

CURRENT REPORT No. 35/08

Date of Report:

29 August 2008

Re:

Conditional Increase of Share Capital of Emperia Holding SA

Legal Basis:

Article 56(1)(2) of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies of 29 July 2005 in conjunction with § 5(1)(9) of the Regulation of the Minister of Finance of 19 October 2005 on current and periodical disclosures by issuers of securities.

Update:

The Management Board of Emperia Holding S.A. is pleased to inform that on 28 August 2008 it received a decision of the District Court in Lublin of 22 August 2008 on the registration of a conditional increase of the share capital of Emperia Holding ("Company") by PLN 450,000.

The increase of the share capital is part of the Emperia Holding S.A. management option programme, adopted by the Extraordinary General Meeting of Shareholders of the Company ("EGMS") on 26 June 2008 (Current Report No. 28 of 27 June 2008).

The increase of the Company's share capital is conditional. For the detailed terms of the management option programme, including without limitation as regards fulfilment of the condition precedent for the increase, see Resolutions 26 and 27 of EGSM of 26 June 2008.