

CURRENT REPORT No. 51/2014

Date of Report:

20 May 2014

Re:

Purchase of shares in Emperia Holding S.A. by investment company under the programme for buyback of shares in Emperia Holding S.A. by subsidiary Elpro Development S.A.

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 5/09/2013 of the Supervisory Board of Emperia Holding S.A. of 12 September 2013, during main market trading sessions on the Stock Exchange in Warsaw, Millennium Dom Maklerski S.A. ("Millennium") (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.) made purchase transactions for 10 778 shares in Emperia Holding S.A. of the nominal value of PLN 1.00 each in the period from 12 May 2014 to 16 May 2014. The Issuer's intention is to redeem the shares bought back. The average price of the shares bought back was PLN 62,99 per share. A detailed list of the share transactions is presented in an attachment to the report.

The 10 778 shares in the Issuer bought back account for 0,071% of the Issuer's share capital and carry the right to 10 778 votes at the General Meeting of the Issuer's Shareholders, which represents 0,071% of the total number of votes.

Pursuant to the terms of the agreement concluded between Millennium and Elpro Development S.A., the shares acquired by Millennium as part of the Issuer's buyback programme will be acquired by Elpro Development S.A. as part of a block trade, to be disclosed by the Issuer in a separate current report.

Upon completion of the trade with Millennium, the Issuer and its subsidiary, Elpro Development S.A., will hold in aggregate 1 617 546 shares in the Issuer, accounting for 10,701% of the Issuer's share capital and will carry the right to 1 617 546 votes at the General Meeting of the Issuer's Shareholders, representing 10,701% of the overall number of votes.

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.