

CURRENT REPORT No. 138/2014

Date of Report:

10 December 2014

Re:

Purchase of shares in Emperia Holding S.A. under the programme for buyback of shares in Emperia Holding S.A. by subsidiary Elpro Development S.A. (formerly P1 Sp. z o.o.).

Update:

The Management Board of Emperia Holding S.A. ("Issuer") informs, that due to authorisation granted under Resolution 3 and 4 of the Extraordinary General Meeting of Shareholders of Emperia Holding S.A. of 11 October 2012 for the Meeting of the Company's Shareholders to approve the buyback by Emperia Holding S.A. and its subsidiaries of the Company's shares and to lay down the terms of the buyback and to approve conclusion of agreements between Emperia and its subsidiaries and Resolution 3/04/2014 of the Supervisory Board of Emperia Holding S.A. of 8 April 2014, subsidiary Elpro Development S.A. on 10 December 2014 acquired in a block trade from Millennium Dom Maklerski S.A. (investment company acting as an intermediary in the implementation of the programme for buyback of shares in Emperia Holding S.A. by Elpro Development S.A. (formerly P1 Sp. z o.o.)) during main market trading sessions on the Stock Exchange in Warsaw, 24 255 shares in Emperia Holding S.A. of the nominal value of PLN 1.00 each. Acquired Shares carrying the right to 24 255 (0,160%) votes at the General Meeting of the Issuer's Shareholders and bought back account for 0,160% of the Issuer's share capital. The price of the shares bought back was PLN 50,10 per share. The Issuer's intention is to redeem the shares bought back.

Since the implementation of the share buy back Programme, Elpro Development S.A. (formerly P1 Sp. z o.o.) acquired 449 507 shares carrying the right to 449 507 (2,961%) votes at the General Meeting of the Issuer's Shareholders and bought back account for 2,961% of the Issuer's share capital.

After the above transaction cleared, Issuer hold 2 031 547 own shares carrying the right to 2 031 547 (13,383%) votes at the General Meeting of the Issuer's Shareholders and bought back account for 13,383% of the Issuer's share capital. Elpro Development S.A. (formerly P1 Sp. z o.o.) hold 127 672 shares carrying the right to 127 672 (0,841%) votes at the General Meeting of the Issuer's Shareholders and bought back account for 0,841% of the Issuer's share capital. The Issuer and its subsidiary, Elpro Development S.A. (formerly P1 Sp. z o.o.), will hold in aggregate 2 159 219 shares in the Issuer, accounting for 14,224% of the Issuer's share capital and will carry the right 2 159 219 (14,2245) votes at the General Meeting of the Issuer's Shareholders.

Share buyback Programme was made in accordance with the Regulation of the EC Commission No. 2273/2003 of 22 December 2003 which implements Directive No.2003/6/EC of European Parliament and Council regards exemptions for buy-back programs and stabilization of financial instruments.

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.