



CARLSONInvestments

Current Report no. 29/2023

CARLSON INVESTMENTS SE



Warsaw, 19th of December 2023

CARLSON INVESTMENTS SE

Completion of subscription for Series U Shares

The Management Board of CARLSON INVESTMENTS SE with its registered office in Warsaw (hereinafter referred to as the Company, the Issuer) announces the completion of the subscription of not less than 119,048 (one hundred nineteen thousand forty-eight) and not more than 595,238 (five hundred and ninety-five thousand two hundred and thirty-eight) series U shares, with a par value of EUR 0.84 (in words: eighty-four euro cents) each, issued on the basis of Resolution No. 17 of the Annual General Meeting of June 28, 2023 on increasing the Company's share capital, depriving shareholders of pre-emptive rights and amending the Company's Articles of Association.

Series U shares were offered by private placement within the meaning of Article 431 § 2(1) of the Commercial Companies Code.

1) The start and end date of the subscription or sale:

The subscription commenced on June 28, 2023. The subscription was terminated on December 12, 2023, in connection with the submission of a declaration that the issue had reached maturity. The process of concluding U-share subscription agreements was completed on 04/12/2023 as the date of concluding the last U-share subscription agreement.

2) Date of allocation of financial instruments:

Series U Shares were taken up by private subscription, and therefore no subscriptions for shares were accepted and no shares were allotted within the meaning of Article 434 of the Commercial Companies Code.

3) Number of financial instruments subscribed or sold;

The subject of the subscription was not less than 119,048 (one hundred and nineteen thousand forty-eight) and not more than 595,238 (five hundred and ninety-five thousand two hundred and thirty-eight) series U shares.

4) Reduction rates in individual tranches in the event that at least in one tranche the number of allocated financial instruments was less than the number of financial instruments subscribed for:

Not applicable.

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

As part of the private placement, 408,839 (four hundred and eight thousand eight hundred and thirty-nine) Series U ordinary bearer shares were allocated.

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

Series U shares of 391,046 were subscribed for at an issue price of EUR 0.84 per share.

Series U shares of 17,793 were subscribed for at an issue price of €5.62 per share.

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

All U shares were subscribed for in cash by paying cash into the Company's bank account.

7) the number of persons who subscribed for financial instruments subscribed or sold in each tranche:

Not applicable. Series U shares were taken up by private subscription, and therefore no subscriptions were accepted for shares, nor were shares allotted within the meaning of Article 434 of the Commercial Companies Code. The offering was not divided into tranches.

8) The number of persons to whom financial instruments were allotted as part of the subscription or sale conducted in each tranche:

Series U shares were allocated to a total of 3 entities - 2 individuals and 1 legal entity. The offering was not divided into tranches.

8a) Information on whether persons to whom financial instruments were allocated as part of the subscription or sale conducted in individual tranches are related parties to the issuer within the meaning of § 4(6) of the Alternative Trading System Rules:

Entities to whom financial instruments were allocated in the subscription are not affiliated entities of the Issuer within the meaning of § 4(6) of the Alternative Trading System Rules.

9) Names (companies) of underwriters who took up financial instruments in the performance of underwriting agreements, specifying the number of financial instruments they took up, together with the actual price of a unit of a financial instrument (issue or sale price, net of the consideration for taking up a unit of a financial instrument, in the performance of the underwriting agreement, acquired by the underwriter):

Not applicable. The issuance of Series U Shares was not subject to an underwriting commitment.

10) Total determination of the amount of costs that were included in the cost of issuance, indicating the amount of costs by their titles:

The total costs that were included in the costs of issuance of Series U Shares amount to PLN 2,900.00 net, including:

a) preparation and conduct of the offer - PLN 0.00

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

c) preparation of a public information document or an information document, including the costs of consulting - PLN 0.00,

(d) bid promotion - PLN 0.00,

e) other costs, including the cost of drafting the notarial deed - PLN 3300.00 net.

Method of accounting for the costs referred to in item 10 in the accounting books and how they are recognized in the Issuer's financial statements - In accordance with Article 36, paragraph 2b of the Accounting Act, CARLSON INVESTMENTS SE accounts for costs deemed to be related to the issuance of new shares as financial expenses.

Legal Basis:

§4 (1) of Appendix No. 3 to the Regulations of the Alternative Trading System - "Current and periodic information provided in the Alternative Trading System on the NewConnect market".

Persons representing the Issuer

Aleksander Gruszczyński - CEO



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