

## ESPI report

Company: Photon Energy N.V.

Number: 38/2022

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Market types: Warsaw Stock Exchange regulated market

Title: Photon Energy N.V. resolves Exchange Offer of the EUR Bonds 2017/22 and taps the 6.50% Green Bonds 2021/27 by up to EUR 25 million

Detailed data:

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The management board of Photon Energy N.V. has resolved to tap its 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 Green Bonds 2021/2027 (ISIN DE000A3KWKY4) that bear interest at a rate of 6.50% p.a. with quarterly interest payments will be tapped in the volume of up to EUR 25 million. The corporate bonds will be offered to bondholders of the existing 2017/2022 corporate bonds in form of an exchange offer with a 1.5% 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.

The tap issuance of the Green Bonds 21/27 will be included into trading on the Quotation Board trading segment of the Open Market (Freiverkehr) on the Frankfurt Stock Exchange (Frankfurter Wertpapierbörse) starting 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).

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

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securities 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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#### 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.