



**From:** ARCUS S.A.

**Issued on:** 15 June 2012

**Subject:** Amendments to the Company's Articles of Association

**Current report no 20/2012**

**Legal basis:** Article 56(1) point 2 of the Act on Public Offering – Current and Periodic Information

**Report content:**

The Management Board of ARCUS S.A. ('the Company') with its registered office in Warsaw hereby informs that on the basis of the Resolution No 27 of the Ordinary General Meeting of Shareholders of 14 June 2012, the amendments to the Company's Articles of Association have been approved. At the same time, in accordance with the Resolution No 28, the Ordinary General Meeting of Shareholders authorized the Supervisory Board of the Company to approve the consolidated text of the Company's Articles of Association taking into account the amendments arising from the Resolution No 27 of the OGM.

**Legal basis:** Par. 38.1.2 of the Regulation of the Minister of Finance of 19 February 2009 on current and periodic information to be published by issuers of securities and on conditions of recognition of information required under non-member state law regulations as equivalent (Journal of Laws No. 33 item 259 as amended)

## **Appendix to the Current Report No 19/2012**

Par. 2.1 of the Articles of Association (The scope of Company's business activities and duration of the Company) in the wording:

- 18.11.Z – Printing of newspapers
- 18.12.Z – Other Printing
- 18.13.Z – Pre-press and pre-media services
- 18.14.Z – Binding and related services
- 18.20.Z – Reproduction of recorded media
- 26.20.Z – Manufacture of computers and peripheral equipment
- 26.30.Z – Manufacture of communication equipment
- 26.40.Z – Manufacture of consumer electronics
- 26.51.Z – Manufacture of instruments and appliances for measuring, testing and navigation
- 27.12.Z – Manufacture of electricity distribution and control apparatus
- 27.11.Z – Manufacture of electric motors, generators and transformers
- 27.40.Z – Manufacture of electric lighting equipment
- 27.51.Z – Manufacture of electric domestic appliances
- 27.90.Z – Manufacture of other electrical equipment
- 28.23.Z – Manufacture of office machinery and equipment (excluding computers and peripheral equipment)
- 28.99.Z – Manufacture of other general-purpose machinery not elsewhere classified
- 29.31.Z – Manufacture of electrical and electronic equipment for motor vehicles
- 33.13.Z – Repair and maintenance of electronic and optical equipment
- 33.14.Z – Repair and maintenance of electrical equipment
- 33.19.Z – Repair and maintenance of other equipment
- 33.20.Z – Installation of industrial machinery and equipment
- 41.20.Z – Construction of residential and non-residential buildings
- 42.13.Z – Construction of bridges and tunnels
- 42.21.Z – Construction of industrial pipelines and distributive networks

- 42.22.Z – Construction of utility projects for electricity and telecommunications
- 42.91.Z – Construction of water projects
- 42.99.Z – Construction of other civil and water engineering projects not elsewhere classified
- 43.21.Z – Electrical installation
- 43.22.Z – Plumbing, heat, gas and air conditioning installation
- 43.29.Z – Other construction installation
- 43.33.Z – Floor and wall covering
- 43.39.Z – Other building completion and finishing
- 43.99.Z – Other specialised construction activities not elsewhere classified
- 45.11.Z – Retail Sale and wholesale of cars and light motor vehicles (vans)
- 45.32.Z – Retail sale of car parts and accessories (excluding motor vehicles)
- 46.6 – Wholesale of other machinery, equipment and supplies
- 46.11.Z – Agents involved in the sale of agricultural raw materials, live animals, textile raw materials and semi-finished goods
- 46.14.Z – Agents involved in the sale of machinery, industrial equipment, ships and aircraft
- 46.18.Z – Agents specialised in the sale of other particular products
- 46.43.Z – Wholesale of electrical household appliances
- 46.49.Z – Wholesale of other household goods
- 46.52.Z – Wholesale of electronic and telecommunications equipment and parts
- 47.2 – Retail sale of food, beverages and tobacco in specialised stores
- 47.41.Z – Retail sale of computers, peripheral units and software in specialised stores
- 47.42.Z – Retail sale of telecommunications equipment in specialised stores
- 47.43.Z – Retail sale of audio and video equipment in specialised stores
- 47.54.Z – Retail sale of electrical household appliances in specialised stores
- 47.59.Z – Retail sale of furniture, lighting equipment and other household articles in specialised stores
- 47.61.Z – Retail sale of books in specialised stores
- 47.62.Z – Retail sale of newspapers and stationery in specialised stores
- 47.72.Z – Retail sale of footwear and leather goods in specialised stores

- 47.73.Z - Retail sale of chemist in specialised stores
- 47.74.Z – Retail sale of medical and orthopedic goods in specialised stores
- 47.75.Z – Retail sale of cosmetic and toilet articles in specialised stores
- 47.78.Z – Other retail sale of new goods in specialised stores
- 47.99.Z – Other retail sale not in stores, stalls or markets
- 49.41.Z – Freight transport by road
- 52.10.Z – Warehousing and storage
- 52.21.Z – Service activities incidental to land transportation
- 52.24.A – Transshipment of goods in sea ports
- 52.24.B – Transshipment of goods in inland waterway ports
- 52.24.C – Transshipment of goods at other places
- 53.20.Z – Other postal and courier activities
- 55.10.Z – Hotels and similar accommodation
- 55.20.Z – Holiday and other short-stay accommodation
- 55.90.Z – Other accommodation
- 58.2 – Software publishing
- 58.11.Z – Book publishing
- 58.13.Z – Publishing of newspapers
- 58.14.Z – Publishing of journals and periodicals
- 58.19.Z – Other publishing activities
- 58.29.Z – Other software publishing
- 59.20.Z – Sound recording and music publishing activities
- 61.10.Z – Wired telecommunications activities
- 61.20.Z – Wireless telecommunications activities (excluding satellite telecommunications)
- 61.30.Z – Satellite telecommunications activities
- 61.90.Z – Other telecommunications activities
- 62.02.Z – Computer consultancy activities
- 62.09.Z – Other information technology and computer service activities
- 63.11.Z – Data processing, hosting and related activities
- 63.91.Z – News agency activities
- 64.19.Z – Other monetary intermediation

- 64.20.Z – Activities of financial holding companies
- 64.91.Z – Financial leasing
- 64.92.Z – Other credit granting
- 64.99.Z – Other financial service activities, excluding insurance and pension funding not elsewhere classified
- 66.19.Z – Other activities auxiliary to financial services, excluding insurance and pension funding
- 68.10.Z – Buying and selling of own real estate
- 68.20.Z – Renting and operating of own or leased real estate
- 68.31.Z – Real estate agencies
- 68.32.Z – Management of real estate on a fee or contract basis
- 69.20.Z – Accounting, bookkeeping and auditing activities; tax consultancy
- 70.21.Z – Public relations and communications activities
- 70.22.Z – Business and other management consultancy activities
- 71.11.Z – Architectural activities
- 71.12.Z – Engineering activities and related technical consultancy
- 71.20.B – Other technical testing and analysis
- 72.11.Z – Research and experimental development on biotechnology
- 72.19.Z – Other research and experimental development on natural sciences and engineering
- 72.20.Z - Research and experimental development on social sciences and humanities
- 73.1 – Advertising
- 73.20.Z – Market research and public opinion polling
- 74.20.Z – Photographic activities
- 74.30.Z – Translation and interpretation activities
- 77.11.Z – Renting and leasing of cars and vans
- 77.12.Z - Renting and leasing of other cars excluding motorbikes
- 77.29.Z – Renting and leasing of other personal and household goods
- 77.32.Z – Renting and leasing of construction and civil engineering machinery and equipment
- 77.33.Z – Renting and leasing of office machinery and equipment (including computers)

- 77.39.Z – Renting and leasing of other machinery, equipment and tangible goods not elsewhere classified
- 78.10.Z – Activities of employment placement agencies
- 78.20.Z – Temporary employment agency activities
- 78.30.Z – Other human resources provision
- 81.2 – Cleaning activities
- 82.30.Z – Organisation of conventions and trade shows
- 82.92.Z – Packing activities
- 95.11.Z – Repair and maintenance of computers and peripheral equipment
- 95.12.Z – Repair and maintenance of (tele)communication equipment
- 95.21.Z – Repair and maintenance of consumer electronics
- 95.29.Z – Repair of other personal and household goods
- 96.09.Z – Other personal service activities not elsewhere classified

has been replaced with the following wording:

- 12.Z – Other Printing
- 18.13.Z – Pre-press and pre-media services
- 18.14.Z – Binding and related services
- 18.20.Z – Reproduction of recorded media
- 26.20.Z – Manufacture of computers and peripheral equipment
- 26.30.Z – Manufacture of communication equipment
- 26.40.Z – Manufacture of consumer electronics
- 26.51.Z – Manufacture of instruments and appliances for measuring, testing and navigation
- 27.12.Z – Manufacture of electricity distribution and control apparatus
- 28.23.Z – Manufacture of office machinery and equipment (excluding computers and peripheral equipment)
- 28.99.Z – Manufacture of other general-purpose machinery not elsewhere classified
- 29.31.Z – Manufacture of electrical and electronic equipment for motor vehicles
- 33.13.Z – Repair and maintenance of electronic and optical equipment

- 33.14.Z – Repair and maintenance of electrical equipment
- 33.19.Z – Repair and maintenance of other equipment
- 33.20.Z – Installation of industrial machinery and equipment
- 42.22.Z – Construction of utility projects for electricity and telecommunications
- 43.21.Z – Electrical installation
- 43.29.Z – Other construction installation
- 43.99.Z – Other specialised construction activities not elsewhere classified
- 46.6 – Wholesale of other machinery, equipment and supplies
- 46.14.Z – Agents involved in the sale of machinery, industrial equipment, ships and aircraft
- 46.18.Z – Agents specialised in the sale of other particular products
- 46.52.Z – Wholesale of electronic and telecommunications equipment and parts
- 47.41.Z – Retail sale of computers, peripheral units and software in specialised stores
- 47.42.Z – Retail sale of telecommunications equipment in specialised stores
- 47.43.Z – Retail sale of audio and video equipment in specialised stores
- 47.78.Z – Other retail sale of new goods in specialised stores
- 47.99.Z – Other retail sale not in stores, stalls or markets
- 49.41.Z – Freight transport by road
- 52.10.Z – Warehousing and storage
- 52.21.Z – Service activities incidental to land transportation
- 52.24.C – Transshipment of goods at other places
- 53.20.Z – Other postal and courier activities
- 58.2 – Software publishing
- 58.29.Z – Other software publishing
- 59.20.Z – Sound recording and music publishing activities
- 61.10.Z – Wired telecommunications activities
- 61.20.Z – Wireless telecommunications activities (excluding satellite telecommunications)
- 61.30.Z – Satellite telecommunications activities
- 61.90.Z – Other telecommunications activities
- 62.02.Z – Computer consultancy activities

- 62.09.Z – Other information technology and computer service activities
- 63.11.Z – Data processing, hosting and related activities
- 63.91.Z – News agency activities
- 64.19.Z – Other monetary intermediation
- 64.20.Z – Activities of financial holding companies
- 64.91.Z – Financial leasing
- 64.92.Z – Other credit granting
- 64.99.Z – Other financial service activities, excluding insurance and pension funding not elsewhere classified
- 66.19.Z – Other activities auxiliary to financial services, excluding insurance and pension funding
- 68.20.Z – Renting and operating of own or leased real estate
- 68.32.Z – Management of real estate on a fee or contract basis
- 69.20.Z – Accounting, bookkeeping and auditing activities; tax consultancy
- 70.21.Z – Public relations and communications activities
- 70.22.Z – Business and other management consultancy activities
- 71.12.Z – Engineering activities and related technical consultancy
- 71.20.B – Other technical testing and analysis
- 73.1 – Advertising
- 77.33.Z – Renting and leasing of office machinery and equipment (including computers)
- 77.39.Z – Renting and leasing of other machinery, equipment and tangible goods not elsewhere classified
- 78.30.Z – Other human resources provision
- 82.30.Z – Organisation of conventions and trade shows
- 82.92.Z – Packing activities
- 95.11.Z – Repair and maintenance of computers and peripheral equipment
- 95.12.Z – Repair and maintenance of (tele)communication equipment
- 95.21.Z – Repair and maintenance of consumer electronics
- 96.09.Z – Other personal service activities not elsewhere classified



Par. 5 of the Articles of Association (Shares Redemption) in the wording:

§ 5. Shares redemption.

1. Shares may be redeemed in the manner and on the terms determined in the General Meeting's resolution only upon the consent of the shareholder whose shares shall be redeemed by way of shares acquisition by the Company.
2. The redemption of shares shall require the share capital decrease.
3. The General Meeting of Shareholders shall determine the amount of remuneration of a shareholder whose shares have been redeemed, subject to Par. 5.4 below.
4. In case of determining the remuneration for redeemed shares at book value, the remuneration mentioned shall be calculated at the value implied in the last balance sheet prepared before the adoption of the resolution concerning the redemption.

has been replaced with the following wording:

§ 5. Shares redemption.

1. Shares may be redeemed in the manner and on the terms determined in the General Meeting's resolution only upon the consent of the shareholder whose shares shall be redeemed by way of shares acquisition by the Company.
2. The redemption of shares shall require the share capital decrease.
3. The General Meeting of Shareholders shall determine the amount of remuneration of a shareholder whose shares have been redeemed, subject to Par. 5.4 below.
4. In case of determining the remuneration for redeemed shares at book value, the remuneration mentioned shall be calculated at the value implied in the last balance sheet prepared before the adoption of the resolution concerning the redemption.
5. Shares may be redeemed according to general rules in line with the provisions of the Commercial Companies Code.

In Par. 8 of the Articles of Association (Final provisions) the last sentence in the wording:

"The Company shall publish its announcements in: *Rzeczpospolita, Gazeta Wyborcza, Puls Biznesu or Parkiet*" **was deleted.**