



GRUPA ZUE

## **CURRENT REPORT 53 / 2015**

**15 April 2015**

*Legal basis: Art. 56.5 of the Public Offering Act – Updated Information.*

Subject: Updated Information on Letter of Intent Concerning the Acquisition of 70% of Shares in RAILWAY gft Polska sp. z o.o. – Satisfaction of Condition Precedent.

Content:

With reference to the current reports 33/2015 and 47/2015, the Management Board of ZUE S.A. of Cracow (the “Company”) inform that they learnt on 15 April 2015 of the consent given by the President of the Office of Competition and Consumer Protection (“UCCP”) to the concentration consisting in the Company’s acquisition of a majority stake in Railway gft sp. z o.o. of Cracow (“Railway”).

The transaction was under the condition precedent that the consent was given by the President of UCCP to the concentration. The said consent was given and, consequently, the condition precedent was satisfied.

Given the fact that the decision of the President of UCCP fully complied with the Company’s request, the decision was enforceable on 15 April 2015.

The Company acquired 35 shares representing 70% of the share capital of Railway. The Company informed thereof in detail in the current report 47/2015.

Railway acquires rights and obligations under the contracts and agreements signed by ThyssenKrupp GfT Polska Spółka z o.o. of Cracow (“ThyssenKrupp GfT Polska”), a member of the German ThyssenKrupp AG as part of which it is responsible for the sale of the materials for the construction and repair of tram and railway tracks in the entire Poland and the provision of services and know-how concerning rail communication and construction techniques.

Prior to the acquisition of shares in Railway, the Company and ThyssenKrupp GfT Polska entered into the contract of 27 January 2015 for the purchase of the track structure materials such as tram and railway rails, track accessories, sleepers etc. for the total of PLN 19.5m. In addition, the Company was obliged to buy other track structure materials of the total value of approx. PLN 40.4m by 31 January 2016. The Company informed of the said contract in the current reports 19/2015 and 25/2015.

*Legal basis: Art. 56.5 of the Polish Act on Public Offering and Terms of Introducing Financial Instruments to Organised Trading and on Public Companies of 29 July 2005.*