

AmRest Holdings SE
Directors' Report
for 2015

Supplement

11 March 2016



Appendix No. 1: The Company's shareholding structure

The shareholding structure

According to the information held by the Company, as at December 31st, 2015 – following shareholders provided information on holding directly or indirectly (through subsidiaries) at least 5% of the number of votes at the General Shareholders' Meeting of AmRest:

TABLE 1 SHAREHOLDING STRUCTURE OF AMREST AS AT DECEMBER 31ST, 2015

Shareholders	Number of shares	Share in capital %	Number of votes at GSM	% shares at GSM
FCapital Dutch B. V.*	6 726 790	31.71%	6 726 790	31.71%
Nationale-Nederlanden OFE**	2 539 429	11.97%	2 539 429	11.97%
PZU PTE***	2 779 734	13.10%	2 779 734	13.10%
Aviva OFE	2 100 000	9.90%	2 100 000	9.90%

* FCapital Dutch B. V. is the subsidiary of Finaccess Capital, S.A. de C.V.

** The previous name: ING OFE

** PTE PZU SA manages assets which include funds belonging to OFE PZU "Złota Jesień"

At the date of submitting this annual report, March 11th, 2016, the table illustrating the current shareholding structure is as follows:

TABLE 2 SHAREHOLDING STRUCTURE OF AMREST AS AT THE REPORT DATE, MARCH 11TH, 2016

Shareholders	Number of shares	Share in capital %	Number of votes at GSM	% shares at GSM
FCapital Dutch B. V.*	6 726 790	31,71%	6 726 790	31,71%
Nationale-Nederlanden OFE**	2 539 429	11,97%	2 539 429	11,97%
PZU PTE***	2 120 901	9,998%	2 120 901	9,998%
Aviva OFE	2 100 000	9,90%	2 100 000	9,90%

* FCapital Dutch B. V. is the subsidiary of Finaccess Capital, S.A. de C.V.

** The previous name: ING OFE

** PTE PZU SA manages assets which include funds belonging to OFE PZU "Złota Jesień"

Changes in the shareholding structure

According to the best knowledge of AmRest, in the period from 1 January 2015 to the date of submitting this report (March 11th, 2016), there were no changes in the shareholding structure of AmRest other than those described below.

Changes in the shareholding with respect to the shareholders holding over 5% of votes at the General Meeting of Shareholders

On May 7th, 2015 AmRest informed that it was notified on May 6th, 2015 by ING Otworthy Fundusz Emerytalny ("the Fund") about the sale transactions executed at the Warsaw Stock Exchange and settled on April 29th, 2015, as a result of which the Fund currently holds 3 629 848 shares of AmRest, which constitutes 17.11% of the Company's registered capital and entitles the Fund to 3 629 848 votes at the Company's Annual General Meeting, i.e. 17.11% of the total number of votes.

Prior to the transactions, the Fund held 3 755 848 shares of AmRest, which constituted 17,70% of the Company's registered capital and entitled the Fund to 3 755 848 votes at the Company's Annual General Meeting, i.e. 17,70% of the total number of votes.

On July 31st, 2015 the Management Board of AmRest informed that it was notified on July 30th, 2015 by Nationale-Nederlanden Otwarty Fundusz Emerytalny (previous name ING Otwarty Fundusz Emerytalny; "the Fund") about the sale transactions executed at the Warsaw Stock Exchange and settled on July 24th, 2015, as a result of which the Fund holds 2 539 429 shares of AmRest, which constitutes 11.97% of the Company's registered capital and entitles the Fund to 2 539 429 votes at the Company's Annual General Meeting, i.e. 11.97% of the total number of votes.

Prior to the transactions, the Fund held 3 623 948 shares of AmRest, which constituted 17.08% of the Company's registered capital and entitled the Fund to 3 623 948 votes at the Company's Annual General Meeting, i.e. 17.08% of the total number of votes.

On August 15th, 2015 the Management Board of AmRest informed about receiving on August 14th, 2015 the notification from WP Holdings VII B.V., with its seat in Amsterdam ("WP Holdings"), that on August 14th, 2015 it directly disposed all shares in AmRest by way of in-kind contribution to its 100% subsidiary FCapital Dutch B.V., with its seat in Amsterdam ("FCapital Dutch").

On August 19th, 2015 the Management Board of AmRest informed about receiving on the same day the notification from Finaccess Capital, S.A. de C.V. with its registered seat in Mexico ("Finaccess"), that on August 18th, 2015, as a result of the acquisition of 510,000 Class A shares and 363,133 Class B shares in FCapital Dutch, that entitle to exercise 510,000 votes at the FCapital Dutch's General Meeting, constituting 51% of total number of votes, Finaccess' subsidiary, Inmobiliaria Tabga, S.A. de C. V. with a seat in Mexico became FCapital Dutch's direct dominant entity (the "Transaction") and, consequently, Finaccess indirectly acquired 6,726,790 shares of AmRest, representing 31.71% of all shares in the Company, which entitle to 6,726,790 votes at the Company's General Meeting, constituting 31.71% of total number of votes.

On August 19th, 2015 the Management Board of AmRest informed also about receiving on the same day the notification from WP Holdings, that as a result of an indirect transfer of shares by sale of 100 % of the share capital of FCapital Dutch, on August 18th, 2015 WP Holdings disposed all shares it held indirectly via FCapital Dutch in AmRest.

Complete contents of received notifications was presented in RB 133/2015 dated August 15th, 2015, RB 137/2015 dated August 19th, 2015 and RB 138/2015 dated August 19th, 2015.

On January 8th, 2016 the Management Board of AmRest informed that it received on the same day a notification from Powszechne Towarzystwo Emerytalne PZU S.A. acting on behalf of Otwarty Fundusz Emerytalny PZU „Złota Jesień” („OFE PZU”), that as a result of a sale transaction executed at the Warsaw Stock Exchange on December 17th, 2015 OFE PZU reduced the previously held total number of votes at the Company's AGM by at least 2% and as at January 8th, 2016 held 2 306 671 shares in AmRest, which constituted 10.87% of the Company's registered capital and entitled OFE PZU to 2 306 671 votes, i.e. 10.87% of the total number of votes at the Company's AGM.

Prior to the transaction, OFE PZU held 2 411 672 shares in AmRest, which constituted 11.37% of the Company's registered capital and entitled to 2 411 672 votes, i.e. 11.37% of the total number of votes at the Company's AGM.

On January 15th, 2016 the Management Board of AmRest informed that it received on the same day a notification from Powszechne Towarzystwo Emerytalne PZU S.A. acting on behalf of Otwarty Fundusz Emerytalny PZU „Złota Jesień” („OFE PZU”), that as a result of a sale transaction executed at the Warsaw Stock Exchange on January 12th, 2016 OFE PZU reduced the total number of votes at the Company's AGM to less than 10% and as at January 15th, 2016 held 2 120 901 shares in AmRest, which constituted 9.998% of the Company's registered capital and entitled OFE PZU to 2 120 901 votes, i.e. 9.998% of the total number of votes at the Company's AGM.

Prior to the transaction, OFE PZU held 2 123 901 shares in AmRest, which constituted 10.012% of the Company's registered capital and entitled to 2 123 901 votes, i.e. 10.012% of the total number of votes at the Company's AGM.

Changes in the number of shares held by members of AmRest Management and Supervisory Boards

According to the best knowledge of AmRest, there are five members of Management Board, who owns the Issuer's shares: Mr. Wojciech Mroczyński, Mr. Jacek Trybuchowski, Mr. Drew O'Malley, Mrs. Oksana Staniszevska and Mr. Olgierd Danielewicz

As at December 31st, 2014 Mr. Wojciech Mroczyński held 2702 shares of the Company with a total nominal value of EUR 27.02. As at December 31st, 2015 (and simultaneously on the date of publication of this report) Mr. Mroczyński held 12 315 shares of the Company with a total nominal value of EUR 123.15.

As at December 31st, 2014 Mr. Jacek Trybuchowski held 3147 shares of the Company with a total nominal value of EUR 31.47. As at December 31st, 2015 (and simultaneously on the date of publication of this report) Mr. Trybuchowski held 34 758 shares of the Company with a total nominal value of EUR 347.58.

As at December 31st, 2014 Mr. Drew O'Malley didn't hold any shares of AmRest. As at December 31st, 2015 Mr. O'Malley held 20 298 shares of the Company with a total nominal value of EUR 202.98. At the date of publication of this report he holds 19 040 shares of the Company with a total nominal value of EUR 190.40.

As at the day of the appointment as the Management Board member Mrs. Oksana Staniszevska held 2 020 shares of the Company with a total nominal value of EUR 20.20. As at December 31st, 2015 (and simultaneously on the date of publication of this report) Mrs. Staniszevska held as before 2 020 shares of the Company with a total nominal value of EUR 20.20.

As at the day of the appointment as the Management Board member Mr. Olgierd Danielewicz held 4 800 shares of the Company with a total nominal value of EUR 48.00. As at December 31st, 2015 (and simultaneously on the date of publication of this report) Mr. Danielewicz held as before 4 800 shares of the Company with a total nominal value of EUR 48.00.

Pursuant to the information available to the Company, the only Supervisory Board member, who owns the Issuer's shares are Mr. Henry McGovern and Mr. Steven Kent Winegar.

As at December 31st, 2014 Mr. Henry McGovern held 734 386 shares of the Company with a total nominal value of EUR 7 343.86. As at December 31st, 2015 (and simultaneously on the date of publication of this report) Mr. McGovern held (personally and through closely related entities) 828 056 shares of the Company with a total nominal value of EUR 8 280.56.

As at the day of the appointment as the Supervisory Board member Mr. Steven Kent Winegar held (indirectly by a closely related person) 404 000 shares of the Company with a total nominal value of EUR 4 040.00. As at December 31st, 2015 (and simultaneously on the date of publication of this report) Mr. Steven Kent Winegar as before held (indirectly by a closely related person) 404 000 shares of the Company with a total nominal value of EUR 4 040.00.

Transactions on AmRest shares executed by persons having access to confidential information

On January 3rd, 2015 the Management Board of AmRest informed that on January 2nd, 2015 it received a notice from a person having access to confidential information of AmRest, about an acquisition of 51 AmRest shares on December 29th, 2014, at the price of PLN 0.00 (the transfer of shares was free of charge). The transaction was executed outside the regulated market, being execution of AmRest management options.

On January 19th, 2015 the Management Board of AmRest informed that it received on the same day a notice from a member of the Company's Supervisory Board, being a person having access to confidential information of AmRest, about a purchase of 337 AmRest shares on January 16th, 2015, at the average price of PLN 103.10 made by an entity closely related to that member. The transaction was executed at the Warsaw Stock Exchange.

On April 1st, 2015 AmRest informed that it received on March 31st, 2015 a notice from a person having access to confidential information of AmRest, about:

- sale of 578 AmRest shares on March 26th, 2015, at the average price of PLN 124.00 PLN,
- sale of 615 AmRest shares on March 27th, 2015, at the average price of PLN 123.65 PLN,
- sale of 1 807 AmRest shares on March 30th, 2015, at the average price of PLN 120.02 PLN,
- sale of 2 000 AmRest shares on March 31th, 2015, at the average price of PLN 124.65 PLN.

The above mentioned transactions were executed at the Warsaw Stock Exchange.

On April 3rd, 2015 AmRest informed that it received on the same day a notice from a member of the Company's Supervisory Board, being a person having access to confidential information of AmRest, about a purchase of 10 000 AmRest shares on April 1st, 2015, at the price of PLN 24.00 per share. The transaction was executed outside the regulated market, being execution of AmRest management options.

On April 8th, 2015 AmRest informed that it received on April 7th, 2015 a notice from a person having access to confidential information of AmRest, about:

- sale of 925 AmRest shares on April 1st, 2015, at the average price of PLN 124.00 PLN,
- sale of 2075 AmRest shares on April 2nd, 2015, at the average price of PLN 124.00 PLN,

The above mentioned transactions were executed at the Warsaw Stock Exchange.

On April 9th, 2015 AmRest informed that it received on April 8th, 2015 a notice from a member of the Company's Management Board, being a person having access to confidential information of AmRest, about a purchase of 2 065 AmRest shares on April 2nd, 2015. The shares were transferred free of charge as a result of exercising AmRest management options. The transaction was executed outside the regulated market.

On April 22nd, 2015 AmRest informed that it received on April 21st, 2015 a notice from a member of the Company's Supervisory Board, being a person having access to confidential information of AmRest, about a purchase of 56 450 AmRest shares on April 17th, 2015, at the price of PLN 83.43 per share. The transaction was executed outside the regulated market, being execution of AmRest management options.

On May 27th, 2015 the Management Board of AmRest informed that on the same day it received a notice from a member of the Company's Management Board, being a person having access to confidential information of AmRest, about a sale of 4 767 AmRest shares on May 22nd, 2015, at the price of PLN 145.00. The settlement date was May 26th, 2015. The transaction was executed at the Warsaw Stock Exchange.

On May 28th, 2015 the Management Board of AmRest informed that on May 27th, 2015 it received a notice from a person having access to confidential information of AmRest, about an acquisition of 205 AmRest shares on May 26th, 2015. The shares were transferred free of charge as a result of exercising AmRest management options. The transaction was executed outside the regulated market.

On May 28th, 2015 the Management Board of AmRest informed that on the same day it received a notice from a member of the Company's Management Board, being a person having access to confidential information of AmRest, about a purchase of 6 382 AmRest shares on May 26th, 2015. The shares were transferred free of charge as a result of exercising AmRest management options. The transaction was executed outside the regulated market.

On June 10th, 2015 the Management Board of AmRest informed that on June 9th, 2015 it received a notice from the Management Board member of AmRest subsidiary, being a person having access to confidential information of the Company, about a sale of 1 800 AmRest shares on June 8th, 2015, at the price of PLN 145.20 PLN per share. The transaction was executed at the Warsaw Stock Exchange.

On June 22nd, 2015 the Management Board of AmRest informed that on the same day it received a notice from the Company's Management Board, being a person having access to confidential information of AmRest, about a purchase of 27 AmRest shares on June 19th, 2015, at the price of PLN 142.75 PLN per share. The transaction was executed at the Warsaw Stock Exchange.

On July 8th, 2015 the Management Board of AmRest informed that on the same day it received a notice from a person having access to confidential information of AmRest about a sale of 256 AmRest shares on July 7th, 2015, at the price of PLN 147.40 PLN per share. The transaction was executed at the Warsaw Stock Exchange.

On July 14th, 2015 the Management Board of AmRest informed that on the same day it received a notice from a member of the Company's Supervisory Board, being a person having access to confidential information of AmRest, about a purchase of 26 883 AmRest shares on July 10th, 2015, at the price of PLN 83.43 per share. The transaction was executed outside the regulated market, being execution of AmRest management options.

On August 18th, 2015 AmRest informed that it received on the same day a notice from a member of the Company's Management Board, being a person having access to confidential information of AmRest, about:

- a sale of 4 382 AmRest shares on August 14th, 2015, at the average price of PLN 174.54,
- a sale of 508 AmRest shares on August 17th, 2015, at the price of PLN 174.14.

The transactions were executed at the Warsaw Stock Exchange.

On August 18th, 2015 AmRest also informed that it received on the same day a notice from a member of the Company's Management Board, being a person having access to confidential information of AmRest, about a sale of 258 AmRest shares on August 14th, 2015, at the price of PLN 177.00. The transaction was executed at the Warsaw Stock Exchange.

On August 24th, 2015 AmRest informed that it received on the same day a notice from a member of the Company's Management Board, being a person having access to confidential information of AmRest, about:

- a sale of 263 AmRest shares on August 18th, 2015, at the average price of PLN 175.00,
- a sale of 195 AmRest shares on August 19th, 2015, at the average price of PLN 174.96,
- a sale of 644 AmRest shares on August 20th, 2015, at the average price of PLN 174.75,
- a sale of 1 764 AmRest shares on August 21st, 2015, at the average price of PLN 174.01,

The transactions were executed at the Warsaw Stock Exchange.

On August 26th, 2015 AmRest informed that it received on August 25th, 2015 a notice from a person having access to confidential information of AmRest about a purchase of 1 978 AmRest shares on August 24th, 2015. The shares were transferred free of charge as a result of exercising AmRest management options. The transaction was executed outside the regulated market.

On August 26th, 2015 AmRest also informed that it received on August 25th, 2015 a notice from a person having access to confidential information of AmRest about a sale of 1 978 AmRest shares on August 24th, 2015 at the average price of PLN 166.00 per share. The transaction was executed at the Warsaw Stock Exchange.

On August 27th, 2015 AmRest informed that it received on August 26th, 2015 a notice from a member of the Company's Management Board, being a person having access to confidential information of AmRest, about:

- a sale of 444 AmRest shares on August 20th, 2015, at the average price of PLN 172.30,
- a sale of 42 AmRest shares on August 20th, 2015, at the price of PLN 175.00.

The transactions were executed at the Warsaw Stock Exchange.

On September 1st, 2015 AmRest informed that it received on August 31st, 2015 a notice from a member of the Company's Management Board, being a person having access to confidential information of AmRest, about a purchase of 4 640 AmRest shares on August 26th, 2015. The shares were transferred free of charge as a result of exercising AmRest management options. The transaction was executed outside the regulated market.

On September 4th, 2015 AmRest informed that it received on the same day a notice from a member of the Company's Management Board, being a person having access to confidential information of AmRest, about a sale of 297 AmRest shares on September 2nd, 2015, at the price of PLN 169.55. The transaction was executed at the Warsaw Stock Exchange.

On September 8th, 2015 AmRest informed that it received on the same day a notice from a member of the Company's Management Board, being a person having access to confidential information of AmRest, about a purchase of 12 458 AmRest shares on September 3rd, 2015. 12 454 shares were transferred free of charge as a result of exercising AmRest management options, 4 shares were transferred at the price of PLN 47.60 as a result of exercising AmRest management options. The transactions were executed outside the regulated market.

On September 8th, 2015 AmRest also informed that it received on the same day a notice from a member of the Company's Management Board, being a person having access to confidential information of AmRest, about a sale of 48 AmRest shares on September 4th 2015, at the price of PLN 166.00. The transaction was executed at the Warsaw Stock Exchange.

On September 9th, 2015 AmRest informed that it received on the same day a notice from a member of the Company's Management Board, being a person having access to confidential information of AmRest, about

- a sale of 215 AmRest shares at the price of PLN 165.00 on September 7th 2015
- sale of 4 080 AmRest shares at the price of PLN 165.00 on September 8th 2015.

The transactions were executed at the Warsaw Stock Exchange.

The transactions were executed at the Warsaw Stock Exchange.

On October 6th, 2015 AmRest informed that it received on October 5th, 2015 a notice from a member of the Company's Supervisory Board, being a person having access to confidential information of AmRest, about below transactions executed by the entity in which that person is a member of the supervisory body:

- a purchase of 1 344 AmRest shares on October 1st, 2015, at the price of PLN 166.27 per share.
- a sale of 1 344 AmRest shares on October 1st, 2015, at the price of PLN 166.32 per share.

The transactions were executed at the Warsaw Stock Exchange.

On October 13th, 2015 AmRest informed that it received on the same day a notice from a member of the Company's Management Board, being a person having access to confidential information of AmRest, about:

- a sale of 5 AmRest shares at the average price of PLN 175.00 on October 7th 2015,
- a sale of 958 AmRest shares at the average price of PLN 176.00 on October 9th 2015,
- a sale of 13 AmRest shares at the average price of PLN 177.20 on October 12th 2015,
- a sale of 1 199 AmRest shares at the average price of PLN 177.15 on October 12th 2015.

The transactions were executed at the Warsaw Stock Exchange.

On October 29th, 2015 AmRest informed that it received on October 28th, 2015 a notice from a member of the Company's Supervisory Board, being a person having access to confidential information of AmRest, about below transactions executed by the entity in which that person is a member of the supervisory body:

- a purchase of 150 AmRest shares on October 23rd, 2015, at the price of PLN 181.00 per share.
- a sale of 150 AmRest shares on October 23rd, 2015, at the price of PLN 180.47 per share.

The transactions were executed at the Warsaw Stock Exchange.

On November 13th, 2015 AmRest informed that it received on the same day a notice from a member of the Company's Management Board, being a person having access to confidential information of AmRest, about:

- a sale of 2 000 AmRest shares at the price of PLN 183.00 per share and 158 AmRest shares at the price of PLN 184.00 per share, executed on November 9th 2015,

- a sale of 1 000 AmRest shares at the price of PLN 186.30 per share, 1 000 AmRest shares at the price of PLN 187.00 per share and 323 AmRest shares at the price of PLN 187.80 per share, executed on November 10th 2015,

- a sale of 1 000 AmRest shares at the price of PLN 187.95 per share and 1 000 AmRest shares at the price of PLN 188.00 per share, executed on November 12th 2015.

The transactions were executed at the Warsaw Stock Exchange.

On December 5th, 2015 AmRest informed that it received on December 4th, 2015 a notice from a member of the Company's Management Board, being a person having access to confidential information of AmRest, about a sale of 1 000 AmRest shares at the price of PLN 198.00 per share executed on November 30th 2015. The transaction was executed at the Warsaw Stock Exchange.

On December 10th, 2015 AmRest informed that it received on the same day a notice from a member of the Company's Management Board, being a person having access to confidential information of AmRest, about:

- a sale of 16 AmRest shares at the price of PLN 197.00 per share executed on December 4th, 2015. The transaction was executed at the Warsaw Stock Exchange.

- a sale of 1 065 AmRest shares at the price of PLN 197.00 per share executed on December 7th, 2015. The transaction was executed at the Warsaw Stock Exchange.

- a purchase of 9 537 AmRest shares executed on December 8th, 2015. The shares were transferred free of charge as a result of exercising AmRest management options. The transaction was executed outside the regulated market.

- a purchase of 99 AmRest shares at the price of PLN 83.43 per share executed on December 8th, 2015. The transaction was executed outside the regulated market as a result of exercising AmRest management options.

On December 10th, 2015 AmRest informed that it received on the same day a notice from a member of the Company's Management Board, being a person having access to confidential information of AmRest, about a purchase of 10 000 AmRest shares at the price of PLN 83.43 per share on December 8th, 2015. The transaction was executed outside the regulated market as a result of exercising AmRest management options.

On December 10th, 2015 AmRest informed also that it received on the same day a notice from a member of the Company's Management Board, being a person having access to confidential information of AmRest, about:

- a purchase of 26 992 AmRest shares executed on December 8th, 2015. The shares were transferred free of charge as a result of exercising AmRest management options. The transaction was executed outside the regulated market.

- a sale of 4 459 AmRest shares at the average price of PLN 195.24 per share executed on December 8th, 2015. The transaction was executed at the Warsaw Stock Exchange.

- a sale of 1 743 AmRest shares at the price of PLN 195.25 per share executed on December 9th, 2015. The transaction was executed at the Warsaw Stock Exchange.

On December 15th, 2015 AmRest informed that it received on the same day a notice from a member of the Company's Management Board, being a person having access to confidential information of AmRest, about a sale of 252 AmRest shares at the price of PLN 194.00 per share executed on December 10th, 2015. The transaction was executed at the Warsaw Stock Exchange.

On December 18th, 2015 AmRest informed that it received on the same day a notice from a member of the Company's Management Board, being a person having access to confidential information of AmRest, about a purchase of 24 698 AmRest shares on December 14th, 2015. The shares were transferred free of charge as a result of exercising AmRest management options. The transaction was executed outside the regulated market.

On January 8th, 2016 AmRest informed that it was notified on the same day by a member of the Company's Supervisory Board ("Supervisory Board Member"), being a person having access to confidential information of AmRest, that on January 5th, 2016 the entity controlled by a person closely related to the Supervisory Board Member (the "Company A") contributed 404 000 shares of the Issuer as capital to its 100% subsidiary (the "Company B"). The value of one share was established at PLN 188.20. The transaction was executed outside the regulated market in Luxembourg.

On the same day, January 5th, 2016, the Company B contributed 404 000 shares of AmRest as capital to its subsidiary (the "Company C"). The value of one share was established at PLN 188.20. The transaction was executed outside the regulated market in Luxembourg.

As a result of above mentioned transactions, the Company C, being the indirect subsidiary of the Company A, which is directly controlled by a person closely related to the Supervisory Board Member, became an owner of 404 000 shares of the Issuer.

On January 11th, 2016 AmRest informed that it was notified on the same day by a member of the Company's Supervisory Board ("Supervisory Board Member"), being a person having access to confidential information of AmRest, that on January 5th, 2016 the entity in which a person closely related to the Supervisory Board Member holds the managing function (the "Entity") came into possession of 404 000 shares of the Issuer. The shares were contributed to the Entity as capital. The value of one share was established at PLN 188.20. The transaction was executed outside the regulated market in Luxembourg.

On January 14th, 2016 AmRest informed that it received on the same day a notice from a member of the Company's Management Board, being a person having access to confidential information of AmRest, about a sale of 1 258 AmRest shares at the average price of PLN 181.38 per share executed on January 8th, 2016. The transaction was executed at the Warsaw Stock Exchange.

Transactions on AmRest shares concluded for the purpose of executing the stock option plan

The Company started the buyback based on Resolution No. 16 of the Annual General Meeting of AmRest of 10th June 2011 on the authorization of Company's Management Board to acquire Company's own shares and the establishment of a reserve capital for the acquisition of own shares.

TABLE 3. TRANSACTIONS ON AMREST SHARES EXECUTED BY AMREST FROM JANUARY 1ST, 2015 TO THE DATE OF SUBMITTING THIS REPORT (MARCH 11TH, 2016)

conclusion date	settlement date	purchase /disposal	number of purchased/ disposed shares	average purchase/ disposal price per share	nominal value of shares [EUR]	% of the share capital of the Company	number of votes at GSM	total number of shares	total number of votes at GSM	% of the total number of votes in the Company
07.01.2015	07.01.2015	D	561	0.00	0.01	0.0026%	561	36788	36788	0.1734%
07.01.2015	09.01.2015	P	1410	100.24	0.01	0.0066%	1410	38198	38198	0.1801%
08.01.2015	08.01.2015	D	240	70.00	0.01	0.0025%	524	37674	37674	0.1776%
			100	78.00	0.01					
			100	81.00	0.01					
			84	0.00	0.01					
08.01.2015	12.01.2015	P	1500	104.11	0.01	0.0071%	1500	39174	39174	0.1847%
09.01.2015	13.01.2015	P	1500	104.94	0.01	0.0071%	1500	40674	40674	0.1917%
12.01.2015	14.01.2015	P	2000	104.82	0.01	0.0094%	2000	42674	42674	0.2012%
13.01.2015	15.01.2015	P	1354	102.57	0.01	0.0064%	1354	44028	44028	0.2075%
08.01.2015	08.01.2015	D	80	81.00	0.01	0.0014%	304	43724	43724	0.2061%
			224	0.00	0.01					
14.01.2015	14.01.2015	D	382	70.00	0.01	0.0064%	1352	42372	42372	0.1997%
			570	78.00	0.01					
			100	81.00	0.01					
			300	86.00	0.01					
14.01.2015	16.01.2015	P	329	102.48	0.01	0.0016%	329	42701	42701	0.2013%
15.01.2015	19.01.2015	P	2907	103.00	0.01	0.0137%	2907	45608	45608	0.2150%
18.03.2015	20.03.2015	P	600	118.10	0.01	0.0028%	600	46208	46208	0.2178%
19.03.2015	23.03.2015	P	600	117.86	0.01	0.0028%	600	46808	46808	0.2206%
20.03.2015	24.03.2015	P	2000	120.00	0.01	0.0094%	2000	48808	48808	0.2301%
23.03.2015	25.03.2015	P	2292	123.50	0.01	0.0108%	2292	51100	51100	0.2409%
24.03.2015	26.03.2015	P	2353	124.02	0.01	0.0111%	2353	53453	53453	0.2520%
25.03.2015	27.03.2015	P	2390	124.00	0.01	0.0113%	2390	55843	55843	0.2632%
26.03.2015	30.03.2015	P	244	123.77	0.01	0.0012%	244	56087	56087	0.2644%
27.03.2015	31.03.2015	P	3751	124.00	0.01	0.0177%	3751	59838	59838	0.2821%
30.03.2015	30.03.2015	D	1029	0.00	0.01	0.0049%	1029	58809	58809	0.2772%
30.03.2015	01.04.2015	P	19	121.45	0.01	0.0001%	19	58828	58828	0.2773%
31.03.2015	02.04.2015	P	3857	124.65	0.01	0.0182%	3857	62685	62685	0.2955%
01.04.2015	01.04.2015	D	1089	0.00	0.01	0.0523%	11089	51596	51596	0.2432%
			10000	24.00	0.01					
01.04.2015	07.04.2015	P	3817	123.80	0.01	0.0180%	3817	55413	55413	0.2612%
02.04.2015	02.04.2015	D	3034	0.00	0.01	0.0143%	3034	52379	52379	0.2469%
02.04.2015	08.04.2015	P	3837	124.00	0.01	0.0181%	3837	56216	56216	0.2650%
07.04.2015	09.04.2015	P	1470	123.78	0.01	0.0069%	1470	57686	57686	0.2719%
08.04.2015	10.04.2015	P	5127	123.80	0.01	0.0242%	5127	62813	62813	0.2961%
09.04.2015	09.04.2015	D	3120	0.00	0.01	0.0196%	4150	58663	58663	0.2765%
			880	70.00	0.01					
			150	81.00	0.01					
09.04.2015	13.04.2015	P	4100	125.00	0.01	0.0193%	4100	62763	62763	0.2959%
10.04.2015	10.04.2015	D	478	0.00	0.01	0.0023%	478	62285	62285	0.2936%
10.04.2015	14.04.2015	P	1273	125.30	0.01	0.0060%	1273	63558	63558	0.2996%
13.04.2015	13.04.2015	D	1120	70.00	0.01	0.0053%	1120	62438	62438	0.2943%
14.04.2015	16.04.2015	P	4000	123.95	0.01	0.0189%	4000	66438	66438	0.3132%

conclusion date	settlement date	purchase /disposal	number of purchased/ disposed shares	average purchase/ disposal price per share	nominal value of shares [EUR]	% of the share capital of the Company	number of votes at GSM	total number of shares	total number of votes at GSM	% of the total number of votes in the Company
15.04.2015	17.04.2015	P	4000	123.95	0.01	0.0189%	4000	70438	70438	0.3320%
16.04.2015	20.04.2015	P	4000	124.59	0.01	0.0189%	4000	74438	74438	0.3509%
17.04.2015	17.04.2015	D	291	0.00	0.01	0.2716%	57611	16827	16827	0.0793%
			560	48.40	0.01					
			20	70.00	0.01					
			180	78.00	0.01					
			110	81.00	0.01					
			56450	83.43	0.01					
21.04.2015	21.04.2015	D	407	0.00	0.01	0.0121%	2559	14268	14268	0.0673%
			442	70.00	0.01					
			450	78.00	0.01					
			260	81.00	0.01					
			1000	86.00	0.01					
22.04.2015	22.04.2015	D	280	70.00	0.01	0.0025%	520	13748	13748	0.0648%
			240	78.00	0.01					
23.04.2015	23.04.2015	D	1286	0.00	0.01	0.0061%	1286	12462	12462	0.0587%
12.05.2015	14.05.2015	P	5000	141.40	0.01	0.0236%	5000	17462	17462	0.0823%
13.05.2015	15.05.2015	P	5000	143.50	0.01	0.0236%	5000	22462	22462	0.1059%
14.05.2015	18.05.2015	P	6000	142.69	0.01	0.0283%	6000	28462	28462	0.1342%
15.05.2015	19.05.2015	P	6500	144.48	0.01	0.0306%	6500	34962	34962	0.1648%
18.05.2015	20.05.2015	P	5100	144.00	0.01	0.0240%	5100	40062	40062	0.1888%
19.05.2015	21.05.2015	P	5000	144.20	0.01	0.0236%	5000	45062	45062	0.2124%
20.05.2015	22.05.2015	P	5000	144.15	0.01	0.0236%	5000	50062	50062	0.2360%
21.05.2015	25.05.2015	P	5175	144.30	0.01	0.0244%	5175	55237	55237	0.2604%
22.05.2015	26.05.2015	P	5500	145.00	0.01	0.0259%	5500	60737	60737	0.2863%
25.05.2015	27.05.2015	P	611	144.30	0.01	0.0029%	611	61348	61348	0.2892%
26.05.2015	26.05.2015	D	9002	0.00	0.01	0.0424%	9002	52346	52346	0.2468%
26.05.2015	28.05.2015	P	5668	144.99	0.01	0.0267%	5668	58014	58014	0.2735%
27.05.2015	29.05.2015	P	350	147.50	0.01	0.0016%	350	58364	58364	0.2751%
28.05.2015	01.06.2015	P	6293	148.44	0.01	0.0297%	6293	64657	64657	0.3048%
29.05.2015	02.06.2015	P	5000	148.20	0.01	0.0236%	5000	69657	69657	0.3284%
01.06.2015	03.06.2015	P	5193	148.45	0.01	0.0245%	5193	74850	74850	0.3528%
02.06.2015	05.06.2015	P	5600	150.50	0.01	0.0264%	5600	80450	80450	0.3792%
03.06.2015	08.06.2015	P	5151	149.76	0.01	0.0243%	5151	85601	85601	0.4035%
05.06.2015	09.06.2015	P	5000	150.00	0.01	0.0236%	5000	90601	90601	0.4271%
05.06.2015	05.06.2015	D	280	70.00	0.01	0.0060%	1279	89322	89322	0.4211%
			80	81.00	0.01					
			80	81.82	0.01					
			839	0.00	0.01					
08.06.2015	10.06.2015	P	3696	146.52	0.01	0.0174%	3696	93018	93018	0.4385%
09.06.2015	11.06.2015	P	5000	149.45	0.01	0.0236%	5000	98018	98018	0.4620%
10.06.2015	12.06.2015	P	5000	149.45	0.01	0.0236%	5000	103018	103018	0.4856%
26.05.2015	26.05.2015	D	411	0.00	0.01	0.0019%	411	102605	102605	0.4837%
11.06.2015	15.06.2015	P	5500	144.67	0.01	0.0259%	5500	108 105	108105	0.5096%
12.06.2015	12.06.2015	D	500	47.60	0.01	0.0117%	2487	105 618	105618	0.4979%
			140	70.00	0.01					
			100	81.00	0.01					
			120	81.82	0.01					
			1627	0.00	0.01					
12.06.2015	16.06.2015	P	1000	143.40	0.01	0.0047%	1000	106 618	106 618	0.5026%
15.06.2015	17.06.2015	P	2 000	140.75	0.01	0.0094%	2000	108 618	108 618	0.5120%
16.06.2015	18.06.2015	P	5 000	144.00	0.01	0.0236%	5000	113 618	113 618	0.5356%
17.06.2015	19.06.2015	P	600	144.00	0.01	0.0028%	600	114 218	114 218	0.5384%
18.06.2015	22.06.2015	P	5 000	142.07	0.01	0.0236%	5000	119 218	119 218	0.5620%

conclusion date	settlement date	purchase /disposal	number of purchased/ disposed shares	average purchase/ disposal price per share	nominal value of shares [EUR]	% of the share capital of the Company	number of votes at GSM	total number of shares	total number of votes at GSM	% of the total number of votes in the Company
19.06.2015	23.06.2015	P	3 297	140.56	0.01	0.0155%	3297	122 515	122 515	0.5775%
22.06.2015	24.06.2015	P	224	143.95	0.01	0.0011%	224	122 739	122 739	0.5786%
22.06.2015	22.06.2015	D	200	70.00	0.01	0.0032%	669	122 070	122 070	0.5754%
			110	81.00	0.01					
			120	81.82	0.01					
			239	0.00	0.01					
23.06.2015	25.06.2015	P	3 000	148.15	0.01	0.0141%	3000	125 070	125 070	0.5896%
24.06.2015	26.06.2015	P	3 000	149.15	0.01	0.0141%	3000	128 070	128 070	0.6037%
25.06.2015	29.06.2015	P	3 006	148.00	0.01	0.0142%	3006	131 076	131 076	0.6179%
26.06.2015	30.06.2015	P	1 785	146.00	0.01	0.0084%	1785	132 861	132 861	0.6263%
29.06.2015	01.07.2015	P	3 145	146.00	0.01	0.0148%	3145	136 006	136 006	0.6411%
30.06.2015	02.07.2015	P	3 081	145.44	0.01	0.0145%	3081	139 087	139 087	0.6556%
01.07.2015	01.07.2015	D	1 100	47.60	0.01	0.0179%	3 790	135 297	135 297	0.6378%
			2 240	70.00	0.01					
			50	81.00	0.01					
			400	86.00	0.01					
02.07.2015	06.07.2015	P	2 867	148.35	0.01	0.0135%	2867	138 164	138 164	0.6513%
03.07.2015	07.07.2015	P	2 835	150.44	0.01	0.0134%	2835	140 999	140 999	0.6647%
06.07.2015	08.07.2015	P	415	146.93	0.01	0.0020%	415	141 414	141 414	0.6666%
07.07.2015	09.07.2015	P	3 000	147.79	0.01	0.0141%	3000	144 414	144 414	0.6808%
08.07.2015	10.07.2015	P	2 800	148.00	0.01	0.0132%	2800	147 214	147 214	0.6940%
09.07.2015	09.07.2015	D	171	0.00	0.01	0.0008%	171	147 043	147 043	0.6931%
09.07.2015	13.07.2015	P	1 992	145.50	0.01	0.0094%	1992	149 035	149 035	0.7025%
10.07.2015	10.07.2015	D	26 883	83.43	0.01	0.1267%	26883	122 152	122 152	0.5758%
10.07.2015	14.07.2015	P	87	149.76	0.01	0.0004%	87	122 239	122 239	0.5762%
24.08.2015	24.08.2015	D	1 978	0.00	0.01	0.0093%	1978	120 261	120 261	0.5669%
26.08.2015	26.08.2015	D	6 033	0.00	0.01	0.0284%	6033	114 228	114 228	0.5385%
27.08.2015	27.08.2015	D	22	0.00	0.01	0.0001%	22	114 206	114 206	0.5384%
28.08.2015	28.08.2015	D	7 382	0.00	0.01	0.0348%	7382	106 824	106 824	0.5036%
02.09.2015	02.09.2015	D	344	0.00	0.01	0.0016%	344	106 480	106 480	0.5019%
03.09.2015	03.09.2015	D	12 774	0.00	0.01	0.0621%	13 178	93 302	93302	0.4398%
			4	47.60	0.01					
			400	78.00	0.01					
08.09.2015	08.09.2015	D	240	70.00	0.01	0.0027%	568	92 734	92734	0.4371%
			240	81.00	0.01					
			88	81.82	0.01					
11.09.2015	11.09.2015	D	60	78.00	0.01	0.0029%	611	92 123	92123	0.4343%
			80	81.00	0.01					
			471	0.00	0.01					
14.09.2015	14.09.2015	D	3 306	0.00	0.01	0.0156%	3306	88 817	88 817	0.4187%
15.09.2015	15.09.2015	D	54	0.00	0.01	0.0003%	54	88 763	88 763	0.4184%
23.09.2015	23.09.2015	D	200	78.00	0.01	0.0009%	200	88 563	88 563	0.4175%
28.09.2015	28.09.2015	D	1272	0.00	0.01	0.0065%	1372	87 191	87 191	0.4110%
			100	81.00	0.01					
29.09.2015	29.09.2015	D	800	78.00	0.01	0.0098%	2 080	85 111	85 111	0.4012%
			120	81.00	0.01					
			60	81.82	0.01					
			1 100	86.00	0.01					
08.10.2015	12.10.2015	P	2 500	173.87	0.01	0.0118%	2500	87 611	87 611	0.4130%
09.10.2015	13.10.2015	P	2 500	175.98	0.01	0.0118%	2500	90 111	90 111	0.4248%
12.10.2015	14.10.2015	P	2 500	177.16	0.01	0.0118%	2500	92 611	92 611	0.4366%
13.10.2015	15.10.2015	P	2 300	177.23	0.01	0.0108%	2300	94 911	94 911	0.4474%
14.10.2015	16.10.2015	P	2 427	173.66	0.01	0.0114%	2427	97 338	97 338	0.4588%
15.10.2015	19.10.2015	P	2 000	173.70	0.01	0.0094%	2000	99 338	99 338	0.4683%

conclusion date	settlement date	purchase /disposal	number of purchased/ disposed shares	average purchase/ disposal price per share	nominal value of shares [EUR]	% of the share capital of the Company	number of votes at GSM	total number of shares	total number of votes at GSM	% of the total number of votes in the Company
16.10.2015	20.10.2015	P	1 000	175.08	0.01	0.0047%	1000	100 338	100 338	0.4730%
19.10.2015	21.10.2015	P	2 650	176.30	0.01	0.0125%	2650	102 988	102 988	0.4855%
20.10.2015	22.10.2015	P	1 409	177.04	0.01	0.0066%	1409	104 397	104 397	0.4921%
22.10.2015	22.10.2015	D	282	0.00	0.01	0.0013%	282	104 115	104 115	0.4908%
22.10.2015	26.10.2015	P	737	179.26	0.01	0.0035%	737	104 852	104 852	0.4943%
06.11.2015	10.11.2015	P	1 210	180.86	0.01	0.0057%	1210	106 062	106 062	0.5000%
09.11.2015	12.11.2015	P	2 300	183.33	0.01	0.0108%	2300	108 362	108 362	0.5108%
10.11.2015	13.11.2015	P	1 746	186.76	0.01	0.0082%	1746	110 108	110 108	0.5190%
12.11.2015	16.11.2015	P	2 200	187.81	0.01	0.0104%	2200	112 308	112 308	0.5294%
13.11.2015	17.11.2015	P	4 000	192.41	0.01	0.0189%	4000	116 308	116 308	0.5483%
16.11.2015	18.11.2015	P	4 100	191.00	0.01	0.0193%	4100	120 408	120 408	0.5676%
17.11.2015	19.11.2015	P	3 700	188.20	0.01	0.0174%	3700	124 108	124 108	0.5850%
18.11.2015	20.11.2015	P	4 000	189.22	0.01	0.0189%	4000	128 108	128 108	0.6039%
19.11.2015	23.11.2015	P	4 000	187.79	0.01	0.0189%	4000	132 108	132 108	0.6227%
20.11.2015	24.11.2015	P	3 304	189.97	0.01	0.0156%	3304	135 412	135 412	0.6383%
23.11.2015	25.11.2015	P	4 252	193.78	0.01	0.0200%	4252	139 664	139 664	0.6584%
24.11.2015	26.11.2015	P	4 064	193.81	0.01	0.0192%	4064	143 728	143 728	0.6775%
25.11.2015	27.11.2015	P	1 684	192.15	0.01	0.0079%	1684	145 412	145 412	0.6855%
26.11.2015	30.11.2015	P	4 250	192.42	0.01	0.0200%	4250	149 662	149 662	0.7055%
27.11.2015	01.12.2015	P	5 000	192.94	0.01	0.0236%	5000	154 662	154 662	0.7291%
30.11.2015	02.12.2015	P	6 000	197.54	0.01	0.0283%	6000	160 662	160 662	0.7573%
01.12.2015	03.12.2015	P	1 250	199.86	0.01	0.0059%	1250	161 912	161 912	0.7632%
03.12.2015	07.12.2015	P	5 000	198.03	0.01	0.0236%	5000	166 912	166 912	0.7868%
04.12.2015	08.12.2015	P	4 581	196.50	0.01	0.0216%	4581	171 493	171 493	0.8084%
07.12.2015	09.12.2015	P	4 156	195.99	0.01	0.0196%	4156	175 649	175 649	0.8280%
08.12.2015	08.12.2015	D	36 529	0.00	0.01	0.2198%	46 628	129 021	129 021	0.6082%
			10 099	83.43	0.01					
08.12.2015	10.12.2015	P	3 263	195.88	0.01	0.0154%	3263	132 284	132 284	0.6236%
10.12.2015	14.12.2015	P	3 691	190.76	0.01	0.0174%	3691	135 975	135 975	0.6410%
11.12.2015	15.12.2015	P	3 500	190.79	0.01	0.0165%	3500	139 475	139 475	0.6575%
14.12.2015	14.12.2015	D	24 698	0.00	0.01	0.1164%	24 698	114 777	114 777	0.5410%
14.12.2015	16.12.2015	P	3 000	188.90	0.01	0.0141%	3000	117 777	117 777	0.5552%
18.12.2015	18.12.2015	D	160	81.00	0.01	0.0015%	310	117 467	117 467	0.5537%
			150	81.82	0.01					
22.12.2015	22.12.2015	D	3 418	0.00	0.01	0.0161%	3 418	114 049	114 049	0.5376%
23.12.2015	23.12.2015	D	168	0.00	0.01	0.0008%	168	113 881	113 881	0.5368%
07.01.2016	07.01.2016	D	903	0.00	0.01	0.0070%	1 493	112 388	112 388	0.5298%
			90	47.60	0.01					
			200	70.00	0.01					
			300	78.00	0.01					
08.01.2016	08.01.2016	D	439	0.00	0.01	0.0197%	4 169	108 219	108 219	0.5101%
			2 110	70.00	0.01					
			460	78.00	0.01					
			930	81.00	0.01					
			230	81.82	0.01					

In the period between January 1st, 2015 and the day of publication of this report AmRest purchased a total of 319 475 own shares for a total price of PLN 49 571 585.62. During the same period, the Company disposed a total of 248 605 own shares to entitled participants of the stock options plans.

Other information on shareholding

The Management Board of AmRest is not in possession of the information concerning holders of securities giving special rights of control in relation to the Company.

Appendix No. 2: The functioning of the general meeting, its basic entitlements, the rights of shareholders and the manner of exercising these rights and entitlements

The functioning of the general meeting, its basic entitlements, the rights of shareholders and the manner of exercising these rights and entitlements, in particular the rules stipulated in the GM regulations, are described in detail in the Company's Statute and the Regulations of AmRest General Shareholders Meeting. Both documents are available at the Company's website.

Appendix No. 3: Description of amendments to the Articles of Association of the Issuer

Amendments' to the Statutes of the issuer require a resolution of the General Meeting adopted by three-fourths majority. Legal basis: Art. 415 § 1 and 430 § 1 of the Commercial Companies Code, in connection with art. 9 and art. 53 Council Regulation (EC) No 2157/2001 of 8 October 2001 on the Statute for a European Company (SE).

Appendix No 4: Principles concerning appointment and dismissal of managers

Principles concerning appointment and dismissal of managers and their entitlements are regulated in the Company's Statute.

Pursuant to §7 section 3 of the Statute of AmRest, Members of the Management Board are appointed by the Supervisory Board.

The entitlements of the Management Board to take the decision on issue of shares are also described in §4 of the Statute of the Company:

- *The Management Board may issue shares in exchange for cash or in-kind contributions.*
- *The increase of share capital within the boundaries of authorized capital shall be carried only for the purposes of the exercise of stock options granted under any incentive management stock option plan to employees, including members of the Management Board of the Company or its subsidiaries, previously approved by the General Meeting or the Supervisory Board before June 1, 2010. Resolutions of the Management Board on the setting of issue price, or issuing the shares in exchange for contribution in kind do not require the consent of the Supervisory Board.*
- *Within the boundaries of the authorised share capital, the Management Board shall be authorised to deprive, whether in full or in part, of the pre-emptive right to shares upon the consent of the Supervisory Board. The consent referred to in the first sentence shall be given in a resolution adopted by a majority of four fifths of the votes of the Supervisory Board members.*

Appendix No. 5: Changes in the basic principles of the issuer's and its capital group's management

In 2015 there were no changes in the basic principles of AmRest Group management.

Appendix No. 6: Remuneration of Management and Supervisory Board Members

TABLE 4. REMUNERATION OF THE SUPERVISORY BOARD MEMBERS FOR 2015

Member of the Supervisory Board	Period of serving in the Supervisory Board	Remuneration for sitting on the Supervisory Board	Income from other contracts	Other benefits	Total income for the 12 months ended 31 December 2015
Raimondo Eggink	1.01 - 31.12.15	94 091	-	-	94 091
Henry McGovern	1.01 - 31.12.15	188 000	3 151 796	-	3 339 796
José Parés Gutiérrez ^[1]	21.09 - 31.12.15	-	-	-	-
Luis Miguel Álvarez ^[1]	21.09 - 31.12.15	-	-	-	-
Steven Kent Winegar Clark	20.10 - 31.12.15	-	-	69 732	69 732
Krzysztof A. Rozen	21.09 - 31.12.15	37 000	-	-	37 000
Zofia Dzik	21.09 - 31.12.15	37 000	-	-	37 000
Łukasz Rozdeiczek-Kryszkowski	20.10 - 31.12.15	19 864	-	-	19 864
Amr Kromfol ^[1]	1.01 - 18.08.15	-	-	-	-
Joseph P. Landy ^[1]	1.01 - 18.08.15	-	-	-	-
Per Steen Breimyr	1.01 - 12.08.15	56 000	-	-	56 000
Peter A. Bassi	1.01 - 12.08.15	233 800	-	-	233 800
Bradley D. Blum	1.01 - 21.09.15	178 493	-	-	178 493
Razem		844 284	3 151 796	69 733	4 065 778

^[1] Voluntary resignation from the remuneration

TABLE 5. REMUNERATION OF THE MANAGEMENT BOARD MEMBERS FOR 2015

Management Board Member	Period of serving in the Management Board in 2015	Remuneration	Annual bonus, sector rewards	Income earned in subsidiaries and associates	Benefits, other income	Total income for 2015
Wojciech Mroczyński	1.01 - 31.12.15	1 040 548	260 137	1 300 685	15 465	1 316 149
Mark Chandler	1.01 - 31.12.15	1 402 477	350 619	1 753 097	10 668	1 763 765
Drew O'Malley	1.01 - 31.12.15	989 583	247 396	1 236 979	26 316	1 263 295
Jacek Trybuchowski	1.01 - 31.12.15	942 525	117 816	1 060 341	19 673	1 080 013
Oksana Staniszevska ^[1]	8.12 -31-12.15	53 000	10 600	63 600	12 720	76 320
Olgiard Danielewicz ^[1]	8.12 -31-12.15	45 000	9 000	54 000	932	54 932
Razem		4 473 133	995 568	5 468 701	85 773	5 554 473

* Remuneration for the period of service at the Management Board

Changes in the number of options for AmRest shares owned by members of management and supervisory bodies of AmRest in 2015, based on the Company's information are presented below.

TABLE 6. NUMBER OF OPTIONS FOR AMREST SHARES OWNED BY MEMBERS OF THE COMPANY MANAGEMENT AND SUPERVISORY BODIES IN 2015

Name and surname	Function*	Number of share options as at 31/12/2014	Number of share options granted in 2015	Number of share options executed in 2015	Number of share options as at 31/12/2015	Number of vested options	Fair value of all options at the grant date (PLN'000)
Henry McGovern	S	320 000	-	93 334	226 666	143 332	7 537
Wojciech Mroczyński	M	130 250	-	56 917	73 333	36 667	2 286
Mark Chandler	M	127 000	-	47 000	80 000	40 000	1 886
Drew O'Malley	M	156 500	-	63 166	93 334	46 667	2 360
Jacek Trybuchowski	M	168 850	-	62 184	106 666	53 332	2 802
Oksana Staniszevska	M	3 920	3 500	-	7 420	-	591
Olgiard Danielewicz	M	40 450	10 000	-	50 450	32 117	2 715

* (M) member of management body, (S) member of the supervisory body

For more information on the option scheme see Note 19 to the consolidated financial statements.

Appendix No. 7: The Audit Committee of AmRest – its functioning, composition and changes that occurred during the last financial year

In 2015 there were following changes in the composition of the Audit Committee:

On August 12th, 2015 the Extraordinary General Meeting of AmRest adopted a resolution revoking Mr. Per Steen Breimyr from the Supervisory Board and thus the Audit Committee.

On August 18th, 2015 Mr. Amr Kronfol resigned from the position of the Supervisory Board member and thus the Audit Committee member.

On September 29th, 2015 the Supervisory Board appointed three members of the Supervisory Board - Mr. Steven Kent Winegar Clark, Mr. Raimondo Eggink and Mrs. Zofia Dzik as members of the Audit Committee.

On December 8th, 2015 the Supervisory Board appointed a member of the Supervisory Board, Mr. Łukasz Rozdeicz-Kryszkowski as a member of the Audit Committee.

At the end of 2015, the Audit Committee comprised the following members of AmRest Supervisory Board:

- Steven Kent Winegar Clark
- Raimondo Eggink
- Zofia Dzik
- Łukasz Rozdeicz-Kryszkowski

As at the date of publication of this report, the above list reflects the current composition of the Audit Committee of AmRest.

The Audit Committee's tasks:

The Audit Committee's tasks are advising the Supervisory Board on matters regarding the proper implementation of the principles of budget and financial reporting and the Company's and its Capital Group internal audit (within the meaning of the provisions on accounting) as well as cooperation with the Company's authorized auditors. In particular, the Audit Committee's tasks are the following:

(A) monitoring the work of the Company's authorized auditors as well as giving to the Supervisory Board recommendations on the selection and remuneration of authorized auditors;

(B) discussing, before the beginning of each annual financial statement audit, with the Company's authorized auditors the nature and scope of the audit as well as monitoring the coordination of work between the Company's authorized auditors;

(C) reviewing the Company's periodic and annual financial statements (stand alone and consolidated), in particular concentrating attention on the following:

- any changes in booking standards, principles and practices;
- main issues being reviewed;
- substantial adjustments resulting from the audit;
- statements on continuation of operation;
- accuracy with the binding law on book keeping;

(D) discussing any problems or reservations which may arise from the audit of financial statements;

(E) analyzing the Company's authorized auditor's letters to the Management Board, analyzing the independence and objectivity of the accomplished audit and the Management Board responses;

(F) reviewing management accountancy systems;

- (G) reviewing the AmRest's capital group annual report and internal audit system, including the mechanics of financial, operational, managerial checks, checks on compliance with regulations, and risk assessment;
- (H) analyzing the internal auditors' reports and internal analysts' main observations, the Management Board responses to these observations; checking the internal auditors' level of independence and giving opinions on the Management Board's plans regarding the employment and dismissal of the head of the internal audit department;
- (I) annual review of the internal audit schedule, internal and external auditors work coordination, and inspection of the internal auditors' work conditions;
- (J) cooperation with the Company's departments, responsible for audit and checking, as well as periodic assessment of their work;
- (K) consideration of any other matters regarding the Company's audit, highlighted by the committee or the Supervisory Board;
- (L) informing the Supervisory Board of any significant issues regarding the activities of the Audit Committee.

Appendix No. 8: Information on the control system for employee share programmes

Employee share option plan 1

Until 27 April 2005, the AmRest Group had a Share in Profits Scheme in place under which the entitled employees received units with a value constituting a multiple of the profit for a given financial year, adjusted for factors regulated by the Scheme's rules. In accordance with the Scheme's rules, on completing the process of admitting the shares of AmRest Holdings SE to public trading on the Warsaw Stock Exchange, the Company was obliged to pay out to its employees the amount of the units vested as at the date of admitting its shares to public trading.

The Share in Profits Scheme was dissolved as of 27 April 2005. Some of the issued units which were already payable as at 27 April 2005 were settled by the Company. The liabilities arising from the remaining issued units which were not yet payable and units which were already payable but not yet settled as at that date – were taken over by the Company's shareholder ARC and were settled in full by that entity in 2012.

Employee share option plan 2

In April 2005, the Company announced the rules of the Stock Option Plan to its employees. The scheme enabled the employees of the AmRest Group to purchase shares in AmRest Holdings SE. The total number of shares to which options could be issued was determined by the Management Board. However, it could not exceed 3% of all the shares in trading. Additionally, in accordance with the provisions of the Option Plan, the circle of employees entitled to participate in the Option Plan, the number of granted options and the dates of granting them were subject to approval by the Management Board. The options' execution price was equal to the market price of the Company's shares as of the date of granting the options, and the vesting period was from 3 to 5 years. The options could be executed within 10 years from the date of their being granted.

In January 2010, the Supervisory Board of the Group's parent passed a resolution confirming and systematizing the total number of shares to which options could be issued, in an amount that could not exceed 3% of all the shares in trading.

In June 2011, the Supervisory Board of the Group's parent passed a resolution amending the previous provisions concerning the number of shares transferred for potential purchase by employees through the execution of options. The number was limited to 100,000 a year.

In November 2014, Supervisory Board of Group parent entity approved and changed wording of regulations by adding net cash settlement of option value.

Employee share option plan 3

In December 2011, the Group introduced another employee share option plan (Management Incentive Plan, MIP) settled with shares, having a selected group of employees in mind. The total number of shares to which the options can be issued is determined by the Management Board. However it cannot exceed 1,041,000 shares. In accordance with the MIP's provisions, the Supervisory Board, at the request of the Management Board, has the right to specify, apart from other issues, which employees shall be entitled to participate in the MIP, and the number of options awarded and the date of their being awarded. The options' execution price shall in principle be equal to the market price of the Company's shares as of the date preceding the date of granting the options, and the vesting period shall be 3 years. The options' execution price will increase annually by 11%.

The Management Incentive Plan was approved by the Company's Management Board and the General Shareholders' Meeting.

The above-mentioned plans are incentive schemes and are addressed solely to the employees and management of the AmRest Group companies.

Detailed information on the valuations and accounting treatment of the above-mentioned schemes is provided in Note 19 to the consolidated financial statements.

Appendix No. 9: Composition of the Holding

The current composition of the AmRest Group is presented in Note 1a to the Consolidated Annual Financial Statements as at and for the year ended December 31st, 2015. The changes in the composition of the Group during the said period are presented below.

On January 1st, 2015 Olbea s.r.o. was merged with AmRest Coffee s.r.o.

On January 30th, 2015 AmRest Holdings SE increased amount of shares held in Blue Horizon Hospitality Group PTE Ltd to 62,95% (previously 60,18%).

On of March 6th, 2015 AmRest Services Sp. z o.o. was liquidated. On this day company was removed from national register of entrepreneurs.

On June 9th, 2015 the Maltese branches of La Tagliatella Financing Kft. and La Tagliatella International Kft. had been liquidated.

On of June 24th, 2015 AmRest Sp. z o.o. acquired 100% of shares in S.C. Marinopoulos Coffee Company III S.r.l. On June 30th, 2015 name of acquired company was changed and registered as AmRest Coffee S.r.l.

On June 24th, 2015 AmRest Sp. z o.o. acquired 100% of shares in Marinopoulos Coffee Company Bulgaria EOOD. On July 6th, 2015 name of acquired company was changed and registered as AmRest Coffee EOOD.

On July 13th, 2015 AmRest Holdings SE decreased amount of shares held in Blue Horizon Hospitality Group PTE Ltd to 62,33% (previously 62,95%).

On July 21st, 2015 the American branches of La Tagliatella Financing Kft. and La Tagliatella International Kft. had been liquidated.

On July 29th, 2015 La Tagliatella LLC was dissolved.

On October 20th, 2015 La Tagliatella Seneca Meadows LLC has been dissolved, on October 21st, 2015 La Tagliatella The Promenade LLC has been dissolved.

On November 30th, 2015 AmRest Holdings SE increased amount of shares held in AmRest HK Ltd to 100% (previously 83%). AmRest Holdings SE is sole owner of AmRest HK Ltd.

On December 15th, 2015 AmRest SK s.r.o. was registered.

AmRest Holdings SE has its seat in Wroclaw, Poland. Currently, the restaurants run by the Group are located in Poland, the Czech Republic, Hungary, Russia, Romania, Serbia, Bulgaria, Croatia, Spain, France, Germany, China and the United States.

Appendix No. 10: Loans and borrowings

The summary of all loans granted to related entities in 2015 is presented in the table below.

TABLE 7. LOANS GRANTED TO RELATED ENTITIES IN 2015

Lender	Borrower	Agreement date	Final repayment date	Loan amount [k]	Loan currency	Reference rate	Margin
AmRest Holdings SE	BHHG	23.03.2015	23.03.2016	844	USD	N/A	5.5%
AmRest Capital Zrt	AmRest TAG S.L.U	03.07.2015*	10.07.2020	2 000	EUR	3M EURIBOR	5.5%
AmRest Capital Zrt	AmRest TAG S.L.U	18.11.2015*	10.07.2020	4 150	EUR	3M EURIBOR	5.5%
AmRestag S.L.U	Restauravia Food	27.02.2015*	15.01.2019	400	EUR	3M EURIBOR	5.5%
AmRestag S.L.U	Restauravia Food	30.06.2015*	15.01.2019	800	EUR	3M EURIBOR	5.5%
AmRestag S.L.U	Restauravia Food	14.12.2015*	15.01.2019	1 000	EUR	3M EURIBOR	5.5%
AmRestag S.L.U	Restauravia Food	18.12.2015*	15.01.2019	1 800	EUR	3M EURIBOR	5.5%
AmRestag S.L.U	Pastificio Service S.L.U.	30.06.2015*	15.01.2019	1 200	EUR	3M EURIBOR	5.5%
AmRest Sp. z o.o.	AmRest Coffee S.r.l.	16.07.2015*	15.07.2017	2 500	RON	N/A	4.0%
AmRest Sp. z o.o.	AmRest Coffee S.r.l.	16.07.2015*	15.07.2017	650	EUR	3M EURIBOR	2.7%

* revolving loan

No agreements on loans or borrowings were terminated in 2015.

TABLE 8. LOANS BETWEEN RELATED ENTITIES

Lender	Borrower	Loan currency	Contract value of loans granted [PLN'000]*	Value of loans as at 31/12/2015 [PLN'000]**
AmRest Kft	OOO AmRest	RUB	45 466	27 085
AmRest Capital ZRT	Spanish companies	EUR	554 469	552 414
AmRest Capital ZRT	OOO AmRest	EUR	73 255	73 255
AmRest Finance ZRT	AmRest Sp. z o.o.	PLN	525 735	530 453
AmRest Holdings SE	Blue Horizon Hospitality Group	USD	6 457	8 019
AmRest Holdings SE	AmRest Sp. z o.o.	PLN	174 200	174 200
Loans granted as part of the Spanish companies		EUR	124 649	133 678

* Translated using the NBP rate as of 31/12/2015

** Including interest accrued by 31/12/2015

Appendix No. 11: Guarantees and warranties

The status of the guarantees offered by the Group as at December 31, 2015 is summarized in the table below.

TABLE 9. GUARANTEES OFFERED BY THE GROUP AS AT DECEMBER 31, 2015

	Guarantee site	Guarantee mechanism	Maximum amount
Warranty of the lease restaurant in USA	AmRest Holdings SE warrants AmRest LLC to GLL Perimeter Place, L.P.	Rent payment due, future charges to the end of the contract, incurred cost and accrued interest	According to the guarantee mechanism
Warranty of the lease restaurant in Germany	AmRest Holdings SE warrants AmRest GmbH to Berliner Immobilien Gesellschaft GbR	Rent payment due, future charges to the end of the contract, incurred cost and accrued interest	According to the guarantee mechanism

With respect to the above agreement in the United States, negotiations with the owners are underway.

Appendix No. 12: Court, arbitration or administrative proceedings

As at December 31, 2015 or at the date of publication of this report no court, arbitration or administrative proceedings concerning liabilities and receivables, whose single or aggregate value exceeds 10% of the Company's equity, were pending against the Company.

Appendix No. 13: Statement of compliance with the Code of Best Practices for WSE Listed Companies

AmRest Holdings SE, whose shares are listed on the Warsaw Stock Exchange, made every effort to apply the principles of corporate governance stipulated in the document “Code of Best Practice for WSE Listed Companies”.

Referring to the Principles adopted by Resolution No. 19/1307/2012 of the Warsaw Stock Exchange Supervisory Board dated 21 November 2012 (effective until December 31st, 2015), The Management Board of the Company informs that it applies most of the recommended Best Practices. The list of practices not applied, together with justifications, is presented below.

The Company does not apply the following practices: No I.5, I.12, II.1.6, II.1.12 and IV.10.

Practice No I.5 The company should have a remuneration policy in place, as well as rules for defining the policy. The remuneration policy should in particular define the form, structure and level of remuneration of members of supervisory and management bodies. Commission Recommendation of 14 December 2004 fostering an appropriate regime for the remuneration of directors of listed companies (2004/913/EC) and Commission Recommendation of 30 April 2009 complementing that Recommendation (2009/385/EC) should apply in defining the remuneration.

In the Issuer’s enterprise, the level of remuneration of the Management Board is determined by the Company’s Supervisory Board, and the level of remuneration of the Supervisory Board is determined by the General Meeting. It was left in the competence of the statutory bodies to determine the remunerations of the members of the Company’s bodies. On 17 December 2010 the Supervisory Board adopted resolution on appointing a Remuneration Committee. However, the remuneration policy has not been developed yet.

Practice I.12 The company should enable the shareholders to exercise their voting right in person or through a proxy during the general meeting outside the location of the general meeting with the use of electronic communication.

and

Practice IV.10 The Company should enable its shareholders to participate in the general meeting using electronic means of communication in the following manner:

- 1) real-time transmission of the general meeting,*
- 2) two-way real-time communication which allows the shareholders to speak during the general meeting while being present at a location other than the location of the meeting.*

AmRest has not yet implemented the functionality of two-way real-time communication, which allows the shareholders to remotely participate in the general meeting.

The Company decided that voting via the Internet involves too many technological, legal and image risk elements, such as:

- Difficulties in certifying the identity of the shareholders
- Technological barriers, e.g. overload of Internet connection and delays in the transmission of image, which may negatively impact the dynamics of the discussion at the meeting, and even cause breaks in the sessions, which in turn can lead to an allegation of breaching the rights of the shareholders who came to the GSM in person, reserving an adequate amount of time for it.

- The responsibility of the Issuer for a potential break of connection with the General Meeting (also such which results from a lack of equipment ensuring fast, stable Internet connection at the part of the shareholder) and the risk of a reputation loss related with it in the case when a shareholder is unable to participate in the GM and exercise the voting right. A break of Internet connection and the inability of a shareholder to vote may result in not adopting a resolution during the meeting or a later claim against it.

The company has not until now received any propositions regarding a need to introduce remote participation in the vote from its shareholders.

The Issuer enables the shareholders to use the institution of proxies at the General Meeting of the Company. The proxies receive voting instructions from individual shareholders.

The company has not decided to make the recommended direct transmissions from the sessions of the General Meetings, but it recorded the course of the sessions. The video recording was promptly publicized on the website and is available in the bookmark Investor Relations/General Meeting. The company does not exclude the possibility that it will apply this practice in the future.

Practice No. II.1.6 The Company maintains a corporate website and presents there (...) annual Supervisory Board reports, including information on the work of its committees and the assessment of the work of the Supervisory Board, the internal audit system and the material risk management system.

The Supervisory Board of AmRest does not prepare reports describing the Board's activities during a financial year. The Supervisory Board report deals with the Company's financial situation only and is published in the form of a current report immediately before the date of the General Shareholders' Meeting. In the opinion of the Supervisory Board of AmRest, the current scale of the Company's operations does not justify preparing such reports. The decision to prepare of such a report will be considered when justified by the scale of the Company's operations.

Practice No II.1.12 A company should operate a corporate website and publish on it (...) where the company has introduced an employee incentive scheme based on shares or similar instruments – information about the projected cost to be incurred by the company in connection with the introduction of the scheme.

Information on the costs incurred by AmRest in connection with the employee option scheme is not presented separately on the Company's website. However, such information is presented each time in Note 19 to the Company's Financial Statement (annual report) and in the statement of changes in equity (quarterly reports).

The document "Code of Best Practice for WSE Listed Companies" is available on the official website of the Warsaw Stock Exchange devoted to the corporate governance of listed companies (www.corp-gov.gpw.pl, in "Regulations" tab).

Statement of AmRest's compliance with the Code of Best Practices for WSE Listed Companies 2016, effective from January 1st, 2016, is available on the Company website (section "Investors", tab "Corporate Governance").

Appendix No. 14: Financial results for the fourth quarter of 2015

TABLE 10. CONSOLIDATED FINANCIAL RESULTS FOR THE FOURTH QUARTER OF 2015*

PLN '000	3 months ended 31/12/2015	3 months ended 31/12/2014
Continued operations		
Revenue from restaurant operations	857 199	750 754
Revenue from franchising and other activities	60 675	48 838
Total revenue	917 874	799 592
Direct costs of restaurant operations:		
Food product costs	(267 042)	(236 064)
Salaries and wages and related employee benefits	(183 941)	(162 458)
Costs of licence (franchise) fees	(42 214)	(36 764)
Rental costs and other operating expenses	(266 422)	(239 593)
Total costs of franchising and other activities	(38 602)	(34 110)
General and administrative expenses	(83 674)	(54 178)
Revaluation of assets	(13 207)	(33 876)
Other operating income	16 124	6 507
Total operating costs and expenses	(878 978)	(790 536)
Operating profit	38 896	9 056
Financial expenses	(11 016)	(12 434)
Financial income	7 248	2 690
Share in profit (loss) of associates	414	81
Profit before income tax	35 542	(607)
Income tax	3 142	3 407
Profit (loss) from continued operations	38 684	2 800
Net profit	38 684	2 800
Net profit /(loss) attributable to		
Minority interest	(3 213)	(4 321)
Equity holders of the parent	41 897	7 121
Net profit	38 684	2 800
Basic earnings per share in PLN	1,97	0,34
Diluted earnings per share in PLN	1,97	0,36
<u>Continued operations</u>		
Basic earnings per share in PLN	1,97	0,34
Diluted earnings per share in PLN	1,97	0,36
<u>Discontinued operations</u>		
Basic earnings per share in PLN	-	-
Diluted earnings per share in PLN	-	-

* Data have not been audited

TABLE 11. RECONCILIATION OF ADJUSTED NET PROFIT AND EBITDA IN THE FOURTH QUARTER 2015 AND 2014*

	12 months ended December 31, 2015	% of sales	3 months ended December 31, 2015	% of sales	12 months ended December 31, 2014	% of sales	3 months ended December 31, 2014	% of sales	Q4oQ4 change (YTD)	% of change	Q4oQ4 change	% of change
in thousands of PLN												
Restaurant sales	3 123 773	93.6%	857 199	93.4%	2 770 529	93.8%	750 754	93.9%	353 244	12.8%	106 445	14.2%
Franchise and other sales	214 967	6.4%	60 675	6.6%	182 122	6.2%	48 838	6.1%	32 845	18.0%	11 837	24.2%
Total sales	3 338 740		917 874		2 952 651		799 592		386 089		118 282	
Profit/(loss) for the period	157 339	4.7%	38 684	4.2%	46 070	1.6%	2 800	0.4%	111 269	241.5%	35 884	1281.6%
+ Finance costs	43 694	1.3%	11 016	1.2%	50 688	1.7%	12 434	1.6%	-6 994	-13.8%	-1 418	-11.4%
- Finance income	-9 646	-0.3%	-7 248	-0.8%	-5 929	-0.2%	-2 690	-0.3%	-3 717	62.7%	-4 558	169.4%
- Income from associates	-588	0.0%	-414	0.0%	-195	0.0%	-81	0.0%	-393	201.5%	-333	411.1%
+ Income tax expense	4 944	0.1%	-3 142	-0.3%	19 261	0.7%	-3 407	-0.4%	-14 317	-74.3%	265	-7.8%
+ Depreciation and Amortisation	223 881	6.7%	63 248	6.9%	206 065	7.0%	57 933	7.2%	17 816	8.6%	5 315	9.2%
+ Impairment losses	16 848	0.5%	13 207	1.4%	40 414	1.4%	33 876	4.2%	-23 566	-58.3%	-20 669	-61.0%
EBITDA	436 472	13.1%	115 351	12.6%	356 374	12.1%	100 865	12.6%	80 098	22.5%	14 486	14.4%
+ Start-up expenses ^[1]	17 802	0.5%	6 266	0.7%	25 607	0.9%	8 858	1.1%	-7 805	-30.5%	-2 592	-29.3%
+ M&A related expenses ^[2]	719	0.0%	0	0.0%	0	0.0%	0	0.0%	719	n/a	-	n/a
+ / - Effect of SOP exercise method modification ^[3]	17 481	0.5%	7 901	0.9%	0	0.0%	0	0.0%	17 481	4.5%	7 901	6.7%
+ / - Indirect taxes adjustments ^[4]	-5 579	-0.2%	-8 396	-0.9%	0	0.0%	0	0.0%	-5 579	n/a	-8 396	n/a
EBITDA skorygowana	466 895	14.0%	121 122	13.2%	381 981	12.9%	109 723	13.7%	84 914	22.2%	11 399	10.4%

^[1] Start-Up expenses – all material operating expenses incurred in connection with new stores opening prior the opening.

^[2] M&A expenses – all material expenses connected with successful acquisition covering professional services (legal, financial, other) directly connected with transaction.

^[3] Effect of SOP exercise method modification – is a difference in accounting cost of employee benefits accounted under cash settled versus equity settled option plan.

^[4] Indirect taxes – all material adjustments for indirect taxes reported in given period but concerning prior reporting periods resulting from tax fillings adjustments. Indirect taxes are mainly VAT, land tax and other EBITDA level taxes.

* Data have not been audited