

3/2019 Conclusion of the agreement on the purchase of shares in Necomplus S.L. with its seat in Alicante

Warsaw, 29 January 2019, 7.16 p.m.

With reference to the Regulatory filing no. 2/2019 of January 22, 2019, the Management Board of Asseco South Eastern Europe S.A. ("ASEE") informs that on January 29, 2019, the Company entered into a share purchase agreement of 67.66% shares in the share capital of Necomplus S.L. with its registered office in Alicante, Spain ("Necomplus") for the total amount of PLN 32,888,506.50 (thirty two million eight hundred and eighty eight thousand five hundred six zlotys and 50/100), which is the equivalent of EUR 7 669 000 converted at the average NBP exchange rate as of January 28, 2019. Payments for shares will take place in three installments: I installment in the amount of PLN 23.020.668,00 - within 3 days from the date of transaction, II installment in the amount of PLN 4.936.063,50 - up to the first anniversary of the transaction and the third installment in the amount PLN 4.931.775 - until the second anniversary of the date of transaction. Acquisition of shares is financed with own funds with the option of partial refinancing with a bank loan in the future. ASEE simultaneously signed the Agreement with shareholders of Necomplus, based on the existing agreement concluded by the seller, which includes, among others, put option reserved for minority shareholders.

Necomplus operates in Spain, Portugal, Peru, Colombia, Andorra and Dominican Republic. The main area of activity is the installation and service of payment terminals (POS) and BPO/call center services. Necomplus belongs to Asseco Poland capital group since 2010. The seller is Asseco Western Europe S.A. owned in 100% by Asseco Poland S.A.

According to preliminary data received from Necomplus, consolidated sales revenues of Necomplus in 2018 amounted to EUR 24.6 million, consolidated EBITDA amounted to EUR 1.9 million, and consolidated operating profit (EBIT) amounted to EUR 1.3 million.

Presently, Necomplus has a liability of EUR 2,180,000.00 to Asseco Western Europe S.A. which, according to the loan agreement, will be repaid by June 2021. In addition to the above, Necomplus does not have any material commitments on credits and loans.

The goal of the acquisition is to build a payment services business within the target organizational structure called Payten.

This information has been identified as confidential due to the value of the share purchase agreement, exceeding 5% of revenues from the sale of the Company's capital group in the last financial year, giving it a significant contract status and due to ASEE entering into new markets.

Legal basis:

Art. 17 section 1 Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse.