

Wrocław, 10 May 2013

**Current report 11/2013**

**Subject: Changes in the share ownership - exceeding the threshold of 15% of the total number of votes at the General Shareholders Meeting**

On 9 May 2013, the Issuer received notification from EDF Polska S.A. (the Acquiring Company, hereinafter referred to as the "Buyer"), EDF International S.A.S. (being a direct parent company of the Buyer, hereinafter referred to as "EDFI") and Electricité de France S.A. (being an indirect parent company of the Buyer and a direct parent company of EDFI, hereinafter referred to as "EDF") in accordance with Article 69 and 69a of the Act on Public Offering, the Conditions Governing the Introduction of Financial Instruments to Organized Trading, and on the Public Companies of 29 July 2005, concerning the merger by acquisition, which took place on 8 May 2013 in accordance with Article 492.1 of the Commercial Companies Code, of the following entities being subsidiaries of EDF: EDF Rybnik S.A. (the Acquiring Company, i.e. the Buyer) and EDF Kraków S.A., EDF Polska Centrala Sp. z o.o. and EDF Polska CUW Sp. z o.o. (the Companies to be Acquired).

At the same time, EDF Rybnik S.A. changed the name to EDF Polska S.A.

As a result of the above mentioned merger, the Buyer acquired on the date of the merger, i.e. on 8 May 2013 ("the Acquisition Date"), as a result of general succession in accordance with Article 494 of the of the Commercial Companies Code, 2,642,869 bearer share units, previously held by EDF Kraków S.A, representing approx. 17.74% of the total number of shares in the share capital of the Issuer, incorporating entitlement to 2,642,869 votes at the General Shareholders Meeting of the Issuer (representing 17.74% of the total number of votes at the General Shareholders Meeting of the Issuer).

Prior to the Acquisition Date, the Buyer did not hold any shares of the Company. The Buyer does not intend to further increase its share in the total number of the Issuer's votes in the period of 12 months.

Prior to the Acquisition Date, EDFI held 7,450,001 bearer shares of the Issuer representing 50% and one share in the share capital of the Issuer, incorporating entitlement to 7,450,001 votes at the General Shareholders Meeting of the Issuer, representing 50% and one vote of the total number of votes at the General Shareholders Meeting of the Issuer, including:

1. directly 2,483,830 bearer shares of the Issuer representing approx. 16.67% of the total number of shares in the share capital of the Issuer, incorporating entitlement to 2,483,830 votes at the General Shareholders Meeting of the Issuer, representing 16.67% of the total number of votes at the General Shareholders Meeting of the Issuer and
2. indirectly:
  - a) 2,642,869 bearer shares of the Issuer representing approx. 17.74% of the total number of shares in the share capital of the Issuer, incorporating entitlement to 2,642,869 votes at the

- General Shareholders Meeting of the Issuer, representing 17.74% of the total number of votes at the General Shareholders Meeting of the Issuer – held by EDF Kraków S.A. and
- b) 2,323,302 bearer shares of the Issuer representing approx. 15.59% of the total number of shares in the share capital of the Issuer, incorporating entitlement to 2,323,302 votes at the General Shareholders Meeting of the Issuer, representing 15.59% of the total number of votes at the General Shareholders Meeting of the Issuer – held by EDF Investment III B.V.

Prior to the Acquisition Date, EDFI held indirectly 7,450,001 bearer shares of the Issuer representing 50% and one share in the share capital of the Issuer, incorporating entitlement to 7,450,001 votes at the General Shareholders Meeting of the Issuer, representing 50% and one vote of the total number of votes at the General Shareholders Meeting of the Issuer, including:

- a) 2,483,830 bearer shares of the Issuer representing approx. 16.67% of the total number of shares in the share capital of the Issuer, incorporating entitlement to 2,483,830 votes at the General Shareholders Meeting of the Issuer, representing 16.67% of the total number of votes at the General Shareholders Meeting of the Issuer – held by EDFI
- b) 2,642,869 bearer shares of the Issuer representing approx. 17.74% of the total number of shares in the share capital of the Issuer, incorporating entitlement to 2,642,869 votes at the General Shareholders Meeting of the Issuer, representing 17.74% of the total number of votes at the General Shareholders Meeting of the Issuer – held by EDF Kraków S.A. and
- c) 2,323,302 bearer shares of the Issuer representing approx. 15.59% of the total number of shares in the share capital of the Issuer, incorporating entitlement to 2,323,302 votes at the General Shareholders Meeting of the Issuer, representing 15.59% of the total number of votes at the General Shareholders Meeting of the Issuer – held by EDF Investment III B.V.

The number of shares of the Issuer and the number of votes at the General Shareholders Meeting of the Issuer held directly and indirectly by EDFI and EDF did not change as of the Acquisition date, because the shares of the Issuer held prior to the Acquisition Date by the undertaking being a direct subsidiary of EDFI and indirect subsidiary of EDF – EDF Kraków S.A. are currently held by another direct subsidiary of EDFI and an indirect subsidiary of EDF – i.e. by the Buyer.

Currently, the number of shares of the Issuer held by the above mentioned entities has not changed and is as follows:

- EDF Polska S.A.: 2,642,869 bearer shares of the Issuer representing approx. 17.74% of the total number of shares in the share capital of the Issuer, incorporating entitlement to 2,642,869 votes at the General Shareholders Meeting of the Issuer, representing 17.74% of the total number of votes at the General Shareholders Meeting of the Issuer;
- EDF International S.A.S.: 2,483,830 bearer shares of the Issuer representing approx. 16.67% of the total number of shares in the share capital of the Issuer, incorporating entitlement to 2,483,830 votes at the General Shareholders Meeting of the Issuer, representing 16.67% of the total number of votes at the General Shareholders Meeting of the Issuer;
- EDF Investment III B.V.: 2,323,302 bearer shares of the Issuer representing approx. 15.59% of the total number of shares in the share capital of the Issuer, incorporating entitlement to 2,323,302 votes at the General Shareholders Meeting of the Issuer, representing 15.59% of the total number of votes at the General Shareholders Meeting of the Issuer,

which represents the total indirect share of EDF in the amount of 7,450,001 bearer shares of the Issuer representing 50% and one share in the share capital of the Issuer, incorporating entitlement to 7,450,001 votes at the General Shareholders Meeting of the Issuer, representing 50% and one vote of the total number of votes at the General Shareholders Meeting of the Issuer.

There are no entities referred to in Article 87 sec. 1 item 3 letter c of the Act on Public Offering.

**Legal basis:** Article 70 item 1 of the Act on Public Offering.