

CURRENT REPORT No. 20/2012

Date of Report:

16 May 2012

Re:

Resolution to Distribute Dividend.

Update:

The Management Board of Emperia Holding S.A. is pleased to inform that on 15 May 2012, Ordinary General Meeting of Shareholders adopted the following Resolution 5 regarding Dividend distribution:

Resolution 5 of Ordinary General Meeting of Emperia Holding S.A. with its registered office in Lublin of 15 May 2012 regarding Distribution of Profit

„Pursuant to Article 395 § 2(2) of the Commercial Companies Code and Article 22.1(b) of the Articles of Association of Emperia Holding S.A. (“Company”), the Ordinary General Meeting of the Company hereby resolves as follows:

The Supervisory Board issued a positive opinion about Management Board proposal for distribution of net profit earned by the company Emperia Holding in 2011.

§1.

It is resolved that the net profit of Company of PLN 817.805.187,39 (eight hundred and seventeen million eight hundred and five thousand one hundred eighty-seven and 39/100 zloty) generated in the financial year ending on 31 December 2011 is allocated as follows: PLN 817.671.185,86 (eight hundred and seventeen million six hundred seventy-one thousand one hundred eighty-five 86/100 zloty) be distributed as dividend, representing PLN 56,41 (fifty-six and 41/100 zloty) per share, PLN 134.001,53 (one hundred thirty-four thousand and one and 53/100 zloty) for reserve capital.

§2.

All shareholders holding shares as at 30 May 2012 (record date) are entitled to dividend.

§3.

The date of dividend payment is set for 14 June 2012.

§4.

This Resolution becomes effective on the date of adoption.”

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(2) 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.