for acquired shares

The payment of the Redemption Price for the Shares will be effected on the Redemption Date given in point 14 above by transferring to the Minority Shareholder’s account of an amount equal to the product of the number of the Shares registered on the Minority Shareholder’s securities account and the Redemption Price given in point 8 above. The payment will be made pursuant to the terms laid down by the NDS.

1. Information on the deposition at the Intermediary of certified copies of depository certificates or share documents or certificates issued as proof of the deposition of shares at a notary public, bank or investment company and confirming the number of votes carried by shares that enables Squeeze-Out

The Acquirer has deposited with the Intermediary the original share certificates for 1,667,603 dematerialised shares of the Company which carry approximately 88.29% of the total number of votes at the General Meeting of the Company.

Furthermore, the Requesting Party’s subsidiary, Macrologic S.A., having its registered office in Warsaw, has deposited with the Intermediary the original share certificates for 159,436 dematerialised shares of the Company (own shares) which carry approximately 8.44% of the total number of votes at the General Meeting of the Company.

The Requesting Party and its subsidiary, Macrologic S.A., have deposited with the Intermediary the original share certificates for 1,827,039 dematerialised shares of the Company which carry approximately 96.73% of the total number of votes at the General Meeting of the Company.

The above share in the total number of votes in the Company entitles the Requesting Party to perform the Squeeze-Out procedure pursuant to Article 82(1) of the APO.

1. Information on the security referred to in Article 82(4) of the APO established for a period not shorter than till the end of the day of payment of the Redemption Price, indicating whether the payment will be made using this security in accordance with § 6(2) of the Regulation of the Minister of Finance of 14 November 2005 on the Acquisition of Shares of a Public Company by Way of Compulsory Acquisition.

Asseco Business Solutions S.A. has established a security in cash of not less than 100% of the value of the Shares subject to Squeeze-Out and for a period not shorter than till the date of payment of the Redemption Price. The payment for the Shares will be made using the said cash security, in accordance with § 6(2) of the Regulation of the Minister of Finance of 14 November 2005 on the Acquisition of Shares of a Public Company by Way of Compulsory Acquisition.

Signature:

Warsaw, 19 July 2017

SIGNATURES OF PERSONS ACTING ON BEHALF OF THE ACQUIRER

Signature:

SIGNATURES OF PERSONS ACTING ON BEHALF OF THE INTERMEDIARY

Name and surname: Bożena Kłopotowska

Function: Deputy Director of Dom Maklerski PKO BP

Signature:

Name and surname: Piotr Rusiecki

Function: Deputy Director of Dom Maklerski PKO BP