

Subject: **Acquisition of treasury shares**

Current report No. 50/2017

The management board of Pfeiderer Group S.A. (the “**Company**”) informs that today the Company purchased 3,235,050 (three million two hundred thirty-five thousand fifty) dematerialised ordinary bearer shares issued by the Company with a nominal value of PLN 0.33 each (the “**Purchased Shares**”).

The purchase of the Purchased Shares was concluded based on an invitation to submit offers for the sale of the shares in the Company announced by the Company on 20 September 2017 (current report No. 41/2017 of 20 September 2017) (the “**Invitation**”).

The price for the Purchased Shares is uniform and amounts to PLN 47 (forty-seven zlotys) per one share and the total price for all of the shares is PLN 152,047,350 (one hundred fifty-two million forty-seven thousand three hundred fifty).

The total nominal value of the Purchased Shares is PLN 1,067,566.50 (one million sixty-seven thousand five hundred sixty-six and 50/100), representing approximately 5% of the Company’s share capital. The Purchased Shares entitle the holder thereof to a total of approximately 5% of the votes at the general meeting of the Company which represents approximately 5% of the overall number of votes in the Company, provided that, in accordance with Article 364 § 2 of the Commercial Companies Code, the Company does not exercise the voting rights attached to the treasury shares.

The total number of shares submitted by the shareholders for sale under the Invitation is 20,468,503 (twenty million four hundred sixty-eight thousand five hundred three) shares. Since the total number of shares submitted by the shareholders for sale under the Invitation exceeded the number of shares that the Company intended to buy based on the Invitation, i.e. 3,235,050 shares, the number of shares to be purchased from the individual shareholders was established based on the rules of reduction described in detail in section 8 of the Invitation. The reduction rate is 84.2%.

The Purchased Shares are purchased pursuant to Article 362 § 1(8) of the Commercial Companies Code in connection with the implementation of the treasury share repurchase programme approved under resolution No. 9 of the Company’s Annual General Meeting of the Shareholders dated 21 June 2017 on the approval of a treasury share repurchase programme and the establishment of a capital reserve for the purpose of such programme (current report No. 33/2017 of 21 June 2017) (the “**Authorisation Resolution**”).

Provided that all of the required corporate consents are obtained, the Purchased Shares will be offered to eligible individuals under incentive plans that have been or will be adopted at the Company. If approved by the supervisory board of the Company, the Purchased Shares can be used for any other purpose set out in the Authorisation Resolution.

Apart from the Purchased Shares, the Company does not have any treasury shares issued by the Company.

This report was made pursuant to Article 56(1)(2) of the Act of 29 July 2005 on public offering, conditions governing the introduction of financial instruments to organised trading, and public companies (consolidated text: Journal of Laws of 2016, item 1639, as amended) and §5(1)(6) of the Regulation of the Minister of Finance of 19 February 2009 on current and interim reports submitted by issuers of securities and the terms of considering as equivalent any information required under the laws of a non-member state (Consolidated text: Journal of Laws of 2014, item 133).

12.10.2017

Hour: 12:32