

Subject: Merger with subsidiary
Current Report No. 1/2017 of January 2nd 2017

Legal basis: Art. 17(1) of MAR – Inside information

Text of the report:

Further to Current Report No. 26 of October 31st 2016, the Management Board of SECO/WARWICK S.A. (the “Company”) announces that on January 2nd 2017 the District Court in Zielona Góra, 8th Commercial Division of National Court Register, registered the Company’s merger with the subsidiary SECO/WARWICK EUROPE Sp. z o.o. of Świebodzin.

The merger was effected pursuant to Art. 492.1.1 of the Commercial Companies Code, i.e. through the transfer of all assets of SECO/WARWICK EUROPE Sp. z o.o. to SECO/WARWICK S.A. by way of universal succession. As a result of the merger, SECO/WARWICK S.A., as the Acquiring Company, assumes all the rights and obligations of SECO/WARWICK EUROPE Sp. z o.o., which will be dissolved without liquidation proceedings on the date of its deletion from the register.

Given the fact that SECO/WARWICK S.A. is the sole shareholder of SECO/WARWICK EUROPE Sp. z o.o., the merger was effected in accordance with Art. 515.1 of the Commercial Companies Code, i.e. without increasing the share capital of SECO/WARWICK S.A.

Legal basis:

Art. 56.1.1 of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies of July 29th 2005