

**Inside information pursuant to Article 17 MAR (public disclosure)**

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## Photon Energy N.V. Resolves Exchange Offer of the EUR Bonds 2017/2022 and taps the 6.50% Green Bonds 2021/2027 by up to EUR 25 Million

- ▶ The green bonds will be offered to bondholders of the existing 2017/2022 corporate bonds in form of an exchange offer with a 1.5% loyalty premium plus the difference in net accrued interest on each exchanged bond.
- ▶ The interest rate is 6.50 % p.a., with quarterly payments.
- ▶ The Company intends to use net proceeds of the tap issuance to finance photovoltaic projects or hybrid solutions combined with energy storage, as well as financial instruments that were used to finance such projects or assets.

**Amsterdam – 2 September 2022** – The management board of Photon Energy N.V. has resolved to tap the 2021/2027 Green Bonds by an exchange and public offer with subsequent private placement in the aggregate principal amount of up to EUR 25 million.

The bonds, which bear interest at a rate of 6.50% p.a. with quarterly interest payments, will be offered to bondholders of the existing 2017/2022 corporate bonds in form of an exchange offer with a 1.5% loyalty premium plus the difference in net accrued interest on each exchanged bond.

The exchange offer will start on 7 September 2022 and last through 7 October 2022. The public offer, which will take place in the Federal Republic of Germany, the Republic of Austria and the Grand Duchy of Luxembourg, will start on 7 September 2022 and last through 11 October 2022. Subsequently, the bonds will also be offered to a limited number of qualified investors by way of a private placement in those and further European countries. The bonds will be offered at par.

The securities prospectus has been published on the Company's website, [www.photonenergy.com/greenbond2022](http://www.photonenergy.com/greenbond2022), following its approval by the *Commission de Surveillance du Secteur Financier* (CSSF) in Luxembourg, which was issued on 1 September 2022.

'This tap issuance of our first green bonds allows us to not only offer the bondholders of our existing 2017/2022 corporate bonds an exchange opportunity, but also set another major milestone in the dynamic growth of our company. It will enable us to further accelerate the development and construction of photovoltaic power plants in Romania, Hungary, and Poland, our core Central European growth markets,' says **Clemens Wohlmut**, **Chief Financial Officer of Photon Energy Group**.

The tap issuance of the 2021/2027 Green Bonds will be included into trading on the Quotation Board trading segment of the Open Market (*Freiverkehr*) on the Frankfurt Stock Exchange (*Frankfurter Wertpapierbörse*) on 14 October 2022.

Bankhaus Scheich Wertpapierspezialist AG, Frankfurt am Main, was appointed as Sole Global Coordinator & Bookrunner for the private placement of the tap issuance.

All information related to the offering process as well as the documents necessary to subscribe for the bonds can be found on the Company's website under the link [www.photonenergy.com/greenbond2022](http://www.photonenergy.com/greenbond2022).

The Company intends to use net proceeds of the tap issuance to finance photovoltaic projects or hybrid solutions combined with energy storage, as well as financial instruments that were used to finance such projects or assets, in accordance with the Company's Green Financing Framework issued in September 2021.

Globally, the Company is developing utility-scale PV projects with a combined capacity of over 825 MWp in its key CEE markets and Australia. Just recently, it started construction on its first six Romanian power plants with a generation capacity of 21.3 MWp, planning to add another 11 MWp by the year-end 2022. Upon commissioning these projects, the Company as an independent power producer (IPP) will own and operate over 120 MWp power plants.

Driven by the continued expansion of its IPP portfolio coupled with great momentum in direct electricity sales into the market, the Company has raised its full-year 2022 guidance with revenue expectations of EUR 85 million from the previously communicated EUR 65 million (up 133.8% YoY) and an EBITDA of EUR 24 million from the previous EUR 18 million (up 150.4% YoY) in August 2022.

### **About Photon Energy Group – [photonenergy.com](http://photonenergy.com)**

Photon Energy Group delivers solar energy and clean water solutions around the world. Its solar power services are provided by Photon Energy; since its foundation in 2008, Photon Energy has built and commissioned solar power plants with a combined capacity of over 120 MWp and has power plants with a combined capacity of 91.9 MWp in its proprietary portfolio. It is currently developing projects with a combined capacity of over 825 MWp in Australia, Hungary, Poland and Romania and provides operations and maintenance services for around 330 MWp worldwide. The group's second major business line, Photon Water, provides clean water solutions including treatment and remediation services, as well as the development and management of wells and other water resources. Photon Energy N.V., the holding company for Photon Energy Group, is listed on the Warsaw, Prague and Frankfurt Stock Exchanges. The company is headquartered in Amsterdam, with offices across Europe and in Australia.

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prospectus was published promptly upon approval by the CSSF, and is available at no charge on [www.photonenergy.com/greenbond2022](http://www.photonenergy.com/greenbond2022).

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This announcement contains forward-looking statements that are subject to certain risks and uncertainties. Future results could differ materially from those described in these forward-looking statements due to various factors, including changes in business, economic and competitive conditions, foreign exchange rate fluctuations, uncertainties in litigation or investigative proceedings and the availability of financing. Photon Energy N.V. assumes no responsibility to update any forward-looking statements contained in this release.

### **Information for Distributors**

Pursuant to EU product governance requirements, the corporate bonds have been subject to a product approval process, under which each distributor has determined that such bonds are: (i) compatible with an end target market of retail investors and investors who meet the criteria of professional clients and eligible counterparties, each as defined in MiFID II; and (ii) eligible for distribution through all distribution channels as are permitted by MiFID II. Any distributor subsequently offering the corporate bonds is responsible for undertaking its own target market assessment in respect of the corporate bonds and determining appropriate distribution channels.