

Current Report No. **15/2015**

Report Date: **23 April 2015**

Abbreviated name of the issuer:

DOM DEVELOPMENT S.A.

Subject:

Dom Development S.A. and Divina sp. z o.o. agreement on merger plan

Legal basis:

Article 56.1.1 of the Public Offering Act – confidential information

The Report:

The Management Board of Dom Development S.A. with its registered seat in Warsaw (the “**Dom Development**”), acting pursuant to §5.1.13 and §19.2 of the Regulation of the Minister of Finance dated 19 February 2009 regarding current and interim reports published by issuers of securities, and the terms and conditions of finding as equivalent the information required under laws of a non-member state (Journal of Laws 2014, item 133), in relation to the current report no. 7/2015 dated 3 March 2015 regarding Dom Development’s decision to merge Dom Development with Divina sp. z o.o. with its registered seat in Warsaw (“**Divina**”), (“**Merger**”), informs that, on 23 April 2015 Dom Development and Divina agreed and signed the merger plan prepared in accordance with art. 499 of the Commercial Companies Code Act, dated 15 September 2000 (Journal of Laws 2013, item 1030 uniform text, as amended, “**CCC**”) (the “**Merger Plan**”).

The Merger will be conducted in accordance with art. 492 § 1 point 1 of the CCC by the transfer of all assets of Divina as the company being acquired to Dom Development as the acquiring company. As a result of the Merger, Dom Development will subrogate all the rights and obligations of Divina, and Divina will be dissolved without liquidation proceedings on the day that the Merger is registered in the register of entrepreneurs of the National Court Register appropriate for Dom Development registered seat.

Whereas, Dom Development (as the acquired company) holds 100% shares in Divina's (the company beinh acquired) share capital,

- in accordance with art. 515 § 1 of the CCC, the Merger will take place with no increase in the share capital;
- in accordance with art. 516 § 6 of the CCC, the management boards of Dom Development and Divina will not prepare the written reports mentioned in the art. 501 of the CCC;
- in accordance with art. 516 § 6 of the CCC, the Merger Plan has not been examined by an auditor mentioned in the art. 502 of the CCC.

Implementation of the Merger depends on adoption by the General Shareholders Meeting of Dom Development and Shareholders Meeting of Divina the resolutions on the Merger of Dom Development and Divina.

Taking the above into account, Dom Development hereby provides, as an attachment to this report, the Merger Plan together with its attachments.