

NOTIFICATION

on the possibility of execution of the preemptive right for the acquisition of additional shares issue by the shareholders of PRIVATE JOINT STOCK COMPANY "INSURANCE COMPANY "CARDIF"

Dear Shareholder of
PRIVATE JOINT STOCK COMPANY "INSURANCE COMPANY "CARDIF"

PRIVATE JOINT STOCK COMPANY "INSURANCE COMPANY "CARDIF", EDRPOU (state register) Code 34538696, location: 8, Illinska street, Kyiv, 04070, Ukraine (hereinafter – Company, issuer) informed that the decision on increase of the Company`s registered capital in form of additional shares issue of existing nominal value by contributions of shareholders without making a public offer was taken by the extraordinary General meeting of shareholders of the Company (hereinafter - Meeting), dated December 10th, 2019 (Minutes № 2-19).

Pursuant to the Law of Ukraine "On joint stock companies" and according to the Procedure for increasing (decreasing) the authorized capital of a joint stock company, approved by the Decision of the National Securities and Stock Market Commission No. 385 of 12.06.2018 we would like to inform you the following information.

Full name of the issuer – PRIVATE JOINT STOCK COMPANY "INSURANCE COMPANY "CARDIF".

Abbreviated name of the issuer – PrJSC "IC "CARDIF".

EDRPOU (state register) Code of the issuer – 34538696.

Location of the issuer – 8, Illinska street, Kyiv, 04070, Ukraine.

Contacts (Phone, fax, e-mail) of the issuer – Phone: +380 44 428 61 61, fax +380 44 428 61 61, E-mail: volodymyr.yerin@cardif.com

As per 10.12.2019 the registered capital of the Company is equal to 12 736 100,00 (twelve million seven hundred thirty six thousand and one hundred) UAH which is divided into 12 736 100 (twelve million seven hundred thirty six thousand and one hundred) pieces of ordinary registered shares with nominal price of 1 (one) UAH of each share.

Type, number and nominal price per shares to be issued by the Company - 8 258 570 of ordinary registered shares with total nominal price 8 258 570,00 UAH.

Nominal price per one share of the Company – 1 (one) UAH.

Market price per one share of the Company – 4,96 UAH, which is determined in accordance with the legislation on the appraisal of property, property rights and professional appraisal activities.

General Meeting of Shareholders (Minutes № 2-19) determined (approved) the price 4,96 UAH per one ordinary registered share of the Company to purchase during the execution of preemptive right as well as during shares' placement.

Form of existence of Company`s shares - undocumented

The participants of shares placement are shareholders of the Company, namely:

1. BNP PARIBAS CARDIF, a legal entity incorporated and existing under the laws of France, registered at the address: 1, boulevard Haussmann 75009, Paris, France, registered within the Trade and Companies Registry of Paris under the number 382 983 922. The Shareholder is owner of 12 736 096 ordinary shares representing 99,9999686% of the total number of shares.
2. CARDIF ASSURANCE VIE, a legal entity incorporated and existing under the laws of France, registered at the address: 1, boulevard Haussmann 75009, Paris, France, registered within the Trade and Companies Registry of Paris under the number 732 028 154. The Shareholder is owner of 2 ordinary shares representing 0,0000157% of the total number of shares.
3. CARDIF-ASSURANCES RISQUES DIVERS, a legal entity incorporated and existing under the laws of France, registered at the address: 1, boulevard Haussmann 75009, Paris, France, registered within the Trade and Companies Registry of Paris under the number 308 896 547. The Shareholder is owner

of 2 ordinary shares representing 0,0000157% of the total number of shares.

Shareholders are provided preemptive right to purchase additional shares under Article 27 of the Law of Ukraine "On Joint Stock Companies". Each shareholder is given the pre-emptive right to acquire the ordinary shares issued by the Company in proportion to the part of the ordinary shares owned by him in the total number of ordinary shares as of 10.12.2019.

The shareholder intending to execute his preemptive right submits the written application for the shares purchase to the authorized person of the Company (the General Director) within the period from 28.01.2020 till 17.02.2020, which is 15 working days.

The application shall indicate the name, location of the shareholder, the number of shares owned by the shareholder and the number of shares which the shareholder intends to purchase. The shareholder's application is filed at the address of the Company's location: 8, Ilinska str., Kyiv, Ukraine, 04070 by post letter addressed to the General Director, Mr. Romanenko Oleg Oleksiyovych.

The shareholders application shall indicate the appropriate number of shares (not more than proportional to the shareholder's share in the authorized capital of the Company as of 10.12.2019) to which the shareholder wishes to execute the preemptive right. The proportionate number of shares that a shareholder may acquire during execution of his preemptive right is calculated by the formula:

$X=3E*A/CK$, where

X - the number of shares (pieces) that a shareholder may acquire during execution of his preemptive right;

3E - the number of shares (pieces) to be placed;

A – the number of ordinary shares (pieces) owned by the shareholder as of 10.12.2019;

CK - the total number of ordinary shares (pieces) in the authorized capital of the Company as of 10.12.2019.

In case the number of shares to which the shareholder has a preemptive right is not an integer, the number of shares is rounded down to the integer. The application on behalf of the legal entity is signed by its Director (or the person authorized by the Director) and sealed (if applicable). In case of the application submitting by the shareholder's representative, the application must be accompanied by original documents (or copies certified according to the legislation of Ukraine) that confirm the authority of such representative in accordance with acting law. The Shareholders' applications being considered in a chronological order of their receipt by the Company.

The payment for the shares is made by the shareholders within the terms 28.01.2020 till 17.02.2020 at the account of the Company in JSC "UKRSIBBANK":UA893510050000026504013656300.

Shares are paid on the placement price approved by the General Meeting of Shareholders exceptionally in cash.

The payment for the shares may be executed both in the national currency of Ukraine (hryvnia) and in foreign currency (US dollars or Euros) at the NBU exchange rate as of the date of payment according to the shares' purchase agreement.

Making payment for shares by other material values than cash is not envisaged. The price of the shares is determined in hryvnia (UAH). The funds being transferred in the amount of 100% of the shares' price that the person wishes to purchase.

The Company issues a written obligations to the shareholder to sell the appropriate number of shares within 5 working days from the date of receipt of payment for the shares, but not later 17.02.2020 (the day preceding the day of the shares placement).

Share purchase agreements in relation to which the shareholder submitted an application for acquisition and transfer of relevant funds during the execution of the preemptive right and in accordance with the terms of the shares issue being concluded during the first stage of the shares' placement, i.e. from 18.02.2020 till 24.02.2020 inclusively within 5 working days.

The shares which were not realized during the execution of the preemptive rights of the shareholders and in relation to which the contracts were not concluded at the first stage of placement are realized at the second stage from 25.02.2020 till 02.03.2020, inclusively.

From the day following the day of completion of the first stage of concluding the shares purchase contracts, the Company, at the request of a person who, according to the decision on the shares' placement, is a party

to such placement and wishes to purchase the shares at the second stage, provides information on the number of shares on which the placement has been made.

The shareholder's application at the second stage of the shares' placement is submitted to the authorized person of the Company (General Director) and is considered during the second stage of the shares' placement, i.e. from 25.02.2020 till 02.03.2020 inclusively.

The application shall indicate the name, location of the shareholder, the number of shares which the shareholder intends to purchase. The shareholder's application is filed at the address of the Company's location. Ilinska, 8, Kyiv, Ukraine, 04070 by letter addressed to the General Director, Mr. Romanenko Oleg Oleksiyovych. The shareholders' applications at the second stage of the placement are considered in chronological order of its obtaining within the deadlines for its submission.

The shares' purchase contracts that were not realized during the execution of the preemptive right by the shareholders shall be concluded with the persons who were the shareholders of the Company as of December 10, 2019 at the second stage of the placement

General Director



O.O. Romanenko