

Current Report No. 21/2011 of 7th October 2011

It refers to: Adopting the resolution on redemption of own shares of the Company SIMPLE S.A. (hereinafter referred to as the Company), decrease of the share capital of the Company and changes in the Articles of Association under Art. 363§5 in connection with Art. 359 §7, Art. 455 §1 and §3 of the Code of Commercial Companies

Current Report No. 21/2011 of 7th October 2011

The Management Board of SIMPLE S.A. informs that on 6th October 2011 the Management Board adopted the Resolutions No. VI/14/10/2011, VI/15/10/2011 and VI/16/10/2011. Minuted by Urszula Statkiewicz-Wysocka, a notary in Warsaw under Rep. A No. 5611/2011, referring to:

1. Voluntary redemption of 2,755 (two thousand seven hundred fifty five) shares of the Company, of I series with the nominal value 1.00 (one) zloty each, purchased by the Company in order to offer them to the employees of the Company or persons, employed in the Company or in the associated company for the period at least three years, to be purchased, according to the provisions of the Resolution No. 20 of the Ordinary General Meeting of SIMPLE S.A. of 30th June 2009 and Resolution No. VI/02/05/2010 of the Management Board of SIMPLE S.A. of 27th May 2010 on acceptance of the regulations for purchase of the own shares.

The above redemption of the shares was carried out under §4 sec. 5 of the Articles of Association and the provision of Art. 363§5 of the Code of Commercial Companies because of failure to offer them in the deadlines specified in Art. 363 §3 and §4 to the persons mentioned in the Resolution No. 20 of the Ordinary General Meeting SIMPLE S.A. of 30th June 2009 and Art. 262 § 1 par. 2 of the Code of Commercial Companies (employees or persons, who were employed in the Company or related Company for the period at least 3 years). Due to the fact of the redemption of the Company's shares, this redemption is carried out without the remuneration attributable to the shareholder (Company) due to the shares' redemption, based on the instruction of the provision of Art. 359 § §2 sentence 2 of the Code for Commercial Companies. The redemption is carried out in order to meet the requirements of the provision of Art. 363 §5 of the Code of Commercial Companies. After this redemption, the share capital of the Company was decreased from the current amount 2,003,904.00 (two millions three thousand nine hundred and four) zlotys to the amount: 2,001,149.00 (two millions one thousand one hundred forty nine) zlotys i.e. by the amount 2,755.00 (two thousand seven hundred fifty

five) zlotys. After the Court register the decrease of the share capital of the Company at the General Meeting of Shareholders, they will be entitled to 2,757,149 (two millions seven hundred fifty seven thousand one hundred forty nine) votes, including 1,812,149 (one million eight hundred twelve thousand one hundred forty nine) votes attributable to the shareholders holding the Company's bearer shares of A2, B, C, D, E, F, G, H, I series and 945,000 (nine hundred forty five thousand) votes attributable to the shareholders holding the registered, preference shares of A1 series. The redeemed shares carry 2,755 (two thousand seven hundred fifty five) votes.

2. The decrease of the share capital of the Company from the current amount 2,003,904.00 (two millions three thousand nine hundred and four) zlotys to the amount: 2,001,149.00 (two millions one thousand one hundred forty nine) zlotys i.e. by the amount 2,755.00 (two thousand seven hundred fifty five) zlotys. The decrease of the share capital of the Company was made by the redemption of 2,755 (two thousand seven hundred fifty five) shares of the Company, mentioned in §2 hereof. Pursuant to the instruction of Art. 457 §1 point 3 of the Code of Commercial Companies, the decrease of the share capital was made without summoning the creditors to bring any claims against the Company.
3. Changes in the following provisions:

- a. §3 sec. 1 of the Articles of Association with the meaning:

„§3.1. The share capital amounts to 2,003,904.00 (two millions three thousand nine hundred four zlotys) zlotys.”

By giving it the new following meaning:

“§3.1 The share capital amounts to 2,001,149.00 (two millions one thousand one hundred forty nine) zlotys.”

- b. §3 sec. 2 of the Articles of Association with the meaning:

“ 3.2 The share capital is divided into:

189,000- (one hundred eighty nine thousand) registered shares of A1 series with the numbers from 1 to 27000, from 135001 to 162000, from 270001 to 297000, from 405001 to 432000, from 540001 to 567000, from 675001 to 702000, from 810001 to 837000 with the nominal value 1 (one) zloty each;

756,000- (seven hundred fifty six thousand) bearer shares of A2 series with the nominal value 1 (one) zloty each,

225,000- (two hundred twenty five thousand) bearer shares of B series with the nominal value 1 (one) zloty each,

102,690- (one hundred two thousand six hundred ninety) bearer shares of C series with the nominal value 1 (one) zloty each,

360,000- (three hundred sixty thousand) bearer shares of D series with the nominal value 1 (one) zloty each,

180,000- (one hundred eighty thousand) bearer shares of E series with the nominal value 1 (one) zloty each,

73,350- (seventy three thousand three hundred fifty) registered shares of F series with the nominal value 1 (one) zloty each,

72,864- (seventy two thousand eight hundred sixty four) bearer shares of G series with the nominal value 1 (one) zloty each,

27,000- (twenty seven thousand) bearer shares of H series with the nominal value 1 (one) zloty each,

18,000- (eighteen thousand) bearer shares of I series with the nominal value 1 (one) zloty each.”

By giving it the new following meaning:

“ 3.2 The share capital is divided into:

189,000- (one hundred eighty nine thousand) registered shares of A1 series with the numbers from 1 to 27000, from 135001 to 162000, from 270001 to 297000, from 405001 to 432000, from 540001 to 567000, from 675001 to 702000, from 810001 to 837000 with the nominal value 1 (one) zloty each;

756,000- (seven hundred fifty six thousand) bearer shares of A2 series with the nominal value 1 (one) zloty each,

225,000- (two hundred twenty five thousand) bearer shares of B series with the nominal value 1 (one) zloty each,

102,690- (one hundred two thousand six hundred ninety) bearer shares of C series with the nominal value 1 (one) zloty each,

360,000- (three hundred sixty thousand) bearer shares of D series with the nominal value 1 (one) zloty each,

180,000- (one hundred eighty thousand) bearer shares of E series with the nominal value 1 (one) zloty each,

73,350- (seventy three thousand three hundred fifty) registered shares of F series with the nominal value 1 (one) zloty each,

72,864- (seventy two thousand eight hundred sixty four) bearer shares of G series with the nominal value 1 (one) zloty each,

27,000- (twenty seven thousand) bearer shares of H series with the nominal value 1 (one) zloty each,

15,245- (fifteen thousand two hundred forty five) bearer shares of I series with the nominal value 1 (one) zloty each,

4. Basing on the instruction of the provisions of Art. 363§5 in connection with Art. 359 §7, Art. 455 §21 and §3 of the Act the Code of Commercial Companies, based on provisions of Art. 9 sec. 4 of the Act of 20th August 1997 on the National Court Register, the Management Board of the Company passed the consolidated text of the Articles of Association as attached hereto.