



Polish Financial Supervision Authority

Komisja Nadzoru Finansowego

Pl. Powstańców Warszawy 1

00-950 Warszawa

Current report No: **27/2008**

Date: **2007-12-06**

Company: **HELIO S.A.**

Title: **Draft resolutions for Ordinary General Meeting**

Legal basis: Art. 56 item 1 point 2 of Act on Public Offering dated July 29th 2005

The report:

The Management Board of HELIO S.A. hereby presents the resolutions to be voted at the Ordinary General Meeting of the Company convened for December 17, 2007.

Signed:

Justyna Wąsowicz

Vice-President of the Management Board

The resolutions to be voted at the Ordinary General Meeting of shareholders of HELIO S.A. on 17 December 2007

Regulation No. 1/12/2007

of the Ordinary General Meeting of Shareholders
of 17 December 2007
on appointing the Chairman of the General Meeting

The Ordinary General Meeting of Shareholders of HELIO S.A. hereby appoints _____ as the Chairman of the General Meeting

Regulation No. 2/12/2007

of the Ordinary General Meeting of Shareholders
of 17 December 2007
in regard to appointing the Scrutiny Commission

The Ordinary General Meeting of Shareholders of HELIO S.A. hereby appoints the Scrutiny Commission in the following personal composition:

- 1) _____,
- 2) _____.

Regulation No. 3/12/2007

of the Ordinary General Meeting of Shareholders
of 17 December 2007
in regard to approving the agenda for the meeting

The Ordinary General Meeting of Shareholders of HELIO S.A. hereby approves the agenda for the meeting proposed by the Chairman of the Meeting and announced in the Court and Economic Monitor No. 226/2007 of 21 November 2007, proposal No. 14480.

Regulation No. 4/12/2007

of the Ordinary General Meeting of Shareholders
of 17 December 2007
in regard to the approval of the financial statement of the Company for the period from 25 August 2006 (the date of transformation into a joint stock company) to 30 June 2007 (the end of the business year)

§ 1

Pursuant to Article 395 § 2 pt. 1 of the Polish Commercial Companies Code and Article 53 of the Accounting Act, The Ordinary General Meeting of Shareholders of HELIO S.A. hereby approves the financial statement of the Company for the period from 25 August 2006 (transformation into a joint stock company) to 30 June 2007 (the end of the business year) comprising of:
- introduction to the financial statement;

- balance sheet as of 30 June 2007 with total assets and liabilities amounting to PLN 23,810,436.54 (in words: twenty-three million eight hundred and ten thousand four hundred and thirty six zlotys and fifty-four groszy);
- profit and loss account for the business year from 25 August 2006 to 30 June 2007, showing a net profit amounting to PLN 2,497,503.02 (in words: two million four hundred and ninety-seven thousand five hundred and three zlotys and two groszy);
- summary of changes in equity in the business year from 25 August 2006 to 30 June 2007, showing an increase in the equity amounting to PLN 12,858,917.27 (in words: twelve million eight hundred and fifty eight thousand nine hundred and seventeen zlotys and twenty-seven groszy);
- cash flow account in the business year from 25 August 2006 to 30 June 2007, showing an increase in cash level in the amount of PLN 6,485,568.72 (in words: six million four hundred eighty five thousands five hundred sixty eight zlotys and seventy two groszy);
- additional information along with an opinion of an expert auditor and a complementary report to the opinion of the audit of the financial statement.

§2

This resolution shall come into force on the day it has been passed.

Regulation No. 5/12/2007

of the Ordinary General Meeting of Shareholders
of 17 December 2007

in regard to approval of the statement of the Management Board on the business activity of the Company from 25 August 2006 (transformation into a joint stock company) to 30 June 2007 (the end of the business year).

§1

Pursuant to Article 395 § 2 pt. 1 of the Polish Commercial Companies Code, the Ordinary General Meeting of Shareholders of HELIO S.A. hereby approves the statement of the Management Board on the business activity of the Company from 25 August 2006 (transformation into a joint stock company) to 30 June 2007 (the end of the business year).

§2

This resolution shall come into force on the day it has been passed.

Regulation No. 6/12/2007

of the Ordinary General Meeting of Shareholders
of 17 December 2007

in regard to approval of the financial statement of the Company for the business year 2006/2007 (considering the activity of the transformed company "PH BONA" Sp. z o.o.) from 1 January 2006 to 30 June 2007.

§1

Pursuant to Article 395 §. 2 pt. 1 of the Polish Commercial Companies Code and Article 53 of the Accounting Act, the Ordinary General Meeting of Shareholders of HELIO S.A. hereby approves the financial statement of the Company for the business year 2006/2007 (considering the activity of the transformed company "PH BONA"Sp. z o.o.) from 1 January 2006 to 30 June 2007, that includes:

- introduction to the financial statement;
- balance sheet as of 30 June 2007 with total assets and liabilities amounting to PLN 23,810,000.00 (in words: twenty three million eight hundred and ten thousand zlotys);
- profit and loss account for the business year from 1 January 2006 to 30 June 2007, showing a net profit amounting to PLN 3,619,000.00 (in words: three million six hundred and nineteen thousand zlotys);
- changes in the equity in the business year from 1 January 2006 to 30 June 2007, showing an increase in the equity amounting to PLN 13,981,000.00 (in words: thirteen million nine hundred and eighty one thousand zlotys);
- cash flow account in the business year from 1 January 2006 to 30 June 2007, showing an increase in the cash level amounting to PLN 6,784,000.00 (in words: six million seven hundred and eighty four thousand zlotys);
- additional information along with an opinion of an expert auditor and a complementary report to the audit of the financial statement.

§2

This resolution shall come into force on the day it has been passed.

Regulation No. 7/12/2007

of the Ordinary General Meeting of Shareholders
of 17 December 2007

in regard to approval of the statement of the Management Board on the Company's activity in the business year 2006/2007 (considering the activity of the transformed company "PH Bona"Sp. z o.o.) from 1 January 2006 to 30 June 2007.

§ 1

Pursuant to Article 395 §. 2 pt. 1 of the Polish Commercial Companies Code the Ordinary General Meeting of Shareholders of HELIO S.A. hereby approves the report on the Company's activity for the business year 2006/2007 (considering the activity of the transformed company "PH BONA"Sp. z o.o.) from 1 January 2006 to 30 June 2007.

§ 2

This resolution shall come into force on the day it has been passed.

Regulation No. 8/12/2007

of the Ordinary General Meeting of Shareholders
of 17 December 2007

in regard to granting exoneration to the President of the Management Board of
HELIO S.A. for the performance of his duties during the business year 2006/2007

§1

Pursuant to Article 395 §. 2 pt. 3 of the Polish Commercial Companies Code the
Ordinary General Meeting of Shareholders of HELIO S.A. hereby grants
exoneration to Mr. Leszek Wąsowicz, the President of the Company's
Management Board, for the performance of his duties during the business year
2006/2007.

§2

This resolution shall come into force on the day it has been passed.

Regulation No. 9/12/2007

of the Ordinary General Meeting of Shareholders
of 17 December 2007

in regard to granting exoneration to the Vice-President of the Management Board
of HELIO S.A. for the performance of his duties during the business year
2006/2007

§1

Pursuant to Article 395 §. 2 pt. 3 of the Polish Commercial Companies Code the
Ordinary General Meeting of Shareholders of HELIO S.A. hereby grants
exoneration to Mrs. Justyna Wąsowicz, the Vice-President of the Company's
Management Board, for the performance of her duties during the business year
2006/2007.

§2

This resolution shall come into force on the day it has been passed.

Regulation No. 10/12/2007

of the Ordinary General Meeting of Shareholders
of 17 December 2007

in regard to granting exoneration to the Chairman of the Supervisory Board of
HELIO S.A. for the performance of his duties during the business year 2006/2007

§1

Pursuant to Article 395 §. 2 pt. 3 of the Polish Commercial Companies Code the
Ordinary General Meeting of Shareholders of HELIO S.A. hereby grants
exoneration to Mr. Jacek Kosiński, the Chairman of the Company's Supervisory
Board, for the performance of his duties during the business year 2006/2007

§2

This resolution shall come into force on the day it has been passed.

Regulation No. 11/12/2007

of the Ordinary General Meeting of Shareholders
of 17 December 2007

in regard to granting exoneration to the Vice-Chairman of the Supervisory Board
of HELIO S.A. for the performance of his duties during the business year
2006/2007

§1

Pursuant to Article 395 §. 2 pt. 3 of the Polish Commercial Companies Code the
Ordinary General Meeting of Shareholders of HELIO S.A. hereby grants
exoneration to Mr. Adam Wąsowicz, the Vice-Chairman of the Company's
Supervisory Board, for the performance of his duties during the business year
2006/2007.

§2

This resolution shall come into force on the day it has been passed.

Regulation No. 12/12/2007

of the Ordinary General Meeting of Shareholders
of 17 December 2007

in regard to granting exoneration to the Member of the Supervisory Board of
HELIO S.A. for the performance of his duties during the business year 2006/2007

§1

Pursuant to Article 395 §. 2 pt. 3 of the Polish Commercial Companies Code the
Ordinary General Meeting of Shareholders of HELIO S.A. hereby grants
exoneration to Mrs. Irena Gałan-Stelmaszczuk, the Member of the Company's
Supervisory Board, for the performance of her duties during the business year
2006/2007.

§2

This resolution shall come into force on the day it has been passed.

Regulation No. 13/12/2007

of the Ordinary General Meeting of Shareholders
of 17 December 2007

in regard to granting exoneration to the Member of the Supervisory Board of
HELIO S.A. for the performance of his duties during the business year 2006/2007

§1

Pursuant to Article 395 §. 2 pt. 3 of the Polish Commercial Companies Code the Ordinary General Meeting of Shareholders of HELIO S.A. hereby grants exoneration to Mrs. Magdalena Kačka, the Member of the Company's Supervisory Board, for the performance of her duties during the business year 2006/2007.

§2

This resolution shall come into force on the day it has been passed.

Regulation No. 14/12/2007

of the Ordinary General Meeting of Shareholders
of 17 December 2007

in regard to granting exoneration to the Member of the Supervisory Board of HELIO S.A. for the performance of his duties during the business year 2006/2007

§1

Pursuant to Article 395 §. 2 pt. 3 of the Polish Commercial Companies Code the Ordinary General Meeting of Shareholders of HELIO S.A. hereby grants exoneration to Mr. Radosław Turski, the Member of the Company's Supervisory Board, for the performance of her duties during the business year 2006/2007.

§2

This resolution shall come into force on the day it has been passed.

Regulation No. 15/12/2007

of the Ordinary General Meeting of Shareholders
of 17 December 2007

in regard to the method of distribution of the net profit of the Company for the business year 2006/2007

Pursuant to Article 395 par. 2 pt. 2 of the Polish Commercial Companies Code the Ordinary General Meeting of Shareholders of HELIO S.A. agrees as follows:

§ 1

Net profit of the Company for the business year 2006/2007 (considering also the activity of the transformed company "PH BONA" Sp. z o.o.) from 1 January 2006 to 30 June 2007 amounting to 3,619,059.67 (in words: three million six hundred and nineteen thousand fifty nine zlotys and sixty seven groszy) shall be reserved in total for the supplementary capital of the Company.