

*Date of the report:* 13 November 2015

*Legal basis:* Art. 56.1.2 of the Offering Act – current and periodic information

*Subject:* Second notification of an intended merger to the Shareholders

*Content:*

Pursuant to Art. 504 § 1 point 1 of the Code of Commercial Companies (“CCC”), the Management Board of CD PROJEKT S.A. with its registered office in Warsaw (“Acquiring Company”) notifies the Shareholders for the second time of the intention to merge with the company Brand Projekt sp. z o.o. with its registered office in Warsaw (“Acquired Company”). The companies will be merged according to Art. 492 § 1 point 1 of CCC in conjunction with Art. 515 § 1 of the CCC and in conjunction with Art. 516 § 6 of the CCC, i.e., through a transfer of all assets of the Acquired Company to the Acquiring Company without raising the share capital of the Acquiring Company and without exchanging the shares of the Acquired Company into shares of the Acquiring Company.

The Management Board of the Acquiring Company hereby announces that the following documents are available for review by the shareholders of both merging companies as of 30 October 2015 at the headquarters of the Acquiring Company in Warsaw, ul. Jagiellońska 74, from 9 a.m. to 4 p.m.:

1. merger plan
2. financial statements and management board reports on the activity of the merging companies for the last three financial years together with the auditor’s opinion and report;
3. draft merger resolutions;
4. statements to the effect that the Articles of Association of the Acquiring Company will not be amended;
5. determination of the value of assets of the Acquired Company as at 30 September 2015;
6. statements containing information on the book value of the Acquired Company prepared for the merger as at 30 September 2015.

Furthermore, the Management Board of the Company announces that the plan of the merger with the Acquired Company was published in the Court and Commercial Monitor (*Monitor Sądowy i Gospodarczy*) No. 208 of 26 October 2015, item 16261, and published in current report no. 23/2015 of 21 October 2015.

The following notice is a second notice under Art. 504 § 1 of the Commercial Company Code. The first notice was published in Current Report No. 27/2015 of 30 October 2015.