

The resolutions to be voted at the Ordinary General Meeting of shareholders of HELIO S.A. on 16 December 2011

Regulation No. 1/12/2011

of the Ordinary General Meeting of Shareholders
of 16 December 2011
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

Substitution: the resolution of an ordering nature.

Regulation No. 2/12/2011

of the Ordinary General Meeting of Shareholders
of 16 December 2011
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) _____.

Substitution: the resolution of an ordering nature.

Regulation No. 3/12/2011

of the Ordinary General Meeting of Shareholders
of 16 December 2011
on acceptance of the agenda

The Annual General Meeting of Shareholders of HELIO S.A. makes a decision on acceptance of the agenda proposed by the Management Board of the Company proposed in the notice on convening.

Substitution: the resolution of an ordering nature.

Regulation No. 4/12/2011
of the Ordinary General Meeting of Shareholders
of 16 December 2011
the approval of the Company financial statement for the business year
2010/2011 for the period from 1 July 2010 up till 30 June 2011

§ 1.

Acting by virtue of art. 395 § 2 item 1 of the Commercial Companies Code and art. 53 of the Polish Accounting Act, the Annual General Meeting of Shareholders of HELIO S.A. approves the Company financial statement for the business year 2010/2011 for the period from 1 July 2010 up till 30 June 2011, which is composed of:

- the preface to the financial statement,
- the balance sheet prepared as of 30 June 2012, which closes the assets and liabilities with a sum of PLN thousand 61 919,
- the profit and loss statement for the business year from 01 July 2010 up to 30 June 2011 disclosing the net profit amounting to PLN thousand 2 295,
- the specification of changes in the equity for the business year from 01 July 2010 up to 30 June 2011 disclosing the increase of the equity by the amount of PLN thousand 2 295,
- the cash flow statement the business year from 01 July 2010 up to 30 June 2011 disclosing the decrease of cash (pecuniary means) by the amount of PLN thousand 1 710,
- the supplementary information and explanations including the opinion by the expert auditor and the *report supplementing the opinion* for the audit of the financial statement.

§ 2.

The Resolution becomes effective on a day of adoption.

Substitution: a typical resolution for the course of debate of the Annual General Meeting of Shareholders.

Regulation No. 5/12/2011
of the Ordinary General Meeting of Shareholders
of 16 December 2011
in regard to approval of the statement of the Management Board on the
Company's activity in the business year 2010/2011 from 1 July 2010
to 30 June 2011

§ 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 2010/2011 from 1 July 2010 to 30 June 2011.

§ 2

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

Substitution: a typical resolution for the course of debate of the Annual General Meeting of Shareholders.

Regulation No. 6/12/2011

of the Ordinary General Meeting of Shareholders
of 16 December 2011

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 2010/2011

§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 2010/2011.

§2

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

Substitution: a typical resolution for the course of debate of the Annual General Meeting of Shareholders.

Regulation No. 7/12/2011

of the Ordinary General Meeting of Shareholders
of 16 December 2011

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 2010/2011

§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 2010/2011.

§2

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

Substitution: a typical resolution for the course of debate of the Annual General Meeting of Shareholders.

Regulation No. 8/12/2011

of the Ordinary General Meeting of Shareholders
of 16 December 2011

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 2010/2011

§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 2010/2011

§2

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

Substitution: a typical resolution for the course of debate of the Annual General Meeting of Shareholders.

Regulation No. 9/12/2011

of the Ordinary General Meeting of Shareholders
of 16 December 2011

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 2010/2011

§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 2010/2011.

§2

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

Substitution: a typical resolution for the course of debate of the Annual General Meeting of Shareholders.

Regulation No. 10/12/2011

of the Ordinary General Meeting of Shareholders
of 16 December 2011

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 2010/2011

§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
2010/2011.

§2

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

*Substitution: a typical resolution for the course of debate of the Annual General
Meeting of Shareholders.*

Regulation No. 11/12/2011

of the Ordinary General Meeting of Shareholders
of 16 December 2011

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 2010/2011

§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 2010/2011.

§2

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

*Substitution: a typical resolution for the course of debate of the Annual General
Meeting of Shareholders.*

Regulation No. 12/12/2011

of the Ordinary General Meeting of Shareholders
of 16 December 2011

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 2010/2011

§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 2010/2011.

§2

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

*Substitution: a typical resolution for the course of debate of the Annual General
Meeting of Shareholders.*

Regulation No. 13/12/2011

of the Ordinary General Meeting of Shareholders
of 16 December 2011

in regard to the method of distribution of the net profit of the Company for the
business year 2010/2011

§ 1

Net profit of the Company for the business year 2010/2011 from 1 July 2009 to
30 June 2010 amounting to PLN 2 294 851.85 (say: two million two hundred
and ninety four thousand eight hundred and fifty one Polish złotych eighty five
groshes) shall be reserved in total for the supplementary capital of the
Company.

§2

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

*Substitution: a typical resolution for the course of debate of the Annual General
Meeting of Shareholders.*

Regulation No. 14/12/2011
of the Ordinary General Meeting of Shareholders
of 16 December 2011
in regard to appointment of a member of the Supervisory Board

§ 1.

Acting by virtue of art. 385 § 1 of the Polish Commercial Companies Code as well as § 13 sec. 1 and sec. 3 of Articles of Association of the Company, the Ordinary General Meeting of Shareholders of HELIO S.A. appoints _____ to the Supervisory Board of the Company for five-year term.

§ 2.

The Resolution becomes effective on a day of adoption.

Substitution: As the mandates of the previous members of the Supervisory Board expire on a date of holding the Ordinary General Meeting of Shareholders approving the Company financial statements for the business year 2010/2011, it is justified to adopt the resolution on appointment a member of the Supervisory Board for successive II term.

Regulation No. 15/12/2011
of the Ordinary General Meeting of Shareholders
of 16 December 2011
in regard to appointment of a member of the Supervisory Board

§ 1.

Acting by virtue of art. 385 § 1 of the Polish Commercial Companies Code as well as § 13 sec. 1 and sec. 3 of Articles of Association of the Company, the Ordinary General Meeting of Shareholders of HELIO S.A. appoints _____ to the Supervisory Board of the Company for five-year term.

§ 2.

The Resolution becomes effective on a day of adoption.

Substitution: As the mandates of the previous members of the Supervisory Board expire on a date of holding the Ordinary General Meeting of Shareholders approving the Company financial statements for the business year 2010/2011, it is justified to adopt the resolution on appointment a member of the Supervisory Board for successive II term.

Regulation No. 16/12/2011
of the Ordinary General Meeting of Shareholders
of 16 December 2011
in regard to appointment of a member of the Supervisory Board

§ 1.

Acting by virtue of art. 385 § 1 of the Polish Commercial Companies Code as well as § 13 sec. 1 and sec. 3 of Articles of Association of the Company, the Ordinary

General Meeting of Shareholders of HELIO S.A. appoints _____ to the Supervisory Board of the Company for five-year term.

§ 2.

The Resolution becomes effective on a day of adoption.

Substitution: As the mandates of the previous members of the Supervisory Board expire on a date of holding the Ordinary General Meeting of Shareholders approving the Company financial statements for the business year 2010/2011, it is justified to adopt the resolution on appointment a member of the Supervisory Board for successive II term.

Regulation No. 17/12/2011

of the Ordinary General Meeting of Shareholders
of 16 December 2011

in regard to appointment of a member of the Supervisory Board

§ 1.

Acting by virtue of art. 385 § 1 of the Polish Commercial Companies Code as well as § 13 sec. 1 and sec. 3 of Articles of Association of the Company, the Ordinary General Meeting of Shareholders of HELIO S.A. appoints _____ to the Supervisory Board of the Company for five-year term.

§ 2.

The Resolution becomes effective on a day of adoption.

Substitution: As the mandates of the previous members of the Supervisory Board expire on a date of holding the Ordinary General Meeting of Shareholders approving the Company financial statements for the business year 2010/2011, it is justified to adopt the resolution on appointment a member of the Supervisory Board for successive II term.

Regulation No. 18/12/2011

of the Ordinary General Meeting of Shareholders
of 16 December 2011

in regard to appointment of a member of the Supervisory Board

§ 1.

Acting by virtue of art. 385 § 1 of the Polish Commercial Companies Code as well as § 13 sec. 1 and sec. 3 of Articles of Association of the Company, the Ordinary General Meeting of Shareholders of HELIO S.A. appoints _____ to the Supervisory Board of the Company for five-year term.

§ 2.

The Resolution becomes effective on a day of adoption.

Substitution: As the mandates of the previous members of the Supervisory Board expire on a date of holding the Ordinary General Meeting of Shareholders approving the Company financial statements for the business year 2010/2011, it is justified to adopt the resolution on appointment a member of the Supervisory Board for successive II term.

Regulation No. 18/12/2011

of the Ordinary General Meeting of Shareholders
of 16 December 2011

in regard to charging the Supervisory Board of HELIO S.A. with tasks of the audit committee

§ 1.

Acting by virtue of art. 86 sec. 3 of Act of 7 May 2009 on statutory *auditors*, their self-government organization, entities authorized to *audit* financial statements and on public oversight, the Ordinary General Meeting of Shareholders of HELIO S.A. charges the Supervisory Board of the Company with tasks of the audit committee.

§ 2.

The Supervisory Board is charged with the tasks of the audit committee for duration in which the Supervisory Board will be composed of not more than 5 members.

§ 3.

The Resolution becomes effective on a day of adoption.

Substitution: Pursuant to the Recommendation published in November 2010 by the Polish Financial Supervision Authority on operation of the Audit Committee, the Supervisory Board can be charged with the tasks of the audit committee merely in a form of a resolution adopted by the general meeting of shareholders or by authorization of the supervisory board established in the articles of association. As distinct regulations are not available, the tasks of the audit committee in the Company were entrusted in the Company through a resolution of the Supervisory Board no. 01/06/2009 of 29 June 2009, what complies with a scheme of activities connected with the audit committee elaborated by the Polish Association of Listed Companies (Stowarzyszenie Emitentów Giełdowych [SEG]) in December 2009 (basing among others on interpretation of Ministry of Finance obtained by SEG and ordered legal opinions). However, taking into consideration the above cited interpretation of Polish Financial Supervision Authority, it is after all justifiable to comply with the recommendations of the Polish Financial Supervision Authority, and at the same time to legalise the issue also in a form of a resolution of the general meeting of shareholders.