

CURRENT REPORT No. 35/2011

Date of Report:

30 June 2011

Re:

Resolution to Distribute Dividend.

Update:

The Management Board of Emperia Holding S.A. is pleased to inform that on 29 June 2011, the 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 29 June 2011 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 2010.

§1.

It is resolved that the net profit of Company of PLN 62.349.301,95 (sixty-two million three hundred forty-nine thousand three hundred and one and 95/100 zloty) generated in the financial year ending on 31 December 2010 is allocated as follows: PLN 39.243.355,64 (thirty-nine million two hundred forty-three thousand three hundred fifty-five 64/100 zloty) be distributed as dividend, representing PLN 2,63 (two and 63/100 zloty) per share, PLN 22.105.946,31 (twenty-two million one hundred and five thousand nine hundred forty-six 31/100 zloty) for reserve capital and PLN 1.000.000 (one million zloty) for supplementary capital. If Company until date of dividend payment defined in § 3 of this resolution, will acquire own shares, profit per those shares will be earmarked to reserve capital decreasing thus amount of the 2010 net profit allocated to dividend payment.

§2.

All shareholders holding shares as at 25 August 2011 (record date) are entitled to dividend.

§3.

The date of dividend payment is set for 9 September 2011.

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