

POLISH FINANCIAL SUPERVISION AUTHORITY

Current Report No.

2

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2014

Date of preparation: February 11, 2014

Abbreviated name of issuer:

DEBICA

Re:

Acquisition of shares in Tire Company Debica SA by Goodyear SA and indirectly by The Goodyear Tire & Rubber Company

Legal grounds:

Art. 70, item 1 of the Offering Act – Acquisition or Disposal of Significant Shareholding

Report content:

The Management Board of Tire Company Debica S.A. (hereinafter referred to as Company) announces that on February 10, 2014 it was advised by The Goodyear Tire & Rubber Company with its registered office in Akron, USA (hereinafter referred to as "Goodyear") and by its subsidiary Goodyear SA. with its registered office in Luxembourg (hereinafter referred to as "Goodyear Luxembourg") that on February 10, 2014, in an off-session block transaction in the regulated market closed on February 7, 2014, Goodyear acquired indirectly whereas Goodyear Luxembourg acquired directly from PZU BIS 2 Closed Mutual Fund of Non-Public Assets, with its registered office in Warsaw, 688,757 (in words: six hundred eighty eight thousand seven hundred fifty seven) ordinary bearer shares in the Company, accounting for approximately 4.99% of the Company's shareholders' equity, giving entitlement to 688,757 (in words: six hundred eighty eight thousand seven hundred fifty seven) votes at the Company's General Meeting of Shareholders, accounting for 4.99% of the total number of votes at the Company's General Meeting of Shareholders.

As a result of the acquisition Goodyear Tire & Rubber Company, with its registered office in Akron, holds indirectly (through the agency of Goodyear S.A. with its registered office in Luxembourg and Goodyear Holding Poland Sp. z o.o. with its registered office in Warsaw) the total number of 11,234,912 (in words: eleven million two hundred thirty four thousand nine hundred and twelve) shares in the Company, accounting for 81.396% of the Company's shareholders' equity, and giving entitlement to exercise 11,234,912 votes at the Company's General Meeting of Shareholders, accounting for 81.396% of the total number of votes at the Company's General Meeting of Shareholders.

The content of announcements made by both Companies is provided below:

Acting pursuant to Art. 69, par. 1, par. 2, subpar. 2 and par. 4 of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organized Trading, and Public Companies, dated July 29, 2005 (Journal of Laws of 2013, item 1382; hereinafter referred to as "Act"), Goodyear SA with its registered office in Luxembourg, address: Avenue Gordon Smith, L-7750 Colmar-Berg, Luxembourg (hereinafter referred to as "Goodyear Luxembourg"), hereby announces that on February 10, 2014 acquired directly during off-session block transaction in the regulated market closed on February 7, 2014 from PZU BIS 2 Closed Mutual Fund of Non-Public Assets, with its registered office in Warsaw, entered into mutual fund register under No. 803, kept by the District Court in Warsaw, 688,757 (in words: six hundred eighty eight thousand seven hundred fifty seven) ordinary bearer shares in Tire Company Debica S.A. (hereinafter referred to as "Company"), accounting for approximately 4.99% of the Company's shareholders' equity with attached 688,757 (in words: six hundred eighty eight thousand seven hundred fifty seven) votes at the Company's General Meeting of Shareholders, accounting for 4.99% of the total number of votes at the Company's General Meeting of Shareholders.

Before the aforementioned direct acquisition of shares, Goodyear Luxembourg held jointly – directly and indirectly, 10,546,155 (in words: ten million five hundred forty six thousand one hundred fifty five) Company shares, accounting for approximately 76.406% of Company's shareholders' equity, giving entitlement to 10,546,155 (in words: ten million five hundred forty six thousand one hundred fifty five) votes at the Company's General Meeting of Shareholders, accounting for approximately 76.406% of the total number of votes at the Company's General Meeting of Shareholders, of which:

(i) it held directly 9 117 040 (in words: nine million one hundred seventeen thousand and forty) shares in the Company, accounting for 66.052% of the Company's shareholders' equity, giving entitlement to exercise 9.117.040 votes (in words: nine million one hundred seventeen thousand and forty) at the Company's General Meeting of Shareholders, accounting for 66.052% of the total number of votes at the Company's General Meeting of Shareholders;

(ii) through the agency of Goodyear Holding Poland Sp. z o.o. (former name: PORTFEL ALLIANCE SILESIA I Sp. z o.o.), with its registered office in Warsaw, entered into Enterprise Register under No. KRS 0000434970, held by the National Court Register, it held indirectly 1,429,115 (in words: one million four hundred twenty nine thousand one hundred and fifteen) shares in the Company, accounting for 10.354% of the Company's shareholders' equity, giving entitlement to exercise 1,429,115 (in words: one million four hundred twenty nine thousand one hundred and fifteen) votes at the Company's General Meeting of Shareholders, accounting for 10.354% of the total number of votes at the Company's General Meeting of Shareholders.

As a result of the acquisition Goodyear Luxembourg holds directly and indirectly the total number of 11.234.912 (in words: eleven million two hundred thirty four thousand nine hundred and twelve) shares in the Company, accounting for 81.396% of the Company's shareholders' equity, and giving entitlement to exercise 11.234.912 votes at the Company's General Meeting of Shareholders, accounting for 81.396% of the total number of votes at the Company's General Meeting of Shareholders, of which:

(i) it holds directly 9,805,797 (in words: nine million eight hundred and five thousand seven hundred ninety seven) shares in the Company, accounting for 71.04% of the Company's shareholders' equity, giving entitlement to exercise 9.805.797 votes (in words: nine million eight hundred and five thousand seven hundred ninety seven) at the Company's General Meeting of Shareholders, accounting for 71.04% of the total number of votes at the Company's General Meeting of Shareholders;

(ii) it holds indirectly, through the agency of GHP, 1,429,115 (in words: one million four hundred twenty nine thousand one hundred and fifteen) shares in the Company, accounting for 10.354% of the Company's shareholders' equity, giving entitlement to exercise 1,429,115 (in words: one million four hundred twenty nine thousand one hundred and fifteen) votes at the Company's General Meeting of Shareholders, accounting for 10,354% of the total number of votes at the Company's General Meeting of Shareholders.

Additionally Goodyear Luxembourg announces that: (i) its subsidiaries other than GHP, do not hold any shares in the Company; (ii) it has not entered into any agreement with third parties for the assignment of entitlement to exercise share attached voting rights.

Within a period of 12 months from making this announcement, Goodyear Luxembourg does not intend to increase its shareholding in the total number of votes in the Company.

II.

Acting pursuant to Art.69, par. 1, par. 2, subpar. 2 and par. 4 and Art. 69a, par.1, subpar. 3 of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organized Trading, and Public Companies, dated July 29, 2005 (Journal of Laws No. 184, item 1539; hereinafter called "the Act"), The Goodyear Tire & Rubber Company with its registered office in Ohio U.S.A., at the address: 200 Innovation Way, Akron, Ohio 44316 (hereinafter referred to as "Goodyear") hereby announces that on February 10, 2014 it acquired indirectly 688,757 (in words: six hundred eighty eight thousand seven hundred fifty seven) ordinary bearer shares in Tire Company Debica S.A., with its registered office in Debica (hereinafter referred to as "Company"), accounting for approximately 4.99% of the Company's shareholders' equity, giving entitlement to 688,757 (in words: six hundred eighty eight thousand seven hundred fifty seven) votes at the Company's General Meeting of Shareholders, accounting for 4.99% of the total number of votes at the Company's General Meeting of Shareholders (hereinafter referred to as "Shares"), thus increasing its direct share in the total number of votes in the Company.

The shareholding was increased following direct acquisition of shares by Goodyear's subsidiary, acting under name of Goodyear S.A., with its registered office in Luxembourg, at the address: Avenue Gordon Smith, L-7750 Colmar-Berg, Luxembourg (hereinafter referred to as "Goodyear Luxembourg").

Before the aforementioned acquisition of shares, Goodyear held jointly indirectly 10,546,155 (in words: ten million five hundred forty six thousand one hundred fifty five) shares in the Company, accounting for approximately 76.406% of the Company's shareholders' equity, giving entitlement to 10,546,155 (in words: ten million five hundred forty six thousand one hundred fifty five) votes at the Company's General Meeting of Shareholders, accounting for approximately 76.406% of the total number of votes at the Company's General Meeting of Shareholders, of which:

(i) through the agency of Goodyear Luxembourg it held 9,117,040 (in words: nine million one hundred seventeen thousand and forty) shares in the Company, accounting for 66.052% of the Company's shareholders' equity, giving entitlement to exercise 9.117.040 votes (in words: nine million one hundred seventeen thousand and forty) at the Company's General Meeting of Shareholders, accounting for 66.052% of the total number of votes at the Company's General Meeting of Shareholders; and (ii) through the agency of subsidiary called Goodyear Luxembourg- Goodyear Holding Poland Sp. z o.o.(former name: PORTFEL ALLIANCE SILESIA I Sp. z o.o.), with its registered office in Warsaw, entered into Enterprise Register under No. KRS 0000434970, held by the National Court Register, it held 1.429.115 (in words: one million four hundred twenty nine thousand one hundred and fifteen) shares in the Company, accounting for 10.354% of the Company's shareholders' equity, giving entitlement to exercise 1.429.115 (in words: one million four hundred twenty nine thousand one hundred and fifteen) votes at the Company's General Meeting of Shareholders, accounting for 10,354% of the total number of votes at the Company's General Meeting of Shareholders.

As a result of the aforementioned acquisition Goodyear holds indirectly (through the agency of Goodyear Luxembourg and GHP) the total number of 11.234.912 (in words: eleven million two hundred thirty four thousand nine hundred and twelve) shares in the Company, accounting for 81.396% of the Company's shareholders' equity, and giving entitlement to exercise 11.234.912 votes at the Company's General Meeting of Shareholders, accounting for 81.396% of the total number of votes at the Company's General Meeting of Shareholders, of which:

(i) through the agency of Goodyear Luxembourg it held 9,805,797 (in words: nine million one hundred seventeen thousand and forty) shares in the Company, accounting for 71.04% of the Company's shareholders' equity, giving entitlement to exercise 9,805,797 (in words: nine million eight hundred and five thousand seven hundred ninety seven) at the Company's General Meeting of Shareholders, accounting for 71.04% of the total number of votes at the Company's General Meeting of Shareholders;

(ii) through the agency of its subsidiary called Goodyear Luxembourg- GHP it holds indirectly, 1,429,115 (in words: one million four hundred twenty nine thousand one hundred and fifteen) shares in the Company, accounting for 10.354% of the Company's shareholders' equity, giving entitlement to exercise 1.429.115 (in words: one million four hundred twenty nine thousand one hundred and fifteen) votes at the Company's General Meeting of Shareholders, accounting for 10,354% of the total number of votes at the Company's General Meeting of Shareholders.

Additionally Goodyear Luxembourg announces that: (i) its subsidiaries other than Goodyear Luxembourg and GHP, do not hold any shares in the Company; (ii) it has not entered into any agreement with any third parties for the assignment of entitlement to exercise share attached voting rights.

Within a period of 12 months from making this announcement, Goodyear Luxembourg does not intend to increase its shareholding in the total number of votes in the Company.