



Polish Financial Supervision Authority

Komisja Nadzoru Finansowego

Pl. Powstańców Warszawy 1

00-950 Warszawa

Current report No: **8/2008**

Date: **2008-11-28**

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 15, 2008.

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 15 December 2008

Regulation No. 1/12/2008

of the Ordinary General Meeting of Shareholders
of 15 December 2008
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. 2/12/2008

of the Ordinary General Meeting of Shareholders
of 15 December 2008
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. 3/12/2008

of the Ordinary General Meeting of Shareholders
of 15 December 2008
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. 228/2008 of 21 November 2008, proposal No. 14798.

Regulation No. 4/12/2008

of the Ordinary General Meeting of Shareholders
of 15 December 2008
in regard to approval of the financial statement of the Company for the business year 2007/2008 from 1 July 2007 to 30 June 2008.

§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 2007/2008 from 1 July 2007 to 30 June 2008, that includes:

- introduction to the financial statement;
- balance sheet as of 30 June 2008 with total assets and liabilities amounting to PLN 28,752,000.00 (in words: twenty eight million seven hundred fifty two thousand zlotys);

- profit and loss account for the business year from 1 July 2007 to 30 June 2008, showing a net profit amounting to PLN 4,014,000.00 (in words: four million and fourteen thousand zlotys);
- changes in the equity in the business year from 1 July 2007 to 30 June 2008, showing an increase in the equity amounting to PLN 4,014,000.00 (in words: four million and fourteen thousand zlotys);
- cash flow account in the business year from 1 July 2007 to 30 June 2008, showing an decrease in the cash level amounting to PLN 6,656,000.00 (in words: six million six hundred and fifty six 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. 5/12/2008

of the Ordinary General Meeting of Shareholders
of 15 December 2008

in regard to approval of the statement of the Management Board on the Company's activity in the business year 2007/2008 from 1 July 2007 to 30 June 2008.

§ 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 2007/2008 from 1 July 2007 to 30 June 2008.

§ 2

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

Regulation No. 6/12/2008

of the Ordinary General Meeting of Shareholders
of 15 December 2008

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 2007/2008

§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 2007/2008.

§2

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

Regulation No. 7/12/2008

of the Ordinary General Meeting of Shareholders
of 15 December 2008

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
2007/2008

§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 2007/2008.

§2

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

Regulation No. 8/12/2008

of the Ordinary General Meeting of Shareholders
of 15 December 2008

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 2007/2008

§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 2007/2008

§2

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

Regulation No. 9/12/2008

of the Ordinary General Meeting of Shareholders
of 15 December 2008

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
2007/2008

§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 2007/2008.

§2

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

Regulation No. 10/12/2008

of the Ordinary General Meeting of Shareholders
of 15 December 2008

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 2007/2008

§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
2007/2008.

§2

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

Regulation No. 11/12/2008

of the Ordinary General Meeting of Shareholders
of 15 December 2008

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 2007/2008

§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 2007/2008.

§2

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

Regulation No. 12/12/2008

of the Ordinary General Meeting of Shareholders
of 15 December 2008

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 2007/2008

§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 2007/2008.

§2

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

Regulation No. 13/12/2008
of the Ordinary General Meeting of Shareholders
of 15 December 2008
in regard to the method of distribution of the net profit of the Company for the
business year 2007/2008

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 2007/2008 from 1 July 2007 to 30 June 2008 amounting to 4,014,391.69 (in words: four million and fourteen zlotys and sixty nine groszy) shall be reserved in total for the supplementary capital of the Company.