



From: ARCUS S.A.
Issued on: 27 May 2010

Subject: Resolutions adopted by the Ordinary General Meeting of ARCUS S.A. Company Shareholders

Current report no 21/2010

Legal basis: Article 56(1) point 2 of the Act on Public Offering – Current and Periodic Information

Report content:

The Management Board of ARCUS S.A. ('the Company') hereby publishes the content of Resolutions adopted by the Ordinary General Meeting of Shareholders held on 27 May 2010 ('OGM'). There were no objections with respect to the Ordinary General Meeting's Resolutions. The Ordinary General Meeting of Shareholders has considered all items of planned agenda.



Point 2 of the Agenda:

**Resolution No. 1
of the Ordinary General Meeting of Shareholders of ARCUS S.A. Company
with its registered office in Warsaw
of 27 May 2010**

**on the appointment of a Chairman of the Ordinary General Meeting of
Shareholders**

The Ordinary General Meeting of ARCUS Joint Stock Company's Shareholders hereby resolves to appoint Mr. Leszek Kozirowski as a Chairman of the Ordinary General Meeting of Company's Shareholders.

*After the voting, Mrs. Elżbieta Niebisz stated that 4.900.000 valid votes attached to 4.900.000 shares and accounting for 66.26% of share capital have been casted. The Resolution has been adopted **unanimously in a secret ballot** with 4.900.000 votes for, no votes against and no abstentions.*

Point 4 of the Agenda:

**Resolution No. 2
of the Ordinary General Meeting of Shareholders of ARCUS S.A. Company
with its registered office in Warsaw**

of 27 May 2010
on the adoption of the Agenda

The Ordinary General Meeting of Shareholders of ARCUS S.A. Company hereby resolves to adopt the Agenda of the Ordinary General Meeting of Shareholders in the wording consistent with the Agenda presented in the notice of General Meeting published by the Company on 30 April 2010 in the current report No 17/2010 and on www.arcus.pl website.

*After the voting, the Chairman stated that 4.900.000 valid votes attached to 4.900.000 shares and accounting for 66.26% of share capital have been casted. The Resolution has been adopted **unanimously in an open ballot** with 4.900.000 votes for, no votes against and no abstentions.*

Point 5 of the Agenda:

Resolution No. 3
of the Ordinary General Meeting of Shareholders of ARCUS S.A. Company
with its registered office in Warsaw
of 27 May 2010

on the approval of the Supervisory Board's statement on the results of the assessment of Company's unconsolidated financial statement for the year ended 31 December 2009 and the Management Board's report on Company's activities in 2009

The Ordinary General Meeting of Shareholders of ARCUS S.A. Company hereby resolves to approve the Supervisory Board's statement on the results of the assessment of Company's unconsolidated financial statement for the year ended 31

December 2009 and the Management Board's report on Company's activities in 2009.

*After the voting, the Chairman stated that 4.900.000 valid votes attached to 4.900.000 shares and accounting for 66.26% of share capital have been casted. The Resolution has been adopted **unanimously in an open ballot** with 4.900.000 votes for, no votes against and no abstentions.*

Point 6 of the Agenda:

**Resolution No. 4
of the Ordinary General Meeting of Shareholders of ARCUS S.A. Company
with its registered office in Warsaw
of 27 May 2010**

on the approval of the Supervisory Board's statement on the results of the assessment of ARCUS S.A. Capital Group's consolidated financial statement for the year ended 31 December 2009 and the Management Board's report on ARCUS S.A. Capital Group's activities in 2009

The Ordinary General Meeting of Shareholders of ARCUS S.A. Company hereby resolves to approve the Supervisory Board's statement on the results of the assessment of ARCUS S.A. Capital Group's consolidated financial statement for the year ended 31 December 2009 and the Management Board's report on ARCUS S.A. Capital Group's activities in 2009.

After the voting, the Chairman stated that 4.900.000 valid votes attached to 4.900.000 shares and accounting for 66.26% of share capital have been casted. The

*Resolution has been adopted **unanimously in an open ballot** with 4.900.000 votes for, no votes against and no abstentions.*

Point 7 of the Agenda:

**Resolution No. 5
of the Ordinary General Meeting of Shareholders of ARCUS S.A. Company
with its registered office in Warsaw
of 27 May 2010**

on the approval of the Supervisory Board's statement on the results of the assessment of the Management Board's proposal concerning the allocation of profit for the financial year 2009

The Ordinary General Meeting of Shareholders hereby resolves to approve the Supervisory Board's statement on the results of the assessment of the Management Board's proposal concerning the allocation of profit for the financial year 2009.

*After the voting, the Chairman stated that 4.900.000 valid votes attached to 4.900.000 shares and accounting for 66.26% of share capital have been casted. The Resolution has been adopted **unanimously in an open ballot** with 4.900.000 votes for, no votes against and no abstentions.*

Point 8 of the Agenda:

**Resolution No. 6
of the Ordinary General Meeting of Shareholders of ARCUS S.A. Company
with its registered office in Warsaw**

of 27 May 2010
on the approval of the Company's Management Board report on Company's
and Capital Group's activities in 2009

The Ordinary General Meeting of Shareholders of ARCUS S.A. Company hereby resolves as follows:

Par. 1

The Company's Management Board report on Company's activities in the financial year ended 31 December 2009 is approved.

Par. 2

The Company's Management Board report on ARCUS S.A Capital Group's activities in the financial year ended 31 December 2009 is approved.

*After the voting, the Chairman stated that 4.900.000 valid votes attached to 4.900.000 shares and accounting for 66.26% of share capital have been casted. The Resolution has been adopted **unanimously in an open ballot** with 4.900.000 votes for, no votes against and no abstentions.*

Point 9 of the Agenda:

Resolution No. 7
of the Ordinary General Meeting of Shareholders of ARCUS S.A. Company
with its registered office in Warsaw
of 27 May 2010

**on the approval of the Supervisory Board's statement on the results of the
assessment of its activities in 2009**

The Ordinary General Meeting of Shareholders of ARCUS S.A. Company hereby resolves to approve the Supervisory Board's statement on the results of the assessment of its activities in 2009.

*After the voting, the Chairman stated that 4.900.000 valid votes attached to 4.900.000 shares and accounting for 66.26% of share capital have been casted. The Resolution has been adopted **by required majority of votes in an open ballot** with 4.800.000 votes for, 100.000 votes against and no abstentions.*

Point 10 of the Agenda:

**Resolution No. 8
of the Ordinary General Meeting of Shareholders of ARCUS S.A. Company
with its registered office in Warsaw
of 27 May 2010**

**on the approval of the Supervisory Board's statement regarding the
assessment of Company's and Capital Group's position in 2009**

The Ordinary General Meeting of Shareholders of ARCUS S.A. Company hereby resolves as follows:

Par. 1

The Supervisory Board's statement regarding the assessment of Company's position in 2009 is approved.

Par. 2

The Supervisory Board's statement regarding the assessment of ARCUS S.A. Capital Group's position in 2009 is approved.

*After the voting, the Chairman stated that 4.900.000 valid votes attached to 4.900.000 shares and accounting for 66.26% of share capital have been casted. The Resolution has been adopted **unanimously in an open ballot** with 4.900.000 votes for, no votes against and no abstentions.*

Point 11 of the Agenda:

**Resolution No. 9
of the Ordinary General Meeting of Shareholders of ARCUS S.A. Company
with its registered office in Warsaw
of 27 May 2010**

**on the approval of Company's unconsolidated financial statement and ARCUS
S.A. Capital Group's consolidated financial statement for the financial year
ended 31 December 2009**

The Ordinary General Meeting of Shareholders of ARCUS S.A. Company hereby resolves as follows:

Par. 1

The unconsolidated financial statement of the Company for the financial year ended 31 December 2009, including: balance sheet as at 31 December 2009 with total assets of PLN 100,123,000 (in words: one hundred million one hundred and twenty three thousand zloty), profit and loss account for the period of 1 January 2009 - 31 December 2009 with net sales revenues of PLN 113,859,000 (in words: one hundred

and thirteen million eight hundred and fifty nine thousand zloty) and net profit of PLN 1,121,000 (in words: one million one hundred and twenty one thousand), is approved.

Par. 2

The consolidated financial statement of ARCUS S.A. Capital Group for the financial year ended 31 December 2009, including: balance sheet as at 31 December 2009 with total assets of PLN 103,498,000 (in words: one hundred and three million four hundred and ninety eight thousand zloty), profit and loss account for the period of 1 January 2009 - 31 December 2009 with net sales revenues of PLN 119,487,000 (in words: one hundred and nineteen million four hundred and eighty seven thousand zloty) and net profit of PLN 991,000 (in words: nine hundred and ninety one thousand), is approved.

*After the voting, the Chairman stated that 4.900.000 valid votes attached to 4.900.000 shares and accounting for 66.26% of share capital have been casted. The Resolution has been adopted **unanimously in an open ballot** with 4.900.000 votes for, no votes against and no abstentions.*

Point 12 of the Agenda:

**Resolution No. 10
of the Ordinary General Meeting of Shareholders of ARCUS S.A. Company
with its registered office in Warsaw
of 27 May 2010**

**on the acknowledgement of the fulfillment of duties performed by the former
President of the Management Board**

The Ordinary General Meeting of Shareholders hereby resolves to grant Mr. Bartłomiej Żebrowski – the President of the Management Board, the

acknowledgement of the fulfillment of duties performed in the financial year ended 31 December 2009 (in the period of 1 January 2009 – 28 February 2009).

*After the voting, the Chairman stated that 4.900.000 valid votes attached to 4.900.000 shares and accounting for 66.26% of share capital have been casted. The Resolution has been adopted **by required majority of votes in a secret ballot** with 4.800.000 votes for, 100.000 votes against and no abstentions.*

Resolution No. 11
of the Ordinary General Meeting of Shareholders of ARCUS S.A. Company
with its registered office in Warsaw
of 27 May 2010

on the acknowledgement of the fulfillment of duties performed by the former
Vice-President of the Management Board

The Ordinary General Meeting of Shareholders hereby resolves to grant Mr. Mariusz Bednarski – the Vice-President of the Management Board, the acknowledgement of the fulfillment of duties performed in the financial year ended 31 December 2009 (in the period of 1 January 2009 – 30 June 2009).

*After the voting, the Chairman stated that 4.900.000 valid votes attached to 4.900.000 shares and accounting for 66.26% of share capital have been casted. The Resolution has been adopted **by required majority of votes in a secret ballot** with 4.800.000 votes for, 100.000 votes against and no abstentions.*

Resolution No. 12
of the Ordinary General Meeting of Shareholders of ARCUS S.A. Company
with its registered office in Warsaw
of 27 May 2010

**on the acknowledgement of the fulfillment of duties performed by the President
of the Management Board**

The Ordinary General Meeting of Shareholders hereby resolves to grant Mr. Wojciech Kruszyński – the President of the Management Board, the acknowledgement of the fulfillment of duties performed in the financial year ended 31 December 2009 (in the period of 2 March 2009 – 31 December 2009).

*After the voting, the Chairman stated that 4.900.000 valid votes attached to 4.900.000 shares and accounting for 66.26% of share capital have been casted. The Resolution has been adopted **unanimously in a secret ballot** with 4.900.000 votes for, no votes against and no abstentions.*

**Resolution No. 13
of the Ordinary General Meeting of Shareholders of ARCUS S.A. Company
with its registered office in Warsaw
of 27 May 2010**

**on the acknowledgement of the fulfillment of duties performed by the
Vice-President of the Management Board**

The Ordinary General Meeting of Shareholders hereby resolves to grant Mr. Konrad Kowalczyk – the Vice-President of the Management Board, the acknowledgement of the fulfillment of duties performed in the financial year ended 31 December 2009.

*After the voting, the Chairman stated that 4.900.000 valid votes attached to 4.900.000 shares and accounting for 66.26% of share capital have been casted. The Resolution has been adopted **unanimously in a secret ballot** with 4.900.000 votes for, no votes against and no abstentions.*

Resolution No. 14
of the Ordinary General Meeting of Shareholders of ARCUS S.A. Company
with its registered office in Warsaw
of 27 May 2010

on the acknowledgement of the fulfillment of duties performed by the
Vice-President of the Management Board

The Ordinary General Meeting of Shareholders hereby resolves to grant Mr. Wiktor Różański – the Vice-President of the Management Board, the acknowledgement of the fulfillment of duties performed in the financial year ended 31 December 2009 (period of: 1 July 2009 – 31 December 2009).

*After the voting, the Chairman stated that 4.900.000 valid votes attached to 4.900.000 shares and accounting for 66.26% of share capital have been casted. The Resolution has been adopted **unanimously in a secret ballot** with 4.900.000 votes for, no votes against and no abstentions.*

Resolution No. 15
of the Ordinary General Meeting of Shareholders of ARCUS S.A. Company
with its registered office in Warsaw
of 27 May 2010

on the acknowledgement of the fulfillment of duties performed by the
former Chairman of the Supervisory Board

The Ordinary General Meeting of Shareholders hereby resolves to grant Mr. Marek Czeredys – the Chairman of the Supervisory Board, the acknowledgement of the fulfillment of duties performed in the financial year ended 31 December 2009.

*After the voting, the Chairman stated that 4.900.000 valid votes attached to 4.900.000 shares and accounting for 66.26% of share capital have been casted. The Resolution has been adopted **by required majority of votes in a secret ballot** with 4.800.000 votes for, 100.000 votes against and no abstentions.*

Resolution No. 16
of the Ordinary General Meeting of Shareholders of ARCUS S.A. Company
with its registered office in Warsaw
of 27 May 2010

on the acknowledgement of the fulfillment of duties performed by the
Member of the Supervisory Board

The Ordinary General Meeting of Shareholders hereby resolves to grant Mr. Michał Słoniewski – the Member of the Supervisory Board, the acknowledgement of the fulfillment of duties performed in the financial year ended 31 December 2009.

*After the voting, the Chairman stated that 4.900.000 valid votes attached to 4.900.000 shares and accounting for 66.26% of share capital have been casted. The Resolution has been adopted **by required majority of votes in a secret ballot** with 4.800.000 votes for, 100.000 votes against and no abstentions.*

Resolution No. 17
of the Ordinary General Meeting of Shareholders of ARCUS S.A. Company
with its registered office in Warsaw
of 27 May 2010

on the acknowledgement of the fulfillment of duties performed by the
Member of the Supervisory Board

The Ordinary General Meeting of Shareholders hereby resolves to grant Mrs. Elżbieta Niebisz – the Member of the Supervisory Board, the acknowledgement of the fulfillment of duties performed in the financial year ended 31 December 2009 (in the period of 21 May 2009 – 31 December 2009).

After the voting, the Chairman stated that 4.900.000 valid votes attached to 4.900.000 shares and accounting for 66.26% of share capital have been casted. The

*Resolution has been adopted **unanimously in a secret ballot** with 4.900.000 votes for, no votes against and no abstentions.*

**Resolution No. 18
of the Ordinary General Meeting of Shareholders of ARCUS S.A. Company
with its registered office in Warsaw
of 27 May 2010**

**on the acknowledgement of the fulfillment of duties performed by the
former Member of the Supervisory Board**

The Ordinary General Meeting of Shareholders hereby resolves to grant Mr. Leon Komornicki – the Member of the Supervisory Board, the acknowledgement of the fulfillment of duties performed in the financial year ended 31 December 2009 (in the period of 1 January 2009 – 21 May 2009).

*After the voting, the Chairman stated that 4.900.000 valid votes attached to 4.900.000 shares and accounting for 66.26% of share capital have been casted. The Resolution has been adopted **by required majority of votes in a secret ballot** with 4.800.000 votes for, 100.000 votes against and no abstentions.*

**Resolution No. 19
of the Ordinary General Meeting of Shareholders of ARCUS S.A. Company
with its registered office in Warsaw
of 27 May 2010**

**on the acknowledgement of the fulfillment of duties performed by the
Member of the Supervisory Board**

The Ordinary General Meeting of Shareholders hereby resolves to grant Mr. Tadeusz Janusiewicz – the Member of the Supervisory Board, the

acknowledgement of the fulfillment of duties performed in the financial year ended 31 December 2009.

*After the voting, the Chairman stated that 4.900.000 valid votes attached to 4.900.000 shares and accounting for 66.26% of share capital have been casted. The Resolution has been adopted **unanimously in a secret ballot** with 4.900.000 votes for, no votes against and no abstentions.*

**Resolution No. 20
of the Ordinary General Meeting of Shareholders of ARCUS S.A. Company
with its registered office in Warsaw
of 27 May 2010**

**on the acknowledgement of the fulfillment of duties performed by the
Member of the Supervisory Board**

The Ordinary General Meeting of Shareholders hereby resolves to grant Mr. Sławomir Jakszuk – the Member of the Supervisory Board, the acknowledgement of the fulfillment of duties performed in the financial year ended 31 December 2009.

*After the voting, the Chairman stated that 4.900.000 valid votes attached to 4.900.000 shares and accounting for 66.26% of share capital have been casted. The Resolution has been adopted **unanimously in a secret ballot** with 4.900.000 votes for, no votes against and no abstentions.*

Point 13 of the Agenda:

**Resolution No. 21
of the Ordinary General Meeting of Shareholders of ARCUS S.A. Company
with its registered office in Warsaw
of 27 May 2010**

**on the allocation of Company's profit for the financial year ended 31 December
2009**

In accordance with the proposal of the Company's Management Board and pursuant to the opinion of the Company's Supervisory Board, the Ordinary General Meeting of Shareholders hereby resolves to allocate the Company's profit for the financial year ended 31 December 2009 at the amount of PLN 1,121,462.63 (in words: one million one hundred and twenty one thousand four hundred and sixty two zloty and sixty three grosz) to the Reserve Capital where the profit for the financial year ended 31 December 2008 was allocated.

Justification:

The allocation of the amount of profit for the financial year ended 31 December 2009 to the Reserve Capital is contingent upon the necessity to ensure the financial security of the Company in view of market conditions as well as secures the financial funds particularly for the further development of the Company and implementation of planned investments.

*After the voting, the Chairman stated that 4.900.000 valid votes attached to 4.900.000 shares and accounting for 66.26% of share capital have been casted. The Resolution has been adopted **by required majority of votes in a secret ballot** with 4.800.000 votes for, 100.000 votes against and no abstentions.*