

**POLISH FINANCIAL SUPERVISION AUTHORITY****Current Report No. 17/2014**

Preparation date:  
August 14, 2014

Abbreviated name of issuer  
DEBICA

Re:  
**Entering into significant contract with Goodyear S.A.**

Legal grounds:  
Other regulations

**Report content:**

The Management Board of Tire Company Debica S.A. with its registered office in Debica (hereinafter referred to as "Company") announces that on August 14, 2014 it entered into Technical Support and Licensing Agreement (hereinafter referred to as "Agreement") with Goodyear S.A. with its registered office at Colmar Berg, Luxembourg ("Goodyear S.A.") Goodyear S.A. is a related entity of the Company and holds (directly and indirectly) 81.396% shares in the Company.

At the same time the parties agreed to terminate the currently binding Technical Support and Licensing Agreement, entered into by The Goodyear Tire & Rubber Company on 23 February 2004 (hereinafter referred to as "Agreement with GTRC"). The conclusion of the Agreement with GTRC was notified by the Company in its Current Report No. 3/2004, dated 23 February 2004. The terms and conditions of the Agreement do not deviate from the terms and conditions universally applied to such agreements. In particular the Agreement content does not deviate much from the Agreement with GTRC.

The subject of the Agreement is the acquisition by the Company during the effective term of the Agreement, rights owned by Goodyear S.A., to use all kinds of technical improvements and inventions, plans, predesigns, manufacturing processes covered by production secret, recipes, specifications, lists of materials and other rights connected with operations and further improvement of production technology of tires, tubes, protectors, production inputs and materials for repairing indicated production using the same technology that is used to manufacture or operate indicated products by Goodyear. Under the Agreement Goodyear S.A. grants the Company non-exclusive license to use the above mentioned rights and to market such products in the territory of Poland and in foreign markets. Additionally Goodyear S.A. will indemnify and hold the Company harmless against any third party claims connected with the rights and patents granted to the Company under the Agreement.

Goodyear S.A. secures for the Company the transfer of any technical data that might be required for development, manufacturing, testing, servicing, maintenance, operation, use and improvement of products including also services delivered by scientists, technicians and other people to the extent necessary for full enjoyment by the Company of the rights granted.

In exchange for the acquisition of the above mentioned rights the Company is obliged to pay to Goodyear S.A. a fee totaling 5% of the net sales of products under the Agreement. The fee shall be paid on a quarterly basis in Polish zlotys (PLN).

The Agreement will come into force on January 1, 2014 and will be valid for 5 years with an option of extension for consecutive 1-year-long periods. The Agreement provides for an option of its earlier termination if any of the parties have breaches its obligations under the Agreement and failed to remedy the effects of such breach within 60 days from the receipt of written statement of the other party concerning such breach. Additionally, the Agreement may be terminated if the Company has failed to pay the fee, the Company was declared bankrupt, the Company assets were taken over by the public authorities, Goodyear S.A. lost its rights assigned under the Agreement.

The Company estimates that that total value of services under the concluded Agreement during its effective term (5 years) will total approximately PLN 384 million. The above estimated value is based exclusively on the historical value of Company services under the Agreement with GTRC effective to date.

In the last 12 months the Company entered with Goodyear S.A. into more than one agreement. The total estimated value of agreements entered into with Goodyear S.A. in the last 12 months was PLN 459 million, i.e. exceeded 10% of Company equity as of 31 July 2014, and consequently the agreements meet jointly the criterion of gravity. The agreement with the highest values is the Agreement described herein.

Legal grounds:

*§ 5, par. § 1, subpar. 3 in conjunction with § 9 of the Ordinance of the Minister of Finance of February 19, 2009 on current and periodic information provided by the securities' issuers and requirements for recognition as equivalent information required by the law of a non-member state (Journal of Laws of 2014, item 133, uniform text).*