

**Announcement of the Management Board of
CCC Joint Stock Company, based in Polkowice, on convening
the Ordinary General Meeting of Shareholders
on 27 June 2014, at 12.00 a.m.**

1. The General Meeting's date, time, venue and the agenda.

Pursuant to article 399 § 1 of the Code of Commercial Partnerships and Companies ("KSH"), the Management Board of CCC Spółka Akcyjna based in Polkowice, at ul. Strefowa 6, entered into the Register of Entrepreneurs kept by the District Court for Wrocław-Fabryczna in Wrocław, IX Commercial Division of the National Court Register under KRS number 0000211692 ("the Company"), hereby convenes an Ordinary General Meeting of Shareholders on **27th June 2014** ("the General Meeting") that will be held at **12.00 a.m.** at the registered office of the Company at 6 Strefowa Street.

Agenda of the General Meeting:

1. Opening of the Ordinary General Meeting.
2. Election of the Chairman of the Ordinary General Meeting.
3. Establishing whether the Ordinary General Meeting has been convened regularly and has a quorum enabling to pass binding resolutions.
4. Acceptance of the agenda.
5. Presentation by the Management Board's annual financial statements and report on the activities of the Company CCC and consolidated financial statements and the report of the Group's activities in the accounting year 2013.
6. Presentation by the Supervisory Board:
 - a) a written opinion on the Company situation including the opinion on the internal control system and material risk managing system,
 - b) statement of the Supervisory Board's activity.
7. Presentation of the Supervisory Board's report on evaluation of the results of: financial statement and statement on business activity of the CCC S.A., consolidated financial statement and business activity statement of the Capital Group CCC S.A. in the financial year 2013, application on profit's allocation for the year 2013.
8. Reviewing and passing the financial statement of the CCC S.A. and the statement on business activity of the CCC S.A. for the year 2013.
9. Reviewing and passing the financial statement of the Capital Group CCC S.A. and Statement on business activity of the Capital Group CCC S.A. for the year 2013.
10. Reviewing and passing the management's motion on the allocation of profits for the financial year 2013 and the payment of dividends.
11. Passing the resolutions on giving the discharge to members of the Supervisory Board for fulfillment of duties in the financial year 2013.
12. Passing the resolutions on giving the discharge to members of the Supervisory Board for fulfillment of duties in the financial year 2013.
13. Adoption of a resolution on the amendment of the Statute on the addition of the object of business activity.
14. Presentation of the written opinion of the Management Board justifying the reasons for deprivation of the Company's existing shareholders by the Company's Management Board in full a subscription right and specifying the method of determining the issue price in the case of an increase by the Company's Management Board of share capital of the Company within the limits of the target capital.

15. Adopting a resolution on the amendment of the Company on establishing a target capital, authorizing the Company's Management Board to increase the share capital of the Company within the target capital through one or several increases of the share capital of the Company and authorizing the Board to deprive the Company's existing shareholders' subscription rights in full to shares issued within the target capital.
16. Adoption of a resolution on giving the consent for the sale of an organized part of the Company on behalf of its subsidiary CCC Shoes & Bags Sp. z o.o.(Ltd.), in which the Company holds 100% of the share capital.
17. Adoption of a resolution on the consent for the sale of the company (the organized part of the company) a subsidiary of CCC Shoes & Bags Sp. z o.o.(Ltd.) to its subsidiary CCC.eu Sp. z o.o. (Ltd.), in which the Company holds 100% of the share capital.
18. Adoption of a resolution on obliging the Company's Management Board to take action to make amendments in the corporate governance over the subsidiary CCC Shoes & Bags Sp. z o.o. (Ltd) with its registered office in Warsaw, in connection with the sale of an organized part of the Company in favor of CCC Shoes & Bags Company Sp. z o.o., based in Warsaw.
19. Adoption of a resolution on obliging the Company's Management Board to take action to make amendments in the corporate governance over the subsidiary CCC.eu Sp. z o.o.(Ltd) with its registered office in Polkowice, in connection with the sale of an organized part of the Company in favor of CCC.eu Sp. z o.o., based in Polkowice.
20. Closing the General Meeting.

The proposed amendments to the Statute in relation to paragraphs 13 and 15 of the agenda of OGM:

The Management Board announces proposed amendments to the Statute:

(A) Proposed wording of a new paragraph 41 § 5 section 1 of the Statute

"41) activities of other transport agencies - PKD (NACE)- 52.29.C."

(B) The existing wording of § 6a of the Statute:

„§ 6a

1. *The Executive Board shall have the right to increase the share capital of the Company by issuing new shares of total nominal value not higher than 384,000 PLN (three hundred eighty-four thousand zlotys) by way of one or several increases of the share capital within the limits defined above (authorized capital). The authorization of the Executive Board to increase the share capital and to issue new shares within the authorized capital shall expire at the end of 3 (three) years from the date of entering into the Register of Business Entities of the amendment to Articles of Association introduced by the resolution No. 3 of the Extraordinary General Meeting of 12 November 2009.*
2. *Subject to par. 3 and 4 below and unless otherwise provided in the Code of Commercial Partnerships and Companies, the Executive Board shall decide about all matters related to the increase of the share capital within the limits of authorized capital. In particular, the Executive Board shall be empowered to:*
 - 1) *set the issue price of the shares, upon approval by the Supervisory Board of the Company; however, the issue price of each share issue carried out within the limits of authorized capital defined above in case of exclusion of the pre-emptive right of current shareholders of the Company cannot be lower than the arithmetic mean of average, daily weighted prices of the Company's stock trading volume at the Warsaw Stock Exchange from the period of 3 (three) months preceding directly the resolution of the Executive Board concerning this matter,*
 - 2) *issue by offering the shares to current shareholders of the Company within the scope of the pre-emptive right or, upon obtaining approval of the Supervisory Board of the Company, with the withdrawal of the pre-emptive right of current shareholders in whole or in part; if the Executive Board takes a decision on the exclusion of the pre-emptive right in relation to a particular share issue, the Executive Board shall be bound to offer the shares issued in the first place to those shareholders, identified by it on the basis of the list of shareholders entitled to participation in the last General Meeting preceding passing by the Executive Board of the resolution on increase of the share capital, who are qualified investors within the meaning of article 8 par. 1 of the Act of 29 July 2005 on Public Offering, Conditions for Introducing*

Financial Instruments to an Organized Trading System, and on Public Companies (Polish Journal of Laws No. 184, item 1539, as amended),

- 3) *conclude investment or firm commitment underwriting agreements or other agreements securing the success of share issue as well as conclude agreements on the strength of which depository receipts would be issued outside of the territory of the Republic of Poland,*
 - 4) *take action aiming at dematerialization of pre-emptive rights to shares, rights to shares and shares as well as to conclude agreements with the National Depository for Securities (Krajowy Depozyt Papierów Wartościowych S.A.) on the registration of pre-emptive rights to shares, rights to shares and shares,*
 - 5) *take action aiming at share issue by way of public offering or applying for admittance of preemptive rights to shares, rights to shares and shares to trading on the regulated market.*
3. *Shares issued within the limits of authorized capital may be taken up in exchange for contributions in cash or in kind. Resolutions of the Executive Board concerning the issue of shares in exchange for contributions in kind shall require an approval by the Supervisory Board.*
 4. *Within the scope of the authorization to increase the share capital within the limits of authorized capital, the Executive Board shall be empowered to issue subscription warrants mentioned in article 453 § 2 of the Code of Commercial Partnerships and Companies with the subscription date expiring not later than the period for which the authorization has been given. Upon approval by the Supervisory Board, the Executive Board may withdraw in whole or in part the pre-emptive right of shareholders to subscription warrants entitling to subscription for shares."*

The Proposing wording of § 6a of the Statute:

"§ 6a

1. *The Company's Management Board is authorized to increase the share capital by an amount not bigger than 383,999.90 PLN (say: three hundred eighty-three thousand nine hundred ninety-nine zlotys and ninety groszy) by issuing not more than 3,839,999 (say: three million eight hundred thirty nine thousand and nine hundred ninety-nine) ordinary bearer shares with a nominal value of 0.10 PLN (ten groszy) within the new issue of shares of the Company (target capital). The Management Board may exercise the granted authorization by carrying out one or several consecutive increases in the share capital of the Company. The Company's Management Board may issue shares only in exchange for cash contributions.*
2. *Authorization of the Company's Management Board to increase the share capital of the Company within the limits of the target capital shall expire after three (3) years since the date of registering in the register of entrepreneurs the amendment of the Statute of Company made by the resolution of the Ordinary General Meeting No. 16/OGM/2014 of 27 June 2014.*
3. *Resolution of the Company's Management Board adopted in accordance with paragraph 1 above is replaced by a resolution of the General Meeting to increase the share capital of the Company and a notarial deed is required for its validity.*
4. *The Company's Management Board, with the consent of the Company's Supervisory Board, may deprive the Company's existing shareholders' subscription rights in full to shares issued under the authorization granted to the Company's Management Board to increase the share capital referred to in paragraph 1 above.*
5. *Subject to paragraph 4 above and as far as the provisions of the Code of Commercial Companies provide otherwise, the Company's Management Board shall decide on all matters related to the increase of the share capital of the Company within the limits of the target capital. The Board is empowered in particular to:*
 - a. *determine the issue price of the shares, with the consent of the Company's Supervisory Board, whereas the issue price of each issue of shares within the target capital as defined above may not be less than: (i) the arithmetic mean of the averages, daily weighted prices of the volume of traded shares of the Company on the Warsaw Stock Exchange for the period of three (3) months immediately preceding the resolution of the Company's Management Board in this matter; and (ii) 100 PLN (say: one hundred zlotys)*
 - b. *after obtaining the consent of the Company's Supervisory Board, in the case of adoption by the Company's Management Board of a decision of depriving existing shareholders' subscription rights for the issue of shares, the Company's Management Board is obliged to offer the issued shares in the first*

place to those professional clients who are (i) the shareholders the Company, as of the end of the day, in which the Company's Management Board shall adopt the resolution on the Company's share capital increase within the target capital (the "Preference Day") and (ii) who will present during the book-building process a document confirming that the entity being a professional client was the shareholder on the Preference Day.

- c. *conclude agreements on investment or service underwriting or other agreements securing the success of the issue of Company's shares,*
- d. *take action on dematerialization of rights to shares and to shares of the Company and conclude agreements with the National Depository for Securities (KDPW) for registration of rights to shares and shares of the Company,*
- e. *take action in order to apply for admission of rights to shares and the Company's shares to be traded on the regulated market operated by the Warsaw Stock Exchange in Warsaw S.A., in which the Company's shares are listed."*

2. The date of registration of participation in the General Meeting.

The day of registration of the participation in the General Meeting is **11 of June 2014** ("Registration Day").

3. Shareholder's right to participate in the General Meeting.

Persons having the right to participate in the Ordinary General Meeting are persons being shareholders of CCC S.A. on the Registration Day, i.e. the persons who:

- a) hold shares of CCC S.A. on their securities account sixteen days before the date of the General Meeting (i.e. **on the 11 of June 2014**), and
- b) within the period from the date of announcement of convening the General Meeting (i.e. **from the 30 May 2014**) to the first weekday after the Registration Day (i.e. **to 12 June 2014**) (including this day) submit a request to the entity maintaining their securities account for issuing a personal certificate confirming the right to participate in the General Meeting.

4. The list of shareholders.

The Company shall prepare the list of shareholders entitled to participate in the General Meeting based on a list obtained from the National Depository for Securities (Krajowy Depozyt Papierów Wartościowych).

The aforementioned list shall be prepared in accordance with the information provided by entities managing the securities accounts of shareholders, based on personal certificates confirming the right to participate in the General Meeting.

The list of shareholders entitled to participate in the General Meeting will be provided for review at Company's registered office (ul. Strefowa 6, 59-101 Polkowice) from 8 a.m. to 4 p.m., for 3 weekdays before the day of the General Meeting, i.e. **26th, 25th, 24st June 2014**.

A shareholder of the Company may demand the list of shareholders to be sent to them free of charge by e-mail, specifying the address to which the list is to be sent. A shareholder may make the aforementioned demand by e-mail to the address wza@ccc.eu.

5. Selected rights of shareholders concerning the General Meeting.

A shareholder or shareholders representing at least one twentieth (5%) of the Company's share capital has/have the right to:

- a) demand that specific matters are included in the agenda of the General Meeting; such demand should be submitted to the Management Board not later than twenty-one days before the date of the General Meeting, i.e. by **6 June 2014**; the demand should include grounds or a draft resolution concerning the proposed item of the agenda; the demand may be submitted by e-mail to the address wza@ccc.eu.
- b) submit to the Company in writing or by email to the address wza@ccc.eu proposed resolutions concerning matters put on the agenda of the General Meeting or matters that are to be put on the agenda.

During the General Meeting each shareholder of the Company may submit resolution proposals concerning matters that have been introduced to the agenda. Furthermore, each shareholder has the right to submit proposals of changes and supplements to the resolutions covered by the agenda – until closing the discussion on that particular point of agenda concerning the draft of the resolution being the subject matter of the proposal. Such proposals, including brief justification, shareholder's name and surname or company name, should be submitted in writing – separately for each draft resolution – to the Chairperson of the General Meeting.

6. Exercising voting right by proxy.

A shareholder may participate in the General Meeting and exercise the voting right in person or by proxies.

A power of attorney granting the right to vote shall be made in writing or granted in electronic form. The power of attorney granted in electronic form need not be provided with a safe electronic signature verifiable by means of a valid qualified certificate.

The Company shall be notified of granting of the power of attorney by a shareholder in electronic form by e-mail sent to the address wza@ccc.eu. The notification of granting of the power of attorney in electronic form shall be enclosed with a scanned document of the power of attorney granted with the use of a form provided by the Company (or drawn up by the Shareholder and containing at least the same data and information), and:

- a) if a shareholder is a natural person – also with a copy of a document confirming the identity of the shareholder; or
- b) if a shareholder is not a natural person – the authorisation to act on behalf of other entity should be confirmed by enclosing a copy of a valid excerpt from the relevant register or another document confirming the authorisation of a natural person (natural persons) to represent the shareholder at the General Meeting (e.g. continuous sequence of powers of attorney).

In case of granting the power of attorney to a further proxy, the continuous sequence of powers of attorney shall be submitted to the Company together with documents proving the authorisation to act on behalf of previous proxies.

The abovementioned rules shall not release the proxy from the obligation to introduce his/her identification documents during the preparation of the list of General Meeting participants.

Forms allowing exercising the voting right by a proxy are available on the Company's website www.ccc.eu. The Company shall not impose the obligation to grant the power of attorney on the aforementioned form.

At the same time, the Management Board of the Company informs that in case of granting the power of attorney by a shareholder along with voting instruction, the Company will not verify whether the proxies exercise the voting rights in accordance with the instructions received from the shareholders. In view of the above, the Management Board informs that the voting instruction should be delivered to the proxy only.

7. Postal voting.

The shareholders may vote during the General Meeting using forms published on the Company's website www.ccc.eu or in other location designated by the Company.

Votes cast by post in the way other than with the use of forms provided by the Company shall be considered invalid.

Votes cast by post should be sent to the address of the registered office of the Company, double-enveloped, with the second one labelled "WZA – 27.06.2014r."

When counting a quorum and establishing voting results, only those votes cast by post shall be taken into consideration which the Company received not later than at the moment when the voting at the General Meeting was ordered.

The postal voting is considered invalid in case of adopting the resolution in the form other than draft resolution included in a form sent by the shareholder.

Votes cast by postal voting are considered open from moment of announcing voting results.

Votes cast by postal voting may also concern matters subject to secret ballot. In this case postal voting shall be equivalent to shareholder's consenting to waive the secrecy of that vote.

Raising an objection by post is equal to requesting to record the objection in the minutes by a shareholder being present on the General Meeting and grants the right to appeal against the resolution of the General Meeting.

The shareholder who cast a vote by post shall lose the right to vote on the General Meeting. However, postal vote can be cancelled by the statement submitted to the Company not later than one hour before the General Meeting.

8. Participation and voting at the General Meeting by the use of electronic means of communication.

The Statute of the Company does not provide for the possibility of participation and speaking at the General Meeting by the use of electronic means of communication.

9. Access to documents concerning the General Meeting.

A person entitled to participate in the General Meeting may obtain the full text of the documentation that is to be presented to the General Meeting, including draft resolutions or, if passing of resolutions is not on schedule, comments of the Management Board or the Supervisory Board concerning matters included in the agenda of the General Meeting or matters that will be included in the agenda before the date of the General Meeting, on the Company's website www.ccc.eu and in the registered office of the Company at 6 Strefowa Street, 59-101 Polkowice, between 8 a.m. and 4 p.m.

10. Ordinal information.

Persons entitled to participate in the General Meeting are requested to register and to collect voting devices directly in front of the meeting room, half an hour before the commencement of the General Meeting.

The Company would like to ask entities representing groups of shareholders to grant the powers of attorney in electronic form and to send the scanned documents to the following e-mail address: wza@ccc.eu.

Sending to the Company the scanned powers of proxy or notification to the Company, mentioned in item 6 of the Announcement, shall not cause any negative legal nor corporate consequences to persons entitled to participate in the General Meeting nor their proxies – in case of further changes of factual circumstances.

To improve the registration process we would also like to ask for the preparation of the alphabetic list of entities represented by a proxy, including the number of votes to which they are entitled.

11. Other information.

Information concerning the General Meeting will be made available on the Company's website www.ccc.eu.

At the same time, the Management Board of the Company informs that to matters not covered by this announcement the provisions of the KSH, the Articles of Association and the Rules of Procedure of the General Meeting shall apply, and for this reason the shareholders of the Company are requested to get acquainted with the abovementioned regulations.

If you have any further queries or doubts connected with the participation in the General Meeting, please do not hesitate to contact the Company at the phone number +48 76 845 84 00 or the e-mail address wza@ccc.eu.