

## **MERGER PLAN**

### **HTL-STREFA SA with seat in Ozorków, Poland (KRS 256309) with HAEMEDIC POLSKA Sp. z o.o. with seat in Warsaw, Poland (KRS 298950)**

Following plan of merger HTL-STREFA S.A. with seat in Ozorków, Poland with HaeMedic Polska Sp. z o.o. with seat in Warsaw has been prepared pursuant to article 499 §1.1 of Polish Commercial Companies Code (CCC) in accordance with article 516 §6 CCC.

Merger will be conducted pursuant to article 482 §1.1 of Polish Commercial Companies Code (CCC) in accordance with art. 516 §6 CCC by acquisition of HaeMedic Polska Sp. z o.o. (acquired company) by HTL-STREFA S.A. (acquiring company), without raising of share capital in acquiring company.

HTL-STREFA S.A. does not grant any laws or benefits neither to members of HaeMedic Polska Sp. z o.o. statutory bodies nor to any other persons, and does not change its Articles of Association.

Attachments to this merger plan:

- a) projects of resolutions on merging the companies,
- b) statements of the management boards of both companies regarding no intention to change HTL-STREFA S.A. Articles of Association due to acquisition of the subsidiary – HaeMedic Polska Sp. z o.o.,
- c) determination of the property of the acquired company – HaeMedic Polska Sp. z o.o. for 31st March 2008, i.e. last day of month preceding lodging of the proposal to announce the merger plan,
- d) HTL-STREFA S.A. financial statement for 31st March 2008,
- e) HaeMedic Polska Sp. z o.o. financial statement for 31st March 2008.

Attachments are available to insight in the HQ of HTL-STREFA S.A.