PLAN OF MERGER OF LC CORP S.A. BASED IN WROCŁAW AND LC CORP INVEST SP. Z O.O. BASED IN WROCŁAW

This plan of merger was agreed on and drawn up pursuant to Article 498 and Article 499 of the Code of Commercial Partnerships and Companies (hereinafter referred to as "KSH") on 31 August 2011 between the Management Boards of the following companies:

LC Corp S.A., a company based in Wrocław at ul. Powstańców Śląskich 2-4, (postal code: 53-333) entered in the register of entrepreneurs by the District Court for the capital city of Wrocław, 6th Commercial Division of the National Court Register under the KRS number 00000253077, whose fully paid share capital amounts to PLN 447,558,311.00, hereinafter referred to as "**the Acquiring Company**"

and

LC Corp Invest Sp. z o.o., a company based in Wrocław (formerly "LC Corp Invest III Sp. z o.o. Sp. k.") at ul. Powstańców Śląskich 2-4, entered in the register of entrepreneurs maintained by the District Court for Wrocław-Fabryczna, 6th Commercial Division of the National Court Register under the KRS number 0000390422, share capital: PLN 10,000.00, hereinafter referred to as "the Acquired Company".

The Acquiring Company and the Acquired Company are hereinafter referred to collectively as "the Companies", and each of them individually as "the Company".

I. Purpose of the merger

The Acquired Company is a special purpose entity 100%-owned by the Acquiring Company, which has been formed to make a specific investment. Currently, due to the completion of the investment by the Acquiring Company there is no need to maintain its existence. The merger will enable concentration of the assets held by the Acquired Company in the Acquiring Company.

II. Type, company and headquarters of each of the merging companies and the manner of merger

1. The participants of the merger are as follow:

The Acquiring Company:

LC Corp S.A., a company based in Wrocław at ul. Powstańców Śląskich 2-4 (postal code: 53-333), entered in the register of entrepreneurs by the District Court for the capital city of Wrocław 6th Commercial Division of the National Court Register under the KRS number KRS 00000253077, whose fully paid share capital amounts to PLN 447,558,311.00,

Type of company: a joint-stock company, public company within the meaning of the Act of 29 July 2005 on public offering and conditions governing the introduction of financial instruments to organized trading, and public companies (Journal of Laws No 184, item 1539 as amended)

The Acquired Company:

LC Corp Invest Sp. z o.o., a company based in Wrocław (formerly LC Corp Invest III Sp. z o.o. Sp. k.) at ul. Powstańców Śląskich 2-4, entered in the register of entrepreneurs maintained by the

District Court for Wrocław-Fabryczna, 6th Commercial Division of the National Court Register under the KRS number 0000390422, share capital: PLN 10,000.00,

Type of company: a limited liability company

2. Manner of merger

- 2.1. The merger will be carried out pursuant to Article 492 § 1.1 in connection with Article 516 §6 of the KSH by transferring all the assets of the Acquired Company to the Acquiring Company as the sole shareholder of the Acquired Company.
- 2.2. Considering the fact that on the day of merger the Acquiring Company will own all shares in the Acquired Company and in accordance with the wording of Article 515 § 1 of the KSH, the merger will take place without increasing the share capital of the Acquiring Company.

III. The ratio of exchange of shares of the Acquired Company into shares of the Acquiring Company

Pursuant to Article 516 § 5 and § 6 of the KSH, no ratio of exchange of shares of the Acquired Companies into shares of the Acquired Company shall be set.

IV. The terms relating to the allotment of shares in the Acquiring Company

Pursuant to Article 516 § 5 and § 6 of the KSH, no set terms relating to the allotment of shares in the Acquiring Company shall be set.

V. The date from which shares arising from the merger entitle to participate in the profits of the Acquiring Company

Pursuant to Article 516 § 5 and § 6 of the KSH, the date from which shares arising from the merger entitle to participate in the profits of the Acquiring Company shall not be set.

VI. Rights conferred by the Acquiring Company upon shareholders and persons having special rights in the Acquired Company

There are no plans to confer rights referred to in Article 499 §1.5 of the KSH by the Acquiring Company upon shareholders or persons having special rights in the Acquired Company.

VII. Specific benefits for members of the bodies of the merging companies and other persons involved in the merger if such were conferred

There are no plans to confer special benefits to members of the bodies of the merging companies or other people taking part in the merger.

Attachments to the plan of merger:

- 1. Draft resolution of the General Meeting of the Acquiring Company on merger of the companies,
- 2. Draft resolution of the Extraordinary Meeting of the Acquired Company on merger of the companies,
- 3. Determination of the value of the assets of the Acquired Company as at 1 July 2011,

- 4. Statement containing information about the accounting status of LC Corp S.A. in Wrocław as at 1 July 2010.
- 5. Statement containing information about the accounting status of LC Corp Invest Sp. z o.o. in Wrocław as at 1 July 2010.

Considering the fact that the merger will be carried out pursuant to Article 515 § 1 of the KSH, i.e. without increasing the share capital of the Acquiring Company and will not give rise to new circumstances requiring disclosure in the Articles of Association of the Acquiring Company, no changes shall be made to the Articles of Association of the Acquiring Company in connection with the merger of the companies. Therefore, the requirements of Article 499 § 2.2 of the KSH regarding the attachment to the plan of merger of draft changes to the Articles of Association of the Company shall not apply.

This Plan has been drawn up in four identical copies, two for each of the merging companies.

On behalf of LC Corp S.A.:

| Dariusz Niedośpiał – President of the Management Board |
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| Joanna Jaskólska – Vice-President of the Management Board |
| Tomasz Wróbel – Member of the Management Board |
| Mirosław Kujawski – Member of the Management Board |
| On behalf of LC Corp Invest Sp. z o.o.: |
| Dariusz Niedośpiał – President of the Management Board |