



**Polish Financial Supervision Authority**

**Komisja Nadzoru Finansowego**

Pl. Powstańców Warszawy 1

00-950 Warszawa

*Current report No:* **14/2011**

*Date:* **2011-12-16**

*Company:* **HELIO S.A.**

*Title:* **Resolutions of the Ordinary General Meeting**

*Legal basis:* Art. 56 item 1 point 2 of Act on Public Offering

*The report :*

The Management Board of HELIO S.A. hereby announces the resolutions of the Ordinary General Meeting held on 16 December 2011.

*Signed:*

**Justyna Wąsowicz**

**Vicepresident of the Management Board**

**The contents of the resolutions adopted by 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 Mr Grzegorz Sobociński as the Chairman of the General Meeting

*In the voting on the above resolution were given validly voices of 3 874 800 shares representing 77.5% of the share capital of the Company. On the total of 3 874 800 valid votes, there were 3 874 800 votes "for" the resolutions, 0 votes were "against", and "abstentions" 0 votes.*

**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) Justyna Wąsowicz,
- 2) Radosław Turski.

*In the voting on the above resolution were given validly voices of 3 874 800 shares representing 77.5% of the share capital of the Company. On the total of 3 874 800 valid votes, there were 3 874 800 votes "for" the resolutions, 0 votes were "against", and "abstentions" 0 votes.*

**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.

*In the voting on the above resolution were given validly voices of 3 874 800 shares representing 77.5% of the share capital of the Company. On the total of 3 874 800 valid votes, there were 3 874 800 votes "for" the resolutions, 0 votes were "against", and "abstentions" 0 votes.*

**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.

*In the voting on the above resolution were given validly voices of 3 874 800 shares representing 77.5% of the share capital of the Company. On the total of 3 874 800 valid votes, there were 3 874 800 votes "for" the resolutions, 0 votes were "against", and "abstentions" 0 votes.*

**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.

*In the voting on the above resolution were given validly voices of 3 874 800 shares representing 77.5% of the share capital of the Company. On the total of 3 874 800 valid votes, there were 3 874 800 votes "for" the resolutions, 0 votes were "against", and "abstentions" 0 votes.*

**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.

*In the voting on the above resolution were given validly voices of 17 800 shares representing 0.36% of the share capital of the Company. On the total of 17 800 valid votes, there were 17 800 votes "for" the resolutions, 0 votes were "against", and "abstentions" 0 votes.*

**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.

*In the voting on the above resolution were given validly voices of 3 874 800 shares representing 77.5% of the share capital of the Company. On the total of 3 874 800 valid votes, there were 3 874 800 votes "for" the resolutions, 0 votes were "against", and "abstentions" 0 votes.*

**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.

*In the voting on the above resolution were given validly voices of 3 857 000 shares representing 77.14% of the share capital of the Company. On the total of 3 857 000 valid votes, there were 3 857 000 votes "for" the resolutions, 0 votes were "against", and "abstentions" 0 votes.*

**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.

*In the voting on the above resolution were given validly voices of 3 874 800 shares representing 77.5% of the share capital of the Company. On the total of 3 874 800 valid votes, there were 3 874 800 votes "for" the resolutions, 0 votes were "against", and "abstentions" 0 votes.*

**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 Gałań-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.

*In the voting on the above resolution were given validly voices of 3 874 800  
shares representing 77.5% of the share capital of the Company. On the total of  
3 874 800 valid votes, there were 3 874 800 votes "for" the resolutions, 0 votes  
were "against", and "abstentions" 0 votes.*

**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.

*In the voting on the above resolution were given validly voices of 3 874 800  
shares representing 77.5% of the share capital of the Company. On the total of  
3 874 800 valid votes, there were 3 874 800 votes "for" the resolutions, 0 votes  
were "against", and "abstentions" 0 votes.*

**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.

*In the voting on the above resolution were given validly voices of 3 874 800  
shares representing 77.5% of the share capital of the Company. On the total of  
3 874 800 valid votes, there were 3 874 800 votes "for" the resolutions, 0 votes  
were "against", and "abstentions" 0 votes.*

**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.

*In the voting on the above resolution were given validly voices of 3 874 800  
shares representing 77.5% of the share capital of the Company. On the total of  
3 874 800 valid votes, there were 3 874 800 votes "for" the resolutions, 0 votes  
were "against", and "abstentions" 0 votes.*

**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 Mrs. Irena Gałan-Stelmaszczuk to the Supervisory Board of the Company for five-year term.

§ 2.

The Resolution becomes effective on a day of adoption.

*In the voting on the above resolution were given validly voices of 3 874 800 shares representing 77.5% of the share capital of the Company. On the total of 3 874 800 valid votes, there were 3 874 800 votes "for" the resolutions, 0 votes were "against", and "abstentions" 0 votes.*

**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 Mr. Jacek Kosiński to the Supervisory Board of the Company for five-year term.

§ 2.

The Resolution becomes effective on a day of adoption.

*In the voting on the above resolution were given validly voices of 3 874 800 shares representing 77.5% of the share capital of the Company. On the total of 3 874 800 valid votes, there were 3 857 000 votes "for" the resolutions, 0 votes were "against", and "abstentions" 17 800 votes.*

**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 Mr. Grzegorz Kowalik to the Supervisory Board of the Company for five-year term.

§ 2.

The Resolution becomes effective on a day of adoption.

*In the voting on the above resolution were given validly voices of 3 874 800 shares representing 77.5% of the share capital of the Company. On the total of 3 874 800 valid votes, there were 3 874 800 votes "for" the resolutions, 0 votes were "against", and "abstentions" 0 votes.*

**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 Mr. Radosław Turski to the Supervisory Board of the Company for five-year term.

§ 2.

The Resolution becomes effective on a day of adoption.

*In the voting on the above resolution were given validly voices of 3 874 800 shares representing 77.5% of the share capital of the Company. On the total of 3 874 800 valid votes, there were 3 874 800 votes "for" the resolutions, 0 votes were "against", and "abstentions" 0 votes.*

**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 Mr. Adam Wąsowicz to the Supervisory Board of the Company for five-year term.

§ 2.

The Resolution becomes effective on a day of adoption.

*In the voting on the above resolution were given validly voices of 3 874 800 shares representing 77.5% of the share capital of the Company. On the total of 3 874 800 valid votes, there were 3 874 800 votes "for" the resolutions, 0 votes were "against", and "abstentions" 0 votes.*

**Regulation No. 19/12/2011**

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.

*In the voting on the above resolution were given validly voices of 3 874 800 shares representing 77.5% of the share capital of the Company. On the total of 3 874 800 valid votes, there were 3 874 800 votes "for" the resolutions, 0 votes were "against", and "abstentions" 0 votes.*