

Warsaw, June 08, 2011

In connection with the applications of the Company's shareholders submitted pursuant to Art. 401 § 1 of the Code of Commercial Companies on the changes in the agenda of the Ordinary General Meeting of SIMPLE SA in Warsaw, performing the obligation following Art. 401 §2 of the Code of Commercial Companies, the Management Board of the Company corrects the Announcement on convening the Ordinary General Meeting of the Company, by publishing the new content (consolidated text) as follows:

“Warsaw, May 27, 2011

SIMPLE S.A.

ul. Bronisława Czecha 49/51

04-555 Warszawa

**Announcement on convening the Ordinary General Meeting of the Company
SIMPLE S.A. in Warsaw**

I. AGENDA

The Management Board of SIMPLE S.A. having its registered office in Warsaw 04-555, ul. Bronisława Czecha 49/51, 04-555 Warsaw, registered in the Entrepreneurs Register of the National Court Register conducted by the District Court for the capital of Warsaw, 13th Business Department of the National Court Register, under KRS number 0000065743, acting under Art. 399 § 1 par. 402¹ in connection with Art. 398 of the Code of Commercial Companies, convenes on 27th June 2011 the Ordinary General Meeting of Shareholders of SIMPLE SA, which will be held at 12:00 a.m. in the registered office of the Company, ul. Bronisława Czecha 49/51, 04-555 Warsaw, with the following agenda:

- 1) Opening the Ordinary General Meeting;
- 2) Election of the Chairman of the General Meeting;
- 3) Stating the correctness of convening the Meeting and its ability to adopt resolutions;
- 4) Accepting the agenda;
- 5) Adopting the resolution on election of the returning committee;
- 6) Adopting the resolution on issuance of the subscription warrants authorizing to acquire the bearer's shares of J series, conditional increase of the share capital by the issuance of new shares of J series, excluding the preemptive rights of the current shareholders and dematerialization of the bearers' shares of J series and trading them in the regulated market;
- 7) Adopting the resolution on issue the convertible bonds of A series and convertible bonds of B series, conditional increase of the share capital, excluding the preemptive right for other shareholders of convertible bonds, which will be issued regarding the convertible bonds, dematerialization of the convertible bonds and trading them in the regulated market.
- 8) Adopting the resolution on changes in the Articles of Association due to the conditional increase of the share capital.
- 9) Adopting the resolution on the increase of the share capital by the issuance of K series shares, related dematerialization of new issue shares and trading them in the

regulated market indicating the day 10th December 2011 as the proposed date for preemptive right of K series shares;

- 10) Considering and approving the financial statement of the Company for 2010;
- 11) Adopting the resolution on profit distribution for 2010;
- 12) Considering and approval of the report on business activity of Supervisory Board and results of the assessment of the business report of the Company for 2010, the financial statement of the Company for 2010 and the application of the Management Board of the Company on profit distribution for 2010;
- 13) Considering and adopting the resolution on approval of the report of the Management Board on business activity in 2010;
- 14) Considering and adopting the report of the Management Board on business activity of the Capital Group SIMPLE in 2010;
- 15) Considering and approving the consolidated financial statement of the Capital Group SIMPLE;
- 16) Adopting the resolutions on granting the vote of acceptance to the members of the Management Board for discharge of their duties in 2010;
- 17) Adopting the resolutions on granting the vote of acceptance to the members of the Supervisory Board for discharge of their duties in 2010;
- 18) Adopting the resolution on determining the number of members of the Supervisory Board;
- 19) Adopting the resolution on election of the members of the Supervisory Board by the voting in the separate groups;
- 20) Adopting the resolution on election of the other members of the Supervisory Board, which were not elected by the voting in the groups;
- 21) Adopting the resolution on changes in the Supervisory Board's composition;
- 22) Adopting the resolution on changes in the Articles of Association.
- 23) Adopting the resolution on authorizing the Supervisory Board to set the uniform text of the Articles of Association;
- 24) Free motions.
- 25) Closing the Ordinary General Meeting.

In order to perform the obligation following Art. 432 § 3 of the Code of Commercial Companies, the Management Board of SIMPLE SA proposes to set the date of preemptive right as 1st December 2011.

II. DESCRIPTION OF THE PROCEDURES FOR PARTICIPATION IN THE GENERAL MEETING AND FOR EXECUTING THE VOTING RIGHT

a. The Shareholder or Shareholders holding at least 1/20 (one twentieth) of the share capital are entitled to request to include the particular issues in the agenda of the nearest General Meeting. This request should be reported to the Management Board not later than 21 days in advance before the date of the General Meeting. Such request should include the justification or the project of resolution on the proposed item of agenda. Such request may be submitted electronically to wza@simple.com.pl.

b. Shareholder or Shareholders of the public company holding at least 1/20 (one twentieth) of the share capital are entitled to submit in written or electronically to wza@simple.com.pl the drafts of resolutions concerning the issues from agenda or issued to be included in the agenda, before the date of the General Meeting.

c. Each shareholder is entitled to submit the draft of resolution concerning the issues from the agenda during the General Meeting.

- d.** The Shareholder may participate in the General Meeting and exercise the voting right individually or by Proxy. The Proxy executes all rights of the Shareholder at the General Meeting, unless the power of attorney states otherwise. The Proxy is entitled to grant further power of attorney if it follows the content of the power of attorney. The Proxy is entitled to represent more than one shareholder and to vote in a differently from the shares of each shareholder. The Shareholder holding the shares recorded in more than one securities account is entitled to appoint separate proxies for executing the rights of shares of each account. The power of attorney to participate in the General Meeting of the Company and exercising the voting rights requires to be granted in written or electronically. The Shareholder informs the Company on granting such power of attorney, by sending e-mail to with the attached file in PDF containing the text of the power of attorney and the signature of the Shareholder.
- e.** The Articles of Association does not specify the possibility to participate in the meeting using the electronic correspondence means and thus at the General Meeting it is not possible to speak using the electronic correspondence.
- f.** The Regulations of the General Meeting applied by the Company does not specify the possibility to vote using the correspondence or electronic correspondence, thus at the General Meeting it is not possible to vote by correspondence.
- g.** The right to participate in the General Meeting of the public company is attributable only to persons who are the shareholders of the company in 16 (sixteen) days before the date of the General Meeting (as of the registration date of participation in the meeting.) i.e. as for 11th June 2011. The registration date of the participation in the General Meeting is the same for the preference shares and ordinary shares.
- h.** The right to participate in the General Meeting of the public company is attributable only to the persons, who are the Shareholders of the Company on the registration date of participation in the General Meeting subject the second sentence of this paragraph. The persons authorized by the registered shares and share certificates and the pledges and users, who are entitled to vote by shares, have a right to participate in the General Meeting of the public company, if they are listed in the share register on the registration date in the General Meeting.
- i.** The person entitled to participate in the General Meeting may obtain the full text of documents to be presented at the General Meeting and drafts of resolutions from the website of the Company: www.simple.com.pl, in the folder Investors' Relations.
- j.** Information on the Ordinary General Meeting are available at the website of the Company: www.simple.com.pl, in the folder Investors' Relations.

III. DESCRIPTION OF THE PLANNED CHANGES IN THE ARTICLES OF ASSOCIATION:

1. The present § 2 of the Articles of Association with the wording:

„§ 2.

The subject of the Company's activity is:

1. *Publishing activities (PKD 22.15. Z),*
2. *Printing activity (PKD 22. 22. Z),*
3. *Reproduction of the coputer information carriers (PKD 22. 33. Z),*
4. *Editing activity in the field of software (PKD 72. 20. Z),*
5. *Hardware consultancy (PKD 72. 10. Z),*
6. *Data procesing (PKD 72. 30. Z),*
7. *Database activities (PKD 72. 40. Z)*
8. *Maintenance and repair of office, accounting and computing machinery (PKD 72. 50. Z),*

9. *Other computer related activities* (PKD 72.60. Z),
10. *Wholesale of office machinery and equipment* (PKD 51.64. Z),
11. *Wholesale of other machinery for industry and trade* (PKD 51.65. Z),
12. *Retail sale of office equipment, computers and telecommunication devices* (PKD 52.48. A),
13. *Retail sale of non-store products* (PKD 52.63. Z),
14. *Counseling in the business activity management* (PKD 74.14. Z),
15. *Arrangement and service of symposiums and domestic and foreign trainings* (PKD 80.42. Z),
16. *Marketing services* (PKD 74.40. Z),
17. *Service activities in the ordinary business activity and separate agreements* (PKD 31.62. B),
18. *Management of real estate* (PKD 18.A),
19. *Letting of own property* (PKD 70.20. Z),
20. *Renting of office equipment and equipment* (PKD 71.33. Z),
21. *Research and development activities in the field of technical sciences* (PKD 73.10.G)”

is given with new wording, as follows:

„§2.

The subject of the Company's activity is:

1. *Support services to forestry* 02.40.Z;
2. *Newspapers printing* 18.11.Z;
3. *Other printing* 18.12.Z;
4. *Activities related to preparing to print* 18.13.Z;
5. *Bookbinding and similar services* 18.14.Z;
6. *Reproduction of the saved/recorded information carriers* 18.20.Z;
7. *Repair of machinery* 33.12.Z;
8. *Repair of electronic and optical equipment* 33.13.Z;
9. *Repair of electrical equipment* 33.14.Z,
10. *Installation of industrial machinery and equipment* 33.20.Z;
11. *Wholesale of computers and peripheral devices and software* 46.15.Z;
12. *Wholesale of electronic and telecommunication equipment and parts* 46.52.Z;
13. *Wholesale of office furniture* 46.65.Z;
14. *Wholesale of other machinery and equipment* (PKD 46.66.Z);
15. *Wholesale of other machinery and equipment* 46.69.Z;
16. *Retail sale of computers, peripheral devices and software in specialized stores* 47.41.Z;
17. *Retail sale of telecommunication equipment in the specialized stores* 47.42.Z;
18. *Retail sale of the pharmaceuticals in the specialized shops* 47.43.Z;
19. *Retail sale of electronic household equipment in the specialized stores* 47.54.Z;
20. *Retail sale of furniture, lighting equipment and other household equipment in the specialized stores* 47.59.Z;
21. *Other retail sale of new goods in specialized stores* 47.78.Z,
22. *Publishing of books* 58.11.Z;
23. *Publishing of directories and mailing lists* 58.12.Z;
24. *Publishing of newspapers* 58.13.Z;
25. *Publishing of journals and periodicals* 54.14.Z;
26. *Other publishing* 58.19.Z;
27. *Sound recording and music publishing activities* 59.20.Z
28. *Publishing of computer games* 58.21.Z;
29. *Publishing of other software* 58.29.Z;
30. *Software activities* 62.01.Z;
31. *Activity related to IT counseling* 62.02.Z;
32. *Computer facilities management activities* 62.03.Z;
33. *Other information technology service activities* 62.09.Z;

34. *Data processing, hosting internet websites and similar activity 63.11.Z;*
35. *Web portals 63.12.Z;*
36. *News agency activities 63.91.Z;*
37. *Other information service activities n.e.c. 63.99.Z;*
38. *Purchase and sale of the real estate on its own account 68.10.Z;*
39. *Rent and administration of own or leased property 68.20.Z;*
40. *Real estate agencies 68.31.Z;*
41. *Management of real estate on a free contract basis 68.32.Z;*
42. *Public relation and communication activities 70.21.Z;*
43. *Other counseling in the business activity management 70.22.Z;*
44. *Research and experimental development in the field of biotechnology 72.11.Z;*
45. *Other research and experimental development on natural sciences and engineering 72.19.Z ;*
46. *Activity of advertising agencies 73.11.Z;*
47. *Sale of TV/ radio advertising space or time on a fee or contract basis 73.12.A;*
48. *Sale of advertising space on a fee or contract basis in print media 73.12.B;*
49. *Sale of advertising space on a fee or contract basis in Internet 73.12.C;*
50. *Sale of advertising space on a fee or contract basis in other media 73.12.D;*
51. *Market research and public opinion polling 73.20.Z;*
52. *Specialized design activities 74.10.Z;*
53. *Other professional, scientific and technical activities n.e.c. 74.90.Z;*
54. *Rent and lease of passenger cars and vans 77.11.Z;*
55. *Rent and lease of other automobiles excluding motorcycles 77.12.Z;*
56. *Rent and lease of office machinery and equipment excluding computers 77.33.Z;*
57. *Rent and lease of other machinery and equipment and goods n.e.c., 77.39.Z;*
58. *Lease of intellectual property and similar products, except copyrighted works 77.40.Z;*
59. *Combined facilities support activity 81.10.Z ;*
60. *Organization of conventions and trade shows 82.30.Z ;*
61. *Other business support service activities n.e.c. 82.99.Z;*
62. *Other education not classified anywhere 85.59.B;*
63. *Educational support activities 85.60.Z;*
64. *Repair and maintenance of computers and peripheral devices 95.11.Z;*
65. *Repair and maintenance of telecommunication equipment 95.12.Z;*

2. The present § 3 of the Articles of Association with the wording:

„§ 3.

1. *The share capital amounts to 2,003,904.00 (two millions three thousand nine hundred four zlotys) zlotys*
2. *The share capital is divided into:*
 - 189,000- *(one hundred eighty nine thousands) 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 thousands) bearer's shares of A2 series with the nominal value 1 (one) zloty each,*
 - 225,000- *(two hundred twenty five thousands) bearer's shares of B series with the nominal value 1 (one) zloty each,*
 - 102,690- *(one hundred two thousand six hundred ninety) bearer's shares of C series with the nominal value 1 (one) zloty each,*
 - 360,000- *(three hundred sixty thousands) bearer's shares of D series with the nominal value 1 (one) zloty each,*

- 180,000- (one hundred eighty thousands) bearer's shares of E series with the nominal value 1 (one) zloty each,
 - 73,350- (seventy three thousands three hundred fifty) registered shares of F series with the nominal value 1 (one) zloty each,
 - 72,864- (seventy two thousands eight hundred sixty four) bearer's shares of G series with the nominal value 1 (one) zloty each,
 - 27,000- (twenty seven thousands) bearer's shares of H series with the nominal value 1 (one) zloty each,
 - 18,000- (eighteen thousands) bearer's shares of I series with the nominal value 1 (one) zloty each,
3. A1 series shares are preference shares. Each preference share carries the right to 5 (five) votes at the General Meeting of Shareholders. Each other share carries the right to 1 (one) vote at the General Meeting of Shareholders.

is given with new wording, as follows:

„§ 3.

1. The share capital amounts to 3,194,856.00 (three millions one hundred ninety four thousands eight hundred fifty six) zlotys.
2. The share capital is divided into:
 - 189,000- (one hundred eighty nine thousands) bearer's shares of A1 series with the nominal value 1 (one) zloty each,
 - 756,000- (seven hundred fifty six thousands) bearer's shares of A2 series with the nominal value 1 (one) zloty each,
 - 225,000- (two hundred twenty five thousands) bearer's shares of B series with the nominal value 1 (one) zloty each,
 - 102,690- (one hundred two thousand six hundred ninety) bearer's shares of C series with the nominal value 1 (one) zloty each,
 - 360,000- (three hundred sixty thousands) bearer's shares of D series with the nominal value 1 (one) zloty each,
 - 180,000- (one hundred eighty thousands) bearer's shares of E series with the nominal value 1 (one) zloty each,
 - 73,350- (seventy three thousands three hundred fifty) registered shares of F series with the nominal value 1 (one) zloty each,
 - 72,864- (seventy two thousands eight hundred sixty four) bearer's shares of G series with the nominal value 1 (one) zloty each,
 - 27,000- (twenty seven thousands) bearer's shares of H series with the nominal value 1 (one) zloty each,
 - 18,000- (eighteen thousands) bearer's shares of I series with the nominal value 1 (one) zloty each,
 - to 1,190,952- (one million one hundred ninety thousands nine hundred fifty two) bearer's shares of K series with the nominal value 1 (one) zloty each.
3. The share capital of the Company was conditionally increased (conditional increase of the capital) by the amount not higher than 378,000 (three hundred seventy eight thousands) zlotys by the issuance to 378,000 (three hundred seventy eight thousands) ordinary bearer's shares of J series with the nominal value 1 PLN (one zloty) each.”
4. The right to acquire the shares of J series under the conditional capital increase specified in sec. 3 is attributable to the holders of A series subscription warrants issued by the company under the resolution of the General Meeting of 27th June 2011 and may be executed pursuant to the provisions of the mentioned resolution.”

3. Title of Chapter III of the Articles of Association with the wording:

“III COMPANY'S AUTHORITIES”

is given with new wording, as follows:

“III COMPANY'S BODIES”

4. The present § 5 of the Articles of Association with the wording:

„§ 5.

The Company's authorities are:

- 1. General Meeting of Shareholders,*
- 2. Supervisory Board,*
- 3. Management Board”*

is given with new wording, as follows:

„§ 5.

The Company's bodies are:

- 1. General Meeting*
- 2. Supervisory Board,*
- 3. Management Board.”*

5. The present § 6 of the Articles of Association with the wording:

„§ 6.

1. The General Meeting of Shareholders is convened in an ordinary and extraordinary manner. The Ordinary General Meeting should take place within six months after every fiscal year ended. The Ordinary General Meeting is convened by the Management Board.

2. The Extraordinary General Meeting is convened by the Management Board if needed, or under the request of the Supervisory Board or Shareholder representing at least 1/20 (one twentieth) part of the share capital. Convening the Ordinary General Meeting should be performed within 14 days after the request.

3. The application for convening the Extraordinary General Meeting of Shareholders should contain the issues, which should be introduced in the agenda.

4. The General Meeting may be held and may adopt the resolutions without the formal convening, if the total capital is represented and nobody raises a veto regarding the convening or agenda. In case of veto regarding the convening the General Meeting the resolution may be adopted by the usual majority of votes regarding the convening the Extraordinary General Meeting.

5. The resolutions of the General Meeting, except of other issues, specified by the Commercial Companies Code or Articles of Association, require:

a) Considering and approving the report of the Management Board on the Company's business activity and the financial statement for the previous fiscal year and granting the vote of acceptance to the Company's bodies for the discharge of their duties,

b) Considering and approving the financial statement of the Capital Group of the Company in the terms of the Accounting Act,

c) the decision on the profit distribution and loss coverage,

d) to dispose or lease the company or its organized part and to establish the limited property right,

e) To purchase or dispose the real estate or share in real estate of the value exceeding the amount of the Company's assets presented in the last audited statement of financial position,

- f) To appoint and recall the member of the Supervisory Board,
- g) Provisions considering claims of damage caused during the Company establishment, management or supervision,
- h) Changes in the Articles of Association,
- i) To increase or decrease the share capital,
- j) To establish and dismantle the special funds,
- k) To issue the shares convertible bonds or senior bonds,
- l) To set the remuneration for the members of the Management or Supervisory Board,
- m) To dissolve the Company,
- n) To elect the liquidators,
- o) Amortization/ depreciation of shares and its conditions,
- p) To acquire the treasury shares in the case specified in the Art. 362 § 1 par. 2 of the Code of Commercial Companies.”

is given with new wording, as follows:

„§6.

1. The General Meeting is convened in an ordinary and extraordinary manner. The Ordinary General Meeting should take place within six months after every fiscal year ended. Extraordinary General Meeting is convened by the Management Board.
2. The Extraordinary General Meeting is convened by the Management Board if needed, or under the request of the Supervisory Board or Shareholder representing at least one tenth of the share capital. Convening the Ordinary General Meeting should be performed within 14 days after the request.
3. The application for convening the Extraordinary General Meeting of Shareholders should contain the issues, which should be introduced in the agenda.
4. The General Meeting may be held and may adopt the resolutions without the formal convening, if the total capital is represented and nobody raises a veto regarding the convening or agenda. In case of veto regarding the convening the General Meeting the resolution may be adopted by the usual majority of votes regarding the convening the Extraordinary General Meeting.
5. The resolutions of the General Meeting, except of other issues, specified by the Commercial Companies Code or Articles of Association, require:
 - a) Considering and approving the report of the Management Board on the Company's business activity and the financial statement for the previous fiscal year and granting the vote of acceptance to the Company's bodies for the discharge of their duties,
 - b) Considering and approving the financial statement of the Capital Group of the Company in the terms of the Accounting Act,
 - c) the decision on the profit distribution and loss coverage,
 - d) to dispose or lease the company or its organized part and to establish the limited property right,
 - e) To purchase or dispose the real estate or share in real estate of the value exceeding the amount of the Company's assets presented in the last audited statement of financial position,
 - f) To appoint and recall the member of the Supervisory Board,
 - g) Provisions considering claims of damage caused during the Company establishment, management or supervision,
 - h) Changes in the Articles of Association,
 - i) To increase or decrease the share capital,
 - j) To establish and dismantle the special funds,
 - k) To issue the shares convertible bonds or senior bonds,
 - l) To set the remuneration for the members of the Management or Supervisory Board,
 - m) To dissolve the Company,
 - n) To elect the liquidators,

- o) Amortization/depreciation of shares and its conditions,*
- p) To acquire the treasury shares in the case specified in the Art. 362 § 1 par. 2 of the Code of Commercial Companies.”*

§ 2.

- 1. This Resolution comes into force as of the date of registration of the changes in the Entrepreneurs Register of the National Court Register kept by the District Court for the capital city of Warsaw.”*

IV. COMMENTS OF THE MANAGEMENT BOARD OF THE COMPANY:

1. The Management Board of the Company informs the Shareholders that:
 - a. Change of § 2 of the Articles of Association, determining the scope of the business activity de facto is not a change of the subject of activity but only the adaptation of the subject of business activity of the Company to the classification compliant with the provisions of the Ordinance of the Council of Ministers of 24th December 2007 on the Polish Business Activity Classification (PKD)- Dz. U. of 2007, No. 251, item 1885 with subsequent amendments);
66. The drafts of resolutions on the issue of the convertible bonds of A series and B series, conditional increase of the share capital, exclusion of the preemptive right by the other holders of the convertible bonds and their preemptive rights, which will be issue in connection with the conversion of the convertible bonds, dematerialization of the shares taken up in return for bonds and introduction of them to trading in the regulated market and the resolution on changes in the Articles of Association as a result of the conditional increase of the share capital (par. 7 and 8 of the mentioned agenda,) were not attached, because these paragraphs were added to the agenda later, upon the request of Shareholders of the Company on 3rd June 2011, pursuant to Art. 401 § 2 of the Commercial Companies Code, according to the content of this request: *“Drafts of the proper resolutions (including the detailed parameters of the bonds) will be presented at the latest on the date of the General Meeting.”*