

CURRENT REPORT No. 38/2013

Date of Report:

5 June 2013

Re:

Resolution to Distribute Dividend.

Update:

The Management Board of Emperia Holding S.A. is pleased to inform that on 4 June 2013, 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 4 June 2013 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 2012.

§1.

It is resolved that the net profit of Company of PLN 13 593 377,58 (thirteen million five hundred ninety-three thousand three hundred seventy seven and 58/100 zloty) generated in the financial year ending on 31 December 2012 is allocated as follows: PLN 13 480 485,78 (thirteen million four hundred and eighty thousand four hundred eighty five 78/100 zloty) be distributed as dividend, representing PLN 0,93 (93/100 zloty) per share, PLN 112 891,80 (one hundred and twelve thousand and one and 80/100 zloty) for reserve capital. If the Company or its subsidiary to date of the dividend payment specified in § 3 of this resolution will acquire shares of Emperia Holding S.A., amount of profit attributable to these shares will be allocated to reserve capital, thus reducing amount allocated for dividend.

§2.

All shareholders holding shares as at 12 June 2013 (record date) are entitled to dividend.

§3.

The date of dividend payment is set for 26 June 2013.

§4.

This Resolution becomes effective on the date of adoption.”

Number of shares eligible for dividend is 14 420 753.

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.