

CURRENT REPORT No. 137/2014

Date of Report:

09 December 2014

Re:

Buyback and redemption of series A bonds under the Incentive Programme

Update:

The Management Board of Emperia Holding S.A. ("Issuer") informs, that it received information from Millennium DM S.A. (the "Trustee") on the buyback of 41 364 series A Bonds with pre-emptive rights to series P Shares (the "Bonds"). The buyback and redemption of the Bonds from the Authorised Persons by the Company was part of the Incentive Programme (current report 81/2014 of 12 August 2014), adopted pursuant to Resolution 2 of the Company's Extraordinary General Meeting on 4 March 2010 (current report 7/2010 of 5 March 2010), on, among others, establishing the principles for the Company's Incentive Programme 2010-2012 (the 'Incentive Programme'), on issue of series A, B and C bonds with pre-emptive rights and on a conditional increase of share capital through issue of shares with exclusion of the existing shareholders' pre-emptive rights, which was subsequently amended through Resolution 2 of the Company's Extraordinary General Meeting on 6 December 2011 and Resolution 18 of the Company's Ordinary General Meeting of 15 May 2012.

The average unit price per Bond paid was PLN 0.01 and was equal to par value.

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)(6) the Regulation of the Minister of Finance of 19 February 2009 on current and periodical disclosures by issuers of securities and conditions for recognizing as equivalent disclosures required under regulations of a non-member state.