SHORT CONSOLIDATED QUARTERLY FINANCIAL STATEMENT OF ARCUS S.A. GROUP INCLUDING QUARTERLY INDIVIDUAL FINANCIAL INFORMATION OF ARCUS S.A. FOR THE FOURTH QUARTER OF 2008

ARCUS SA

SELECTED FINANCIAL DATA	PLN thousands		EUR thousands	
	4 quarter(s) incrementally / 2008 from 2008-01-01 to 2008-12-31	4 quarter(s) incrementally / 2007 from 2007-01-01 to 2007-12-31	4 quarter(s) incrementally / 2008 from 2008-01-01 to 2008-12-31	4 quarter(s) incrementally / 2007 from 2007-01-01 to 2007-12-31
Short consolidated financial report data				
I. Net goods and materials sales revenue	131592	105212	37256	27857
II. Operating profit (loss)	5536	6590	1567	1745
III. Profit (loss) before tax	6324	10525	1790	2787
IV. Net profit (loss	4930	8325	1396	2204
V Net profit (loss) attributable to shareholders of the “parent” company	4318	8325	1223	2204
VI. Net operating cash flow	-9838	-8035	-2785	-2127
VII. Net investment cash flow	-51863	6125	-14863	1622
VIII. Net financial activity cash flow	79840	8784	22604	2326
IX. Change in cash	18139	8874	5135	1820
X. TOTAL ASSETS	100905	90397	24184	25236
XI. Long term accounts payable	333	602	80	168
XII. Short term accounts payable	35972	30683	8621	8566
XIII. Equity	64579	59112	15478	16503
XIV. Equity attributable to shareholders of the “parent” company	63848	59112	15302	16503
XV. Share capital	730	730	175	204
XVI. Number of shares	7296681	7296681	7296681	7296681
XVI. Profit (loss) per share attributable to shareholders of the “parent” company	0.59	1.14	0.17	0.30
XVII. Diluted profit (loss) per share attributable to shareholders of the “parent” company	0.59	1.14	0.17	0.30
Short financial report data				
XIX. Goods and materials sales revenue	128056	105341	36255	27892
XX. Operating profit (loss)	4939	6666	1398	1765
XXI. Gross profit (loss)	5714	10670	1618	2825
XXII. Net profit loss	4623	' 8594	1309	2275

QSr 4/2008

SELECTED FINANCIAL DATA	PLN thousands		EUR thousands	
	4 quarter(s) incrementally / 2008 from 2008-01-01 to 2008-12-31	4 quarter(s) incrementally / 2007 from 2007-01-01 to 2007-12-31	4 quarter(s) incrementally / 2008 from 2008-01-01 to 2008-12-31	4 quarter(s) incrementally / 2007 from 2007-01-01 to 2007-12-31
XXIII. Net operating cash flow	-8549	-8034	-2420	-2127
XXIV. Net investment cash flow	-2812	6125	-796	1622
XXV. Net financial activity cash flow	29890	8783	8462	2326
XXVI. Change in cash	18529	6874	5246	1820
XXVII. TOTAL ASSETS	94535	89680	22657	25036
XXVIII. Long term accounts payable	0	80	0	22
XXIX. Short term accounts payable	30212	27866	7241	7779
XXX. Equity	. 63367	60660	15187	16935
XXXI. Share capital	730	730	175	204
XXXII. Number of shares	7296681	7296681	7296681	7296681
XXXIII. Profit (loss) per share	0.63	1.18	0.18	0.31
XXXIV. Diluted profit (loss per share)	0.63	1.16	0.18	0.31

This report should be filed with the Financial Supervision Authority, GPW w Warszawie S.A. and the information agency – in accordance with appropriate regulations under law

SHORT CONSOLIDATED QUARTERLY FINANCIAL STATEMENT OF ARCUS S.A. GROUP INCLUDING QUARTERLY INDIVIDUAL FINANCIAL INFORMATION OF ARCUS S.A. FOR THE FOURTH QUARTER OF 2008

INTRODUCTION TO QUARTERLY FINANCIAL INFORMATION OF ARCUS S.A. FOR THE FOURTH QUARTER OF 2008

1. ORGANISATION OF THE COMPANY'S CAPITAL GROUP SHOWING THE UNITS SUBJECT TO CONSOLIDATION

As per the status at the end of 4th quarter 2008, the Capital Group ARCUS S.A ("Group", "Group ARCUS") consisted of the following companies:

- ARCUS S.A. ("the Company") –parent company, based in Warsaw, ul. Miła 2, registered with the Regional Court for the capital city of Warsaw, 12th Business Department of the National Court Register, Register of Entrepreneurs under number KRS 0000271167. Chief business object of ARCUS S.A. involves supply of complex integrated document and mass correspondence management systems.
- T-MATIC SYSTEMS Sp. z o.o. based in Warsaw, ul. Iłżecka 26, registered with the Regional Court for the capital city of Warsaw, 13th Business Department of the National Court Register, Register of Entrepreneurs under number KRS 0000265460. The chief object of business of T-MATIC SYSTEMS Sp. z o.o. involves provision of telematic services for passenger, cargo transport, working machines, power and heat engineering, gas supply, and water supply system.

ARCUS S.A. holds 55.0% shares in the share capital of T-MATIC SYSTEMS Sp. z o.o. and has 55.0% votes at the Meeting of Shareholders of the Company.

The consolidated financial statement for the 4th quarter of 2008 covers data of both companies.

2. REPORTED PERIOD

This financial information covers the period from 01.10.2008 to 31.12.2008. For comparison this statement includes data covering the period from 01.10.2007 to 31.12.2007. In accordance with Articles of Association of ARCUS S.A. the Company's financial year is identical to calendar year.

3. FINANCIALLY INDEPENDENT BRANCH OFFICES

ARCUS S.A. has no branch offices preparing independent financial reports under article 51 of the Act on accounting dated 29th September 1994.

4. BUSINESS CONTINUATION ASSUMPTION

This financial information was prepared based on assumption that the Company would continue its business operations into the foreseeable future, being at least 12 months from the Balance Sheet date. As at the date hereof there we no apparent circumstances that could indicate existence of any serious threats to the Company's continuation of its businesses activity.

5. MERGER OF COMPANIES

During the period covered in the financial statement the Company did not merge with any other entity, neither was the Company established as a result of division of another company.

6. ACCOUNTING PRINCIPLES

The quarterly financial information was prepared based on individual financial statement of ARCUS S.A., which was prepared in accordance with section 4 and 4 of the Act on Accounting dated 29th September 1994, Regulation enacted by Minister for Finance on 12th December 2001 with respect to detailed principles of recognitions, valuation methods and manner of presentation of financial instruments, as well as Regulation enacted by Minister for Finance dated 19th October 2005 with respect to current and periodical information to be provided by issuers of securities.

The Company holds documentation describing the accounting principles applied in a continuous manner. An important element of this documentation includes the set of valuation methods applied with respect to assets and liabilities and calculation of financial outcome as well principles that under the act on accounting were subject to election by the Company insofar as individual solutions or application of simplifications are concerned.

Intangibles

Intangibles are accounted for at their purchase prices and are subject to depreciation by linear method over the period of their economic usability. Annual depreciation rates applied by the Company are as follows:

- computer software - 50%
- licences and similar goods- 50%

Depreciation write offs are accounted for starting in the month following the month of implementation of the concerned intangible.

Assets of unitary value not exceeding PLN 3 500.00 are accounted for as intangibles, and are amortised on one off basis based on their initial value. Amortisation takes place in the month of implementation of the concerned asset.

The balance sheet presents net value of intangibles, less any applicable impairment write-offs.

Fixed assets and fixed assets under construction

Fixed assets include tangible fixed assets (excluding investments) controlled by the Company, complete and fit for use as at the date of implementation, with expected term of use exceeding one year. Initial value of fixed assets is determined based on their purchase prices, production costs their value after revaluation, plus any applicable improvement costs. The balance sheet presents fixed assets at their net value – i.e. less accumulated depreciation and including any applicable impairment write-offs.

Depreciation write offs are accounted for starting on the first day of the month following the month of implementation of the concerned fixed assets, by the end of the month, in which the value of depreciation write offs equal the initial value, or the month in which fixed asset is set for liquidation, sold or found missing.

Assets of unitary value not exceeding PLN 3 500.00 are accounted for as intangibles, and are amortised on one off basis based on their initial value. Amortisation takes place in the month of implementation of the concerned asset.

Depreciation rates were determined based on the economic period of usability of fixed assets.

Annual depreciation rates applied by the Company with respect to individual groups of fixed assets are as follows:

:

Group 1	Buildings	10%
Group 4	Machinery and equipment	10%-18%
	excluding:	
	491 – computer sets	30%
Group 6	Technical equipment	5%-20%
Group 7	Means of transport	20%
Group 8	Tools, instruments, movables, and equipment	14%-20%

The value of fixed assets under construction is determined based on total costs incurred directly in relation to their purchase or production, less any applicable impairment written offs.

Fixed assets under construction are not subject to depreciation until the construction id completed and the asset is implemented.

The company reviews net value of fixed assets as at the balance sheet date, in order to determine, if there are any circumstances suggesting their impairment. If there are any such circumstances, the Company determines the recovery value of such an asset, so as to calculate potential revaluation write off.

Long term accounts receivable

In the Balance Sheet long term accounts receivable are presented in amount receivable. Long term accounts receivable include security deposit bonds relating to rental of real estate properties and good performance bonds, if agreement is concluded for longer than 1 year.

Investments into real estate properties and intangibles

There are no investments into real estate properties or intangibles.

Long term financial assets

The Company is subject to obligatory audit under article 64 of the Act on accounting, hence it is under the obligation to apply assets and payables valuation principles in accordance with the regulation on financial instruments, except for shares in subsidiaries, whose valuation is not subject to the regulation (§ clause 1 clause 2).

The value of financial assets and payables was determined depending on what category of instruments they were allocated to on the date of purchase, creation or legal reclassification thereof as at the Balance Sheet date – i.e.:

- tradable financial assets and payables,
- loans granted and own receivables,
- financial assets kept until maturity,
- saleable financial assets.

Financial assets are accounted for as at the date of purchase or creation at their purchase prices (fair value of expenditure made, including transaction costs or value of other assets provided in exchange).

Long term financial assets include those conforming to the following terms and conditions:

- non tradable or saleable assets,
- payable or maturing within more than 12 months since the balance sheet date,
- are included in the category of assets available for sale, but the Company does not intend to sell them in the foreseeable future.

These assets include:

- Shares in other companies, which are tradable financial instruments – are valued based on their purchase price, less any applicable impairment write-offs.
- Non tradable loans granted and own receivables are valued based on corrected purchase price, less any applicable impairment write-offs. Results of such valuation are recorded in relevant period as financial income or costs. If the influence of the valuation based on the corrected purchase price has little influence on the financial outcome, the value of these receivables is determined based on the amount receivable.

Long term investments

Long term investments into works of art are valued according to purchase prices.

Inventory

Inventory of current assets include goods.

The value of goods as at the date of recording thereof in the accounts is estimated based on their purchase prices.

Disbursement of goods from the warehouse is accounted for based on the FIFO method. In exceptional cases, in the event of especially large orders, the Company obtains special prices from its suppliers. In the case of such special contracts, disbursements of goods from the warehouse are accounted for according to the method of detailed records.

The Company periodically revaluates its warehouse inventories. Warehouse inventories are revaluated based on such information as how long the goods have been in the warehouse, technical assessment of the goods, assessment of sales possibilities, assessment of usability for repairs and other.

Inventories that are no longer economically usable are accounted for as costs.

Short term receivables

Short term receivables are presented in the Balance Sheet in amount receivable, less any applicable revaluation write-offs.

The Company makes revaluation write-offs with respect to all its receivables claimed in court as well as trade receivables that are more than 6 months overdue as at the date of the Balance Sheet.

Receivables revaluation write offs are accounted for as other operating costs or financial costs – depending on the type of the receivable concerned.

Short term financial assets

- Loans granted and own non tradable receivables are valuated based on the corrected purchase price determined with the use of effective interest rate. If the value of future cash flows determined with the use of appropriate interest rate, expected by the company is not significantly different from the amount receivable – the concerned account receivable is valuated based on the amount receivable, including any applicable impairment value.

Results of this valuation are recorded in the Profit and Loss Account as interest income.

- Cash and other cash assets

  This item includes cash in hand and cash in bank as well as cash underway.

  The value of cash and other cash assets is determined based on their nominal value.

Equity

Equity is recorded in the account books according to its type and principles set out in relevant regulations under law as well as appropriate provisions under the Company's Articles of Association.

The value of share capital is presented based on its nominal value and in accordance with the Company's Articles of Association and records in the National Court Register.

Capital reserves are established from retailed profits.

Capital reserves from revaluation of tangible fixed assets represent revaluation of fixed assets as at 1st January 1995. If an asset included in the revaluation is sold or liquidated, appropriate part of the capital reserve is accounted for as other capital reserves.

Additionally capital reserve includes the difference between the fair value and the purchase value of the saleable assets (less deferred tax), provided that there is a market price determined in an active regulated market or otherwise if their fair value can be determined in another credible way.

Impairment writes offs concerning fixed assets that were previously subject to revaluation, decreases the value of revaluation capital up top that value of the capital, which relates to the concerned fixed asset, and if the write off is greater than the value of this capital, this difference is accounted for as the concerned period's costs.

The costs of issue incurred at the time of establishment of the joint stock company or increase of its share capital, decrease the value of other capital reserve up to the value of share issue surplus above the nominal price of the shares, while the remaining part is accounted for as financial costs.

Provisions for accounts payable

Provisions are established with respect to:

- certain or highly probable future accounts payable that can be estimated in a credible manner, particularly including losses on pending business transactions, including losses on guarantees and warranties granted, credit operations and outcomes of pending court trials,
- current period's costs estimated to equal probable future payables arising out of:
  - services provided to the company, whose value can be credibly estimated,
  - services that will be performed in the next financial year, but relate to the current year.

The most common reasons underlying provisions for accounts payable:

- unused employee holidays,
- warranty repairs relating to services and goods sold by the company,
- auditing services,
- accounting and other services,
- motivation bonus.

The provisions referred to above are respectively accounted for as other operating costs, financial costs or extraordinary losses, depending on the reason underlying the future accounts payable.

Once an account becomes payable, the relating provision is dissolved.

- Provision for long service awards and retirement bonuses

In accordance with the remuneration systems applicable within the company, employees are entitles to receive retirement/disability bonuses at the time of their retirement or leaving due to disability. Disability bonuses are paid to employees, who became permanently unable to work. The value of such bonuses depends on the length of service and their average monthly remuneration. The company accounts for retirement and disability bonuses on accrual basis based on independent actuarial calculations.

In accordance with the act on accounting provision for retirement bonuses is presented in the Balance Sheet under the following group: “Accounts payable and provisions”, in the item concerning “provision for retirement and other benefits".

Short term accounts payable

Accounts payable throughout the year are accounted for at their nominal values. The value of accounts payable is estimated as at the balance sheet date, and is deemed to equal to the amount payable plus any interest payable at the time.

Financial accounts payable

Long term and short term financial payables presented in the balance sheet are subject to valuation according to their category.

The value of credits and loans is estimated to corrected purchase price. If the influence of the valuation based on the corrected purchase price has little influence on the financial outcome, the value of these payables is determined based on the amount payable.

Financial accounts payable are recorded in the accounting books at the time of execution of agreement or receipt of funds (depending on terms and conditions of the agreement). They are accounted for at fair value of the amount received or other financial assets received.

The results of revaluation performed on the balance sheet date are accounted for as interest income or costs (credits and loans).

Deferred charges and accruals

- Deferred charges.
  These include actual expenses that will be accounted for as costs in the future reported periods (e.g. costs of insurance, leasing, low priced assets etc.)
  Depending on the expected period of settlement, they are presented in the Balance Sheet as long or short term deferred charges.

- Accruals.
  These include negative goodwill write offs attributable to future reporting periods – both long and short term, as well as actually received subsidies, grants and other financial assistance for purchase or creation of fixed assets and performance of development works.

Assets and liabilities expressed in foreign currencies – general principles

The value of assets and liabilities expressed in foreign currencies is estimated as at the balance sheet date, based on the average exchange rate published on that date by the National Bank of Poland.

Business transactions expressed in foreign currencies are accounted for on the dates thereof, respectively based on:

- the purchase or sale exchange rate used by the company's bank for the purpose of settlement of the transaction (sale of purchase of currencies) – sale or purchase of currencies or payment of accounts payable,
- average exchange rate determined by the National Bank of Poland on the date preceding the transaction.

Foreign exchange profits or losses resulting out of currency fluctuations are accounted for as financial income or costs and presented in the Profit and Loss Account. Solely for the purpose of presentation in the financial statement, foreign exchange differences (realised and unrealised) are compensated (cumulatively for all currencies.

Sales revenue

Goods and services sales revenue are represented by amount receivable from the Customer in relation to purchase of the concerned goods and services, less applicable VAT.

Sales revenue is accounted for at the time of delivery – i.e. at the time of transfer of the risk and benefits arising from ownership of the goods or products.

Operating costs

Operating costs are accounted for in relating periods. The costs records are kept in comparative system. For the purpose of this statement the company presents the multi step variant of Profit and Loss Account.

Costs of products sold are accounted for commensurably to sales revenue, and include the value of sold services (products) and other assets valuated at their purchase prices.

The costs of sale particularly include transport costs as well as costs of sales departments.

Overheads include costs of functioning of the Company, particularly including the following: management costs and costs relating to the Company as such.

The remaining operating costs include all operating costs not included in any of the above categories, and not directly related to the primary business operations of the Company.

Income tax

Profits (adjusted by the amount of non taxable income, non allowable expenses, changes in provisions and deferred income tax assets) made by the Company are subject to 19% corporate income tax.

Due to transitory differences between the value of assets and liabilities presented in the accounting books and their taxation value as well as tax deductible losses to be deducted in the future, the Company establishes a provision for this purpose as well as deferred income tax assets.

Deferred income tax assets are equal to the amount, which is expected to be deducted from income tax in the future in relation to negative transitory differenced, which in the future will decrease the taxation base, bearing in mind the careful valuation principle.

Provision for deferred income tax is established in amount equal to income tax payable in the future due to positive transitory difference i.e. differences that will increase the taxation base in the future.

The value of deferred income tax assets and provisions are determined based on the income tax rates applicable in the year, in which they will influence the value of income tax base.

Deferred income tax assets and provisions concerning transactions reconciled with equity are reflected in equity.

7. CHANGES IN ACCOUNTING PRINCIPLES

In the 4th quarter of 2008, the same accounting principles were used as in last financial statement and in the previous quarters of 2008.

8. PREVIOUS YEARS' EVENTS

There were no events concerning previous years.

9. POST BALANCE SHEET EVENTS

There were no significant events after the date of the Balance Sheet that should be presented in the financial statement.

10. COMPARABILITY OF DATA

All reported data are fully comparable with last years' data.

11. SIGNIFICANT CHANGES IN ESTIMATED AMOUNTS STATED IN PREVIOUS REPORTED PERIODS OF THIS FINANCIAL YEAR OR CHANGES IN ESTIMATED AMOUNTS STATED IN PREVIOUS FINANCIAL YEARS, PROVIDED THAT THEY HAD SIGNIFICANT INFLUENCE ON THIS QUARTER

In the 4th quarter of the Company made a PLN 72 thousand revaluation write-off with respect to inventories.

Between 1st October 2008 and 31st December 2008 deferred income tax provision decreased by PLN 90 thousand. During the same period deferred income tax assets decreased by PLN 315 thousand.

12. AVERAGE EXCHANGE RATES

National Bank of Poland's exchange rate applicable on 31st December 2007: EUR 1 = PLN 3.5820 - NBP table no. 252/A/2007
National Bank of Poland's exchange rate applicable on 31st December 2008: EUR 1 = 4.1724 - NBP table no. 254/A/2008

Average exchange rate between 1st January 2007 and 31st December 2007: EUR 1 = PLN 3.7768.

Average exchange rate between 1st January 2008 and 31st December 2008: EUR 1 = PLN 3.5321.

QUARTERLY FINANCIAL INFORMATION
ARCUS S.A. – 4TH QUARTER OF 2008

13. PROFIT AND LOSS ACCOUNT

	(PLN thousands)	01.01-31.12.2008	01.01-31.12.2007	01.10-31.12.2008	01.10-31.12.2007
I.	**Net goods and materials sales revenue, including:**	**128 056**	**105 341**	**56 135**	**53 379**
	- from affiliates	93	17	13	43
.	Net products sales revenue:	916	792	434	661
.	Net goods sales revenue:	20 140	7 549	3 701	0 718
II.	**Costs of sold products and goods**	**109 248**	**84 083**	**50 355**	**42 379**
	- to affiliates	48		48	
.	Production costs of sold products	062	702	320	25
.	Value of sold goods and materials	04 186	0 381	8 035	2 154
III.	**Gross sales profit (loss)**	**18 808**	**21 258**	**5 780**	**11 000**
V.	Sales costs	1 766	1 251	964	346
.	Overheads	159	112	1 624	011
VI.	**Sales profit (loss)**	**4 883**	**5 895**	**4 440**	**5 643**
II.	Other operating revenue	30	64	73	62
	Profit on sale of non financial fixed assets		75		44
.	Other operating revenue	26	89	73	18
III.	Other operating costs	74	93	10	93
.	Loss on sale of non financial fixed assets				
.	Revaluation of non financial assets		6		6
.	Other operating costs	74	17	10	17
IX.	**Operating profit (loss)**	**4 939**	**6 666**	**4 503**	**6 312**
.	Financial revenue	268	095	82	971
.	Interest, including:	268	49	89	07
	- from affiliates	2	9	2	9
.	Profit on sale of investments		320		320
.	Other		26	307	44
I.	Financial costs	493	1	475	22
.	Interest, including:	1	3	3	80
	- from affiliates				
.	Other	452	8	452	8
XII.	**Business profit (loss)**	**5 714**	**10 670**	**3 310**	**10 305**
XIII.	**Gross profit (loss)**	**5 714**	**10 670**	**3 310**	**10 305**
IV.	Income tax	091	076	03	962
XV.	**Net profit**	**4 623**	**8 594**	**2 707**	**8 343**

14. BALANCE SHEET

	ASSETS (PLN thousands)	31.12.2008	30.09.2008	31.12.2007	31.12.2007
I..	**Fixed Assets**	**7 623**	**7 817**	**4 740**	**4 740**
.	Intangibles	94	7	21	21
.	Tangible fixed assets	85	88	162	162
.	Long term receivables	43	36	01	01
.1.	from other companies	43	36	01	01
.	Long term investments	177	177	579	579
.1.	Long term financial assets	121	121	523	523
.	in other companies	523	523	523	523
.	in affiliates	598	598		
.2.	Other long term investments	6	6	6	6
.	Long term deferred charges	24	39	77	77
.1.	Deferred income tax assets	43	39	77	77
II.	**Current assets**	**86 912**	**69 024**	**84 940**	**84 940**
.	Inventory	5 948	4 891	380	380
.	Short term accounts receivable	3 851	6 736	0 864	0 864
.1.	from affiliates	1	2	81	81
.2.	from other companies	3 760	6 694	0 683	0 683
.	Short term investments	6 102	7 202	6 751	6 751
.1.	Short term financial assets	6 102	7 202	6 751	6 751
.	in affiliates	12			
.	in other companies		1 852	9 690	9 690
.	cash and other cash assets	5 590	350	061	061
.	Short term deferred charges	011	95	45	45
	TOTAL ASSETS	**94 535**	**76 841**	**89 680**	**89 680**

	LIABILITIES (PLN thousands)	31.12.2008	30.09.2008	31.12.2007	31.12.2007
I..	**Equity**	**63 367**	**60 660**	**58 744**	**58 744**
.	Share capital	30	30	30	30
.	Capital reserve	7 773	7 773	7 773	7 773
.	Revaluation capital				
.	Other capital reserves	0 240	0 240	1 646	1 646
.	Profits (losses) carried forward				

.	Net profit (loss)	623	916	594	594
II.	**Accounts payable and provisions**	**31 168**	**16 182**	**30 936**	**30 936**
.	Provisions for accounts payable	56	050	990	990
.1	Provision for deferred income tax	2	22	2	2
.2.	Provision for retirement and other benefits	37	38	38	38
.	long term	47	47	47	47
.	short term	90	91	91	91
.3	Other provisions	87	590	590	590
.	long term	34	64	64	64
.	short term	53	426	426	426
.	Long term accounts payable			0	0
.1.	towards affiliates				
.2.	towards other companies			0	0
.	Short term accounts payable	0 212	3 132	7 866	7 866
.1.	towards affiliates				
.2.	towards other companies	9 893	2 837	7 590	7 590
.3.	Special funds	19	95	68	68
.	Accruals				
.1.	Other accruals				
	TOTAL LIABILITIES	**94 535**	**76 842**	**89 680**	**89 680**

OFF BALANCE SHEET ITEMS (PLN thousands)	**31.12.2008**	**30.09.2008**	**31.12.2007**	**31.12.2007**
contingent accounts payable	0 891	0 365	0 709	0 709
towards other entities (due to)	0 891	0 362	0 709	0 709
- notes payable	371	72	039	039
- transfer of ownership	7 000	7 000	7 000	7 000
- transfer of account receivable	10 000	10 000	10 000	10 000
- pledge	2 520	2 520	2 670	2 670
TOTAL OFF BALANCE SHEET ITEMS	**20 891**	**20 365**	**20 709**	**20 709**

15. FUNDS FLOW STATEMENT

		(PLN thousands)	31.12.2008	31.12.2007
I..		**Equity at the beginning of period**	**58 744**	**12 288**
	1.	Share capital at the beginning of period	730	500
1. 1.		Changes in share capital		230
		- increase due to issue of shares		230
	1.	Share capital at the end of period	730	730
	2.			
	2.	Capital reserve at the beginning of period	37 773	142
2. 1.		Changes in capital reserve		37 631
		increases		37 631
		- due to issue of shares at premium		37 631
		dissolution of revaluation fund		1
2. 2.		Capital reserve at the end of period	37 773	37 773
	3.	Revaluation capital at the beginning of period	1	2
	3.	Changes in revaluation capital	-	1
1.				
		- decreases	-	1
		liquidation of fixed assets		1
	3.	Revaluation capital at the end of period	1	1
2.				
	4.	Other capital reserves at the beginning of period	11 646	4 934
4. 1.		Changes in other capital reserves	8 594	6 711
		increases	8 594	6 711
4. 2.		Other capital reserves at the end of period	20 240	11 646
	5.	Profits carried forward at the beginning of period	8 594	6 710
	5.	Changes in profit carried forward	8 594	6 710
1				
		decreases	8 594	6 710
		transferred to capital reserve	8 594	6 710
	5.	Profits carried forward at the end of period	-	-
2.				
	5.	Loss carried forward at the beginning of period		-
3.				
		decrease (due to)		-
		loss coverage		-
	5.	Loss carried forward at the end of period		-
4.				
	6.	Net outcome	4 623	8 594
		Net profit	4 623	8 594
II.		**Equity at the end of period**	**63 367**	**58 744**
II I.		**Equity at the end of period after the proposed distribution of profit**	**63 367**	**58 744**

16. CASH FLOW REPORT

	(PLN thousands)	01.01-31.12.2008	01.01-31.12.2007
A.	**Operating cash flow**		
..	Net profit	4 623	8 594
I.	Total adjustments:	- 13 172	- 16 628
.	Depreciation	785	1 362
.	Interest and profit sharing (dividends)	- 1 979	82
.	Investment profit (loss)	- 4	- 4 095
.	Change in provisions	- 2 033	86
.	Change in inventories	- 9 568	7 461
.	Change in accounts receivable	- 3 028	- 32 848
.	Changes in short term accounts payable, excluding loans and credits	2 266	12 303
.	Changes in deferred charges and accruals	186	- 772
.	Other adjustments:	203	- 207
III.	**Net operating cash flow – indirect method**	**- 8 549**	**- 8 034**
B.	**Investment cash flow**		
..	Proceeds	49 010	6 741
.	Sale of intangibles and tangible fixed assets	10	1 429
.	Financial assets, including:		5 312
.	in other companies		5 312
	dividends and profit sharing		
	other	49 000	
I.	Expenditure	- 51 822	- 616
.	Purchase of intangibles and tangible fixed assets	- 419	- 560
.	Financial assets, including:	- 51 320	
.	in affiliates	- 3 598	
.	in other companies	- 47 722	
.	Other investment expenditure	- 83	- 56
III.	**Net investment cash flow (I-II)**	**- 2 812**	**6 125**
C.	**Financial activity cash flow**		
..	Proceeds	30 390	38 580
.	Credits and loans	-	720
.	Other financial proceeds	30 000	-
.	Net proceeds from issue of shares	-	37 860
.	Interest	390	

I.	Expenditure	- 500	- 29 797
.	Dividends and other payments to owners		
.	Repayment of credits and loans	-	- 260
.	Payments of liabilities arising out of financial leasing	-	- 29 454
.	Interest	-	- 83
.	Loans granted	- 500	
III.	**Net financial activity cash flow (I-II)**	**29 890**	**8 783**
D.	**Total net cash flow (A.III+/-B.III+/-C.III)**	**18 529**	**6 874**
E.	**Balance Sheet change in cash, including:**	**18 529**	**6 874**
F.	**Cash at the beginning of period**	**7 061**	**187**
G.	**Cash at the end of period (F+/-D)**	**25 590**	**7 061**

INTRODUCTION TO CONSOLIDATED SHORT FINANCIAL STATEMENT OF ARCUS S.A. GROUP FOR THE FOURTH QUARTER OF 2008

1. STATEMENT OF CONFORMITY

This consolidated financial statement was prepared in Accordance with International Financial Reporting Standards as well as relevant requirements outlined in Regulation enacted by Minister for Finance dated 19th October 2005 with respect to current and periodical information to be provided by issuers of securities.

2. LEGAL BASIS UNDERLYING PREPARATION OF THE CONSOLIDATED FINANCIAL STATEMENT

Throughout 2008 ARCUS S.A. Group companies – i.e. ARCUS S.A. and T-MATIC SYSTEMS Sp. z o.o. kept their accounting books in accordance with the act on accounting dated 29th September 1994. The individual financial statements prepared in accordance with the abovementioned act of law were transformed into financial statements conforming to the International Financial Accounting Standards.

The consolidated financial statement was prepared based on assumption that the Company and T-MATIC SYSTEMS Sp. z o.o. would continue their business operations into the foreseeable future.

The accounting principles are uniform in individual companies of the Group.

ARCUS S.A. and T-MATIC SYSTEMS Sp. z o.o. use PLN as their currency; while the consolidated financial statement is presented in PLN thousands, unless otherwise indicated.

3. PRINCIPLES OF CONSOLIDATION

T-MATIC SYSTEMS Sp. z o.o. is subsidiary of ARCUS S.A. ARCUS S.A. holds 55% of shares in T-MATIC SYSTEMS Sp. z o.o.

Purchase of shares is reconciled by the method of acquisition. ARCUS S.A. uses the method of full consolidation.

Transactions between the Group’s companies are excluded.

In the 4th quarter of 2008 ARCUS S.A. granted a PLN 500 thousand loan to T-MATIC SYSTEMS Sp. z o.o. By 31st December 2008 total interest accrued on that loan amounted to PLN 12 thousand.

In December 2008 ARCUS S.A. re-invoiced to T-MATIC SYSTEMS Sp. z o.o. the amount of PLN, representing costs incurred on behalf of both companies.

4. INTANGIBLES

The value of the subsidiary is represented by the purchase price, less the value of cost incurred.

Intangibles are accounted for at their purchase prices and are subject to depreciation by linear method over the period of their economic usability. Annual depreciation rates applied by the Company are as follows:

- computer software - 20%
- licences and similar goods- 20%

Depreciation write offs are accounted for starting in the month following the month of implementation of the concerned intangible.

Assets of unitary value not exceeding PLN 3 500.00 are accounted for as intangibles, and are amortised on one off basis based on their initial value. Amortisation takes place in the month of implementation of the concerned asset.

Expenditure on intangibles that do not improve or extend usability period of intangibles is accounted for as costs at the time thereof.

Tangible fixed assets

Initial value of fixed assets is determined based on their purchase prices or production costs, less accumulated depreciation and including any applicable impairment write-offs.

Tangible fixed assets are depreciated by linear method. Assets of unitary value not exceeding PLN 3 500.00 are amortised on one off basis in the month of implementation.

Depreciation rates were determined based on the economic period of usability of fixed assets.

Annual depreciation rates applied by the Company with respect to individual groups of fixed assets are as follows:

Group 1	Buildings	10%
Group 4	Machinery and equipment	10%-18%
Excluding:		
491 - computer sets		30%
Group 6	Technical equipment	5%-20%
Group 7	Means of transport	20%
Group 8	Tools, instruments, movables, and equipment	14%-20%

Expenditure on repairs that do not improve or extend usability period of fixed assets are accounted for as costs at the time thereof.

Long term accounts receivable

In the Balance Sheet long term accounts receivable are presented in amount receivable. Long term accounts receivable include security deposit bonds relating to rental of real estate properties and good performance bonds, if agreement is concluded for longer than 1 year.

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Saleable financial assets

Saleable financial assets include financial assets that are not derivatives and are not included in any other category of financial assets.

Saleable financial assets are accounted for at purchase prices.

Long term investments

Long term investments into works of art are valued according to purchase prices.

Inventory

Inventory of current assets include goods.

The value of goods as at the date of recording thereof in the accounts is estimated based on their purchase prices, not exceeding net sale prices.

Disbursement of goods from the warehouse is accounted for based on the FIFO method. In exceptional cases, in the event of especially large orders, the Company obtains special prices from its suppliers. In the case of such special contracts, disbursements of goods from the warehouse are accounted for according to the method of detailed records.

Short term receivables

Short term trade receivables and other receivables are presented in the Balance Sheet in amount receivable, bearing in mind the careful valuation principle.

The Companies make revaluation write-offs with respect to all its receivables claimed in court as well as trade receivables that are more than 6 months overdue as at the date of the Balance Sheet.

Receivables revaluation write offs are accounted for as other operating costs or financial costs – depending on the type of the receivable concerned.

Cash and its equivalents

Cash and its equivalents include cash in bank and short term deposits.

Equity

Equity is recorded in the account books according to its type.

Share capital

Share capital of the parent company is the Group's capital, and is presented in its nominal value stated in the Company's Articles of Association, which is recorded in the National Court Register.

Capital reserve from issue of shares at premium.

Capital reserve from issue of shares at premium was established as a result of public issue of shares in 2007. The amount of this capital excludes the costs of the issue.

Retained profits

Retained profits include undistributed profits made in the previous years.

Provisions

Provisions are established with respect to certain or highly probable future accounts payable that can be estimated in a credible manner.

The most common reasons underlying provisions for accounts payable:

- unused employee holidays,
- warranty repairs relating to services and goods sold by the company,
- auditing services,
- accounting and other services,
- motivation bonus

Provision for retirement and other bonuses

The value of payables relating to provisions for retirement bonuses, unused holidays and death benefits are accounted for on accrual basis and based on independent actuarial calculations.

Trade accounts payable and other accounts payable

Trade accounts payable are accounted for based on amortised costs.

Transactions in foreign currencies

ARCUS Group companies keep their accounting books based on PLN.

Business transactions expressed in foreign currencies are accounted for on the dates thereof, respectively based on:

- the purchase or sale exchange rate used by the company's bank for the purpose of settlement of the transaction (sale of purchase of currencies) – sale or purchase of currencies or payment of accounts payable,

- average exchange rate determined by the National Bank of Poland on the date preceding the transaction,

Foreign exchange profits or losses resulting out of currency fluctuations are accounted for as financial income or costs and presented in the Profit and Loss Account.

Revenue

Goods and services sales revenue are represented by amount receivable from the Customer in relation to purchase of the concerned goods and services, less applicable VAT

Sales revenue is accounted for in relating periods.

Operating costs

Operating costs are accounted for in relating periods. Costs records of ARCUS S.A. are kept in comparative system. T-MATIC SYSTEMS Sp. z o.o. presents its costs in calculation and comparative system. For the purpose of this statement the company presents the multi step variant of Profit and Loss Account.

Income tax

Profits (adjusted by the amount of non taxable income, non allowable expenses, changes in provisions and deferred income tax assets) made by the Company are subject to 19% corporate income tax.

Due to transitory differences between the value of assets and liabilities presented in the accounting books and their taxation value as well as tax deductible losses to be deducted in the future, the Company establishes a provision for this purpose as well as deferred income tax assets.

Deferred income tax assets are equal to the amount, which is expected to be deducted from income tax in the future in relation to negative transitory differenced, which in the future will decrease the taxation base, bearing in mind the careful valuation principle.

Provision for deferred income tax is established in amount equal to income tax payable in the future due to positive transitory difference i.e. differences that will increase the taxation base in the future.

The value of deferred income tax assets and provisions are determined based on the income tax rates applicable in the year, in which they will influence the value of income tax base.

Deferred income tax assets and provisions concerning transactions reconciled with equity are reflected in equity.

National Bank of Poland's exchange rate applicable on 31st December 2007: EUR 1 = PLN 3.5820 - NBP table no. 252/A/2007

National Bank of Poland's exchange rate applicable on 31st December 2008: EUR 1 = 4.1724 - NBP table no. 254/A/2008

Average exchange rate between 1st January 2007 and 31st December 2007: EUR 1 = PLN 3.7768.

Average exchange rate between 1st January 2008 and 31st December 2008: EUR 1 = PLN 3.5321.

CONSOLIDATED SHORT FINANCIAL STATEMENT OF ARCUS S.A. GROUP FOR THE FOURTH QUARTER OF 2008

5. CONSOLIDATED PROFIT AND LOSS ACCOUNT

(PLN thousands)	01.01.31.12.2008	01.01.31.12.2007	01.10.31.12.2008	01.10.31.12.2007
Continued business activity				
Sales revenue	**131 592**	**105 212**	**59 298**	**53 278**
Own sales cost	111 684	84 083	52 527	42 394
Gross sales profit (loss)	**19 908**	**21 129**	**6 771**	**10 884**
Other operating revenue	377	935	231	852
Sales costs	11 814	11 168	2 851	4 288
Overheads	2 529	4 112	-1 337	1 026
Other operating costs	406	194	242	194
Restructuring costs	0	0	0	0
Operating profit (loss)	**5 536**	**6 590**	**5 246**	**6 228**
Financial revenue	2 436	4 230	298	4 080
Financial costs	1 648	295	1 434	87
Profit (loss) before tax	**6 324**	**10 525**	**4 110**	**10 221**
Income tax	1 394	2 200	815	1 969
Continued business activity profit (loss)	**4 930**	**8 325**	**3 295**	**8 252**
Discontinued business activity	0	0	0	0
Discontinued business activity net profit (loss)	0	0	0	0
Net profit (loss)	4 930	8 325	3 295	8 252
Attributable to:				
shareholders in parent company	*4 318*	*8 325*	*2 666*	*8 252*
minority shareholders	*612*	*0*	*629*	*0*
Profit (loss) per share attributable to shareholders of the parent company				
Continued business activity:				
Ordinary	0,59	1,14	0,37	1,13
Diluted	0,59	1,14	0,37	1,13
Continued and discontinued business activity:				
Ordinary	0,59	1,14	0,37	1,13
Diluted	0,59	1,14	0,37	1,13

6. CONSOLIDATED BALANCE SHEET

ASSETS (PLN thousands)	31.12.2008	31.12.2007
FIXED ASSETS		
Intangibles	812	495
including goodwill	3 453	0
Tangible fixed assets	1 249	1 579
Shares in subsidiaries	0	0
Saleable financial assets	2 523	2 523
Long term receivables	243	201

	31.12.2008	31.12.2007
Other long term investments	56	56
Deferred income tax assets	512	600
	8 848	**5 454**
CURRENT ASSETS		
Inventory	18 274	6 377
Short term investments	0	29 690
Trade and other receivables	46 906	40 870
Income tax receivables (refunds)	0	0
Other current assets	1 164	945
Cash and its equivalents	25 713	7 061
	92 057	**84 943**
Fixed assets for sale	0	0
TOTAL ASSETS	**100 905**	**90 397**

LIABILITIES (PLN thousands)	**31.12.2008**	**31.12.2007**
Equity		
Share capital	730	730
Capital reserve from sale of shares at premium	37 631	37 631
Revaluation capital	0	0
Equity shares	0	0
Other capital reserves	0	0
Capital from valuation of security transactions	0	0
Retained profits	25 487	20 751
	63 848	**59 112**
Minority share	731	0
Total Equity	**64 579**	**59 112**
Long term accounts payable		
Long term loans and credits	0	0
Provision for deferred income tax	186	210
Provisions for accounts payable	147	312
Other long term accounts payable	0	80
	333	**602**
Short term accounts payable		
Short term loans and credits	461	0
Trade and other accounts payable	33 897	27 412
Income tax payable	719	655
Provisions for accounts payable	895	2 616
Other financial payables	0	0
	35 972	**30 683**
Accounts payable directly related to saleable fixed assets	0	0
Negative goodwill	21	
TOTAL LIABILITIES	**100 905**	**90 397**

7. CONSOLIDATED FUNDS FLOW STATEMENT \

Funds flow statement	Primary capital	Surplus from sales of shares at premium	Retained profits	Revaluation capital	Other capital reserves		Minority shares	Total Equity
1st January 2008 to 31st December 2008								
1st January 2008	**730**	**37 631**	**20 751**	**0**	(	**59 112**	**0**	**59 112**
changes in accounting principles			17			**417**		**417**
Increases			319			**4 319**	31	**5 050**
Issue of shares						**0**		**0**
Purchase of company						**0**	31	**731**
This period's outcome			319			**4 319**		**4 319**
Decreases:								
Payment of dividends						**0**		**0**
31st December 2008	**730**	**37 631**	**25 487**	**0**		**63 848**	**731**	**64 579**
1st January 2007 to 31st December 2008								
1st January 2007	**500**	**0**	**11 788**	**0**	(	**12 288**		**12 288**
changes in accounting principles			38			**638**		**638**
Increases	30	7 631	325			**46 186**		**46 186**
Issue of shares	30	7 631				**37 861**		**37 861**
Outcome this period/previous period			325			**8 325**		**8 325**
Decreases:								
Profit used for payment of dividends						**0**		**0**
31st December 2007	**730**	**37 631**	**20 113**	**0**	(	**59 112**		**59 112**

8. CONSOLIDATED CASH FLOW REPORT

(PLN thousands)	01.0131.12.2008	01.01 -31.12.2007
Operating business activity		
Profit (loss) before tax	4 319	8 325
Adjustments:	-14 157	-16 360
Depreciation	864	1 279
Foreign exchange differences	0	82
Interest received	-1 951	0
Interest paid	0	0

Dividends received	0	0
Investment profit (loss)	61	-4 066
Change in inventories	-11 795	7 462
Change in accounts receivable	-5 979	-32 855
Change in accounts payable and provisions	4 750	14 115
Change in assets	61	-772
Income tax paid	-492	-1 398
Other	324	-207
	-9 838	**-8 035**
Investment activity		
Proceeds		
Sale of intangibles and tangible fixed assets	10	6 741
Expenditure	- 51 873	- 616
Expenditure on purchase of tangible fixed assets	- 470	- 560
Expenditure on purchase of financial assets	- 51 320	
Other expenditure	- 83	- 56
Revenue from sale of tangible fixed assets		
Revenue from sale of financial assets		
Interest received		
Dividends received		
	- 51 863	**6 125**
Financial activity		
Proceeds	79 840	38 580
Issue of shares		37 860
Proceeds from credits and loans	450	720
Interest	0	
Buyout of commercial bonds	79 390	
Expenditure	0	-29 796
Repayment of credits and loans	0	-260
Payments of liabilities arising out of financial leasing		
Dividends paid		
Interest paid		-82
Other payments out of profits		-29 454
Foreign exchange differences		
	79 840	**8 784**

(PLN thousands)	01.0131.12.2008	01.01 -31.12.2007
Change in cash	**18 139**	**6 874**
Balance Sheet change in cash:	**18 139**	**6 874**
including:		
Change in cash due to foreign exchange differences		
Cash at the beginning of period	**7 574**	**187**
Cash at the end of period	**25 713**	**7 061**

Warsaw

Bartłomiej Żebrowski – President of the Management Board

Mariusz Bednarski – Deputy President of the Management Board

Konrad Kowalczuk - Deputy President of the Management Board

ADDITIONAL INFORMATION TO THE CONSOLIDATED FINANCIAL STATEMENT OF GROUP ARCUS SA IN THE FOURTH QUARTER OF 2008

1. *ORGANIZATION OF THE COMPANY'S CAPITAL GROUP SHOWING THE UNITS SUBJECT TO CONSOLIDATION*

As per the status at the end of 4th quarter 2008, the Capital Group ARCUS S.A ("Group", "Group ARCUS") consisted of the following companies:

- ARCUS S.A. ("the Company") – dominating business, based in Warsaw, ul. Miła 2, registered with the Regional Court for the capital city of Warsaw, 12th Business Department of the National Court Register, Register of Entrepreneurs under number KRS 0000271167. Chief business object of ARCUS S.A. involves supply of complex integrated document and mass correspondence management systems.
- T-MATIC SYSTEMS Sp. z o.o. based in Warsaw, ul. Iłżecka 26, registered with the Regional Court for the capital city of Warsaw, 13th Business Department of the National Court Register, Register of Entrepreneurs under number KRS 0000265460. The chief object of business of T-MATIC SYSTEMS Sp. z o.o. involves provision of telematic services for passenger, cargo transport, working machines, power and heat engineering, gas supply, and water supply system.

  ARCUS S.A. holds 55.0% shares in the share capital of T-MATIC SYSTEMS Sp. z o.o. and has 55.0% votes at the Meeting of Shareholders of the Company.

The consolidated financial statement for the 4th quarter of 2008 covers data of both companies.

2. *THE RESULTS OF CHANGES IN BUSINESS UNIT STRUCTURE, E.G. AS THE RESULT OF MERGER, TAKEOVER OR SALE OF BUSINESS, LONG TERM INVESTMENTS, DIVISION, RESTRUCTURING, AND OPERATION CANCELING*

In the 4th quarter of 2008 no changes occurred in the structure of ARCUS S.A. Group resulting from merger, takeover, or sale of businesses, long term investments, division, restructuring, or operation canceling.

In conseqEUnce of purchase by ARCUS S.A. in the third quarter of 2008 of 55% shares in T-MATIC SYSTEMS Sp. z o.o., the business of the Group may be divided into the following segments:

- *IT segment,* identified with the business of ARCUS S.A. oraz
- *telematic segment,* identified with the business of T-MATIC SYSTEMS Sp. z o.o.

3. SELECTED FINANCIAL DATA

Table 1: Selected consolidated financial data of ARCUS S.A. Group

		In thousand PLN		In thousand EUR	
		01.01.2008 - 31.12.2008	**01.01.2007 - 31.12.2007**	**01.01.2008 - 31.12.2008**	**01.01.2007 - 31.12.2007**
I	*Revenue from sale of products, goods, and materials*	*131,592*	*105,212*	*37,256*	*27,857*
II	*Profit (loss) from operations*	*5,536*	*6,590*	*1,567*	*1,745*
III	*Profit (loss) before taxation*	*6,324*	*10,525*	*1,790*	*2,787*
IV	*Net profit (loss)*	*4,930*	*8,325*	*1,396*	*2,204*
	Net profit (loss) assigned to the shareholders of the parent company	*4,318*	*8,325*	*1,223*	*2,204*
V	*Net cash flow from operations*	*-9,838*	*-8,035*	*-2,785*	*-2,127*
VI	*Net cash flow from investments*	*-51,863*	*6,125*	*-14,863*	*1,622*
VII	*Net cash flow from financial operations*	*79,840*	*8,784*	*22,604*	*2,326*
VIII	*Change in cash*	*18,139*	*6,874*	*5,135*	*1,820*
IX	*Total assets*	*100,905*	*90,397*	*24,184*	*25,236*
X	*Long term liabilities*	*333*	*602*	*80*	*168*
XI	*Short term liabilities*	*35,972*	*30,683*	*8,621*	*8,566*
XII	*Equity*	*64,579*	*59,112*	*15,478*	*16,503*
	Equity assigned to the shareholders of the parent company	*63,848*	*59,112*	*15,302*	*16,503*
XIII	*Share capital*	*730*	*730*	*175.00*	*204*
XIV	*Average weighted number of shares*	*7,296,681*	*5,000,000*	*7,296,681*	*5,000,000*
XV	*Profit (loss) per each share assigned to the shareholders of the parent company (in PLN/EUR)*	*0.59*	*1.14*	*0.17*	*0.3*
XVI	*Diluted profit (loss) per one share assigned to the shareholders of the parent company (in PLN/EUR)*	*0.59*	*1.14*	*0.17*	*0.3*

4. REVENUE AND RESULTS PER INDIVIDUAL SEGMENTS OF THE CAPITAL GROUP'S BUSINESS

Table 2: RevenEU, operation costs, and net profit of the business segments of ARCUS Group after four quarters of 2008 (in thousand PLN).

Segment	RevenEU	Business costs	Net profit
IT	*127,787*	*124,216*	*3,571*
Telematics	*3,805*	*2,446*	*1,359*
Total	**131,592**	**127,274**	**4,930**

5. PRINCIPLES ASSUMED IN STATEMENT PREPARATION

The consolidated financial statement for the 4th quarter of 2008 has been prepared according to the principles of the International Financial Reporting Standards (IFRS) in version approved by the European Union (EU), and within the scope not regulated by the aforementioned principles pursuant to the requirements of the Accounting Law dated September 29th, 1994 (Journal of Laws No. 76, 2002, item 694, amended) and executive regulations issued on the basis thereof, and pursuant to the requirements specified in the ordinance of the Minister of Finance of October 19th, 2005 on ongoing and periodical information provided by the issuers of securities (Journal of Laws No. 209, 2005, item 1744).

The consolidated financial statement for the 4th quarter of 2008 has been prepared assuming that the business of ARCUS Group will be continued in the acceptable future.

The consolidated financial statement for the 4th quarter of 2008, and comparable data for the previous year cover the data of the parent Company and the subsidiary as the units preparing independent statements – based on uniform principles pursuant the Accounting Law dated September 29th, 1994. The business enterprise of the Company and the subsidiary covered by the consolidation does not include the organizational units executing their own financial statements.

Preparation of the consolidated financial statement pursuant to IFRS requires estimates and assumptions, which affect the values shown in the financial statement. The value of the estimates is based on analyses and best knowledge of the Management Board. Any assumptions and estimates are based on the best from those expected.

The unitary financial statement of ARCUS S.A. has been prepared according to chapters 4 and 5 of the Accounting Law of September 29th, 1994, Ordinance of the Minister of Finance dated December 21st, 2001 on precise principles of approval, evaluation methods, scope of coverage, and method of presentation of the financial instruments, and Ordinance of the Minister of Finance of October 19th, 2005 on ongoing and periodical information provided by the issuers of securities.

The Company has documentation describing the accounting principles assumed and applied continuously. The important part of the documentation constitutes the collection of specified principles in respect of which pursuant to the Accounting Law the Company could choose the solutions or apply simplified methods.

In 2008 both Companies creating the Group kept their books in compliance with the Accounting Law of September 29th, 1994. Financial statements made in such manner were transformed into the financial statements made according to the International Financial Reporting Standards.

The currency used by ARCUS S.A. and T-MATIC SYSTEMS Sp. z o.o. is PLN, the consolidated financial statement has been presented in PLN, unless specified otherwise.

Purchase of shares is settled by the acquisition method. ARCUS S.A. applies the method of full consolidation.

The mutual transactions between the parties within the Group are excluded.

In December 2008 ARCUS S.A. re-invoiced to T-MATIC SYSTEMS Sp. z o.o. the costs incurred on behalf of both Companies. Value of the receivables in this respect amounted to PLN 5 thousand.

6. CHANGES IN PRINCIPLES APPLIED TO STATEMENT CREATION

During the period covered by this statement, the Company has not changed the principles of accounting. Also in 2008 the principles of establishing of the assets and liabilities, as well as the assessment of the financial result did not change as compared to the previous year.

In the 4th quarter of 2008, for the purpose of the consolidated financial statement of ARCUS S.A. Group, the unitary quarterly financial statement of ARCUS S.A. and unitary quarterly financial statement of T-MATIC SYSTEMS Sp. z o.o., both prepared according to the Polish Accounting Standards, have been converted pursuant to the requirements of the International Accounting Standards.

7. PRINCIPLES OF CONVERSION OF THE "SELECTED FINANCIAL DATA" FROM PLN TO EURO

For the purpose of conversion of the balance sheet data from PLN to EUR, the average NBP exchange rate of the last statement day:

On December 31st, 2007 the exchange rate of PLN, established by NBP amounted to: 1 EUR = PLN 3.5820: NBP table 252/A/2007.

On December 31st, 2008 the exchange rate of PLN, established by NBP amounted to: 1 EUR = PLN 4.1724: NBP table 254/A/2008.

To convert data of the profit and loss account – from PLN to EUR, the following exchange rates have been assumed:

During the period between January 1st, 2007 and December 31st, 2007, the average exchange rate of EUR amounted to PLN 3.7768.

During the period between January 1st, 2008 and December 31st, 2008, the average exchange rate of EUR amounted to PLN 3.5321.

Diluted profit and diluted book value per one share have been calculated for 7,296,681 shares.

8. TYPES AND AMOUNTS OF ESTIMATED VALUE CHANGES PROVIDED IN THE PREVIOUS PERIODS OF THE FISCAL YEAR OR ESTIMATED VALUE CHANGES PROVIDED IN THE PREVIOUS FISCAL YEARS, IF THEY HAVE SIGNIFICANT IMPACT ON THE PRESENT QUARTER.

In the 4th quarter of 2008, the Company created a write-down of provisions in amount of PLN 72 thousand.

During the period between October 1st, 2008 and December 31st, 2008 the reserve of deferred income tax declined to PLN 90 thousand, and assets of the deferred income tax declined by PLN 315 thousand.

9. SHAREHOLDERS HOLDING DIRECTLY OR INDIRECTLY THROUGH SUBSIDIARIES OF AT LEAST 5% OF THE TOTAL NUMBER OF VOTES AT THE GENERAL MEETING OF SHAREHOLDERS AS PER THE DATE OF QUARTERLY STATEMENT PRESENTATION

As per December 31st, 2008, as well as as per the date of the statement, the share capital of the Company amounted to PLN 729,668.10 and it was divided into 7,296,681 ordinary bearer's shares of par value PLN 0.10 per each share. Share capital of the Company consists of 5,000,000 A series shares, accounting for 68.52% share capital and entitling to 68.52% votes at the Company's General Meeting of Shareholders, and of 2,296,681 B series shares, accounting for 31.48% of share capital and entitling to 31.48% votes at the Company's General Meeting of Shareholders. In the 4th quarter of 2008 the the structure of ARCUS S.A. shareholders entitled to at least 5% votes at the General Meeting of Shareholders has not changed.

Table 3: Structure of ARCUS S.A shareholders as per December 31st, 2008, and as per the date hereof.

Shareholder	**Status as per December 31st, 2008 and as per the date of publication of the statement for the 4th quarter 2008**	
	Number of shares = Number of votes	**Share in capital (= share in the total number of votes)**
Marek Czeredys (1)	*4,300,000*	*58.93%*
Michał Czeredys (2)	*500,000*	*6.85%*
AIG TFI (3)	*600,000*	*8.22%*
Others	*1,896,681*	*26.00%*
TOTAL	**7,296,681**	**100.00%**

(1) Pursuant to the notifications received on November 21st, 2007 and August 27th, 2008

(2) Pursuant to the notification received on November 21st, 2007

(3) Pursuant to the notification received on August 31st, 2007

10. SPECIFICATION OF THE SHAREHOLDERS AND ARCUS S.A. MANAGERS AND SUPERVISORS ENTITLED TO HOLD SHARES, INDICATING CHANGES

The number of shareholders of ARCUS S.A. and Company managers and supervisors has not changed since the date of publication of the quarterly statement for the 3rd quarter of 2008.

Table 4: The number of shareholders of ARCUS S.A. and Company managers and supervisors as per December 31st, 2008 as per the date of publication hereof.

	Status as per December 31st, 2008 and as per the date of publication of the statement for the 4th quarter 2008	
	Number of shares = Number of votes/par value (PLN)	**Share in capital (= share in the total number of votes)**
Marek Czeredys – Chairman of the Supervisory Board	*4,300,000/430,000*	*58,93%*
Michał Czeredys – Member of the Supervisory Board	*500,000/50,000*	*6,85%*
*Bartłomiej Żebrowski – President of the Management Board **	*25,000/2,500*	*0,34%*
Mariusz Bednarski – Vice-President of the Management Board	*25,000/2,500*	*0,34%*
*Wiktor Kozłowski – Proxy ***	*25,000/2,500*	*0,34%*
Grażyna Syryczyńska – Proxy	*2,901/290,1*	*0,04%*

** On January 30th, 2009, pursuant to the resolution of the Company's Supervisory Board, as per February 28th, 2009 Mr. Bartłomiej Żebrowski was dismissed from the function of the Management Board President.*

*** On December 31st, 2008, pursuant to the decision of the Management Board regarding expiry of the employment agreement, the rights of Mr. Wiktor Kozłowski as the Company's Proxy were withdrawn.*

According to the knowledge of the Company, the other Members of the Supervisory Board and of the Management Board of ARCUS S.A. did not hold shares of ARCUS S.A. both on December 31st, 2008 and as per the date hereof.

11. PENDING PROCEEDINGS BEFORE THE COURT, RELEVANT ARBITRATION AUTHORITY, OR PUBLIC ADMINISTRATION AUTHORITY

There were no proceedings pending in the 4th quarter of 2008 regarding the Company or its subsidiaries, the total value of which would exceed 10% of the Company's equity.

12. TRANSACTIONS WITH AFFILIATES

During the four quarters of 2008, the following companies were the Company's affiliates:

- INFORSYS S.A. – the major shareholders are the shareholders of ARCUS S.A.
- DOCUSOFT Sp. z o.o. – one of the majority shareholders of Docusoft Sp. z o.o. is a 1st degree relative of the shareholders of ARCUS S.A. and Inforsys S.A.
- Zakład Doświadczalny Instytutu Zootechniki Mełno Sp. z o.o. – major shareholder of ARCUS S.A. is the major shareholder of ZD IZ MEŁNO Sp. z o.o.
- T-MATIC SYSTEMS Sp. z o.o. - ARCUS S.A. holds 55% shares of T-MATIC SYSTEMS Sp. z o.o.
- KOMA GPS - Maciej Komorowski – business of Maciej Komorowski, the member of the Management Board of T-MATIC SYSTEMS Sp. z o.o.;

- e'SALDO Biuro Rachunkowe Janina Marianna Zalewska – business of the 1st degree relative of one of the Management Board members of T-MATIC SYSTEMS Sp. z o.o.

During the period between January 1st, 2008 and December 31st, 2008, companies of ARCUS S.A. Group have not concluded transactions with the affiliates, the total value of which from the beginning of the fiscal year would exceed the equivalent of EUR 500,000.

13. WARRANTIES, CREDITS, LOANS, AND GUARANTIES

In the 4th quarter of 2008 ARCUS S.A. granted PLN 500 thousand loan to T-MATIC SYSTEMS Sp. z o.o. Until December 31st, 2008 the total value of the interest amounted to PLN 12 thousand.

Companies of ARCUS S.A. Group have not granted any loans apart from that aforementioned, or other guaranties except those referred to in point 21 hereof. Also they did not grant any warranties, credits, or guaranties, the total value of which per one company would exceed 10% of the ARCUS S.A. equity.

14. INFORMATION, WHICH ACCORDING TO THE COMPANY IS CRUCIAL FOR EVALUATION OF ITS HUMAN RESOURCES, PROPERTY, FINANCES, FINANCIAL RESULT AND THEIR CHANGES, AND INFORMATION IMPORTANT FOR EVALUATION OF THE POSSIBILITY OF THE ISSUER TO FULFILL ITS LIABILITIES.

In the 4th quarter of 2008, as in the previous periods, the main source of financing of ARCUS S.A. Group, was the equity. At the end of the 4th quarter of 2008 the equity accounted for 64.0% of liabilities. In respect of the remaining liabilities of the Group, the largest were payables in supplies and services, and other payables amounting to the total of 35.7% of liabilities. In the 4th quarter of 2008 the largest of the Group assets were current assets, the share of which at the end of 4th quarter of 2008 amounted to 91.3%. At the same time, the largest fixed assets in the 4th quarter of 2008 was the company value as the result of consolidation with T-MATIC SYSTEMS Sp. z o.o. At the end of the 4th quarter of 2008 the company value amounted to 3.4% of total assets of ARCUS S.A. capital group.

Revenue from sale achieved by ARCUS S.A. in the 4th quarter of 2008 was by 11.3% larger than that in the same period of the previous year. In consequence of the larger than in case of revenue increase in own sale cost (by 23.9%) profit from the Group operations in the 4th quarter of 2008 was by 15.8% lower than at the end of the same period in the previous year. In consequence, the net profit of the Group in the 4th quarter of 2008 amounted to PLN 3,295 thousand, which accounted for 60.1% decline as compared to the result achieved in the 4th quarter of the previous year.

The extended description of factors that affected the net result of the Group has been presented in point 16 hereof.

Employment

The employment in the Company has not changed significantly in the 4th quarter of 2008. the table below presents the changed in employment structure in ARCUS S.A.:

Table 5: Employment structure in the Company, in distribution into individual groups of employees

Employment status	Service staff	Warehouse staff	Sales staff		Accounting Department staff	Administration staff	ALL STAFF
September 30th, 2008	*34*	*3*	*27*	*2*	*3*	*12*	**81**
December 31st, 2008	*34*	*3*	*25*	*2*	*4*	*12*	**80**

As the result of further employment optimization and increase of the process effectiveness, the employment in the sales department was reduced in the 4th quarter of 2008 by two employees.

On December 19th, 2008 the Company's Supervisory Board appointed Mr. Konrad Kowalczuk the Vice-President of the Management Board, as per January 2nd, 2009. Since November 2008, Mr. Konrad Kowalczuk holds the function of the Financial Director of both ARCUS S.A., and in its affiliate - Inforsys S.A.

In consideration of the fact that cooperation with the Company has been terminated, pursuant to its decision dated December 30th, 2008, the Company's Management Board withdrew the authorization of Mr. Wiktor Kozłowski in respect of joint procuration as per December 31st, 2008.

On January 30th, 2009 the Company's Supervisory Board adopted the following resolutions:

- recall Mr. Bartłomiej Żebrowski from the position of the President of the Management Board;
- appointment of Mr. Wojciech Kruszyński the President of the Management Board as per March 1st, 2009.

The table below presents employment of the Company's subsidiary - T-MATIC SYSTEMS Sp. z o.o. as per the end of the 4th quarter of 2008.

Table 6: Employment structure of T-MATIC SYSTEMS Sp. z o.o. in distribution into individual groups of employees

Employment status	Technical support staff	Sales staff	Management Board	Administration staff	ALL STAFF
September 30th, 2008	*3*	*1*	*3*	*1*	**8**
December 31st, 2008	*5*	*2*	*3*	*1*	**11**

In consideration of the further development of the business, in the 4th quarter of 2008 T-MATIC SYSTEMS Sp. z o.o. developed the technical support department by two employees. The employment in the sales department was increased by one employee.

Administration of funds from public issue of the Company's shares

On October 15th, 2008, the Company's Management Board placed an order with Bank Polska Kasa Opieki S.A. of Warsaw regarding purchase of 1,750 Treasury Bonds of the total par value PLN 17,500,000.00, about which the Company informed in its current statement 54/2008. The purchase price per unit was PLN 9,817.02, which summed up to the total price of PLN 17,179,785.00. There are no relations between ARCUS S.A. and its managers and supervisors, and Bank Polska Kasa Opieki S.A. The purchases of the aforementioned Treasury Bonds were paid by available cash generated from the redemption of 1,700 commercial bonds ELFSA198 on October 15th, 2008, about the acquisition of which the Issuer informed by current statement 37/2008, on July 15th, 2008. Treasury Bonds have been repurchased from the Company for the total price of PLN 17,373,422.5 pursuant to the order placed by the Company's Management Board on December 23rd, 2008, about which the Company informed in its current statement 62/2008. Assets obtained from redemption of the aforementioned bonds have been deposited in Bank Pekao S.A. Branch in Szczecin. The term deposit was established for 178 days until June 19th, 2009.

On November 6th, 2008, 150 commercial bonds held by the Company, of AIGH0156 series, total value amounting to PLN 15,000,000 were redeemed. The assets achieved were used by the Company for the long term deposit with Pekao S.A. V Branch in Warsaw. The deposit was established for 186 days, until May 11th, 2009. The amount of PLN 10 million over the deposit was used to finance the Company's current assets (inventories and trade receivables).

Other events

On October 14th, 2008, the Vice-President of ARCUS S.A. Management Board – Mr. Mariusz Bednarski, was appointed by the Attorney of the Meeting of Shareholders of T-MATIC SYSTEMS Sp. z o.o., the subsidiary of ARCUS S.A., the Vice-President of the Management Board in T-MATIC SYSTEMS Sp. z o.o. Appointing of Mr. Mariusz Bednarski resulted from the acquisition by ARCUS S.A. of the majority packet of shares in T-MATIC SYSTEMS Sp. z o.o., referred to in chapter 15.

Other information, according to the Company important for evaluation of the human resources, property, finances, and evaluation of the possibility to meet the liabilities, have been presented in the following points of the statement.

15. DESCRIPTION OF SIGNIFICANT ACHIEVEMENTS OR FAILURES OF THE *ARCUS S.A. CAPITAL GROUP IN THE 4TH QUARTER OF 2008*

ARCUS S.A.

In the 4th quarter of 2008 ARCUS S.A. concluded numerous new contracts as resented hereinbelow:

Table 7: Contracts concluded by ARCUS S.A. in the 4th quarter of 2008.

Business	Contract
PZU SA	*Supply of laser printers and MFP products*
Ministry of National Defense on behalf of AMW	*Supply of UPS products*
Ministry of National Defense on behalf of AMW	*Supply of notebooks*
State Treasury – Regional Court in Katowice	*Purchase and supply of the postage meter*
Poczta Polska	*Supply of MFP products*
ATN INT Ltd Sp. z o.o.	*Supply and maintenance of the MFPs for Poczta Polska*
PGE Dystrybucja Łódź Sp. z o.o.	*Implementation of the pilot phase of the Workflow application*
JW2523	*Supply of printers*
ZGN PRAGA PÓŁNOC	*Supply of computers, monitors, and servers*
Military Unit 3090	*Supply of MFPs*
Military Unit 3090	*Supply of notebooks with software*
PKP PLK	*Supply of computers, laptops, and MFPs*
ACTIMA Marcin Rodewald	*Supply of the inserting system Pitney Bowes Di380*
ZUS	*Supply of toners*
Military Unit 3090	*Supply of MFP products*
Military Unit 1123	*Supply of MFP products*
Ministry of National Defense	*Supply of MFP products*

Also in the 4th quarter of 2008 the Company continued works on the following projects:

- pilot projects regarding the so called bill payment machines in the power engineering, gas engineering, and financial-insurance sectors;
- tests of the bill payment machines in the insurance sector – installation of the test machines at the insurance company LINK 4;
- preparation of the offer for the banking and insurance sectors, covering third generation ATMs;
- preparation of the offer of the logistics and warehouses management system for logistic company COCO-WERK Polska Sp. z o.o.;
- preparation of the offer of pilot 450 vehicles monitoring system implementation for PPUP Poczta Polska;
- preparation of the LAN/WAN development project for PSE Info Sp. z o.o. using HUAWEI network equipment.

T-MATIC SYSTEMS Sp. z o.o.

In the 4th quarter of 2008 T-MATIC SYSTEMS Sp. z o.o. concluded several new contracts; the most important were the following:

- GDDKIA – subsequent implementation stage of the Winter Road Maintenance System in: Łódź, Katowice, Opole, Kielce, Lublin, worth PLN 1.8 billion;
- implementation of the Monitoring System of 400 towing vehicles providing assistance services for PZU S.A. – contract value PLN 1.4 million;

- implementation of VMWare and support of the audit of Active Directory catalog services for PKO BP S.A. (as the sub-contractor of the general contractor) worth several hundred thousand PLN;
- implementation of the construction site monitoring system for EKOMEX Sp. j. worth several hundred thousand PLN;

Additionally, in the 4th quarter of 2008, T-MATIC SYSTEMS Sp. z o.o. continued works on the following projects:

- pilot projects related to Remote Management of Infrastructure and Electric Power Meters;
- pilot projects of Vehicle Monitoring Systems in power engineering industry;
- implementation of fleet management software in the Scandinavian market and execution of the first pilot agreements in 2009.

16. DESCRIPTION OF THE FACTORS AND EVENTS, IN PARTICULAR THE EXTRAORDINARY EVENTS, OF SIGNIFICANT IMPACT ON THE ACHIEVED FINANCIAL RESULTS, VALUES OF THE BALANCE SHEET AND CASH FLOW STATEMENT ITEMS

Although in the 4th quarter of 2008 ARCUS Group achieved revenue from sale exceeding that in the comparable period of the previous year, the profitability of the net profit in the 4th quarter of 2008 was smaller than in 2007. The financial result of the Group in the 4th quarter of 2008 was significantly affected by the factors resulting from deteriorated macroeconomic situation, which in particular cover the following:

- time extension of the decisive processes at the key customers of the Group companies, in particular caused by organization and deciding in public tenders regarding process computerization or automation,
- significant reduction, as compared to that planned, of the number of orders for goods and services of high price margin, related to limitation of the investment budgets of the Group customers,
- resignation of investments by some of the key customers of the Group.

Additionally, the changes in EUR/PLN and USD/PLN exchange rates in the 3rd and 4th quarters of 2008 had significant impact on reduction of the profitability of the Group's trade business. In consequence of the decline in PLN value, as the importer from the EUR and USD zone, the Group incurred costs of goods purchase significantly larger than those planned. The contracts implemented by the Group in the public sector are concluded in PLN and are not subject to renegotiations in respect of the price. Also in the commercial procurement market the Company had no opportunity to renegotiate contracts concluded in the domestic value due to large competition in the market.

The lower profitability of the Group business achieved in the 4th quarter of 2008 as compared to the same period in the previous year resulted from significantly smaller revenue in the final quarter of

2008. Revenue of the Group in the 4th quarter of 2007 were mainly generated from sale of shares in PZU S.A worth PLN 3.23 million, and in 2008 they resulted from the policy assumed by ARCUS S.A. regarding short term deposits of funds in commercial treasury bonds and interest bearing bank deposits. In consequence, ARCUS S.A. obtained PLN 2. 268 million.

The net profit of the Group in the 4th quarter of 2008 was also influenced by losses in foreign exchange rates in amount of PLN 1.434 million.

At the same time the Management Board of the Company provided information that the Company does not hold any currency options, the execution of which could cause losses in the Company's financial business. The import letters of credit held by the Company may in case of unfavorable currency exchange rate cause reduction in the profitability of projects implemented by the Company, however, they are not a threat to the Company's operations.

Contracts of significant nature

From December 4th, 2007 until November 27th, 2008 the value of sale of ARCUS S.A. in favor of Zakład Ubezpieczeń Społecznych (Social Security Office) of Warsaw, based on the framework agreement dated July 25th, 2008, reached the value of PLN 6,175,072, and the Company placed the relevant information in its statement 56/2008.

As per December 17th, 2008, the net sale of the Company in favor of Action S.A., of Warsaw, ul. Jana Kazimierza 46/54, executed under cooperation based on the framework sale agreement of office equipment and consumables, concluded in 2001, during the past twelve months amounted to PLN 6,257,811.7, and the Company placed the relevant information in its current statement 60/2008.

During the period from January 2008 until January 5th, 2009, the net sale of the Company in favor of Consortia Sp. z o.o. of Warsaw, ul. Jagiellońska 74, reached PLN 6,361,347. The invoice dated October 22nd, 2008 regarding purchase of disk matrix showed the largest value during that period, i.e. PLN 5,086,367.00, and the Company placed the relevant information in its current statement 1/2009.

Issue of A series Subscription Warrants

On October 14th, 2008, by Resolution No. 3, the Extraordinary General Meeting of Shareholders of the Company decided about the issue of A series Subscription Warrants with the right to take C series ordinary bearer's shares, and conditional increase of the Company's share capital by issue of C series shares, depriving the existing shareholders of the right to collect the Warrants and C series shares, dematerialization of the said shares and applying for consent for their trade in regulated market, and on amending the Company's Articles of Association in relation to the issue of C series shares. Detailed description of the resolution has been presented in point 18 hereof.

Amendment to the Company financial statement preparation standards

Due to the need to consolidate the Company statements and their preparation in compliance with IAS, pursuant to its Resolution No. 4 dated October 14th, 2008 on preparation of the Company's financial statements in accordance to IAS and IFRS, the Company's Extraordinary General Meeting of Shareholders adopted preparation of the unitary financial statements of the Company in accordance with IAS starting on January 1st, 2009.

17. *SEASONAL AND* CYCLIC *NATURE OF THE COMPANY'S BUSINESS*

The business of ARCUS S.A. is not subject to seasons or cycles. Company's revenue is generated on the basis of fixed and incidental contracts. Large share of the incidental contracts in the sale of the Company and the characteristic changing distribution throughout the year causes variable level of sale achieved in the comparable periods of various years. At the same time this factor is of no significant impact on comparability of annual financial results of the Company.

Business of ARCUS S.A. subsidiary - T-MATIC SYSTEMS Sp. z o.o. is subject to the seasonal variation of sale. The significant majority of sale is executed in the second half of the year. In consideration of the present small share of the company in the Group revenue, its impact on the Group's financial result is insignificant.

18. FACTORS *AFFECTING* THE GROUP RESULTS WITH PARTICULAR CONSIDERATION OF THE COMING QUARTER OF 2009

The results of the Group in the 1st quarter of 2009 will be significantly affected by the factors that influenced the Group's results in the 4th quarter of 2009, detailed in point 16 hereof. The deteriorating macroeconomic situation of the country may result in smaller demand for the Group's products. Additionally, the instable exchange rates of the currencies, for which the Group purchases the materials and products may in consequence influence the increase in cost of the products and materials sold or negative foreign exchange differences, which in turn may cause reduction in profitability of the Group companies' business.

Group companies are not exposed to the risk related to holding of the currency options. The Group companies do not hold currency options, neither to secure the exchange rates, nor for the speculation purposes.

The future results of the Group, in particular in the 1st quarter of 2009 will be additionally affected by changes in employment in the Group companies, the way of managing the funds from public issue of the Company's shares, as detailed in point 14 hereof.

19. INFORMATION ABOUT THE ISSUE, PURCHASE, AND PAYMENT FOR DEBT SECURITIES AND SHARES

Pursuant to its Resolution No. 3 of October 14th, 2008, the Company's Extraordinary General Meeting of Shareholders decided on issue of the A series subscription warrants ("Warrants") with the right to take C series ordinary bearer's shares, and conditional increase of the Company's share capital by issue of C series shares, depriving the existing shareholders of the right to collect the Warrants and C series shares, dematerialization of the said shares and applying for consent for their trade in regulated market, and on amending the Company's Articles of Association in relation to the issue of C series shares. It was resolved on issue of 229,669 A series bearer's subscription Warrants. Each Warrant entitles to take one share in the Company, issued under the conditional increase of the Company's share capital, excluding the existing shareholders from the right to take the said Warrants and shares in whole. Issued Warrants are free and inalienable. The persons entitled to the Warrants include those to whom the Company assigned the B series shares as the result of subscription in public offer of 2007, and in consequence of such assignation the said persons acquired the rights to B series shares (PDA) as per article 3 point 29 of the Law on Trade in Financial Instruments, and on the date of subscribing for the Warrants such persons hold dematerialized B series shares in the Company in at least such number as that assigned.

The number of Warrants assigned to one entitled person cannot exceed 10% of the number of B series shares that have been assigned to such person in the public offer of 2007. The Warrants will be issued as securities, in material form, which will not be subject to dematerialization. Entitled persons will be allowed to take the Warrants free of charge, based on subscription orders placed on time specified by the Company's Management Board, however, not later than on June 30th, 2009. The issue of the Warrants will take place provided that at least one Warrant is properly subscribed. Warrants, in respect of which rights to take share in the new Company issue are not executed before the deadline, will expire on that date, however not later than on June 30th, 2009.

The increase of the share capital by way of issue the C series shares offered for the issue price equal to the par value, excluding the right to take, is justified by the need to maintain the best possible relationships with the investors and shareholder of the Company, in relation to the unprofitable market situation that occurred after the public offer of the B series shares, in particular because of the inadequate to the Company's economic situation and its development perspectives establishing of the Company shares' price quoted on GPW (first the rights to B series shares, and then B series shares) at the level unsatisfactory for the said shareholders.

The objective of the Warrants' issue is to level the negative results of declined GPW quotation, which affected persons investing in B series shares in the process of Company listing on the stock exchange.

The offer addressed to such persons giving them opportunity to take C series shares on advantageous conditions will constitute a signal of attempting to tie the investors (shareholder) with the Company permanently.

On November 6th, 2008 Regional Court for the capital city of Warsaw, 12th Business Department of the National Court Register made an entry in the register of entrepreneurs of the National Court Register about the conditional increase of the Company's share capital by PLN 22,966.90. The entry was made on grounds of the Court decision dated November 6th, 2008. Amendment to the Company's Articles of Association covered by the said entry was implemented by the aforementioned Resolution No. 3 § 11 by the Extraordinary General Meeting of Shareholders on October 14th, 2008. In consideration of the aforementioned registration of the conditional increase of the Company's share capital, the existing amount of the share capital and number of votes resulting from all Company's shares issued have not changed.

Pursuant to its Resolution No. 10/2009 dated January 12th, 2009, Krajowy Depozyt Papierów Wartościowych SA (National Depository for Securities) (KDPW) decided to register 229,669 ordinary bearer's C series shares in ARCUS S.A., of par value PLN 0.10 per each share, and assign the code PLARCUS00057. Registration with KDPW will take place if Giełda Papierów Wartościowych S.A. of Warsaw decides on consent for shares to be traded in the regulated market.

In consequence of the subscription conducted on February 2nd – 16th, 2009, 98,474 bearer's A series subscription Warrants and ordinary bearer's C series shares, about which the Company provided information in its current reports no. 12/2009 and 13/2009. The Company provided details about the aforementioned issue in the current report 59/2008.

20. DIVIDEND DECLARED OR PAID

During the entire fiscal year 2008, and in the 4th quarter of 2008 ARCUS S.A. has not declared and has not paid any dividend.

21. EVENTS OCCURRED AFTER THE DATE OF THE FINANCIAL STATEMENT, NOT INCLUDED IN THE STATEMENT AND OF SIGNIFICANT IMPORTANCE TO THE FUTURE FINANCIAL RESULT OF THE CAPITAL GROUP

On January 23rd, 2009, ARCUS S.A. concluded partnership agreement regarding distribution of telecommunication equipment, and creation and sale of integrating solutions using the Huawei equipment. ARCUS S.A. will use in its offer HUAWEI switches and routers. They will function in the computer networks, the designs of which are offered by ARCUS S.A. Cooperation with Huawei means for ARCUS S.A. entering new markets of telecommunication solutions. Binding with a strong partner as Huawei provides the opportunity to use professional maintenance support and access to the knowledge and customer database, also including enterprises from sectors already served by ARCUS (public sector, power engineering, and banking). Because of the Manufacturer's Certificates the Group will extend its technological competence as the integrator of network solutions.

On January 16th, 2009, the Company in consortium with its subsidiary T-MATIC SYSTEMS Sp. z o.o. concluded agreement with PZU S.A. regarding implementation of 400 towing vehicles monitoring system, worth PLN 1.4 million.

At the meeting on January 30th, 2009, the Company's Supervisory Board resolved on calling Mr. Bartłomiej Żebrowski off the function of the Management Board President as per February 28th, 2009, and appointing Mr. Wojciech Kruszyński the Management Board President as per March 1st, 2009.

22. CHANGES IN CONDITIONAL LIABILITIES OR CONDITIONAL ASSETS THAT OCCURRED AFTER COMPLETION OF THE RECENT FISCAL YEAR

At the end of the 4th quarter of 2008 the conditional liabilities of ARCUS S.A. Group, as compared to the end of the previous year, were as follows:

Table 8: Changes in conditional liabilities as per the end of the 4th quarter of 2008 compared to the end of the previous fiscal year (PLN thousand)

Conditional liability	Status as per December 31st, 2008	Status as per December 31st, 2007	Change in %
Notes payable	*1,371*	*1,039*	*32%*
Transfer of ownership	*7,000*	*7,000*	*0%*
Transfer of receivables	*10,000*	*10,000*	*0%*
Pledges	*2,520*	*2,670*	*-6%*

In the 4th quarter of 2008 ARCUS S.A. did not grant any warranties. The notes payable were by 32% larger than those at the end of the previous fiscal year, which was caused by larger sale and the related need to provide deposits or performance bonds, which in part are secured by insurance guarantees to which notes are issued.

In the 4th quarter of 2008 the Company dissolved the reserve for guarantee repairs in amount of PLN 2.3 million, and at the same time established new reserve for the same purpose in amount of PLN 0.503.

23. POSITION OF THE MANAGEMENT BOARD ABOUT ACHIEVING OF THE PREVIOUSLY PUBLISHED FORECASTS FOR 2008

In consideration of the fact that ARCUS S.A. has not published the forecasts of the financial results of ARCUS Group for 2008, the comment of the Management Board presented hereinbelow refers only to execution of the unitary financial forecast for ARCUS S.A.

The table below presents comparison of the unitary financial results of the Company achieved after the three quarters of 2008 with the last Management Board forecast published in the current report 58/2008 dated December 12th, 2008, with the forecast correction published in the current report 14/2009 of February 27th, 2009.

Table 9: Forecasts of the financial results for 2008 and their execution in 2008 (in PLN thousand)

Element of the financial result	Financial result after four quarters of 2008	Forecast for 2008 of December 12th, 2008, with consideration of the correction of February 27th, 2009 (zł)	Percentage of the forecast execution
Revenue from sale	*128,056*	*120,000*	*106.7%*
EBITDA	*5,724*	*5,724*	*100.0%*
Net profit	*4,623*	*5,000*	*92.5%*

Comparison of the financial results achieved by the Company after three quarters of 2008 to the values presented in the last forecast proves that the revenue achieved from sale exceed those planned by 6.7% and the achieved EBITDA value equals to the value resulting from forecast assumptions. Net profit achieved after three quarters is 7.5% smaller than that planned. The factors that adversely affected the possibility to reach the planned net profit have been discussed in point 16 hereof.

Warsaw, February 27th, 2009

Bartłomiej Żebrowski – President of the Management Board

Mariusz Bednarski – Vice-President of the Management Board

Konrad Kowalczuk – Vice-President of the Management Board