



Current Report No. 38 / 2015

Date: 2015-07-17

Name: GRUPA KAPITAŁOWA IMMOBILE S.A.

Subject: Convening of IMMOBILE S.A. Capital Group EGM on 13/08/2015, draft resolutions

Legal basis: Article 56 Section 1 Item 2 of the Public Offering Act - Confidential Information

Content:

Management Board of Grupa Kapitałowa IMMOBILE S.A. seated in Bydgoszcz at Fordońska 40 street, entered into the Register of Entrepreneurs kept by the District Court in Bydgoszcz under KRS number 0000033561 (the Company), acting pursuant to Article 399 § 1 of the Commercial Companies Code (CCC) convenes the Extraordinary General Meeting of Shareholders (EGM), which shall be held on August 13, 2015 at 11:00 AM, in Bydgoszcz at Holiday Inn Hotel by Grodzka 36 street and has the following agenda:

1. Opening of the EGM.
2. Election of the Chairman of the AGM.
3. Verification whether the AGM has been convened correctly and is able to adopt resolutions.
4. Adoption of the agenda.
5. Election of the Scrutiny Commission.
6. Adoption of resolutions on the following matters:
 - a) change in Article 8, 9 and 10 of the Articles of Association;
 - b) change in Article 35 of the Articles of Association;
7. Proposals for changes in the Supervisory Board.
8. Passing a resolution on adopting uniform text of the Articles of Association.
9. Other requests.
10. Closing of the General Meeting.

Full text of the notice on convening of the General Meeting has been included in Attachment 1. Draft resolutions for EGM and its explanation has been included in Attachment 2.

The proposed changes in the Articles of Association:

The former Art. 8 of the Articles of Association was deleted so the numbering of Art. 9 the art. 8 and previous Art. 10 to Art. 9 was properly changed.

The former Art. 10 is replaced by a new one, as follows:

10.1. The Company's shares may be redeemed with the consent of the shareholder to whose redemption applies, by way of their purchase by the Company (voluntary redemption), without the

Grupa Kapitałowa IMMOBILE S.A.

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Kapitał zakładowy 18.215.733,00 zł (opłacony w całości)

consent of the shareholder (compulsory redemption) or by virtue of occurrence of the events specified in the articles of association of the Company (cancellation of automatic).

10.2. The Company's own shares may be redeemed.

10.3. Resolution of the General Assembly on redemption of shares shall determine the manner and conditions of redemption, and in particular the legal basis for redemption, the amount of compensation payable to shareholders for redeemed shares or a justification of redemption without compensation and the method of reduction of share capital.

In Art. 35 of the Articles of Association the following new paragraphs 3 and 4 are added:

35.3. Adopting a resolution on distribution of profit, the General Meeting may decide to pay a dividend in the amount higher than the profit for the last financial year, but not more than the amount permitted in the Commercial Companies Code.

35.4. The Board, with the consent of the Supervisory Board is authorized to pass a resolution on payment to shareholders an advance for anticipated dividend at the end of the financial year, if the Company has sufficient funds.

Legal basis: § 38 Section 1 of the Ordinance of the Minister of Finance dated February 19, 2009 on current and periodic information published by issuers of securities.

Attachments:

File:	Description:
Attachment 1	Notice on convening of the General Meeting
Attachment 2	Draft resolutions

Note: Polish version of this report is legally binding. English version is for reference only.