ESPI report

Company: Photon Energy N.V.
Number: 25/2026
Date: 2026-09-01
Market types: Warsaw Stock Exchange and Prague Stock Exchange regulated markets

Title: Photon Energy N.V. Terminates the Holders' Vote without Meeting Announced on 30 July 2026

Detailed data:

The Management Board of Photon Energy N.V. announces that it has terminated the holders' vote without meeting in respect of its EUR 78.77 million 6.50% Green Bonds 2021/2027, ISIN DE000A3KWKY4, WKN: A3KWKY (the "Bonds"). The vote was initiated by the invitation to vote published on 30 July 2026 (the "Invitation to Vote").

The termination has been effected pursuant to Section 9 of the Invitation to Vote and in accordance with the applicable provisions of the terms and conditions of the Bonds and the German Bond Act (Schuldverschreibungsgesetz, "SchVG"). The termination takes effect on 1 September 2026.

Following publication of the Invitation to Vote, the Issuer received countermotions and requests for additional resolution items from holders of the Bonds. These submissions are available on the Issuer's website under Investor Relations/Bonds. Having considered the submissions received, the Issuer has concluded that the resolutions proposed in the Invitation to Vote were unlikely to receive sufficient support in their current form. The additional proposals submitted by holders also raise matters that require further analysis before any revised proposals are put to a vote.

In addition, one of the holders raised objections concerning certain procedural aspects of the Invitation to Vote and asserted that the vote without meeting may not constitute the appropriate procedure under the terms and conditions of the Bonds, which needs to be analysed further. As a precautionary measure and in order to avoid uncertainty or a potential subsequent challenge to the voting process or any resolutions adopted through it, the Issuer decided not to proceed with the Invitation to Vote in its current form.

The Issuer will now review the countermotions, additional resolution items, and any procedural matters raised by the holders. Should the Issuer determine that any adjustments to the proposed resolutions or the applicable procedure are appropriate, the Issuer will implement such adjustments before initiating any further bondholder decision-making process.

The Issuer will inform the holders of the Bonds, without undue delay, of any new meeting or voting procedure and any revised agenda taking into account the matters raised.

Legal basis: MAR 17.1

RAPORT ODEBRANY: Raport UNI-EN przekazano do kancelarii Publiczna GPW.
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Konto: ESSPHOTRZE.
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