

**POLISH FINANCIAL SUPERVISION AUTHORITY**

Current Report No.

36

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2019

Date:

June 14th 2019

Abbreviated issuer name:

FAMUR S.A.

Subject:

FAMUR to announce tender offer for Primetech shares

Legal basis:

Article 17(1) of MAR

Text of the report:

The Management Board of FAMUR S.A. ("Company", "FAMUR") announces that today, having obtained consent from the Supervisory Board, it has entered into an agreement with Santander Bank Polska S.A. – Santander Biuro Maklerskie ("Santander BM") whereby steps will be taken to announce a tender offer for shares in a subsidiary Primetech S.A. for the purpose of the Company acquiring full ownership of Primetech S.A. shares ("Tender Offer").

In the Tender Offer, FAMUR, as the acquirer, intends to acquire 5,335,474 (five million, three hundred and thirty-five thousand, four hundred and seventy-four) shares, carrying 5,335,474 (five million, three hundred and thirty-five thousand, four hundred and seventy-four) voting rights at the General Meeting of Primetech S.A. ("Shares"), representing 34.18% of total voting rights and 34.18% of the share capital of Primetech S.A. (i.e. all shares in Primetech S.A.'s share capital other than the shares already held by FAMUR).

Following the Tender Offer, the Company, as the acquirer, intends to hold 15,609,833 shares in Primetech S.A., including the 10,274,359 shares already held, carrying 100% of total voting rights at the General Meeting of Primetech S.A. and representing 100% of Primetech S.A.'s share capital.

The price in the Tender Offer is PLN 1.45 (one złoty, 45/100) per Share.

The Tender Offer will be announced pursuant to Art. 91.6 of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies of July 29th 2005 ("Act"), allowing a resolution on the conversion of Primetech S.A. shares into certificated form to be included in the agenda of the General Meeting of Primetech S.A. If the resolution is passed, Primetech S.A. shares will be delisted from a regulated market, provided that a relevant decision is issued by the Polish Financial Supervision Authority and a relevant resolution is passed by the Management Board of the Warsaw Stock Exchange.

If following the Tender Offer FAMUR comes to hold at least 90% (but less than 100%) of total voting rights at the General Meeting of Primetech S.A., the Company will carry out a mandatory buyout of Primetech S.A. shares held by other minority shareholders (minority squeeze-out), in accordance with Art. 82 of the Act.

The Tender Offer is part of FAMUR's efforts to maintain an optimal ownership and operational structure of the FAMUR Group.

Detailed information on the Tender Offer will be provided in the Tender Offer document. The Tender Offer will be announced in accordance with the Act and made available on Santander BM's website at <https://bm.santander.pl/> and the Company's website at <https://famur.com/>.

FAMUR Spółka Akcyjna	(full issuer name)
FAMUR S.A.	Electromechanical (ele)
(abbreviated issuer name)	(sector according to the WSE)
40-698	Katowice
(postal code)	(city/town)
Armii Krajowej	51
(street)	(number)
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sekretariat@famur.com.pl	www.famur.com
(email)	(www)
634-012-62-46	270641528
(Tax Identification Number – NIP)	(Industry Identification Number – REGON)

#### SIGNATURES OF AUTHORISED REPRESENTATIVES

Date	Full name	Position	Signature
June 14th 2019	Mirosław Bendzera	President of the Management Board	
June 14th 2019	Tomasz Jakubowski	Vice President of the Management Board, Chief Operating Officer, Underground segment	