

Current Report No. **18/2019**

Report Date:

21 May 2019; 5:20 PM

Abbreviated name of the issuer:

DOM DEVELOPMENT S.A.

Subject:

Acquisition of a substantial block of shares

Legal basis:

Article 70, section 1 of the Public Offering Act – purchase or sale of substantial block of shares

Report content:

The Management Board of Dom Development S.A. (hereinafter ‘the Company’) hereby informs that on 21 May 2019, the Company received a notification, delivered in compliance with article 69 section 1 point 1 of the Act of 29 July, 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies (Journal of Laws of 2019, item 623).

In accordance with the abovementioned notification, **SCOP Poland S.à r.l.**, a private limited liability company (*société à responsabilité limitée*), existing and organised under the laws of the Grand Duchy of Luxembourg, with its registered office at 412F, Route d’Esch, L-2086 Luxembourg, Grand Duchy of Luxembourg, registered with the Luxembourg Register of Commerce and Companies (*Registre de Commerce et des Sociétés de Luxembourg*) under number B101812 (“**SCOP Poland S.à r.l.**”), informed of an excess of 50% in the stake it holds in the total number of votes at the General Meeting of Shareholders of the Company.

The acquisition is a result of a cross-border merger of Dom Development B.V. with its corporate seat in Rotterdam, (“**Dom Development B.V.**”) with the major shareholder of Dom Development B.V., i.e. SCOP Poland S.à r.l., conducted within the meaning of Directive (EU) 2017/1132 of the European Parliament and of the Council of 14 June 2017 relating to certain aspects of company law, as a result of which:

- i. Dom Development B.V. ceased to exist,
- ii. SCOP Poland S.à r.l., as the acquiring company, acquired all assets of Dom Development B.V., as the company being acquired,

SCOP Poland S.à r.l. entered into all the rights and obligations of Dom Development B.V., as the company being acquired.

The merger became effective on 17 May 2019, i.e., the date of publication of the minutes of the general meeting of SCOP Poland S.à r.l. approving the above-mentioned cross-border merger, in the Luxembourg official electronic publication platform (*Recueil Electronique des Sociétés et Associations*).

As a result of the events described above, SCOP Poland S.à r.l. now holds 14,155,941 shares in the Company, representing 56.47% of the Company's share capital and an entitlement of 14,155,941 voting rights i.e. 56.47% of the total number of voting rights at the Company's General Meeting of Shareholders, i.e. the same amount that Dom Development B.V. held before the merger described above.

The full content of the notification is attached to this report.

Appendices:

SCOP Poland S.à r.l.'s notification - English version

Signatures of persons representing the Company:

Jarosław Szanajca - President of the Management Board

Janusz Zalewski – Vice President of the Management Board