



**INVITATION TO SUBMIT OFFERS TO SELL THE SHARES
of CPD S.A.**

As part of the Invitation to Submit Offers to sell the Shares, CPD Spółka Akcyjna with its registered office in Warsaw, address: ul. Cybernetyki 7b, 02-677 Warszawa, entered in the register of entrepreneurs maintained by the District Court for the capital city of Warsaw, XIII Economic Division of the National Court Register, under KRS number **0000277147**, share capital PLN 2,637,113.10 paid up in full, with NIP 677 228 62 58, represented by Elżbieta Wiczowska and Iwona Makarewicz— Members of the Management Board (“**CPD**”, “**Company**”) proposes the acquisition of not more than 4,799,565 of ordinary bearer shares of the Company designated with the code ISIN PLCELPD00013, (“**Shares**”) constituting not more than 18.12 % of the Company’s share capital.

This Invitation to Submit Offers to sell the Shares is pending in connection with the Resolution No. 3 of the Extraordinary General Meeting of CPD of 28 February 2019 on acquisition of the shares of the Company for the purpose of redemption, which has been amended twice, i.e. by the Resolution no 3 of the Extraordinary General Meeting of CPD S.A. of 2 March 2020 on the amendment of resolution no 3 of the Extraordinary General Meeting of 28 February 2019 on the purchase of the shares of the Company for the purpose of redemption and Resolution No 18 of Ordinary General Meeting of CPD S.A. of Warsaw held on 27 May, 2020 on amending the Resolution No. 3 of the Extraordinary General Meeting of CPD S.A. of 28 February 2019 on acquisition of the shares of the Company for the purpose of redemption, amended by the Resolution no 3 of the Extraordinary General Meeting of CPD S.A. of 2 March 2020 on the amendment of resolution no 3 of the Extraordinary General Meeting of 28 February 2019 on the purchase of the shares of the Company for the purpose of redemption.

The intermediaries in the process of acquisition of the shares of the Company by the Company under the Invitation to Submit Offers to sell the Shares shall be the brokerage house **Pekao Investment Banking S.A.** with its registered office in Warsaw, address: ul. Żwirki i Wigury 31, 02-091 Warszawa (“**Pekao**”, “**Pekao IB**”) and **Bank Polska Kasa Opieki S.A.** with its registered office in Warsaw, address: ul. Grzybowska 53/57, 00-844 Warszawa Biuro Maklerskie Pekao with its registered office in Warsaw, address: ul. Wołoska 18, 02-675 Warszawa („**Biuro Maklerskie Pekao**”).

This Invitation to Submit Offers to sell the Shares does not constitute a purchase offer nor does it induce to submit an offer to sale the Shares of CPD in any legal system where making such an offer, inducing to sell or addressing such activities to specific persons is illegal or requires any permits, notices or registration.

This Invitation to Submit Offers to sell the Shares shall be realized only in the territory of the Republic of Poland. Outside the territory of Poland, this Invitation shall not be treated as a proposal or offer to purchase any securities of the Company. Neither the Invitation nor the securities covered by the same have been the subject of registration, approval or notification in any country other than the Republic of Poland, and in particular, in accordance with the U.S. Securities Act of 1933 as amended.

Each investor who intends to reply to the Invitation, should familiarize himself with the provisions of the Polish law or provisions of other countries which may apply to him in this respect as well as with the restrictions which apply to this investor or investors following from these regulations.

The shareholders of CPD should get the advice of investment, legal and tax advisers in business, legal and tax matters related hereto as well as in order to determine whether this Invitation is adequate for a given Shareholder. The Shareholders of CPD shall not consider this Invitation to Submit Offers to sell the Shares as investment, legal or tax advice.

In accordance with the law, this document did not require to be and was not approved by the Polish Financial Supervision Authority nor any other supervisory body. In order to avoid any doubt, the provisions of art. 72 and the following provisions of the Act of 29 July 2005 on public offering and terms and conditions of introducing financial instruments to the organised trading system and on public companies (consolidated text: Dz. U. of 2019 item 623 as

amended) shall not apply to this Invitation to Submit Offers to sell the Shares, and this Invitation to Submit Offers to sell the Shares does not constitute a public call for subscription for sales or conversion of shares referred to in the above specified provisions. This Invitation to Submit Offers to sell the Shares does not constitute an offer within the meaning of art. 66 of the Civil Code.

This Invitation to Submit Offers to sell the Shares shall be made public in the form of a current report and on CPD's website (www.cpdsa.pl).

Definitions and abbreviations used in the Invitation Submit Offers to sell the Shares

Shares, Shares of CPD	26,371,131 shares; The total number of shares issued by CPD S.A. designated with the code ISIN PLCELPD00013
Repurchased Shares	Not more than 4,779,565 shares; The total number of Shares that the Company intends to acquire from the Shareholders of CPD under this Invitation to Submit Offers to sell the Shares
Shareholder	Shareholder of CPD
Trust Bank	A bank pursuing trust activities
Purchase Price	The purchase price of the Repurchased Shares under this Invitation to Submit Offers to sell the Shares
CPD, Company	CPD Spółka Akcyjna with its registered office in Warsaw
GPW	Gielda Papierów Wartościowych w Warszawie Spółka Akcyjna (Warsaw Stock Exchange)
KDPW	Krajowy Depozyt Papierów Wartościowych Spółka Akcyjna (National Depository for Securities)
k.s.h.	The Code of Commercial Partnerships and Companies Act of 15 September 2000 (Dz. U. No. 2019, item 505 as amended)
KNF	Polish Financial Supervision Authority
Non-resident	Persons, entities, organisational units referred to in art. 2 par. 1 subpar. 2 of the Act Foreign Exchange Law
Offer to sell the Shares	The offer to sell the shares submitted by Shareholders in response to the Invitation to Submit Offers to sell the Shares
Pekao IB	Pekao Investment Banking S.A. with its registered office at ul. Żwirki i Wigury 31, 02-091 Warszawa
Biuro Maklerskie Pekao	Bank Polska Kasa Opieki S.A. with its registered office in Warsaw, address: ul. Grzybowska 53/57, 00-844 Warszawa Biuro Maklerskie Pekao with its registered office in Warsaw address: ul. Wołoska 18, 02-675, Warszawa, the place of accepting the Offers to sell the Shares and entity responsible for the settlement of the transaction.
Entities accepting Offers to sell the Shares	Pekao IB or Biuro Maklerskie Pekao
Resolution of GM	Resolution No. 3 of the Extraordinary General Meeting of CPD of 28 February 2019 on acquisition of the shares of the Company for the purpose of redemption, which has been amended twice, i.e. by the Resolution no 3 of the Extraordinary General Meeting of CPD S.A. of 2 March 2020 on the amendment of resolution no 3 of the Extraordinary General Meeting of 28 February 2019 on the purchase of the shares of the Company for the purpose of redemption and Resolution No 18 of Ordinary General Meeting of CPD S.A. of Warsaw held on 27 May, 2020 on amending the Resolution No. 3 of the Extraordinary General Meeting of CPD S.A. of 28 February 2019 on acquisition of the shares of the Company for the purpose of redemption, amended by the Resolution no 3 of the Extraordinary General Meeting of CPD S.A. of 2 March 2020 on the amendment of resolution no 3 of the Extraordinary General Meeting of 28 February 2019 on the purchase of the shares of the Company for the purpose of redemption.
Act on Offering	The Act of 29 July 2005 on public offering and terms and conditions of introducing financial instruments to the organised trading system and on public companies (consolidated text: Dz. U. of 2019 item 623 as amended)
General Meeting	The General Meeting of CPD S.A.
The Invitation to Submit Offers to sell the Shares	This Invitation to Submit Offers to sell the Shares addressed to all Shareholders of CPD realized in accordance with the Resolution of GM
Management Board	The Management Board of CPD S.A.

1. Legal basis of the Invitation to Submit Offers to sell the Shares

Pursuant to the Resolution of the GM, the General Meeting authorised the Management Board of the Company to conduct the process of acquiring the Shares of CPD until January 31, 2021 in accordance with art. 362 § 1 subpar. 5) of k.s.h. for the purpose of redemption thereof and acquisition of not more than 8,700,000 (in words: eight million seven hundred thousands) shares of the Company, with the nominal value of PLN 0.10 (ten groszy) each and with the total value not higher than PLN 870,000.00 (in words: eight hundred seventy thousands) for a price 14.92 zł (in words: fourteen zlotych ninety two groszy) for one share and authorised the Management Board to determine specific terms and conditions for the purchase of the Shares.

2. Purchase Price

Pursuant to the Resolution of the General Meeting, the Purchase Price for one share is PLN 14.92 (in words: fourteen zlotych ninety two groszy).

For the purpose of settlement of the Invitation to Submit Offers to sell the Shares, CPD established a collateral in the form of an irrevocable blockade of cash in the amount equal to the product of the number of Repurchased Shares and the Purchase Price of one Repurchased Share. The blocked cash shall be used for the purpose of settling this Invitation to Submit Offers to sell the Shares.

3. Schedule of the Invitation to Submit Offers to sell the Shares

Publishing the 'Invitation to Submit Offers to sell the Shares' document no later than until	02.06.2020
Beginning the acceptance of Offers to sell the Shares	08.06.2020
Ending the acceptance of Offers to sell the Shares	22.06.2020 *
Planned date of adoption by the Company of a decision on acceptance of the offers	24.06.2020
Planned date of transactions	25.06.2020 **
Planned date of settlement of transactions.....	25.06.2020 **

* In the case of submitting of the Offer to sell the Shares by post, the date and time of receiving the documents by Pekao IB, shall be deemed the date of submitting the Offer to sell the Shares.

** A specific date of issuing settlement instructions / settling the Invitation to Submit Offers to sell the Shares of CPD S.A. in KDPW shall be communicated to brokerage houses and trust banks upon ending the acceptance of Offers to sell the Shares.

CPD may withdraw from the implementation of the Invitation to Submit Offers to sell the Shares both prior to and upon its opening, as well as may decide to change all the future dates. Should the Invitation to Submit Offers to sell the Shares be cancelled or applicable dates changed, a relevant notice shall be communicated to the public in the form of a current report.

4. Entities entitled to sell Shares under the Invitation to Submit Offers to sell the Shares

The entities entitled to submit Offers to sell the Shares under the Invitation to Submit Offers to sell the Shares shall be the Shareholders.

5. Procedure of submitting Offers to sell the Shares

Biuro Maklerskie Pekao shall accept offers submitted directly in the registered office of Biuro Maklerskie Pekao in Warsaw, ul. Wołoska 18, 02-675 Warszawa (on weekdays, from 8.30 a.m. to 5.00 p.m.).

Pekao IB shall accept offers submitted by post, sent by a registered letter return receipt requested or by courier mail (upon the prior telephone confirmation from Pekao IB at telephone no. (22) 520 09 99). It is necessary to include the note "CPD" in the top left corner of the envelope.

Should the Offer to sell the Shares be submitted by post, the date and time of receiving the documents by Pekao IB shall be deemed the date of submitting the Offer to sell the Shares.

One Shareholder may submit one Offer to sell the Shares for a number of Shares not higher than 4,779,565 Shares. Offers to sell for a number of shares higher than 4,799,565 Shares shall be deemed Offers to sell the 4,779,565 Shares.

Offers to sell the Shares may be submitted by the entitled entities referred to in section 4 hereof on the Offer to sell the Shares form, the template of which constitutes appendix no. 1 hereto. The Offers to sell the Shares shall be submitted in three copies, one for the Shareholder submitting the Offer to sell the Shares, one for CPD and one for Entity accepting Offers to sell the Shares.

When completing the Offer to sell the Shares form, the data regarding the Shareholder or its representative specified in the Offer to sell the Shares form, the template of which constitutes appendix no. 1, shall be provided. Please be aware that the Shareholders (other than natural persons) should provide LEI number in the form of the Offer to sell the Shares. Shareholders, who have not got the LEI number, are requested to obtain the LEI number before submitting the Offer to sell the Shares.

The Shareholder submitting the Offer to sell the Shares form shall be also obliged to present the following documents:

- ID or passport (a natural person),
- extract from the relevant register or another official document containing the basic data regarding the Shareholder, which states its legal status, manner of representation and full names of the persons authorised for representation (Shareholders other than natural persons). If the document was issued outside Poland, the abovementioned extract or official document shall be authorised by a Polish diplomatic or consular mission or through an apostille, unless international agreements provide otherwise. In the case of the documents issued in a foreign language other than English, a sworn translation of such a document into Polish shall be presented additionally.

The Shareholders submitting the Offer to sell the Shares shall be obliged to block all the Shares included in the Offer to sell the Shares. The Shareholder submitting the Offer to sell the Shares shall append the original of the certificate of deposit issued by the entity maintaining the securities account (including the entity maintaining the register of the Shares issue sponsor), confirming the performance of the relevant blockade of Shares. Should the certificate of deposit confirming the performance of a relevant blockade of Shares provide for fewer Shares than the number of the Shares specified in the Offer to sell the Shares, such an Offer to sell the Shares shall be deemed an Offer to sell the Shares with the lower number of Shares i.e. number of Shares specified in the certificate of deposit.

The blockade shall be performed for a period beginning on the day of submitting the Offer to sell the Shares with Entity accepting Offers to sell the Shares at the latest and ending on the day of settlement of the Invitation to Submit Offers to sell the Shares. The Shareholders submitting the Offer to sell the Shares forms shall be obliged to make the orders of blocking all the Shares of CPD owned with the entity maintaining their securities accounts and make the order of transferring the abovementioned share outside the organised trading or another document required for transferring shares, indicating the number of all Shares of CPD owned provided that the entity maintaining the securities account requires making such an order. Shares shall be transferred in KDPW in accordance with these settlement instructions. Specimen forms of blockade of shares and transfer of shares instructions as well as the deposit certificate form, shall be made available by Biuro Maklerskie Pekao to brokerage houses and trust banks.

The Shareholder submitting the Offer to sell the Shares, which also holds Company shares that are not covered by the Offer to sell the Shares of that Shareholder, and therefore will not be disclosed in the deposit certificate referred to above ("Additional Shares") may submit additional certificate issued by entity holding a securities account (including the entity maintaining the register of the Shares issue sponsor) confirming the number of Additional Shares held (not covered by the aforementioned depository certificate) as of the beginning the acceptance of Offers to sell the Shares ("Additional Certificate"). Shares covered by Additional Certificate do not need to be blocked. The original of the Additional Certificate is attached to the Offer to sell the Shares. Submission of the Additional Certificate is necessary for the Additional Shares to be included in determining the number of Shares to be acquired from the Shareholder in the event that the number of Shares covered by all Shares Offered will be greater than the number of Repurchased Shares.

Specimen forms of the Additional Certificate confirming the ownership of the Additional Shares will be made available by Biuro Maklerskie Pekao to brokerage houses and trust banks.

The Company and Entities accepting Offers to sell the Shares shall not be liable with respect to receiving the Offers to sell the Shares after the deadline for receiving Offers to sell the Shares and incorrect or illegible Offers to sell the Shares.

6. Acting through an attorney-in-fact

Both natural and legal persons may act through a duly empowered attorney-in-fact while submitting the Offers to sell the Shares. The person acting as an attorney-in-fact shall present the power of attorney issued by the Shareholder. The power of attorney shall be issued in writing in accordance with the principles described in this section.

If the power of attorney document was issued outside Poland, the power of attorney document shall be certified by a Polish diplomatic or consular mission or through an apostille, unless international agreements provide otherwise. In the case of a power of attorney document issued in a foreign language other than English, a sworn translation of such a document into Polish shall be presented additionally.

In the case where the attorney-in-fact is the entity who is not a natural person, the attorney-in-fact shall also present an extract from a relevant register or another official document containing the basic data regarding the attorney-in-fact, which states its legal status, manner of representation and full names of the persons authorised to represent the attorney-in-fact. If the document was issued outside Poland, the abovementioned extract or official document shall be legalized by a Polish diplomatic or consular mission or shall be legalized by an apostille, unless international agreements provide otherwise. In the case of the documents issued in a foreign language other than English, a sworn translation of such a document into Polish shall be presented additionally.

A power of attorney shall include the data of the Shareholder and the following data regarding the attorney-in-fact:

- a) for attorneys-in-fact who are natural persons: first name, surname, address, citizenship, PESEL number or date of birth, ID number and series, or Passport series and number and country code, and in the case of attorneys-in-fact representing legal persons and organizational units without legal personality: first name and surname, PESEL number and date of birth;
- b) attorneys-in-fact - residents not being natural persons: business name, registered office and address, designation of the registry court and KRS number, NIP number,
- c) attorneys-in fact - non-residents not being natural persons: business name, address, number or designation of the relevant register or another official document.

Natural persons that represent attorneys-in-fact not being natural persons shall provide the data specified in par. a).

Additionally, the power of attorney shall specify the scope of empowerment and indicate whether the attorney-in-fact is authorised to grant further powers-of-attorney.

The Trust Bank acting on behalf of its clients shall, together with a relevant Offer to sell the Shares form, submit a representation, the template of which shall be made available to the trust banks by Biuro Maklerskie Pekao.

The attorney-in-fact being a natural person, as well as the natural person being a representative of a legal person, shall present an ID to Entity accepting Offers to sell the Shares.

The attorney-in-fact shall also certify on behalf of the Shareholder the receipt of the documents from Entity accepting Offers to sell the Shares, i.e. the Offer to sell the Shares form.

7. Acquisition of Shares from Shareholders

Under this Invitation to Submit Offers to sell the Shares, CPD intends to acquire not more than 4,779,565 Shares constituting not more than 18.12 % of the Company's share capital.

Should the number of the Shares included in the Offers to sell the Shares be lower than the number of the Repurchased Shares, CPD shall acquire such lower number of Shares.

However, in the case where the total number of the Shares included in the Offers to sell the Shares is higher than the number of the Repurchased Shares, CPD shall acquire the Shares included in the Offers to sell the Shares as follows:

(i) In the first step, the CPD will determine the number of Shares that will be acquired in proportion to the Shareholder's share in the total number of Company Shares, excluding any own shares owned by CPD. Such number being 22,450,860 shares and being calculated as: (i) 26,371,131 of all Company Shares less (ii) 3,920,271 own shares held by CPD. The share of the Shareholder in the total number of Company Shares for the purposes of this Invitation will be determined as the sum of Shares included in the Offer to sell the Shares of the respective Shareholder and any Additional Shares of that Shareholder. Failure to submit an Additional Certificate will result in the Shareholder's share in the aggregate number of Company shares will be determined only on the basis of Shares included in the Offer to sell Shares of respective Shareholder (indicated in the Deposit Certificates).

(ii) Where, as a result of determining that the number of Shares to be acquired as determined in first step above is less than the number of the Repurchased Shares, CPD shall acquire the unrealized portion of Offers to sell the Shares in accordance with the principle of proportionate reduction. Number of the Shares shall be rounded down to the next whole number. Fractions of Shares shall not be purchased. Should fractional parts of shares be left upon the application of the proportional reduction, those shares shall be acquired one by one beginning with the largest to the smallest Offers to sell the Shares submitted in response to the Invitation to Submit Offers to sell the Shares of CPD. In the case where in accordance with the preceding sentence more than one Shareholder has the right to sell a given Share, the Company shall purchase the Share from the Shareholder selected by way of draw.

Only Offers to sell the Shares submitted in accordance with these terms and conditions of the Invitation to Submit Offers to sell the Shares of CPD shall be accepted. In particular, the Offers to sell the Shares of CPD with incorrectly completed Offers to sell the Shares forms or the proposals to which no certificate or an incorrectly prepared certificate of deposit confirming the blocking of Shares has been appended shall not be accepted.

The Repurchased Shares shall be free from any third party encumbrances and rights, including pledge, registered pledge, financial pledge. The Offers to sell the Shares of CPD related to the Shares encumbered or covered by third party rights, including pledge, registered pledge, financial pledge, shall not be accepted.

CPD shall submit declarations on acceptance of the Offers to sell the Shares in the number following from the principles described above within 2 (two) business days counting from the day on which the time-limit for accepting Offers to sell the Shares ends.

It shall not be required that the CPD's declaration on accepting the Offer to sell the Shares reaches the Shareholder, and the agreement on the sales of shares for the purpose of redemption shall be concluded by and between a given shareholder and CPD upon acceptance by CPD of the Offer to sell the Shares.

Information that the Offer to sell the Shares has been accepted shall be made available by the brokerage house or the trust bank in which the Shareholder blocked the Shares included in the Offer to sell the Shares. All Shares purchased as part of this Invitation to Submit Offers to sell the Shares shall be purchased by CPD as part of the transaction outside the regulated market. The transactions of acquiring Shares between the Shareholders of CPD that submit correct Offers to sell the Shares and CPD shall be settled within the KDPW depository and settlement system. The intermediary in settling the transactions shall be Biuro Maklerskie Pekao.

8. Payment of the purchase price for the Shares purchased from the Shareholders

The payment for all the Shares acquired by CPD under the Invitation to Submit Offers to sell the Shares shall be transferred on the settlement day via the KDPW, KDPW_CCP settlement system based on payable settlement instructions issued by brokerage houses / banks into the Shareholder's cash or bank account linked to the securities account from which the Repurchased Shares are sold for the amount constituting the product of the number of the Shares acquired from the individual Shareholders and the Purchase Price. The Shareholders should note that the entities maintaining the Shareholders' securities accounts or cash accounts, including Pekao IB, may charge commissions or fees with respect to the sales of the Repurchased Shares under the Invitation to Submit Offers to sell the Shares pursuant to the contracts of service concluded by and between these entities and Shareholders.

9. Redemption of the Shares

The Repurchased Shares are acquired by the Company for the purpose of redemption, which in accordance with art. 360 § 4 of k.s.h. will take place upon registration by the registry court of the reduction of the share capital related to the redemption of the Shares.

10. Information in relation to the processing of personal data

A. Indication of the personal data administrator

The administrators of the personal data of the Shareholders obtained in the course of this Invitation to Submit Offers to sell the Shares are:

- 1) CPD Spółka Akcyjna with its registered office in Warsaw, address: ul. Cybernetyki 7b, 02-677 Warszawa, entered in the register of entrepreneurs maintained by the District Court for the capital city of Warsaw, XIII Economic

Division of the National Court Register, under KRS number **0000277147**, (contact data for the RODO purposes: address: ul. Cybernetyki 7b, 02-677 Warsaw, e-mail: info@cpdsa.pl);

- 2) Pekao Investment Banking S.A. with its registered office in Warsaw, entered in the register of entrepreneurs maintained by the District Court for the capital city of Warsaw, XII Economic Division of the National Court Register, under KRS number 0000149937, (contact data for the RODO purposes: address: ul. Żwirki i Wigury 31, 02-091 Warsaw, e-mail: daneosobowe@pekaoib.pl);
- 3) Bank Polska Kasa Opieki S.A. with its registered office in Warsaw, address: ul. Grzybowska 53/57, 00-844 Warszawa Biuro Maklerskie Pekao with its registered office in Warsaw, address: ul. Woloska 18, 02-675, Warszawa.

B. Information in relation to the processing of personal data by CDP

1. Objectives and legal basis for the processing of personal data

- 1) Requirement for the conclusion and performance of the agreement for the sale of shares for the purposes of redemption thereof as a result of the Invitation to Submit Offers to Sell the Shares (art. 6 par. 1 letter b of the Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, and repealing Directive 95/46/EC (General Data Protection Regulation), hereinafter referred to as “**GDPR**”),
- 2) Requirement for the purposes of meeting legal obligations imposed on the Company (art. 6 par. 1 letter c), including obligations following from the Polish Commercial Companies Code,
- 3) Requirement for the purposes following from legitimate interests pursued by the Company (art. 6 par. 1 letter of GDPR), in particular in relation to dispute resolution proceedings as well as proceedings before the public authorities and other proceedings, including proceedings for the purpose of pursuing and defending claims, if applicable.

Provision by the Shareholders of their personal data shall be the condition for the realization of the Offer to Sell the Shares, follows from the obligations under the said provisions of law or is necessary to realize the objectives following from the legitimate interests of the Company. Failure to provide the personal data may prevent the realization of the Offer to Sell the Shares.

2. Categories of processed personal data - data indicated in the Offer to sell the Share form

3. Information about recipients of personal data of Shareholders

- a) Pekao Investment Banking S.A. with its registered office in Warsaw;
- b) Biuro Maklerskie Pekao with its registered office in Warsaw;
- c) public authorities, such as the Polish Financial Supervision Authority;
- d) entities participating in the processes necessary for the execution of the Offer to sell the Shares, including the National Deposit of Securities S.A., and entities maintaining securities accounts of the Shareholders;
- e) company storing documents and partners providing technical services (e.g. developing and maintaining IT systems and websites) as well as advisory services (e.g. legal services).

4. The period during which the personal data of the Shareholders will be stored

Personal data shall be processed from the date of acceptance of the Offers to Sell the Shares for the purpose of conclusion and performance of the agreements for the purchase of the Shares for the purpose of redemption, and after this date for the period during which the Company shall be obligated under the applicable provisions of law to store the documents and also for the period following from the run of general time limits for the lapse of claims in order to defend and pursue claims.

5. Rights of the Shareholder to whom personal data pertain

- 1) right to access personal data, including the right to obtain a copy of this data on the terms and conditions indicated in Article 15 of RODO;
- 2) right to request correction of personal data - if the data is incorrect or incomplete - on the terms and conditions indicated in Article 16 of RODO;
- 3) right to request the deletion of personal data (the so-called "right to be forgotten") on the terms and conditions indicated in Article 17 of RODO;
- 4) right to demand limiting the processing of personal data on the terms and conditions indicated in Article 18 of RODO;

- 5) right to transfer personal data on the terms and conditions indicated in Article 20 of RODO;
- 6) right to object to the processing of personal data on the terms and conditions indicated in Article 21 of RODO;
- 7) right to submit a complaint to the supervisory body (up to 25 May 2018 to the President of the Office of Protection of the Personal Data, and after this date - to the successor of this body).

6. Source of acquisition of personal data

Pekao Investment Banking S.A. with its registered office in Warsaw or Biuro Maklerskie Pekao with its registered office in Warsaw.

C. Information in relation to the processing of personal data by Pekao IB

1. Objectives and legal basis for the processing of personal data

- 1) related to fulfillment of obligations imposed by law on entities conducting brokerage activities (Article 6 (1) letter c of Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, and repealing Directive 95/46/EC (General Data Protection Regulation), hereinafter "GDPR"), including:
 - a) related to fulfillment of obligations indicated in the Act on Trading in Financial Instruments of 29 July 2005 (including fulfillment of reporting obligations to the supervision authority) and regulations indicated in this Act,
- 2) resulting from legally justified interests pursued by Pekao IB (Article 6 (1) letter f of the GDPR), in particular for the purposes of:
 - a) related to conducting litigation, as well as proceedings before public authorities and other proceedings, including for the purpose of investigation and defense against claims, if applicable,
 - b) preventing fraud and using of Pekao IB's activities for criminal purposes, including processing and sharing information about suspicion and detection of crimes,

Providing personal data by Shareholders is a condition for the realization of the Offer to sell the Shares, results from the performance of obligations arising from the above-mentioned legal provisions or is necessary to achieve the objectives arising from the above legally justified interests of Pekao IB.

2. Information about recipients of personal data of Shareholders

- a) CPD;
- b) Biuro Maklerskie Pekao;
- c) public authorities, such as the Polish Financial Supervision Authority;
- d) entities participating in the processes necessary for the execution of the Offer to sell the Shares, including the National Deposit of Securities S.A., and entities maintaining securities accounts of the Shareholders;
- e) entities entitled to obtain the information which is a subject of a professional secret indicated in the Act on Trading in Financial Instruments dated 29 July 2005 and other provisions of law;
- f) company storing documents and partners providing technical services (e.g. developing and maintaining IT systems and websites) as well as advisory services (e.g. legal services).

3. The period during which the personal data of the Shareholders will be stored

The personal data of the Shareholders will be processed for the period and to the extent required by the provisions of law or for the period necessary for realization by Biuro Maklerskie Pekao legally justified interests of Biuro Maklerskie Pekao.

4. Rights of the Shareholder to whom personal data pertain

- 1) right to access personal data, including the right to obtain a copy of this data on the terms and conditions indicated in Article 15 of RODO;
- 2) right to request correction of personal data - if the data is incorrect or incomplete - on the terms and conditions indicated in Article 16 of RODO;
- 3) right to request the deletion of personal data (the so-called "right to be forgotten") on the terms and conditions indicated in Article 17 of RODO;
- 4) right to demand limiting the processing of personal data on the terms and conditions indicated in Article 18 of RODO;
- 5) right to transfer personal data on the terms and conditions indicated in Article 20 of RODO;

- 6) right to object to the processing of personal data on the terms and conditions indicated in Article 21 of RODO;
- 7) right to submit a complaint to the President of the Office of Protection of the Personal Data.

5. Source of acquisition of personal data

In case the subscriptions are placed with the intermediation of an attorney-in-fact or by a representative, the source of acquisition of personal data are these persons.

6. Categories of processed personal data - data indicated in the Offer to sell the Shares form

D. Information in relation to the processing of personal data by Biuro Maklerskie Pekao

1. Contact details

You can contact personal data administrator via e-mail: info@pekao.com.pl, by phone at number 801 365 365, (22) 59 12 232 or in writing: Bank Pekao S.A. – Centrala, ul Grzybowska 53/57, 00-950 Warszawa.

Administrator appointed Personal Data officer, who can be contacted via e-mail: IOD@pekao.com.pl or in writing: Bank Pekao S.A. – Centrala, ul Grzybowska 53/57, 00-950 Warszawa. A data subject can exercise the rights related to processing personal data through the following communication channels: e-mail IOD@pekao.com.pl, by phone 801 365 365, (22) 59 12 232 or in writing: Bank Pekao S.A. – Centrala, ul Grzybowska 53/57, 00-950 Warszawa.

2. Objectives and legal basis for the processing of personal data

- 1) related to fulfilment of obligations imposed by law on entities conducting brokerage activities (Article 6 (1) letter c of Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, and repealing Directive 95/46/EC (General Data Protection Regulation), hereinafter “GDPR”), including:
 - a) related to fulfilment of obligations indicated in the Act on Trading in Financial Instruments of 29 July 2005 and other regulations indicated in this Act;
 - b) related to fulfilment of reporting obligations in accordance with Regulation (UE) 600/2014 of the European Parliament and of the Council of 15 May 2014 r on markets in financial instruments and amending Regulation (UE) 648/2012 („MIFIR”);
- 2) resulting from legally justified interests pursued by Biuro Maklerskie Pekao (Article 6 (1) letter f of the GDPR), in particular for the purposes of:
 - a) related to conducting litigation, as well as proceedings before public authorities and other proceedings, including for the purpose of investigation and defence against claims, if applicable,
 - b) preventing fraud and using of Biuro Maklerskie Pekao’s activities for criminal purposes, including processing and sharing information about suspicion and detection of crimes.

3. Source and scope of personal data acquired from third parties.

In case the subscriptions are placed with the intermediation of an attorney-in-fact or by a representative, the source of acquisition of personal data are these persons, within a scope provided by them.

4. Information about recipients of personal data of Shareholders

- a) CPD;
- b) Pekao IB;
- c) public authorities, such as the Polish Financial Supervision Authority;
- d) entities participating in the processes necessary for the execution of the Offer to sell the Shares, including the National Deposit of Securities S.A., and entities maintaining securities accounts of the Shareholders;
- e) entities entitled to obtain the information which is a subject of a professional secret indicated in the Act on Trading in Financial Instruments dated 29 July 2005 and other provisions of law;
- f) company storing documents and partners providing technical services e.g. developing and maintaining IT systems and websites) as well as advisory services (e.g. legal services), however such parties processes personal data on the basis of an agreement with administrator and only in accordance with administrator’s instructions. Detailed information about recipients of personal data are available on the web page <https://www.pekao.com.pl/o-banku/stopka/rodo.html>.

5. Transfer of personal data outside of European Economic Area

Shareholders' personal data may also be transferred to subcontractors of IT systems providers, i.e. recipients located in countries outside of Europe Economic Area, for which European Commission have not recognized a sufficient level of personal data protection. Transfer of personal data is based on standard data protection clauses.

Recipients located in countries outside European Economic Area implemented appropriate safeguards in relation to the personal data.

6. The period during which the personal data of the Shareholders will be stored

The personal data of the Shareholders will be processed for the period and to the extent required by the provisions of law or for the period necessary for realization by Biuro Maklerskie Pekao of legally justified interests of Biuro Maklerskie Pekao, in particular related to the period of limitation.

7. Rights of the Shareholder to whom personal data pertain

Right to access personal data, right to request correction or deletion of personal data and right to demand limiting the processing of personal data. On a request, administrator will provide a copy of personal data which is subject of processing.

Within a scope of processing personal data by administrator for realization of its legally justified interests, you have a right to object to the processing of personal data.

Within a scope of automated processing of personal data for the purpose of conclusion and performance of the agreement or if automated processing is based on consent, you have a right to transfer personal data, i.e. to receive personal data in a commonly used electronic format, suitable for machine reading and you have a right to transfer personal data to other personal data administrator.

To exercise abovementioned rights you need to contact personal data administrator or Personal Data Officer. Contact details were provided above.

Right to submit a complaint to the President of the Office of Protection of the Personal Data.

8. Information about requirement related to provision of personal data.

Within a scope of provisions of the regulations referred to in this information clause, provision of personal data by Shareholders is required by the law.

Providing personal data by Shareholders is voluntary but necessary for realization of legally justified interests of Biuro Maklerskie Pekao.

9. Categories of processed personal data

Data indicated in the Offer to sell the Shares form, including identification data and contact details.

APPENDIX NO. 1 OFFER TO SELL THE SHARES FORM

	Location:	Date:	2	0	1	9	-	-	-	
..... seal of the brokerage house	OFFER TO SELL THE SHARES of CPD S.A.									

This document, unless completed incorrectly, shall constitute an irrevocable Offer to sell the Shares of CPD S.A. under the Invitation to Submit Offer to sell the Shares announced by CPD S.A. The data provided herein and in the appended documents shall be forwarded to CPD S.A. for the purpose of settling the Share purchase transactions.

1. Brokerage House accepting the Offers to sell the Shares

Name of the Brokerage House accepting the Offers to sell the Shares

2. Data of the person submitting the Offer to sell the Shares

First name, Surname / Name of another entity/organisational unit:																						
Legal form	another entity**	natural person																				
Series and No. of passport or another document confirming identity and its type, and in the case of passport – additionally country code:																						
PESEL number (or birth date in the case of persons without PESEL number) REGON/NIP or number of the relevant foreign register: LEI code (Legal Entity Identifier) other than natural persons:																						
Place of residence / Registered office (Country of residence, town, postal code, street, house no. and apartment no.):																						
Contact address (Country of residence, town, postal code, street, house no. and apartment no.):																						
E-mail address:																						
Citizenship in the case of natural persons																						
Data of representatives (Full name):	1.											2.										
Address (in the case of representatives of natural persons), Pesel or birth date	1.											2.										

** another entity shall mean a legal person or an organisational unit not having legal personality.

3. Data on the Shareholder's securities account

securities account number:											
maintained by (full name of the entity):											

4. Shares offered for sale

Number of Shares proposed by the Shareholder for sale under the Invitation to Submit Offers to sell the Shares i.e. number of Shares provided in the certificate of deposit appended to the Offer:												it.
In words:												
Purchase Price:												PLN
In words:												
Value of the Shares offered for sale (Number of Shares offered for sale times Purchase Price):												PLN
In words:												

5. Shares of CPD owned

Number of Additional Shares (i.e. Shares owned by Shareholder, other than Shares proposed by the Shareholder for sale under the Invitation to Submit Offers to sell the Shares) as specified in attached Additional Certificate												
In words:												

6. Representations of the person submitting the Offer to sell the Shares

- I, the undersigned, on my own behalf / as an attorney-in-fact of the person / on behalf of the company I represent, referred to in section 2 above, represent that:
- I have read and understood the content of the Invitation to Submit Offer to sell the Shares, including information about personal data processing and I accept the terms and conditions thereof,
 - The Shares included in this Offer to sell the Shares, in the number specified in section 4, have been blocked on the securities account until the day of settlement of the Invitation to Submit Offers to sell the Shares, inclusive, and the instruction was submitted to transfer the Shares to the CPD's account,
 - The certificate of deposit issued by the entity maintaining the stock account certifying the performance of the relevant blockade of Shares has been appended hereto.
 - Shares are free from any third party encumbrances and rights, including pledge, registered pledge, financial pledge.
 - This Offer to sell the Shares shall be valid until 25 June .2020 and until that date it may not be revoked or modified in any other manner. The Proposal may be accepted by the Company also in part, which shall be defined as the possibility for the Company to acquire a smaller number of shares than the one specified in section 4 on the terms and conditions specified in the Invitation to Submit Proposal for Sales of Shares, however for the same unit price.
 - I agree for Pekao Investment Banking S.A. to provide to CPD S.A. and Biuro Maklerskie Pekao as well as to provide to CPD S.A. and Pekao Investment Banking S.A by Biuro Maklerskie Pekao data and information constituting a professional secret and information in relation to the Offer to sell the Shares submitted by me and I authorize CPD S.A. to receive this information.

Attached / not attached (*delete unnecessary*) is the Additional Certificate.
I confirm that the data provided herein is correct and accurate.

Date, place and signature of entity submitting Offer to sell the Shares

Date, place and signature of person confirming on behalf of Entity accepting Offers to sell the Shares receipt of Offer to sell the Shares