

Current Report No. 21/2013

Drawn up on: 17 May 2013

Subject: First notice to the shareholders of Midas S.A. on the proposed cross-border merger with subsidiary Conpidon.

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

The Management Board of the Midas Spółka Akcyjna ("Midas" or the "Acquiring Company"), acting pursuant to Article 504 par. 1 and par. 2, read together with Article 516¹ of the Commercial Companies Code (the "CCC"), hereby issues its first notice to the shareholders of Midas on the proposed cross-border merger (the "Merger") between Midas and Conpidon Limited with its registered office in Nicosia, Cyprus, address: Costakis.Pantelides Ave 1, Kolokasides Building 3rd Floor, postal code 1010, Nicosia, Cyprus, entered in the Register of Companies of the Ministry of Commerce, Industry and Tourism, Department of the Registrar of Companies and Official Receiver in Nicosia, under number HE 288399 ("Conpidon" or the "Target Company").

The merger will be achieved by way of:

(i) transferring to the Acquiring Company, as the sole shareholder of the Target Company, all of the assets of the Target Company via universal succession
and

(ii) dissolving and liquidating the Target Company,
in accordance with:

(i) Title IV Section I (Company Mergers) Chapter I (General Provisions) and Division 1 of Chapter 2¹ (Cross-Border Mergers of Limited Liability Companies) (Article 491 et seq., in particular Articles 516¹-516¹⁸) of the CCC, implementing the provisions of Directive of the European Parliament and of the Council 2005/56/EC of 26 October 2005 on cross-border mergers of limited liability companies (Official Journal of the European Union L 310 25 November 2005) (the "Directive"), and the provisions of Directive of the European Parliament and of the Council 2009/109/EC of 16 September 2009 amending Council Directives 77/91/EEC, 78/855/EEC and 82/891/EEC, and Directive 2005/56/EC as regards reporting and documentation requirements in the case of mergers and divisions (Official Journal of the European Union L 259 of 2 October 2009)

and

(ii) Sections 201 Θ to 201 ΚΔ (Cross-border merger of limited liability companies) of the Cypriot Companies Law, Cap 113 of the Republic of Cyprus, amended by Law N.186(I)/2007, implementing the provisions of the Directive (the "Cypriot Companies Law").

As a result of the Merger, under Article 494 par. 1 of the CCC read together with Article 516¹ of the CCC and Section 201 ΚΔ (1) (α) (β) (γ) of the Cypriot Companies Law, as of the date of the Merger, Midas will enter into all of the rights and obligations, assets and liabilities of Conpidon and Conpidon will be dissolved without liquidation.

In view of the fact that all of the shares in the Target Company are held by the Acquiring Company, pursuant to Article 515 par. 1 of the CCC read together with Article 516¹ of the CCC, the merger will be effected without increasing the share capital of the Target Company.

Upon completion of the Merger, Midas will be a company formed as a result of a cross-border merger and will not change its legal form, business name or registered office in connection with the Merger.

Detailed rules of the merger are set forth in the Merger Plan agreed on 29 April 2013 and published on 7 May 2013 in Monitor Sądowy i Gospodarczy No. 87 (4204), item 6175 and in Current Report No. 15/2013 of 29 April 2013.

Furthermore, the Management Board of Midas states that the following documents:

1. the Merger Plan,
2. The financial statements and reports of the management boards on the operations of the merging companies for the last three financial years, together with the auditor's opinion and report (if they were prepared)
and
3. Report of the Management Board justifying the merger,
(the "Merger Documents") will be available for review by the shareholders and employees of Midas from the date of publication of this notice, i.e. from 17 May 2013 until 21 June 2013, i.e. the date for which the Ordinary General Meeting of Midas was scheduled.

The Merger Documents will be available for review at the registered office of Midas at ul. Lwowska 19 in Warsaw, Norway House building, 1st floor, from Monday to Friday from 9.00 am to 5.00 pm.

The shareholders and employees of Midas may request free copies of the Merger Documents at the registered office of Midas.

This notice is a first notice.