



LUG Spółka Akcyjna  
Producent Opraw Oświetleniowych



**Report's type** Current Report

**Number** 10/2018

**Entity** LUG S.A.

**Topic:** Establishment of a new company in the LUG S.A. Capital Group.

The LUG S.A. Management Board ("Issuer", "LUG") based in Zielona Góra informs that on August, 1<sup>st</sup> 2018 a joint-stock company LUG AYDINLATMA SISTEMLERİ ANONİM ŞİRKETİ ("Company") was established, operating and registered in accordance with Turkish law with its registered office in Istanbul, Republic of Turkey. The initial capital of the Company is TRY 50,000 (in words: fifty thousand Turkish liras), in which the Issuer acquired 25,000 (in words: twenty five thousand) shares of A series with a nominal value of 1 TRY (one Turkish lira) each share and a total nominal value of 25,000 TRY (say: twenty-five thousand Turkish liras), which constitutes 50% of the share capital and entitles to the same number of votes at the General Meeting of Shareholders of the Company.

The remaining shares in the share capital of the Company were acquired by:

- Mr. Ruhan Konsol, which acquired 8,400 (in words: eight thousand four hundred) series B shares with a nominal value of 1 TRY (in words: one Turkish lira) each share and a total nominal value of 8,400 TRY (in words: eight thousand four hundred Turkish liras), which is 16,8% of the share capital and entitles to the same number of votes at the General Meeting of Shareholders of the Company;

- Mr. Tomasz Jacek Dąbrowski acquired 8,300 (in words: eight thousand three hundred) series B shares with a nominal value of 1 TRY (in words: one Turkish lira) each share and a total nominal value of 8,300 TRY (in words: eight thousand three hundred Turkish liras), which is 16,6% of the share capital and entitles to the same number of votes at the General Meeting of Shareholders of the Company;

- Mr Piotr Przemysław Byzdra acquired 8,300 (in words: eight thousand three hundred) series B shares with a nominal value of 1 TRY (in words: one Turkish lira) each share and a total nominal value of 8,300 TRY (in words: eight thousand three hundred Turkish liras), which is 16,6% of the share capital and entitles to the same number of votes at the General Meeting of Shareholders of the Company.

The capital of the company was covered by a financial contribution in the amount of TRY 12,500 (in words: twelve thousand five hundred Turkish liras). The remaining amount of the capital, i.e. 37.500 TRY (in words: thirty seven thousand five hundred Turkish liras) will be covered by a cash contribution within 24 months from the moment of registration of the company in accordance with the provisions of Turkish law.

The company was established for an indefinite period.



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Corporate Security of LUG S.A. in the Company in connection with the distribution of votes at the General Meeting of Shareholders are included in particular in the shareholders agreement of the so-called deadlock provision (in case of conflict) with the buy-sell option, the right to join the sale (so called tag along) and the appointment of a two-person Board of Directors: Mr. Ruhan Konsol - the President of the Management Board and Mr. Mariusz Ejsmont - Vice President of the Management Board, who represents the Management Board of LUG S.A. In accordance with the Company's Articles of Association, both members of the board represent it jointly.

The company's goal is to conduct commercial, production and advisory activities in the field of professional lighting solutions. The establishment of the LUG AYDINLATMA SISTEMLERİ ANONİM ŞİRKETİ company results from the LUG SA Capital Group. foreign expansion, whose element is the expansion of activities on the Turkish market and on the markets of other countries in the region.

The Issuer's Management Board will immediately inform about the fact of the Company's registration in the form of a separate current report.

**Law basis:** Art. 17 para. 1 MAR – confidential information.

### Company's representatives

Ryszard Wtorkowski – the CEO of the Management Board