

Establishment of securities for a multiple credit line agreement concluded with Santander Bank Polska S.A.

With reference to RB No. 31/2021 the Management Board of Selena FM S.A. (hereinafter referred to as “Company”) announces that today the process of establishing collateral related to the conclusion of an addendum to the MultiLine Credit Agreement with Santander Bank Polska S.A., about which the Company also informed in RB Nos. 21/2018 and 23/2018, has been completed.

The loan will be secured by:

- accession to debt of the Company's subsidiaries, i.e. Selena S.A., Orion PU sp. z o.o. and Libra sp. z o.o., together with a power of attorney to the bank accounts of the debtors;
- declaration on submission to enforcement pursuant to Article 777 of the Code of Civil Procedure by the Company and by persons acceding to the debt;
- mortgage on real property of the Company's subsidiary, Orion PU sp. z o.o., up to the amount of EUR 21 million (PLN 97.05 million according to the average exchange rate of the National Bank of Poland as at 15 December 2021 EUR 1 = PLN 4.6214) along with an assignment of receivables under the insurance agreement for this real estate.

INVITATION FOR THE SHAREHOLDERS TO SUBMIT OFFERS FOR THE SALE OF SHARES IN SELENA FM S.A.

(spółka akcyjna with registered office in Wrocław at ul. Strzegomska 2-4, 53-611 Wrocław, registered in the Register of Entrepreneurs of the National Court Register kept by the District Court for Wrocław-Fabryczna in Wrocław, 6th Commercial Department of the National Court Register under number KRS 0000292032)

This invitation to tender shares (the “**Offer**”) regarding the purchase of own shares of Selena FM S.A. with its registered office in Wrocław (the “**Company**”) was published on 15 December 2021 in connection with the Resolution No. 10 of the General Meeting of the Company dated 27 May 2021 on authorizing the Management Board to purchase, in the name and on behalf of the Company, own shares and specifying the principles of the Company's purchase of its own shares (the “**Resolution**”). Pursuant to the Resolution, the Company shall carry out a buy-back of its own shares. The repurchase will be conducted under the terms of the Offer.

An explanation of the meaning of capitalized terms not defined herein is contained in Section 15 of the Offer.

1. Shares under the Offer

The subject of the Offer are not more than 1,000,000 (in words: one million) dematerialized ordinary bearer shares of the Company with a nominal value of PLN 0.05 (five grosz) each, registered by the NDS under ISIN PLSELNA00010, which are traded on the regulated market of the WSE and constitute, as at the date of announcement of the Offer, approximately 4.38% of the share capital of the Company and approximately 3.73% of the total number of votes at the General Meeting of Shareholders of the Company (“**Shares**”).

2. The number of treasury shares held by the Company as of the date of the announcement of the Offering and the number of treasury shares the Company intends to purchase as a result of the Offering

The Company intends to purchase no more than 1,000,000 (one million) shares of the Company's common stock in this Offering. Pursuant to the Resolution, the authorization to purchase the Company's own shares was granted to the Company's Management Board for a period not longer than until 27 May 2024, however not longer than until the funds earmarked for the execution of the share buyback are exhausted.

As at the date of announcement of the Offer, the Company holds 194,834 treasury shares with a nominal value of PLN 0.05 (five grosz) each, which represent approximately 0.85% of the Company's share capital and approximately 0.73% of the total number of votes at the Company's General Meeting. As a rule, the Company does not exercise participation rights from its own shares (Article 364 § 2 of the Act of September 15, 2000. Commercial Companies Code, Dz.U. [Journal of Laws] 2020.1526 consolidated text of 2020.09.04 (“**CCC**”).

3. Purchase Price

The offered purchase price of the Shares is **PLN 24.00 (in words: twenty-four zlotys 00/100) per one Share (“Purchase Price”)**. The Purchase Price represents the price assumptions made in the Resolution.

4. Entity acting as an intermediary in conducting and settling the Offer

The intermediary for the conduct and settlement of the Offer is:

Santander Bank Polska S.A. – Santander Biuro Maklerskie
al. Jana Pawła II 17, 00-854 Warsaw
tel. +48 61 856 44 44
fax +48 61 856 47 70
<https://www.santander.pl/inwestor, bm.sekretariat@santander.pl>
("Brokerage House")

5. Offer Schedule

Offer announcement date:	15.12.2021
Date of commencement of acceptance of the Sale Offers:	16.12.2021
Closing Date for Acceptance of Sale Offers:	23.12.2021
Expected settlement date of the transaction and purchase of the Shares	29.12.2021

The Company reserves the right to cancel the Offer both before and after the commencement of the Offer, as well as to change any unscheduled dates. The Offer will be cancelled in particular in the case described in Section 8 below. In case of cancellation of the Offering or changes to the dates of the Offering, relevant information will be made public in the form of a current report, on the Company's website (<https://www.selena.com/pl/relacje-inwestorskie/raporty/>) and on the website of the Brokerage House (<https://www.santander.pl/inwestor>).

6. Entities entitled to submit Sale Offers

The entities entitled to submit the Offer to Purchase Shares under the Offer are all the Company's Shareholders.

The Shares offered under the Offers to Sell must be free of all Encumbrances.

7. Procedure for submission of Sale Offers

Prior to the submission of the Offer for Sale, Shareholders should familiarize themselves with the procedures and regulations of the Escrow Banks and Investment Firms maintaining securities accounts in which they hold Shares with respect to the execution of transactions in response to the announced Offer and with respect to the issuance of certificates of deposit and the establishment and release of lock-ups on Shares, in particular with the time limits applied by the relevant Escrow Bank or Investment Firm, as well as with the fees charged by the relevant Escrow Bank or Investment Firm for performing the foregoing actions.

Shareholders holding Shares in a securities account maintained by an Investment Firm shall submit to such Investment Firm, two copies of the Offer to Sell form, completed in duplicate, one for each of the Shareholder submitting the Offer to Sell and the Investment Firm.

Shareholders may, during the acceptance period of the Sale Offers, submit any number of Sale Offers.

The rules of identification of the Shareholder who submits the Sale Offer and the manner of accepting the Sale Offer shall be specified by the entity accepting the Sale Offer.

Offers for sale may also be placed in an electronic form or by telephone at the Brokerage Office by a client of the Brokerage Office or at the Investment Firm by a client of the Investment Firm, provided

that this is in accordance with the regulations of the Brokerage Office or the Investment Firm and these entities are duly authorized to issue an Offer for Sale in writing based on an instruction from the client received in an electronic form or by telephone. The sale offer in electronic or telephone form may be placed during the hours specified in the regulations of the Brokerage Office or a given Investment Firm accepting instructions.

A shareholder holding shares of the Company in a brokerage account maintained by an Investment Firm should contact the Investment Firm to confirm the mode, hours and places of acceptance of the Sale Offers by the Investment Firm.

Shareholders holding Shares in a securities account maintained by the Escrow Bank shall:

- a) submit to the Escrow Bank an instruction to block the Shares together with an irrevocable instruction to issue a settlement instruction in favour of the Company in accordance with the terms of the Offering in accordance with the procedures set forth in the internal regulations of the Escrow Bank and to issue a certificate of deposit for the blocked Shares,
- b) submit to the Brokerage House the original deposit certificate issued by the Escrow Bank keeping the securities account of the Shareholder, confirming blocking of the Shares until the settlement date of the transaction within the framework of the Offering, inclusive, and issuance of an irrevocable instruction to issue a settlement instruction for the benefit of the Company, as well as a completed in two copies form of the Sale Offer

Shareholders whose shares are deposited in an account with the Escrow Bank, or entities duly authorized to act on behalf of such Shareholders, will only be able to submit the Offer for Sale to Santander Bank Polska S.A. – Santander Biuro Maklerskie at the following location: Santander Bank Polska S.A. – Santander Biuro Maklerskie, Zespół Wsparcia Sprzedaży Instytucjonalnej, Al. Jana Pawła II 17 (10th floor), 00-854 Warsaw, from 9:00 a.m. to 4:00 p.m. CET.

Shareholders who will affix their completed sale offer form with a secure electronic signature verified with a valid qualified certificate and attach a deposit certificate also signed with a secure electronic signature verified with a valid qualified certificate, will be able to submit the Sale Offer by sending the documents to the relevant e-mail addresses: OPS@santander.pl and magdalena.abramowska@santander.pl.

The Sale Offer submitted by a Shareholder (client of the Escrow Bank) should be for a number of Shares no higher than the number specified in the deposit certificate attached to the Sale Offer. If the number of Shares indicated in the Sale Offer is not fully covered by the accompanying deposit certificate, such Sale Offer shall not be accepted in full. Shareholders may, during the period of acceptance of the Sale Offers, submit any number of Sale Offers, attaching a deposit certificate to each submitted Sale Offer.

When submitting the Sale Offer, the representative or proxy of a Shareholder who is a legal person or an unincorporated entity holding Shares in an account with the Escrow Bank should present an excerpt from the register relevant for the Shareholder's registered office or another official document containing basic information on the Shareholder, specifying its legal form, method of representation and names of persons authorised to represent it. Unless otherwise provided by law or international agreements to which the Republic of Poland is a party, the above-mentioned excerpt should include an apostille or be certified by a Polish diplomatic mission or consular office and then translated into Polish by a sworn translator.

A Shareholder may make an Offer to Purchase a number of the Company's shares that is greater than the number of Shares that are the subject of this Offer.

The Sale Offer must be unconditional and irrevocable and the Sale Offer may not contain any reservations and is binding on the person making it until the Offer is settled or until the Offer is revoked by the Company. Any consequences, including invalidity of the Sale Offer, resulting from improper submission of the Sale Offer shall be borne by the Shareholder (client of the Escrow Bank).

The Investment Firm shall inform the Brokerage House about the Shareholder's submission of an Offer to Sell Shares under the terms defined in the "Procedure of proceeding and the procedure of executing transactions as part of the invitation to shareholders to submit offers to sell shares in Selena FM Spółka Akcyjna..." and sent to the Brokerage House by the Management Board. and sent to the Investment Firm by the Brokerage House, with the proviso that only unencumbered and unblocked shares registered in a Shareholder's securities account can be the subject of Sale Offers and the Investment Firm, pursuant to the binding internal regulations, shall take actions to ensure that the shares being the subject of Sale Offers cannot be used by the Shareholder or by the Investment Firm for purposes other than the settlement of the share buyback transaction.

Brokerage House shall not be held liable to the Shareholder for any damage caused by failure of the Investment Firm accepting the Offer for Sale from the Shareholder to send information about the Offer for Sale to the Brokerage House.

If the Offer for Sale is made through a proxy, the Shareholder should familiarize himself with the rules of the Investment Firm/Escrow Bank where his shares are deposited with respect to acting through a proxy.

The Escrow Banks making the Sale Offers on behalf of their clients may, in lieu of a power of attorney, submit an affidavit confirming that they are duly authorized and instructed to make the Sale Offer for the Shares. A sample of such statement will be provided to the Escrow Banks.

In order to standardize the documents required to submit the Sale Offer, a set of forms will be sent to entities keeping securities accounts – participants of the NDS.

The Company and the Brokerage House shall not be held responsible for non-execution (non-acceptance) of the Sales Offers which the Brokerage House or the Investment Firm maintaining the brokerage account of the Shareholder receives before or after the deadline for acceptance of the Sales Offers, as well as Sales Offers submitted incorrectly or which are not accompanied by required documents, in particular a deposit certificate.

8. Offer cancellation

The Company reserves the right to cancel the Offer both before and after the commencement of acceptance of the Sale Offers. In particular, the Company may cancel the Offer if another entity announces a tender offer for the sale or exchange of the Company's shares.

In the event of cancellation of the Offer, the Company will not be responsible for reimbursement of any expenses incurred by Shareholders, their attorneys or legal representatives in connection with the submission of the Offer for Sale or other actions necessary for the submission of the Offer for Sale, or for payment of any compensation.

If the Offer is cancelled, relevant information will be made public in the form of a current report by the Company, on the Company's website (<https://www.selena.com/pl/relacje-inwestorskie/raporty/>) and at the Brokerage House's website (<https://www.santander.pl/inwestor>).

9. Acquisition of Shares from Shareholders and Principles of Reduction

A Shareholder may make an Offer to Purchase for a number of shares greater than the number of Shares to be purchased pursuant to this Offer, in particular, a Shareholder may make an Offer to Purchase for all of its shares in the Company.

In the event that the number of Shares covered by the Sale Offers submitted is equal to or less than the number of Shares, the Company will purchase all of the Shares covered by the Sale Offers submitted.

In the event that the total number of shares covered by all the offers for sale made by the Shareholders within the deadline for acceptance of the offers for sale is higher than the number of shares indicated in the Offer, i.e. higher than 1,000,000 shares, the Company shall purchase the shares using a proportional reduction of the submitted offers for sale; the fractional numbers of shares shall be rounded down to the nearest whole number; all the offers made by the Shareholders shall be accepted by the Company in such proportion that the Company shall purchase the shares in the proportionally reduced amount as described.

In the event that there are any unallocated shares remaining after the application of the proportional reduction in accordance with the rules indicated above, such shares will be allocated sequentially from the offers to sell covering the largest number of shares to the offers to sell covering the smallest number of shares until the pool of shares is completely exhausted.

The Company will only be entitled to accept Sale Offers submitted in accordance with the terms of the Offer. In particular, the Company will not accept Sale Offers on an improperly completed form or Sale Offers that are not accompanied by the required documents, including a deposit certificate (if required) confirming the blocking of the Company's Shares and the irrevocable instruction to issue a settlement instruction.

The transfer of the Shares from the Shareholders to the Company will take place over the counter and will be settled through the NDS depository-settlement system. The entity that mediates the settlement is the Brokerage House.

10. Payment of the Purchase Price

The Purchase Price for the Shares purchased from individual Shareholders, in the number determined in accordance with the principles specified in Section 9 above, shall be paid by the Company in cash in Polish zloty. The amount multiplied by the final number of Shares to be purchased from individual Shareholders and the Purchase Price may be reduced by the commission payable and other fees (if such commission or fees are charged by the Brokerage House, the Escrow Bank or the Investment Firm issuing the settlement instruction, in accordance with the fee schedule of such entity).

11. Allocation of Shares.

The Shares acquired by the Company may be used for: a) redemption of the Shares; b) further resale of the Shares; c) exchange for shares in the course of the Company's acquisitions or restructuring; d) establishing a security for the liabilities incurred by the Company, in particular a pledge, a registered pledge, a financial pledge or an assignment by way of security; e) any other legally permissible manner of allocation by the Company's Management Board taking into account the needs of the Company's operations, upon approval of the Supervisory Board.

If the Shares are to be redeemed, after the Shares have been acquired by the Company, the Company's Management Board shall convene the General Meeting with an agenda providing for the adoption of

a resolution on redemption of the Shares acquired from the Shareholders and reduction of the Company's share capital as a result of redemption of the Shares acquired from the Shareholders and amendment of the Company's Articles of Association.

12. Legal nature of the Offer

This Offer does not constitute a tender offer for the sale or exchange of shares referred to in Article 73 and subsequent articles of the Polish Offering Act. In particular, Articles 77 and 79 of the Polish Offering Act and the Regulation do not apply to this Offer. This Offer does not constitute an offer within the meaning of article 66 of the Civil Code.

This document does not require approval or submission to the Financial Supervisory Commission or any other authority.

This document does not constitute an offer to purchase or a solicitation of an offer to sell any securities in any state in which it would be unlawful to make such offer or solicitation to sell securities or require any permit, notification or registration.

This document does not constitute investment, legal or tax advice. Shareholders should seek advice from investment, legal and tax advisors on matters relating to the Offer.

The text of this Offer has been made public by the Company in a current report on the date of its announcement. The text of the Offer is also available on the Company's website (<https://www.selena.com/pl/relacje-inwestorskie/raporty/>) and on the Brokerage House's website (<https://www.santander.pl/inwestor>).

Any additional information on the procedure for accepting the Offer to Purchase in response to this Offer may be obtained from the Brokerage Office by telephone at (22) 586 85 64 or (61) 856 46 50 and from the Investment Firms and Escrow Banks participating in the NDS.

13. Taxation

It should be noted that the sale of Shares to the Company may result in tax consequences for Shareholders. For these reasons, Shareholders are advised to seek the advice of a tax, financial and legal advisor on a case-by-case basis or to obtain the official position of the relevant administrative authorities competent in this regard.

14. Information about processing of personal data by Santander Bank Polska S.A.

Pursuant to Article 13(1) and (2) and Article 14(1) and (2) 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 95/56/EC ("GDPR") applicable as of 25 May 2018, we inform you about how and for what purpose we process your personal data ("data"), as well as about your data protection rights.

A. Who is responsible for data processing and who can be contacted?

The Controllers of the data of the Shareholders who submit Sales Offers to the Investment Firms maintaining the securities accounts of such Shareholders are the Investment Firms accepting the Sales Offers, respectively.

Santander Bank Polska S.A. with its registered office in Warsaw ("Bank") is the Controller of data concerning the Shareholders from whom the Sales Offers will be accepted by the Brokerage House.

The Bank has appointed a Data Protection Officer who can be contacted in writing by addressing correspondence to: Santander Bank Polska S.A. pl. Andersa 5, 61-894 Poznań, with a note: "Data Protection Officer" and by email, at: iod@santander.pl. The Data Protection Officer can be contacted on all matters concerning the processing of personal data and the exercise of rights in relation to the processing of such data.

B. Why and on what legal basis do we process your data?

We process your data in accordance with the provisions of GDPR and Polish data protection regulations. Data processing takes place:

- in connection with the performance of obligations imposed by law on entities conducting brokerage activities – Santander Bank Polska S.A. – Santander Biuro Maklerskie (Article 6(1)(c) "GDPR") including:
 - related to the performance of duties under the Act on Trading in Financial Instruments of July 29, 2005 and regulations specified therein;
 - related to the performance of reporting obligations under Regulation (EU) No 600/2014 of the European Parliament and of the Council of 15 May 2014 on markets in financial instruments and amending Regulation (EU) No 648/2012 ("MIFIR");due to legitimate interests pursued by the Bank (Article 6(1)(f) of the GDPR). We do so, for example, when we process data of persons acting on behalf of customers, when we act for the prevention of crime, for ensuring the IT security of the Bank, for the investigation of claims and for the defence against claims.

Providing the data by the Shareholders is a condition for the execution of the Share Offer, results from the fulfilment of duties resulting from the above mentioned legal regulations or is necessary for the purposes resulting from the above mentioned legitimate interests of the Bank. If you do not provide the Bank with the necessary data, the Brokerage will not be able to process the Offer to Sell Shares on your behalf.

C. Who can we share data with?

Data may be shared with other recipients in order to comply with a legal obligation imposed on the Bank or for purposes arising from the Bank's legitimate interests. Recipients of the data may be, in particular:

- a) Selena FM S.A. and its authorized employees;
- b) public authorities, such as the Financial Supervision Commission;
- c) entities participating in the processes necessary to execute the Share Offer, including entities maintaining securities accounts of Shareholders;
- d) entities entitled to receive information covered by professional secrecy, indicated in the Act on Trading in Financial Instruments and indicated in other legal regulations;
- e) entities processing data on behalf of the Bank and their authorized employees, whereby such entities process data on the basis of an agreement with the Bank and only in accordance with the Bank's instructions.

D. How long will your data be processed (stored)?

Your data will be processed for the period necessary to fulfil the purposes of processing indicated in item B, viz:

- in terms of fulfilling legal obligations of Santander Bank Polska S.A. – Santander Biuro Maklerskie in connection with the conduct of its business – until the Bank complies with such obligations;

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- until the legitimate interests of the Bank underlying such processing are fulfilled or until you object to such processing, unless there are legitimate grounds for further processing.

E. Rights of the data subject Shareholder

- the right of access to personal data, including the right to obtain a copy of such data on the principles indicated in Article 15 GDPR;
- the right to request rectification (amendment) of personal data – if the data is inaccurate or incomplete – on the principles indicated in Article 16 of GDPR;
- the right to request the erasure of personal data (the so-called “right to be forgotten”) on the principles indicated in Article 17 of the GDPR;
- the right to request the restriction of the processing of personal data on the principles indicated in Article 18 of the GDPR;
- the right to the portability of personal data on the principles indicated in Article 20 of the GDPR;
- the right to object under the terms of Article 21 of the GDPR;
- the right to lodge a complaint to the supervisory authority, which in the Republic of Poland is the President of the Personal Data Protection Office, if you believe that the processing of your data violates the provisions of GDPR.

F. Source of Data Acquisition

If Sales Offers are made through a proxy or representative – the persons making the Sales Offer on behalf of the Shareholder are the source of data acquisition.

G. Categories of data processed

We process your data to the extent indicated in the Share Offer form.

15. Definitions and abbreviations used in the Offer

In addition to the terms defined in the body of this Offer, the following capitalized terms shall have the meanings set forth below:

Shareholder	a natural person, a legal person or an organizational unit without legal personality, being a shareholder of the Company.
Escrow Bank	an escrow bank in the meaning of the Act on Trading in Financial Instruments.
Investment Firm	an investment firm as defined in the Act on Trading in Financial Instruments.
WSE	Warsaw Stock Exchange
NDS	National Depository for Securities S.A.
Encumbrances	ordinary, fiscal, registered or financial pledge, attachment by way of execution or security, option, right of first refusal, right of priority or any other right, encumbrance or restriction

created in favour of third parties in the nature of property or obligations.

Sales Offer

an offer to sell Shares for cancellation made by a Shareholder to the Company in response to the Offer.

Ordinance

Ordinance of the Minister of Finance, Funds and Regional Policy of November 26, 2020 on the form of tender offers for the sale or exchange of shares in a public company, the detailed method of their announcement, and the conditions for the acquisition of shares in tender offers (Journal of Laws 2020, item 2114).

Law on Trading in Financial Instruments

Act on Trading in Financial Instruments of July 29, 2005 (consolidated text: Dz.U. [Journal of Laws] of 2018, item 2286).

Act on Offering

Act of 29 July 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies (consolidated text: Dz.U. [Journal of Laws] of 2020, item 2080, as amended).

Selena FM S.A.

**SANTANDER BANK POLSKA S.A.
– SANTANDER BIURO MAKLERSKIE**

Signature valid
Document signed by Jacek Michalak
Date: 2021.12.15 15:20:09 CET

Electronically signed by
ANNA KUCHARSKA

Jacek Michalak – President of the Management Board

Anna Kucharska – Proxy

Signature valid
Document signed by Sławomir Majchrowski
Date: 2021.12.15 15:14:57 CET

Electronically signed by Arkadiusz Bociąga
2021.12.15 15:40:47+01:00

Sławomir Majchrowski – Vice-President of the Management Board

Arkadiusz Bociąga – Proxy