

Annex to the Binding Agreement for the sale of shares in eObuwie.pl S.A.

(Current report no. 56/2020)

25.08.2020 /Issuer/

Legal basis:

Art. 17 par. 1 MAR - confidential information

The Management Board of CCC S.A. based in Polkowice (hereinafter: 'Issuer') informs about signing, on 25th August 2020, an annex ('Annex') to the Binding Agreement for the sale of shares in eObuwie.pl S.A. ("Company") dated on 26 August 2015 (hereinafter: "Agreement"), concluded between the Issuer and CCC Shoes & Bags Sp. z o.o. (jointly: 'the Buyer') and shareholders of the Company (hereinafter: 'the Seller') in the presence of the Company, about which Agreement the Issuer informed in the current report no. 51/2015 dated on 26 August 2015.

The subject of the Annex is to adapt the principles of determining EBITDA to the changed financial year of the Company and the Company's transition to IFRS and exclude the effects of the implementation of IFRS 16.

Additionally, the subject of the Annex is to introduce to the Agreement the provisions regulating the following areas:

- cooperation within the Capital Group of CCC S.A. and managing potential conflicts of interest,
- principles of the results settlement of the offline stores operated by the Company under the eobuwie.pl or Modivo brands,
- principles of the possible financing of the Company by the Issuer,
- granting the Seller the additional accelerated Put Option in the period of the co-suretyship by the Company to the Issuer in relation to the CCC Group credit facility given by PKO BP on 21 November 2019, the conclusion of which the Issuer informed in the current report no. 58/2019. Such accelerated Put Option would only become effective in the event of execution against the Company's assets in connection with the above collateral,
- the possibility of selling the Tranche II Shares to a third party in the event of the Seller's withdrawal from the Tranche II Shares sale agreement concluded with regard to the execution of any of the Call or Put Options stipulated in the Binding agreement, as a result of failure to pay the Option Price in full.

The remaining terms and conditions of the Agreement have not changed significantly.

The Issuer's Management Board decided to publish the above mentioned information due to the amendment of the essential terms and conditions of the Agreement.

Signatures:

Marcin Czycherski - President of the Management Board

Karol Póttorak - Vice-President of the Management Board

