

Acting pursuant to Article 504 § 1 Commercial Company Code Management Board of ACTION S.A. in restructuring for second time notify shareholders about the intended merger:

ACTION in restructuring with its registered office in w Zamienie, entered into the Register of Businesses of the National Court Register kept by the District Court for the Capital City of Warsaw, 12th Commercial Division of the National Court Register, under the number: 0000214038 with the share capital of PLN 1.695.700 ,fully paid up, tax identification number (NIP): 5271107221) (hereinafter also referred to as: Taking – Over Company).

With the below mentioned subsidiary companies:

1. **ACTINA** Spółka z ograniczoną odpowiedzialnością with its registered office in Warsaw, entered into the Register of Businesses of the National Court Register kept by the District Court for the Capital City of Warsaw, 12th Commercial Division of the National Court Register, under the number: 0000179289 with the share capital of PLN 22.710.000 ,fully paid up, tax identification number (NIP): 5272418785) (hereinafter also referred to as: Acquired Company 1).
2. **SFERIS** Spółka z ograniczoną odpowiedzialnością with its registered office in Zamienie, entered into the Register of Businesses of the National Court Register kept by the District Court for the Capital City of Warsaw, 13 th Commercial Division of the National Court Register, under the number: 0000129210 with the share capital of PLN 30.309.700,68, fully paid up, tax identification number (NIP): 5212946411 (hereinafter also referred to as: Acquired Company 2).
3. **RETAILWORLD** Spółka z ograniczoną odpowiedzialnością with its registered office in Stara Iwiczna entered into the Register of Businesses of the National Court Register kept by the District Court for the Capital City of Warsaw, 13 th Commercial Division of the National Court Register, under the number: 0000486164 with the share capital of 5 000,00 PLN , fully paid up, tax identification number (NIP): 1231282140 (hereinafter also referred to as: Acquired Company 3).
4. **GRAM.PL** Spółka z ograniczoną odpowiedzialnością in Zamienie, entered into the Register of Businesses of the National Court Register kept by the District Court for the Capital City of Warsaw, 13 th Commercial Division of the National Court Register, under the number: 0000296020 with the share capital of PLN 400.000, fully paid up, tax identification number (NIP): 1132700663 (hereinafter also referred to as: Acquired Company 4)

Therefore Management Board of ACTION S.A. informs that:

1. The companies shall be merged pursuant to article 492 § 1 item 1 of the Commercial Companies Code (merger by takeover), this is by transferring all the assets of Acquired Company 1, Acquired Company 2, Acquired Company 3, Acquired Company 4 to Taking-over Company.

Details of merger was defined in Plan of Merger of ACTION S.A. in restructuring with ACTINA Sp. z o.o., SFERIS Sp. z o.o., RETAILWORLD Sp. z o.o. and GRAM.PL Sp. z o.o. prepared on 31 July 2017 (hereinafter also referred to as: Plan of Merger).

2. Plan of Merger will not be published in the Court and Economic Monitor, because pursuant to article 500§2¹ Commercial Company Code it was published free of charge on Taking – Over Company Website At: www.action.pl and on the websites of the Acquired Companies.

Plan of Merger was also published in current report no. 55/2017 of 31 July 2017

3. In accordance with the provisions of the Merger Plan, the Management Board of the Company prepared a report on 31 July 2017 justifying the plan of merger pursuant to Art. 501 of the Commercial Companies Code

The above mentioned report was published in current report no 56/2017 of 31 July 2017 4.

Shareholders may review the documents referred to in art. 505 § 1 of the Commercial Companies Code (excluding the draft amendments to the Company's Articles of Association, the expert opinion on the merger plan audit and the statement on the accounting status of the Acquiring Company which were not prepared in accordance with the Merger Plan) at the Company At headquarters Dawidowska 10 street in Zamienie and on ACTION S.A. also constantly on ACTION S.A. website (ww.action.pl) from August 1, 2017 until the date of passing the resolution of the merger.

ACTION Spółka Akcyjna in restructuring

Piotr Bieliński – President of Managemnt Board

Edward Wojtysiak – Vice – President of Managemnt Board

Edward Wojtysiak

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Sławomir Harazin

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