

Current report no. 38/2021.

Company: CARLSON INVESTMENTS Spółka Akcyjna
Number:: 38/2021
Date: 2021-12-02 20:14:16
Market types: NewConnect - Stock market of the Warsaw Stock Exchange
Title: CARLSON INVESTMENTS S.A. - Completion of subscription of S series shares

Content::

The Management Board of CARLSON INVESTMENTS S.A. with its registered office in Warsaw (hereinafter referred to as the Company, the Issuer), publishes information on the completion of subscription of not more than 1,250,000 S-series ordinary bearer shares of the nominal value of PLN 4 each, issued pursuant to Resolution No. 14 of the Ordinary General Meeting of Shareholders of 5 July 2021 on increasing the Company's share capital, divesting shareholders of pre-emptive rights and amending the Company's Articles of Association.

Series S shares were offered in a private placement within the meaning of Article 431 § 2 item 1 of the Commercial Companies Code.

1) The date the subscription or sale begins and ends:

The subscription commenced on August 3, 2021. The subscription was completed on 2 December 2021, as a result of filing a statement that the issue had come to fruition. The process of concluding the subscription agreements for Series S shares was completed on 1 December 2021.

2) Date of allotment of financial instruments:

The S series shares were taken up by way of private subscription; therefore, no subscriptions for shares were accepted and no shares were allotted within the meaning of Art. 434 of the Commercial Companies Code.

3) Number of financial instruments subscribed or sold;

No more than 1,250,000 Series S Shares were subscribed for.

4) Rates of reduction in individual tranches in the event that the number of allocated financial instruments was lower than the number of subscribed financial instruments, even in one tranche:

Not applicable.

5) The number of financial instruments that were allocated in the subscription or sale:

As part of the private placement, 1,234,010 Series S ordinary bearer shares were allotted.

6) The price at which the shares were purchased (taken up):

Series S shares were subscribed for:

1,200,460 series S shares were acquired at the issue price of PLN 4.00 per share.

23,653 series S shares acquired at PLN 35.00 per share

9,897 series S shares acquired at PLN 23 per share

6a) Information on how the covered securities were paid for

100% of series S shares were subscribed for in exchange for cash, with the proviso that 625,000 series S shares were subscribed for by way of setting off the Company's claim against BOUCHARD ET CIE SA in respect of the conclusion of an agreement on the subscription of series S shares and the payment for those shares, and the claim of BOUCHARD ET CIE SA against the Company in respect of the claim which BOUCHARD ET CIE SA is entitled to against the Company in respect of remuneration for consulting services, in accordance with the agreement of 29 November 2021.

7) the number of persons who subscribed for the financial instruments included in the subscription or sale in particular tranches:

Not applicable. The S series shares were taken up by way of private subscription; therefore, no subscriptions for shares were accepted and no shares were allotted within the meaning of Art. 434 of the Commercial Companies Code. The offer was not divided into tranches.

8) The number of persons who were allocated financial instruments under the conducted subscription or sale in particular tranches:

S series shares were allocated to 4 persons in total. The offer was not divided into tranches.

8a) Information whether persons to whom financial instruments were allocated under the conducted subscription or sale in individual tranches are related to the issuer within the meaning of § 4.6 of the Alternative Trading System Rules:

Persons who were allocated financial instruments as of the conducted subscription are related to the Issuer within the meaning of § 4, sec. 6 of the Alternative Trading System Rules:- Carlson Ventures International Ltd

9) The names (business names) of the underwriters who have taken up financial instruments in the performance of the underwriting agreements, with an indication of the number of financial instruments they have taken up, together with the actual price per unit of the financial instrument (the issue or sale price, after deducting the remuneration for taking up the unit of the financial instrument, in the performance of the underwriting agreement, purchased by the underwriter):

Not applicable. The issue of the Series S Shares was not subject to an underwriting commitment.

10) A total statement of the amount of costs that have been included in the cost of issuance, indicating the amount of costs by title:

The total costs that were included in the costs of the issue of Series S Shares amount to PLN 4,000.00 net, including

a) preparing and conducting the bid - PLN 0.00

b) underwriters' remuneration, separately for each of them - PLN 0.00,

c) preparing a public information document or an information document, including costs of advisory services - PLN 0.00,

d) offer promotion - PLN 0.00

e) other costs, including costs of preparing a notarial deed - PLN 4,000.00 net

Method of settlement of the costs referred to in point 10 in the accounting books and their recognition in the Issuer's financial statement - Pursuant to Article 36, paragraph 2b of the Accounting Act, CARLSON INVESTMENTS S.A. recognises costs deemed related to the issue of new shares as financial costs.

Legal Basis:

§4 sec. 1 of Appendix 3 to the Regulations of the Alternative Trading System - "Current and Periodic Information Transmitted within the Alternative Trading System on the NewConnect Market".

Appendices: --

Persons representing the company

Aleksander Gruszczyński,

President of the Management Board