

Current report no: 6/2018

Date of issue: 2018-03-20

**Subject: Update of current report No. 33/2016 concerning the adoption of rules and regulations and the commence of buy-back of own shares**

Legal basis: Art. 17 par. 1 MAR – confidential information

Content of the report:

Board of Unima 2000 Systemy Teleinformatyczne S.A. hereinafter: Company, acting in accordance with z Art.17 sec. 1 of EU Regulation no. 596/2014 of April 16 2014 hereinafter: The MAR Regulation, in reference to the current report of toe Company No. 33/2016 of November 22 2016 r., hereby informs, that in connection with taking up on June 21 2017 by the Ordinary General Meeting of the Company resolution no. 17 hereinafter: Resolution no. 17 of GM regarding amendment of resolution no. 23 of the Ordinary GM of the Company of June 14, 2016 regarding the buy-back of own shares hereinafter: GM Resolution, the Management Board of the Company adopted a resolution amending the regulations. Share Buy-Back program adopted by the Management Board hereinafter: Resolution of the Management Board as a part of realization of GM Resolution

From the above, the Management Board updates the Company's current report no. 33/2016 of November 22, 2016 on: Report on the extent to which report indicates the terms and purpose of the acquisition of the Company's own shares.

The Management Board informs that as a result of the change in the Management Board resolution, the content of the Report listed indent:

"• Own shares acquired by the company may be, after consultation with the Supervisory Board, intended in particular for further resale, direct and/or indirect, to manage the managerial options program, if adopted by the competent authority or for exchange or otherwise distributed by the Management Board of the Company, taking into account the needs arising from its operations. In the event of a negative opinion of the Supervisory Board, the Management Board is obliged to submit to the General Meeting in order to obtain approval of the purpose of the action. The Management Board will decide on the final purpose of acquisition of own shares after the end of the Share Buyback Program."

is replaced by the following:

"• Acquisition of own shares by the Company, taking into account the needs arising from the activities performed by the Company, may only aim at:  
a reduction of the Company's share capital;

b performance of the Company's obligations under debt financial instrument convertible into equity instruments, if such liabilities arise on the part of the Company

c performance of the Company's obligations under the share option programs servicing the management options programs, if such liabilities arise on the part of the Company;

The decision on choosing one of the aforementioned goals of purchasing the Company's own shares will be taken by the Management Board after the end of the Share Buyback Program and after consulting with the Supervisory Board in this regard. In the case of a negative opinion of the Supervisory Board, the Management Board is obliged to submit to the General Meeting in order to obtain the approval of the purpose of the action."

The Management Board informs that as a result of the change in the Management Board resolution, the content of the Report listed indent:

"• the terms of acquisition of own shares shall be in accordance with the provisions of the EC Regulation no 2273/2003 of December 22nd 2003 implementing Directive 2003/6/EC of the European Parliament and Council with regard to exemptions for buy-back programs and stabilization of financial instruments EU L 336/33 "

is replaced by the following:

"• the terms of acquisition own shares shall be in accordance with the provisions of EU regulations no. 596/2014 of April 16, 2014 and shall be consistent with the provisions of Ordinance of the Delegated EU Commission 2016/1052 of March 8, 2016,"

The Management Board informs that the change in the Resolution of the Management Board and subsequent update of the Report is caused by the necessity to adjust the purpose and terms of acquisition of the Company's own shares as a part of the Program of purchase of the Company's own shares to the requirements arising from:

-provisions of the MAR regulation, in particular art. 5 para. 2 of the MAR regulation repealing Directive 2003/6/EC of the European Parliament and Council with regard to exemptions for buy-back programs and stabilization of financial instruments UE L 336/33 and repealing Commission Regulation no. 2273/2003 of December 22, 2003.

-provisions of the Ordinance of Delegated EU Commission 2016/1052 of March 8, 2016, hereinafter: Delegated Regulation.

At the same time, the Management Board informs that by changing the Management Board's resolution and updating the Report, it acts based on the contents of AGM Resolution, and resolution no. 17 of AGM, in which the wording authorizes the Company's Management Board to sell Company's own shares acquired in carrying out the decision of any legitimate purpose indicated by the Management Board of the Company.

The Management Board also informs that the change in the resolution of the Management Board and the update of the Report, are made in accordance with art. 2 para. 1 of the Delegated Regulation, i.e. before the start of the turnover of the acquired own shares of the Company, as a part of the implementation of the Program for the purchase of the Company's own shares.

In connection with the change of the Management Board's resolution and update of the Report, the Management Board hereby informs that pursuant to the authorization contained in § 3 para. 1 of the AGM Resolution, and in view of the wording of the Resolution no. 17 of AGM, the following conditions for the acquisition of own shares have been determined:

- the number of the purchased shares will not exceed 300000, in words three hundred thousand, with a total nominal value not exceeding PLN 300 000, in words: three hundred thousand zlotys including the shares owned by the Company on the day of adoption the AGM resolution by the AGM of the Company,
- the total nominal value of the purchased shares will not exceed 20% of the Company's share capital, including also the nominal value of own shares already held by the Company,
- The acquisition of own shares may not take place at price higher than 4 PLN: in words four zlotys, per share.,
- The maxim amount to be paid for the shares purchased, increased by the costs of the purchase, will not be higher than PLN 1 200 000, in words: one million two hundred thousand zlotys. ,
- purchase applies only to fully covered shares,
- pursuant to § 5 of the OGM resolution, a reserve capital of PLN 1 200 000, in words one million two hundred thousand zlotys, was created. By transferring this amount entirely from supplementary capital to finance the Company's acquisition of own shares by June 13, 2019, or until the day of completion of shares purchase, no longer than until exhaustion of financial resources for the purchase of own shares,
- The acquisition of own shares may only take place from the Company's own resources and as far as its financial capabilities are concerned, with the exception of loan or similar sources,
- the implementation of the purchase of own shares will start from the next business day after the day of publishing the current report informing about the commencement of share buyback,
- The Management Board, in the Company's best interests, after consulting the Supervisory Board, may suspend the acquisition of shares in connection with the intent of:
  - completion of the share purchase before June 13, 2019.
  - resignation from the purchase of own shares in whole or in part.
- in the aforementioned situation, the Management Board of the Company will provide relevant information to the public in the form of a current report,
- In case of a decision to resume implementation of the suspended Program, the purchase of shares will start from the next business day following the publication of the relevant current report,
- the shares will be purchased by the Company itself, by submitting broker's orders, entering into block trades or announcing calls, as well as through intermediary brokerage houses on the Warsaw Stock Exchange in Warsaw S.A.,
- The Management Board of the Company is obliged to treat all shareholders equally, while respecting the rights of minority shareholders ,

- the terms of acquiring own shares shall be compliant with the provisions of EU Regulation no, 596/2014 of April 16, 2016 and will be consistent with the provisions of Ordinance of the Delegated EU Commission 2016/1052 of March 8, 2016.
  - The company will refrain from acquiring own shares if the acquisition of own shares would lead to violation of provisions on closed periods, referred to in art. 159 of the Act of July 29, 2005 on Trading in Financial Instruments, consolidated text Journal of Laws 2013 no. 211 item 1384 with changes.,
  - During the shares acquisition, the Company will be not carrying out:
    - shares sale,
    - direct purchase of shares in the closed period,
    - indirect shares trade in the event of a decision to delay disclosure of confidential information to the public.,
  - The Company, in accordance with art. 364 § 2 of Code of Commercial Companies will not be able to exercise share rights from own shares, except for the powers indicated in this article.,
  - The Company is required to provide detailed information about the purchase of own shares, and any changes thereof, to the public in the form of current reports,
  - The Company will make public the information on the acquisition of own shares by the Company, in the form of current reports. The information will be provided in accordance with the procedure set out in applicable law. Upon completion of the Program, the Company will make publicly available, in the form of a current report, a collective report on the purchase of own shares,
  - Acquisition of own shares by the Company, taking into account the needs arising from the activities carried out by the Company, may only aim at:
    - a reduction of the Company's share capital;
    - b fulfilment of obligations of the Company resulting from debt financial instruments convertible into equity instruments, if such liabilities arise on the part of the Company;
    - c performance of the Company's obligation under the share option programs servicing the management options programs, if such liabilities arise on the part of the Company;
- The decision on choosing one of the aforementioned goals of purchasing the Company' own shares will be taken by the Management Board after the end of the Share Buyback Program and after consulting the Supervisory Board in this regard. In the event of a negative opinion of the Supervisory Board, the Management Board is obliged to submit to the GM in order to obtain approval of the purpose of the shares' destination
- At the same time, the Management Board of the Company informs that the implementation of the share buyback program will start from the next business day after the publication of this current report, i.e. from March 21,2018