

Current Report No. 14/2013

Drawn up on: 24 April 2013

Subject: Adopting a decision on the cross-border merger of the Company with its subsidiary Conpidon Limited.

Legal basis: Article 56 par. 1 pt. 2 of the Public Offering Act - current and periodic information

In reference to Current Report No. 34/2012 on commencing liquidation proceedings for Conpidon Limited, with its registered office in Nicosia ("Conpidon"), and the information provided in point 1.1.1 of the Report of the Management Board on the operations of the Midas Capital Group in 2012 on suspending the above proceedings at the request of Midas S.A. (the "Company"), the Management Board of the Company hereby states that on 24 April 2013 it resolved to carry out a cross-border merger of the Company and Conpidon, in which the Company has 100 per cent of the shares in the share capital.

The decision to conduct a cross-border merger of the Company and Conpidon reflects the belief of the Management Board of the Company that the Merger is the fastest and most effective way to simplify the structure of the Midas Capital Group (the "Midas Group"). The long-term goal for the cross-border merger is for the Company to directly hold 100 per cent of the shares in the share capital of Aero2 Sp. z o.o. ("Aero2"), which is in line with the updated strategy of the Midas Group set forth in Current Report No. 60/2011 of 19 September 2011.

The merger of the Company with Conpidon will be effected by way of: (i) transferring to the Company, as the sole shareholder of Conpidon, all of the assets of Conpidon via universal succession, and (ii) dissolving Conpidon without liquidating it, in accordance with the provisions of the Commercial Companies Code (the "CCC"), the Companies Law of Cyprus and the provisions of Directive 2005/56/EC of the European Parliament and of the Council (the "Merger"). Following the Merger, the Company will, as of the date of the merger, enter into any and all rights, obligations, assets and liabilities of Conpidon. Pursuant to the Commercial Companies Code, due to the fact that the Company holds all of the shares in Conpidon, the Merger would occur without increasing the Company's share capital, and the merger plan would not be evaluated by an expert.

The Company's core business is the activity of holding companies, which involves primarily organising the operations of the Midas Group, including obtaining the capital required to carry out the Midas Group's investment plans. Conpidon is a holding company that holds 100 per cent of shares in the share capital of Aero2. Aero2's core business is telecommunications activity, including wholesale wireless data transmission, as well as developing and managing a telecommunications network.