



CURRENT REPORT 12 / 2013

29 April 2013

Legal basis: Art. 56.1.2 of the Public Offering Act – Current and Periodic Reports.

Subject: Announcement of the Convening of the Ordinary General Meeting.

Content:

The Management Board of ZUE Spółka Akcyjna with registered office in Cracow, ul. Czapińskiego 3, 30-048 Cracow, entered into the Register of Entrepreneurs maintained by the District Court for Cracow-Śródmieście, XI Commercial Division of the National Court Register under entry number KRS: 0000135388 (“the Company”), convenes the Company’s Ordinary General Meeting (the “General Meeting”) on the basis of Article 399 § 1 of the Polish Companies Act (the “Companies Act”). The General Meeting will be held on 27 May 2013 at 10:00 AM in the premises of ZUE S.A. at ul. Kazimierza Czapińskiego 3 in Cracow (conference room).

I. Agenda

1. Opening of the General Meeting.
2. Appointment of the Chairperson.
3. Appointment of the Ballot Counting Committee.
4. Adoption of the agenda.
5. Statement that the General Meeting has been convened properly and is able to adopt binding resolutions.
6. Review and approval of the Management Board report on the Company’s operation for the financial year 2012.
7. Review and approval of the Company’s financial statements for the financial year 2012.
8. Adoption of resolution on coverage of the Company’s loss for the financial year 2012.
9. Review and approval of the Management Board report on the Capital Group’s operation for the financial year 2012.
10. Review and approval of the Capital Group’s consolidated financial statements for the financial year 2012.
11. Granting approval for the performance of duties to the members of the Management Board and the Supervisory Board.

12. Appointment of members of the Company's Supervisory Board for the new term.
13. Closing of the General Meeting.

II. Ordinary General Meeting Participation Procedures.

Shareholder(s) representing at least 1/20 of the share capital may demand that specific issues be included in the meeting agenda.

This demand should be reported to the Management Board not later than 21 days before the date of the General Meeting. The demand should be well-grounded and contain a draft resolution concerning a suggested item of the agenda. The demand may be reported electronically.

The Management Board announces such changes to the agenda immediately but not later than 18 days before the date of the General Meeting. The announcement is made according to the procedure for convening the General Meeting.

The Company's shareholder(s) representing at least 1/20 of the share capital may submit to the Company draft resolutions concerning issues included or to be included in the General Meeting's agenda before the date of the Ordinary General Meeting. These draft resolutions may be submitted on paper or by e-mail. The Company shall promptly publish these draft resolutions on its website.

If the abovementioned demand of the shareholder(s) representing at least 1/20 of the Company's share capital is sent by e-mail, it should be e-mailed at zue@zue.krakow.pl. Shareholders may use the forms available on the Company's website before the date of the General Meeting.

Each shareholder of the Company may submit draft resolutions concerning the issues included in the agenda during the General Meeting.

Shareholders may participate in the General Meeting personally or through their proxies. A power of attorney authorizing a proxy to participate in the general meeting of a public company and exercise a voting right must be granted on paper or e-mailed at zue@zue.krakow.pl. A power of attorney granted by e-mail does not require an electronic signature verified by a valid qualified certificate. A template of the power of attorney is available on the website from the day this notice is published. A power of attorney granted by e-mail by a shareholder acting as an individual should contain identification data including the shareholder's name, address and ID number. A power of attorney granted by e-mail by a shareholder other than an individual should contain the data specified in the preceding sentence referring to people granting the power of attorney on behalf of this shareholder. A notice of granting a power of attorney by e-mail should be accompanied by a scan of document(s) proving the identity of a shareholder or their representatives (if a shareholder is not an individual).

The Company shall also undertake other relevant measures to identify a shareholder and a proxy to verify the validity of a power of attorney granted by e-mail. These measures should be proportional to their aim.

Pursuant to the Company's by-law, shareholders cannot participate in or speak during the General Meeting, or exercise their voting rights electronically.

Pursuant to the Rules of the General Meeting, voting rights cannot be exercised by mail.

The participation in the General Meeting is registered on 11.05.2013. The right to participate in the General Meeting is held only by the persons acting as shareholders on the participation registration date; i.e. 16 calendar days before the date of the General Meeting.

A person authorized to participate in the General Meeting may obtain the complete documentation to be presented to the General Meeting and draft resolutions or remarks by the Management Board and the Supervisory Board from the office of the Company's Management Board at ul. Kazimierza Czapieskiego 3 in Cracow, from 7.00 AM to 3.00 PM. A list of shareholders authorized to participate in the General Meeting will also be provided by the office 3 working days before the General Meeting.

All information on the General Meeting will be available on the Company's website: www.zue.krakow.pl.

Legal basis: § 38.1.1 of the Ordinance by the Minister of Finance of 19 February 2009 on current and periodic information published by issuers of securities and the conditions for recognizing information required under the law of a non-member state as equivalent.