

Registration of the increase in the share capital of PKP CARGO S.A.

Current report No. 27/2014 dated 25 April 2014

General legal basis (selected in ESPI):

Art. 56(1)(2) of the Public Offering Act - current and periodic information

With reference to the current report No. 12/2014 dated 11 March 2014, the Management Board of PKP CARGO S.A., a company based in Warsaw (hereinafter “the Company”), hereby informs that the Company received, on 25 April 2014, a decision of the District Court for the Capital City of Warsaw, 12th Commercial Department of the National Court Register, dated 25 April 2014, pursuant to which an amendment to the Company’s articles of association (“Articles of Association”) introduced based on the resolution of the Extraordinary Meeting of the Company’s Shareholders No. 60/2013 of 2 October 2011 on the increase of the share capital has been registered, and that the increase in the Company’s share capital from the amount of PLN 2,166,900,750 (say: two billion one hundred and sixty-six million nine hundred thousand seven hundred and fifty zlotys) to PLN 2,239,345,850 (say: two billion two hundred and thirty-nine million three hundred and forty-five thousand eight hundred and fifty zlotys) by issuance of 1,448,902 (say: one million four hundred and forty-eight thousand nine hundred and two) C series ordinary registered shares of a nominal value of PLN 50 each (say: fifty zlotys) has been registered as well.

Following the registration of the increase in the Company’s share capital, the total number of shares and votes resulting from all issued shares of the Company equals 44,786,917 (say: forty-four million seven hundred and eighty-six thousand nine hundred and seventeen).

The Management Board also informs that the Company’s Articles of Association have been amended as follows:

Former wording of § 6(1) of the Articles of Association:

“1. The Company’s share capital equals PLN 2,166,900,750 (say: two billion one hundred and sixty-six million nine hundred thousand seven hundred and fifty zlotys) and is divided into:

- 1) 43,338,000 (say: forty-three million three hundred and thirty-eight thousand) A series bearer ordinary shares of a nominal value of PLN 50 (say: fifty zlotys) each; and
- 2) 15 (say: fifteen) B series registered ordinary shares of a nominal value of PLN 50 (say: fifty zlotys) each.

The new wording of § 6(1) of the Articles of Association:

“1. The Company’s share capital equals PLN 2,239,345,850 (say: two billion two hundred and thirty-nine million three hundred and forty-five thousand eight hundred and fifty zlotys) and is divided into:

- a) 43,338,000 (say: forty-three million three hundred and thirty-eight thousand) A series bearer shares of a nominal value of PLN 50 (say: fifty zlotys) each; and
- b) 15 (say: fifteen) B series bearer shares of a nominal value of PLN 50 (say: fifty zlotys) each;
- 1) 1,448,902 (say: one million four hundred and forty-eight thousand nine hundred and two) C series registered ordinary shares of a nominal value of PLN 50 (say: fifty zlotys) each.”

Legal basis: § 5(1)(9) and § 38(1)(2) of the Regulation of the Minister of Finance of 19 February 2009 on current and periodical information provided by issuers of securities and the conditions for recognition as equivalent information as required by the law of a non-Member State (Journal of Laws, 2014, item 133).