

CURRENT REPORT No. 16/2012

Date of Report:

19 April 2012

Re:

Convening the Ordinary General Meeting of Shareholders of Emperia Holding S.A.

Update:

Management Board of Emperia Holding S.A. is inform of convening the Ordinary General Meeting of Shareholders of Emperia Holding S.A which will take place on 15 May 2012 with the following agenda:

1. Opening the Ordinary General Meeting.
2. Electing the Chairman of the Ordinary General Meeting.
3. Confirming that the Ordinary General Meeting has been properly convened and is capable of adopting valid resolutions.
4. Adopting the agenda.
5. Consideration and approval of the Management Board's report on the operations of the Company and of the financial statements as well as the consolidated financial statements for the previous financial year.
6. Adopting a resolution regarding distribution of the profit generated by the Company or covering the loss incurred by the Company.
7. Acknowledging satisfactory performance of duties by members of the Supervisory Board and Management Board.
8. Adopting resolutions to election member of the Supervisory Board.
9. Adopting resolutions to amendment the Company's Articles of Association.
10. Adopting resolutions to amendment the Resolution No. 2 of the Extraordinary General Meeting of Emperia Holding S.A. of 4 March 2010 on the Management Option Plan and the Management Incentive Programme, bonds issue with the right of pre-emption and conditional increase of the share capital and deprive shareholders of pre-emption rights.
11. Any other business.
12. Closing the Ordinary General Meeting.

The notice of convening the Extraordinary General Meeting of Shareholders including the proposed amendments to the Articles of Association (with the currently effective provisions) and draft resolutions with justification are attached to this Report.

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 § 38(1)(1)(2)(3) of 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.