

## CURRENT REPORT

NO 31/2015

### KOFOLA S.A.

30 September 2015

**Subject: Approval and publication of Kofola CeskoSlovensko a.s. prospectus**

Legal basis: Article 56 section 1 point 1 of the Public Offering Act (inside information)

The management board of Kofola S.A. ("**Company**") hereby would like to inform on further developments with respect to planned capital group internal change ("**Change**") since the last disclosure on this issue made by the Company on 13 May 2015 (please see the Current Report No. 9/2015) and 16 September 2015 (please see the Current Report No. 30/2015).

In order to facilitate the Change, i.e. to migrate the headquarters of the Group's holding company into the Czech Republic and to admit the shares in the Group's new holding company incorporated in the Czech Republic on one or more European regulated markets, the Company acquired a shell Czech joint-stock company ("**Kofola CeskoSlovensko**"). Later the Company sold shares in Kofola CeskoSlovensko to majority shareholders of the Company, i.e. to KSM Investment S.A., CED Group S.a. r.l., Mr. Rene Musila and Mr. Tomas Jendrejek ("**Participating Shareholders**") in proportion of their current shareholding in the Company.

Now it is the intention of the Company to:

1. admit the shares in Kofola CeskoSlovensko to trading on the Prague Stock Exchange ("**Admission to Trading on the PSE**") which is planned to occur on or about 1 October 2015; and after the Admission to Trading on the PSE
2. increase of registered share capital of Kofola CeskoSlovensko by way of contribution by the Participating Shareholders of all their shares in the Company to Kofola CeskoSlovensko which is planned to occur on or about 8 October 2015.

As a result of the second step, if and when it happens, Kofola CeskoSlovensko, as a company incorporated and having its seat in the Czech Republic, will become the Group's new holding company and the Company will become at least 99.6% owned by Kofola CeskoSlovensko. As a next step, Kofola CeskoSlovensko has an intention to conduct the squeeze out of minority investors in the Company and then delist the shares in the Company from the regulated trading on the Warsaw Stock Exchange.

In order to make Admission to Trading on the PSE possible Kofola CeskoSlovensko prepared a prospectus which has been approved by the Czech National Bank. The prospectus of Kofola CeskoSlovensko will be published later today on the company's website at [investor.kofola.cz](http://investor.kofola.cz).

The Company would like to stress again that the Change will be conducted by way of a private transaction and only Participating Shareholders will participate in it. The Change is not connected with the offer of Kofola CeskoSlovensko shares directed to other investors than Participating Shareholders.

The Company will take all its endeavours to provide the public with further information regarding the envisaged Transaction in a manner consistent with both the legal requirements and the market practice, in particular through publication of current reports.

