

## **(Current Report No 037/2009)**

**July, 08<sup>th</sup> 2009**

### Date and Agenda of the Extraordinary General Meeting

Legal basis: Art. 56.1.2 of the Act on Public Offering - current and periodic information

The Management Board of LC Corp SA, with its registered office in Wrocław, at ul. Powstańców Śląskich 2-4, entered on March 15th 2006 into the National Court Register kept by the District Court for Wrocław - Fabryczna 6th Commercial Division of the National Court Register under number KRS 0000253077 ("Issuer"), acting pursuant to Art. 395, Art. 399.1, Art. 402 of the Polish Code of Commercial Partnerships and Companies, and Art. 26 of the Statutes, convenes an Extraordinary General Meeting of LC Corp SA, to be held at the Company's registered office in Wrocław, at ul. Powstańców Śląskich 2-4, at 14:00 on July 31st 2009. The agenda includes:

- 1) Opening of the meeting,
- 2) Election of the chairman,
- 3) Ascertainment of the validity of convening the Ordinary General Meeting and its capacity for adopting resolutions,
- 4) Acceptance of the agenda,
- 5) Adoption of a resolution regarding changes in the Company's Articles of Association (Statute),
- 6) Adoption of a resolution regarding changes in the Regulations of the Supervisory Board,
- 7) Adoption of a resolution regarding changes in the Company's General Meeting
- 8) Adoption of a resolution regarding approval to the buyback of own shares by LC Corp S.A., pursuant to Art. 362.1 section 5 of the Polish Code of Commercial Partnerships and Companies, with the buyback shares to be retired.
- 9) Closing of the meeting.

Pursuant to Art. 38.1.2 of the Directive of the Minister of Finance dated February 19th 2009 on current and periodic information published by issuers of securities and conditions for recognising as equivalent the information required by the laws of a non-member state, and Art. 402.2 of the Polish Code of Commercial Partnerships and Companies, and due to intended introduction of changes in the Articles of Association specifically related to the adaptation of provisions of the Articles of Association to the provisions of the Act of December 5 2008 on changes of the Act – Polish Code of Commercial Partnerships and Companies, and the act – Trading in Financial Instruments Act, which is effective as of August 3rd 2009.

Below is both the current wording of the provisions of the Articles of Association, and the proposed changes:

In Art. 20 defining the functions of competence of the Supervisory Board, the following subsection is to be added, (all other provisions in this paragraph remain unchanged):

- z) performing the tasks of Audit Committee in accordance with the relevant legal regulations.

The current wording of Art. 26:

- a. The General Meeting shall be called by the Company's Management Board.
- b. In the motion for calling the Extraordinary General Meeting, the petitioner should indicate matters which should be placed on the agenda.
- c. The Supervisory Board shall be entitled to call the ordinary General Meeting if the Management Board fails to call it at an appropriate time, and the extraordinary General Meeting if it considers it advisable, and the Management Board fails to call the General Meeting within two weeks of the date on which the Supervisory Board makes an appropriate request.
- d. A shareholder or shareholders representing at least one tenth of the share capital may demand that an extraordinary General Meeting be called, and that certain matters be placed on the agenda of the next General Meeting. Any such request should be submitted in writing to the Management Board no later than one month prior to the proposed date of the General Meeting.

The proposed wording of Art. 26:

- 1. The General Meeting shall be called by the Company's Management Board.
- 2. In the motion for calling the Extraordinary General Meeting, the petitioner should indicate matters which should be placed on the agenda.
- 3. The Supervisory Board shall be entitled to call the ordinary General Meeting if the Management Board fails to call it at an appropriate time, and the extraordinary General Meeting if the Supervisory Board considers it advisable.
- 4. The shareholders representing at least half of the share capital or at least half of votes in the Company may demand that an extraordinary General Meeting be called. The shareholders elect the Chairman of that meeting.
- 5. A shareholder or shareholders representing at least one twentieth of the share capital may demand that an extraordinary General Meeting be called, and that certain matters be placed on the agenda of the next General Meeting.
- 6. The shareholders representing at least one twentieth of the share capital may demand that certain matters be placed on the agenda of the next General Meeting. Any such demand should be submitted in writing to the Management Board no later than twenty one days prior to the proposed date of the General Meeting, and it should contain a justification or a draft of a resolution concerning the proposed item in the agenda.

The Company's Management Board informs that pursuant to Art. 406.3 of the Polish Code of Commercial Partnerships and Companies, participation in the General Meeting is conditioned by submitting at the Company's registered seat, one week before the date of the Meeting at the latest, the original of a registered certificate of deposit and collecting it only after the General Meeting has finished. Registered certificates of deposit should be submitted in the Office of the Company's Management Board in Wrocław, at ul. Powstańców Śląskich 2-4, by 17:00 on July 24th 2009.

Pursuant to Art. 407.1 of the Polish Code of Commercial Partnerships and Companies, the list of shareholders entitled to participate in the General Meeting will be displayed in the Office of the

Company's Management Board in Wrocław, at ul. Powstańców Śląskich 2-4, three business days before the Extraordinary General Meeting.

Shareholders may participate in the General Meeting in person or be represented by their proxies. Shareholders will be allowed to participate in the General Meeting on showing their identity card or passport, and proxies on presenting their identity card or passport and the power of attorney. The power of attorney shall be null and void unless made in writing. The proxies of legal persons should present valid transcripts of their registers which mention the persons authorised to represent these entities. The persons who, according to the transcript, have not been authorized to represent the legal entities have to show their power of attorney.

Legal basis: Art. 56.1.2a of the Act of July 29th 2005 on Public Offering and Conditions Governing the Introduction of Financial Instruments to Organised Trading and Public Companies (Journal of Laws - Dz. U. of 2005, No 184 item 1539, as amended), w in connection with Art.38.1. sections 1 and 2, and Art. 100.3 of the Directive of the Minister of Finance dated February 19th 2009 on current and periodic information published by issuers of securities and conditions for recognising as equivalent the information required by the laws of a non-member state (Journal of Laws - Dz. U. of 2009, No. 33, Item 259).