

Date and agenda of Ordinary General Meeting of Impexmetal S.A.

Current report no 12/2014

The Management Board of Impexmetal S.A., basing on article 399 § 1 and 402' § 1,2 of the Commercial Companies Code and § 20 point 2 of the Company Statute, convenes for 25 June, 2014 , at 10.00, a.m. in the seat of Impexmetal S.A. in Warsaw, 7/9 Łucka street, the Ordinary General Meeting with the following agenda:

1. Opening of the Ordinary General Meeting.
2. Election of the Chairman of the Meeting.
3. Stating the rightness of conveying of the Ordinary General Meeting and its abilities for passing resolutions.
4. Acceptation of the agenda of General Meeting.
5. Election of Scrutiny Committee.
6. Examining and approval of the Management Board's report on the Company's activity in 2013.
7. Examining and approval of the financial report of Impexmetal S.A. for 2013.
8. Examining and approval of the Management Board's report on Impexmetal Capital Group's activity for 2013.
9. Examining and approval of the consolidated financial report of Impexmetal Capital Group's for 2013.
10. Presentation of the Supervisory Board's activity report for 2013.
11. Discharged of the Management Board's members from fulfillment of theirs duties in 2013.
12. Discharged of the Supervisory Board's members from fulfillment of theirs duties in 2013.
13. Passing resolution on distribution of 2013 net profit.
14. Passing resolution on appointing of the Supervisory Board for a new term.
15. Passing resolutions on changes in the Company's Statute.
16. Passing resolution on change of the Resolution 8 of the Extraordinary General Meeting of Impexmetal S.A. dated 15 November 2010 regarding authorization of the management Board of the Company to purchase the treasury shares of Impexmetal S.A.
17. Free motions.
18. Closing of the meeting.

Pursuant to article 402 § 2 of the Commercial Companies Code, to the proposed changes in the Company Statute, the Management Board of Impexmetal S.A. gives to the public the changes' content:

1. **In § 18 the passage no 2 - point no 13 has been added – with the following wording:**
13) approving of the annual plans of the Company's activity and multiannual programmes of its development.

The right to participate in the Ordinary General Meeting.

The right to participate in the OGM belongs to persons being shareholders of the Company as of 16 days before the date of the OGM, i.e. on 9 June 2014.

The right to demand to place issues in the agenda of the Ordinary General Meeting.

Shareholder or shareholders representing at least 1/20 of share capital may demand placing issues in the agenda of Ordinary General Meeting. Such demand should be placed to the Management Board not later than 21 days before the date of the Meeting, e.g. to 4 June 2014. Such demand should include justification or draft of resolution concerning the proposed point of the agenda. The Management Board immediately, but not later than 18 days before the date of the Meeting, i.e. to 7 June 2014 has announced changes in the agenda, introduced on demand of shareholders. Changes are announced in a way appropriated for calling the General Meeting. The demands should be sent either to the seat of the Company or electronically to the address: H.T.Luczak@impexmetal.com.pl. Documents confirmed the right to notify demand must be enclosed to such demand.

The right to notify drafts of resolutions concerning issues introduced to agenda or issues, which are to be introduced to the agenda before the date of the General Meeting.

Shareholder or shareholders of the Company representing at least 1/20 of share capital of the Company may before the date of the Extraordinary General Meeting notify to the Company in writing or electronically drafts of resolutions concerning issues introduced to the agenda of the Extraordinary General Meeting or issues, which are to be introduced to the agenda.

The Company immediately announces the drafts of resolutions on the web site of the Company. Drafts of resolutions together with their justifications should be sent either to the seat of the Company or electronically to the addresses: H.T.Luczak@impexmetal.com.pl.

The right to notify drafts of resolutions concerning issues introduced to the agenda during the General Meeting.

Each of shareholders may during the General Meeting notifies drafts of resolutions concerning issues introduced to the agenda. Shareholder also has the right to notify proposals, changes and supplements to the resolutions' drafts covered by the agenda of the Ordinary General Meeting – till the end of discussion over the appropriated point of agenda. The above mentioned proposals together with a short justification should be placed in writing – separately for each draft of resolution – stating name and family name or company of shareholder, to the hands or the Chairman of the General Meeting.

Execution the right of vote through proxy.

1. According to the art. 412 of the Commercial Companies Code shareholders may participate in the General Meeting of Impexmetal S.A. and execute the right of vote personally or through proxy. Proxy should be granted either in writing or electronically. Proxies of legal persons should present actual copy from court registries, naming persons entitled to represent of such persons. Persons not mentioned in the above mentioned copy should have proxy signed by persons authorized to represent such legal person.
2. Proxy to participate in the General Meeting of the Company and execute the right of vote may be granted electronically. Granting proxy electronically does not require to sign the secure electronically signature verified by certified valid certificate. Proxy granted electronically should identify the shareholder or proxy.
3. Proxy granted electronically should be sent to the address: H.T.Luczak@impexmetal.com.pl to the time of starting the General Meeting at the latest.
4. The electronic proxy should be created in the separate document signed by shareholder or person authorized to represent shareholder and it should be sent as enclosure to the e-mail addresses pointed in point 3 above.

Documents confirming the right of the shareholder to participate in the General Meeting must be sent obligatory together with the electronic proxy. Proxy must show its proxy when the present list is made.

5. If the proxy on the General Meeting of Impexmetal S.A. is the member of the Management Board, member of the Supervisory Board or the employee of the Company, the proxy may authorize to represent only on the General Meeting on that day. Proxy must reveal to shareholder circumstances showing the existing or possibility of existing of the conflict of interest. Granting further proxy is excluded. Proxy votes according to instructions given by shareholder.

The whole text of documentation, which will be presented to the Extraordinary General Meeting and drafts of resolutions with justification of the Management Board and the Supervisory Board of the Company concerning issues introduced to the agenda or issues which are to be introduced to the agenda before the date of the General Meeting is placed from the day of calling of the Ordinary General Meeting on the web site of the Company (www.impexmetal.com.pl). These documents are immediately up-dated in case of introducing changed according to the rules of Commercial Companies Code.

Person entitled to participate in the Ordinary General Meeting can get the copies of above mentioned documents in the seat of the Company.

The list of shareholders entitled to participate in GM will be presented in the seat of the company during 3 week-days before the GM.

The shareholder may demand to send him the list of shareholders electronically, giving e-mail address, to which the list should be sent.

The shareholders are requested to check if they have been placed on the list of shareholders entitled to participate in the General Meeting.

The Company's Statute does not provide the possibility of participating in the General Meeting by means of electronic way of communications and the Regulations of the General Meeting does not provide voting on the Meeting by means of correspondence or via internet.

The risk connected with the electronic way of communication, particularly sending demand of placing issues in the agenda of the General Meeting, putting the drafts of resolutions concerning issues introduced to the agenda or issue, which are to be introduced to the agenda before the date of the General Meeting and the notification of the Company to execute proxy on the e-mail address pointed in this notification is on the shareholder's side.

The list of shareholders entitled to participate in the General Meeting will be presented in the seat of Impexmetal S.A., 7/9 Łucka street, Warsaw on 10 a.m. till 4 p.m. on 20, 23-24 June 2014.

Persons entitled to participate in the General Meeting are requested to register and take vote cards at the entrance of the session's hall, one hour before the Meeting.

Issues not covered by this notification are subject of rules of the Commercial Companies Code and the Company's Statute.

Signatures:

Małgorzata Iwanejko – President of the Management Board