

KOMISJA NADZORU FINANSOWEGO

Raport bieżący nr/

8

2024

Data sporządzenia: 2024-07-15

Skrócona nazwa emitenta

CARLSON INVESTMENTS S.E.

Temat

CARLSON INVESTMENTS SE - Receipt of notice of change in the Company's shareholding

Podstawa prawna

Art. 70 pkt 1 Ustawy o ofercie - nabycie lub zbycie znacznego pakietu akcji

Treść raportu:

The Management Board of CARLSON INVESTMENTS SE with its registered office in Warsaw (the Company, the Issuer), acting in accordance with Article 70 (1) of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organized Trading, and Public Companies of July 29, 2005 (the "Act on Offering"), informs that on July 14, 2024 the Company received notifications regarding the change in the holding of the Issuer's shares by the Shareholders' Agreement concluded on February 21, 2024.

Attached to this current report, the Company provides the full text of the Notice received.

Załączniki

Plik	Opis
20240714 Notice.pdf	Notice ENG

CARLSON INVESTMENTS SPÓŁKA EUROPEJSKA

(pełna nazwa emitenta)

CARLSON INVESTMENTS S.E.

(skrótowa nazwa emitenta)

Finanse inne (fin)

(sektor wg. klasyfikacji GPW w W-wie)

00-833

(kod pocztowy)

Warszawa

(miejscowość)

Sienna

(ulica)

72/lok.6

(numer)

+48 662 989 999

(telefon)

(fax)

office@carlsonvc.com

(e-mail)

https://carlsonvc.com/

(www)

6342463031

(NIP)

277556406

(REGON)

PODPISY OSÓB REPREZENTUJĄCYCH SPÓŁKĘ

Data	Imię i Nazwisko	Stanowisko/Funkcja	Podpis
2024-07-15	Aleksander Gruszczyński	CEO	

Notice pursuant to Article 69(1) or (2) in conjunction with Article 87(1)(5) of the Act on Offering (fills out shareholder agreement)

Original notice / amendment

Original Notice Change

Reason for change

Registration of share capital increase.

Issuer Data

LEI code

259400GI7JDV70AD7074

Name of issuer

CARLSON INVESTMENTS SE

Data of the entity sending the notice

Attorney to submit notice

Participant of the agreement

Description of the agreement

Members of the Arrangement, based on Article 87 (3) and (1) (5) and (6) in conjunction with Article 69 Paragraph 1(1) of the Act of July 29, 2005 on public offering and the conditions for introducing financial instruments into the organized trading system and on public companies (hereinafter referred to as the "Act"), I hereby notify of the conclusion on February 21, 2024 of an agreement on to acquire shares of the company under the name of Carlson Investments SE with its registered office in Warsaw (hereinafter referred to as the "Company"), to vote in unison at the Company's General Meetings and to pursue a common policy towards the Company (hereinafter referred to as the "Agreement").

Members of the Arrangement explain that they do not rule out further increases or decreases in their share of the total number of votes of the Company within 12 months from the date of submission of this notice in order to strengthen the their common position in the Company's shareholding structure. At the same time, the members of the Arrangement also do not rule out reorganizing the assets they hold, in particular by transferring ownership of some or all of the Company's shares to their subsidiaries within the meaning of the Act or other closely related entities within the meaning of the Act on Trading in Financial Instruments of July 29, 2005.

In addition, I would like to inform you that there are no subsidiaries of the Members of the Arrangement who hold shares in the Company, or persons referred to in Article 87 (1) (3) (c) of the Act. " Legal basis:

Article 70(1) of the Act of July 29, 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organized Trading, and Public Companies.

Entity type

natural person

legal person

Name

Arthur

Name

Jedrzejewski

no PESEL number

Data of participants in the agreement

Entity type

individual

legal

entity Name

Name

Arthur

Jedrzejewski

no PESEL number

A participant in the agreement has subsidiaries

Direct and indirect ownership of the entity - before the change

Number of bearer and/or registered non-voting shares

1 490 040

Number of registered voting preference shares

0

Total number of shares

1 490 040

% shareholding

16,62

Number of votes

1 490 040

% share in number of votes

16,62

Entity type

natural person

legal person

Address

Zip code

City

Country

Neuhofstrasse 5A

6340

Baar

Switzerland

Name of the entity

BOUCHARD ET CIE SA

LEI

5493005M6FSFEMIWUQ81

no LEI code

A participant in the agreement has subsidiaries

Direct and indirect ownership of the entity - before the change

Number of bearer and/or registered non-voting shares

2 331 659

Number of registered voting preference shares

0

Total number of shares

2 331 659

% shareholding

26,01

Number of votes

2 331 659

% share in number of votes

26,01

Type of entity

natural person

legal person

Address

Zip code

City

Country

Vistra Corporate Services
Centre, Wickhams Cay II,

VG1110

Road Town, Tortola

British Virgin Islands

Name of the entity

Carlson Ventures International Limited

LEI

549300P8J4N8IGCLJ827

no LEI code

A participant in the agreement has subsidiaries

Direct and indirect ownership of the entity - before the change

Number of bearer and/or registered non-voting shares

4 024 852

Number of registered voting preference shares

0

Total number of shares

4 024 852

% shareholding

44,89

Number of votes

4 024 852

% share in number of votes

44,89

Total agreement holdings - status before change

Number of bearer and/or registered non-voting shares

7 846 551

Number of registered voting preference shares

0

Total number of shares

7 846 551

% shareholding

87,52

Number of votes

7 846 551

% share in number of votes

87,52

Reason for filing a notice

Details of the event

Entity affected by the event

Jedrzejewski Artur

Date of notification

2024-7-14

Date of event

2024-7-9

Date of settlement of the transaction

Date of receipt of information about the event

2024-7-12

Type of event

Registration of changes of the NC in the KRS

Description of the incident

Registration of share capital increase by the National Court Register

Direct ownership of the entity

state before amendment

state after the change

Number of bearer and/or registered non-voting shares

1 490 040

Number of bearer and/or registered non-voting shares

1 710 278

Number of registered voting preference shares

0

Number of registered voting preference shares

0

Total number of shares

1 490 040

Total number of shares

1 710 278

% share in share capital

16,62

% share in share capital

18,62

Number of votes

1 490 040

Number of votes

1 710 278

% share in number of votes

16,62

% share in number of votes

18,62

Details of the event

Entity affected by the event

BOUCHARD ET CIE SA

Date of notification

2024-7-14

Date of event

2024-7-9

Date of settlement of the transaction	Date of receipt of information about the event
<input type="text"/>	<input type="text" value="2024-7-12"/>
Type of event	
<input type="text" value="Registration of changes to the NC in the KRS"/>	
Description of the incident	
<input type="text" value="Registration of the capital increase by the KRS"/>	

Direct ownership of the entity

state before amendment	state after the change
Number of bearer and/or registered non-voting shares	Number of bearer and/or registered non-voting shares
<input type="text" value="2 331 659"/>	<input type="text" value="2 331 659"/>
Number of registered voting preference shares	Number of registered voting preference shares
<input type="text" value="0"/>	<input type="text" value="0"/>
Total number of shares	Total number of shares
<input type="text" value="2 331 659"/>	<input type="text" value="2 331 659"/>
% share in share capital	% share in share capital
<input type="text" value="26,01"/>	<input type="text" value="25,38"/>
Number of votes	Number of votes
<input type="text" value="2 331 659"/>	<input type="text" value="2 331 659"/>
% share in number of votes	% share in number of votes
<input type="text" value="26,01"/>	<input type="text" value="25,38"/>

Details of the event

Entity affected by the event	
<input type="text" value="Carlson Ventures International Limited"/>	
Date of notification	Date of event
<input type="text" value="2024-7-14"/>	<input type="text" value="2024-7-9"/>
Date of settlement of the transaction	Date of receipt of information about the event
<input type="text"/>	<input type="text" value="2024-7-12"/>
Type of event	
<input type="text" value="Registration of changes of the NC in the KRS"/>	
Description of the incident	
<input type="text" value="Registration of share capital increase by the National Court Register"/>	

Direct ownership of the entity

state before amendment

state after the change

Number of bearer and/or registered non-voting shares

4 024 852

Number of bearer and/or registered non-voting shares

4 024 852

Number of registered voting preference shares

0

Number of registered voting preference shares

0

Total number of shares

4 024 852

Total number of shares

4 024 852

% share in share capital

44,89

% share in share capital

43,82

Number of votes

4 024 852

Number of votes

4 024 852

% share in number of votes

44,89

% share in number of votes

43,82

Ownership status under Article 69b of the Law on Offering

Not applicable
 Applicable

Total (direct and indirect) and current holdings

Total and current holdings are not equal

Total holdings

Number of bearer and/or registered non-voting shares

8 066 789

Number of registered voting preference shares

0

Total number of shares

8 066 789

% shareholding

87,82

Number of votes

8 066 789

% share in number of votes

87,82