

## Current Report No. 2/2016

Date: 29 January 2016

### Information on failure to satisfy a condition precedent in significant lease agreements executed by the subsidiaries of MLP GROUP S.A. with a company from the “Czerwona Torebka” S.A. Capital Group and the company Małpka S.A. with its registered office in Poznań on 24 October 2014

The Management Board of MLP GROUP S.A. with its registered office in Pruszków (hereinafter the “Issuer”) informs that the condition precedent was not fulfilled by 29 January 2016. The condition precedent consisted in the acquisition by MLP Poznań West spółka z ograniczoną odpowiedzialnością with its registered office in Pruszków (former business name: MLP Poznań Zachód spółka z ograniczoną odpowiedzialnością w organizacji) or an entity affiliated with the Lessor from the company “Trzecia – Czerwona Torebka spółka akcyjna” sp.k. with its registered office in Poznań of a real property located in Więckowice (township of Dopiewo, county of Poznań, wielkopolskie voivodship) consisting of a plot of land No. 319/2 registered in the Land and Mortgage Register No. KW PO1P/00295155/9 kept by the District Court for Poznań – Stare Miasto in Poznań, 5th Land and Mortgage Register Division. The condition precedent described in the preceding sentence was not fulfilled with respect to the lease agreements referred to in the Current Report No. 30/2014, entered into with the following entities:

- 1) the company “Dyskont Czerwona Torebka” S.A. (formerly: “Dziewiąta – Czerwona Torebka spółka akcyjna” S.K.A.) with its registered office in Poznań;
- 2) the company “Małpka” S.A. with its registered office in Poznań (at the time of concluding the lease agreement, the company was part of the “Czerwona Torebka” S.A. capital group with its registered office in Poznań).

The condition precedent was not fulfilled because the seller had not managed to reach the satisfactory legal status of the real property located in Więckowice (township of Dopiewo, county of Poznań, wielkopolskie voivodship) consisting of a plot of land No. 319/2 registered in the Land and Mortgage Register No. KW PO1P/00295155/9 kept by the District Court for Poznań – Stare Miasto in Poznań, 5th Land and Mortgage Register Division.

Since by the date of publication of this Current Report the company “Trzecia – Czerwona Torebka spółka akcyjna” sp.k. with its registered office in Poznań entered in the business register under file number KRS 0000521464 has not repaid to the Lessor the loan in the amount of PLN 20,790,455, on 29 January 2016 the Lessor filed to the Regional Court in Poznań a statement of claim requesting the order to make the following payments:

- a) by the company “Trzecia – Czerwona Torebka spółka akcyjna” sp.k. with its registered office in Poznań, of the amount of PLN 21,888,674.51 (twenty-one million eight hundred eighty-eight thousand and six hundred and seventy-four, 51/100) with statutory interest thereon for the period from the date of filing the statement of claim to the date of payment;
- b) by the company Czerwona Torebka S.A. with its registered office in Poznań entered in the business register under file number KRS 0000292312, of the amount of PLN 21,258,766.01 (twenty-one million two hundred fifty-eight thousand and seven hundred and sixty-six, 1/100) with statutory interest thereon for the period from the date of filing the statement of claim to the date of payment,

subject to a reservation that with regard to the amount of **PLN 21,258,766.01** (twenty-one million two hundred fifty-eight thousand and seven hundred and sixty-six, 1/100) and statutory interest thereon for the period from the date of filing the statement of claim to the date of payment, the respondents are responsible jointly and severally or that a payment of the respective amount by any of the respondents exempts the other respondent from such obligation.

The loan repayment is secured with a contractual mortgage of PLN 31,094,182.50 (thirty-one million ninety-four thousand zloty and one hundred eighty-two, 50/100), entered in the 4th section of the Land and Mortgage Register No. KW PO1P/00295155/9 kept by the District Court for Poznań – Stare Miasto in Poznań, 5th Land and Mortgage Register Division for the plots of land Nos. 319/1, 319/2 and 319/3 of a total area of 45.9807 ha.

Legal basis:

*Article 56 Section 1 Item 2 of the Act on Offerings – current and periodic information*

*§ 5 Section 1 Item 4 of the Regulation issued by the Finance Minister on 19 February 2009 on the Current and Periodic Information Transmitted by Securities Issuers and the Conditions for Recognizing the Information Required by the Regulations of a Non-Member State as Equivalent (Journal of Laws of 2009 No. 33 Item 259)*