

POLISH FINANCIAL SUPERVISION AUTHORITY
Current Report No 20/2018

Date: September 6, 2018

Abbreviated name of issuer:
DEBICA

Subject: Receiving a notice from Goodyear Group companies about a change in the company's shareholding in connection with an intra-group transaction

Legal grounds:
Art. 70 item 1 (2) of the Act on Public Offering Act

Report content:

Management Board of Tire Company Dębica S.A. ("Company") announces that the Company was informed by Goodyear Holdings S.à.r.l. with its registered seat in Colmar-Berg, Luxembourg ("Goodyear Holdings"), Goodyear S.A. with its registered seat in Colmar-Berg, Luxembourg ("Goodyear SA") and The Goodyear Tire & Rubber Company („Goodyear”) with its registered seat in Akron, Ohio, USA, pursuant to Article 69.1, Article 69a.1.3. and Article 87.5.1 of the Act of 29 July 2005 on Public Offering and the Conditions Governing the Introduction of Financial Instruments according to which Goodyear Holdings, Goodyear SA and Goodyear inform that on August 3rd 2018 Goodyear SA (dominant company of Goodyear Holdings' and subsidiary of Goodyear) has contributed to Goodyear Holdings 11,234,912 (eleven million two hundred thirty four thousand nine hundred twelve) of ordinary bearer shares in Firma Oponiarska Dębica S.A. as an in-kind contribution. ("Transaction").

As a result of the Transaction:

- Goodyear Holdings directly acquired;
- Goodyear SA directly disposed and simultaneously, through Goodyear Holdings, indirectly acquired;
- Goodyear, through its direct and indirect subsidiaries Goodyear SA and Goodyear Holdings, indirectly acquired 11.234.912 (eleven million two hundred thirty four thousand nine hundred twelve) ordinary bearer shares in the Company, constituting approx. 81.396% in the share capital of the Company and entitling to exercise 11,234,912 (eleven million two hundred thirty four thousand nine hundred twelve) votes at the shareholders meeting of the Company

representing approx. 81.396% of the total number of votes at the shareholders meeting of Company, and connection therewith:

- Goodyear Holdings exceeded threshold of holding shares entitling to 75% of votes at the shareholders meeting of Company;
- due to intragroup character of the Transaction, number of shares and votes in the Company indirectly held by Goodyear SA after the Transaction is the same as the number of shares and votes in the Company which Goodyear SA directly held before the Transaction;
- due to intragroup character of the Transaction, number of shares and votes in the Company indirectly held by Goodyear has not changed.

Prior to the Transaction:

- 1) Goodyear Holdings did not hold directly or indirectly shares of the Company;
- 2) Goodyear SA held directly 11,234,912 (eleven million two hundred thirty four thousand nine hundred twelve) of ordinary bearer shares in the Company constituting approx. 81.396% in the share capital of the Company and entitling to exercise 11,234,912 (eleven million two hundred thirty four thousand nine hundred twelve) votes at the shareholders meeting of the Company representing approx. 81.396% of the total number of votes at the shareholders meeting of Company;
- 3) Goodyear held indirectly 11,234,912 (eleven million two hundred thirty four thousand nine hundred twelve) of ordinary bearer shares in the Company constituting approx. 81.396% in the share capital of the Company and entitling to exercise 11,234,912 (eleven million two hundred thirty four thousand nine hundred twelve) votes at the shareholders meeting of the Company representing approx. 81.396% of the total number of votes at the shareholders meeting of Company,

After the Transaction:

- 1) Goodyear Holdings directly holds 11,234,912 (eleven million two hundred thirty four thousand nine hundred twelve) of ordinary bearer shares in the Company constituting approx. 81,396% in the share capital of the Company and entitling to exercise 11,234,912 (eleven million two hundred thirty four thousand nine hundred twelve) votes at the shareholders meeting of the Company representing approx. 81,396% of the total number of votes at the shareholders meeting of Company;
- 2) Goodyear SA does not hold directly any shares of the Company and indirectly (via Goodyear Holdings) holds 11,234,912 (eleven million two hundred thirty four thousand nine hundred twelve) of ordinary bearer shares in the Company constituting approx. 81,396% in the share capital of the Company and entitling to exercise 11,234,912 (eleven million two hundred thirty four thousand nine hundred twelve) votes at the shareholders meeting of the Company representing approx. 81,396% of the total number of votes at the shareholders meeting of Company;

3) Goodyear does not hold directly any shares of the Company and indirectly (via Goodyear SA and Goodyear Holdings) holds 11,234,912 (eleven million two hundred thirty four thousand nine hundred twelve) of ordinary bearer shares in the Company constituting approx. 81,396% in the share capital of the Company and entitling to exercise 11,234,912 (eleven million two hundred thirty four thousand nine hundred twelve) votes at the shareholders meeting of the Company representing approx. 81,396% of the total number of votes at the shareholders meeting of Company.

Goodyear Holdings further notifies that: (i) its subsidiaries do not hold the Company's shares, (ii) it has not entered into agreement whereby the voting rights from the Company's shares would be transferred to a third party.

Goodyear SA further notifies that: (i) its subsidiaries other than Goodyear Holdings do not hold the Company's shares, (ii) it has not entered into agreement whereby the voting rights from the Company's shares would be transferred to a third party.

Goodyear further notifies that: (i) its subsidiaries other than Goodyear SA and Goodyear Holdings do not hold the Company's shares, (ii) it has not entered into agreement whereby the voting rights from the Company's shares would be transferred to a third party.

Goodyear Holdings, Goodyear SA and Goodyear further notifies that they do not hold directly or indirectly financial instruments referred to in Article 69.4.7-8 POA in connection with Article 69b of POA.