

Polna

Polish Financial Supervision Authority

Current Report No. 5 / 2011

Date of issue: 25th May 2011

Abbreviated issuer's name: POLNA

Subject:

Draft resolutions of the Annual General Shareholders Meeting on 20/06/2011

Legal basis:

Article 56 Paragraph 1 item 2 of the Public Offering Act – current and periodical information

Contents of the report:

The Management Board of Zakłady Automatyki “POLNA” S.A. hereby makes public the proposed contents of resolutions of the Annual General Shareholders Meeting, which is to take place on 20/06/2011 at 10.00 a.m. in the Company's office.

Resolution No.

of the Annual General Shareholders Meeting of Zakłady Automatyki “POLNA” S.A. of 20/06/2011 on appointment of the Chairperson of the General Shareholders Meeting.

Article 1

Pursuant to Article 409 paragraph 1 clause 1 of the Code of Commercial Companies, in relation to paragraph 4 of the Rules of the General Shareholders Meeting of Zakłady Automatyki “POLNA” S.A., the Annual General Shareholders Meeting of Zakłady Automatyki “POLNA” S.A. hereby appoints Mr/Ms to perform the function of the Chairperson of the General Shareholders Meeting.

Article 2

The Resolution shall come into force on the day of its adoption.

Resolution No.

of the Annual General Shareholders Meeting of Zakłady Automatyki “POLNA” S.A. of 20/06/2011 on adoption of the agenda.

Article 1

The Annual General Shareholders Meeting of Zakłady Automatyki “POLNA” S.A. resolves to accept the agenda for the Annual General Shareholders Meeting in the wording published in accordance with Article 402(1) of the Code of Commercial Companies on the day 25/05/2011.

Article 2

The Resolution shall come into force on the day of its adoption.

Resolution No.

of the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" S.A. of 20/06/2011 on lifting the secrecy of voting at selection of the members of the Returning Committee.

Acting pursuant to Article 420 paragraph 3 of the Code of Commercial Companies, the Annual General Shareholders Meeting resolves as follows:

Article 1

Secrecy of voting at selection of the members of the Returning Committee shall be lifted.

Article 2

The Resolution shall come into force on the day of its adoption.

Resolution No.

of the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" S.A. of 20/06/2011 on appointment of the members of the Returning Committee.

Article 1

Pursuant to Article 12 of the Rules of General Shareholders Meeting of Zakłady Automatyki "POLNA" S.A., the Returning Committee is appointed in the following composition:

- 1.
- 2.

Article 2

The Resolution shall come into force on the day of its adoption.

Resolution No.

of the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" S.A. of 20/06/2011 on consideration and approval of the Management Board's report from the Company's activity in 2010.

Article 1

Acting pursuant to Article 395 paragraph 2 clause 1 of the Code of Commercial Companies, the Annual General Shareholders Meeting, following examination, hereby accepts the Management Board's report from the Company's activity in 2010.

Article 2

The Resolution shall come into force on the day of its adoption.

Resolution No.

of the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" S.A. of 20/06/2011 on consideration and approval of the Supervisory Board's report from its activity in 2010.

Article 1

The Annual General Shareholders Meeting, following examination, hereby accepts the Supervisory Board's report from its activity in 2010.

Article 2

The Resolution shall come into force on the day of its adoption.

Resolution No.

of the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" S.A. of

20/06/2011 on examination and approval of financial statement for the accounting year 2010.

Article 1

Acting pursuant to Article 395 paragraph 2 clause 1 of the Code of Commercial Companies, the Annual General Shareholders Meeting adopts the following:

The financial statement made as of 31/12/2010, verified by a statutory auditor, comprising:

- additional information on the adopted accounting principles (policy),
- financial standing statement made as of 31st December 2010, showing the amount of PLN 47,631 thousand,
- total income statement for the period from 1st January 2010 to 31st December 2010, showing the general total income of PLN 752 thousand,
- statement of changes in equity for the period from 1st January 2010 to 31st December 2010, showing an increase in equity capital by PLN 752 thousand,
- cash flow statement for the period from 1st January 2010 to 31st December 2010, showing an increase in net cash position by PLN 885 thousand,
- other explanatory information,

is accepted.

Article 2

The Resolution shall come into force on the day of its adoption.

Resolution No.

of the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" S.A. of 20/06/2011 on granting exoneration to the Members of the Management Board for performing their duties.

Pursuant to Article 395 paragraph 2 clause 3 of the Code of Commercial Companies, the following is adopted:

Article 1

Mr Jan Zakonek is granted the vote of approval for performing the duties of the President of the Management Board of Zakłady Automatyki "POLNA" S.A. in Przemyśl for the period from 01/01/2010 to 28/06/2010.

Article 2

The Resolution shall come into force on the day of its adoption.

Resolution No.

of the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" S.A. of 20/06/2011 on granting exoneration to the Members of the Management Board for performing their duties.

Pursuant to Article 395 paragraph 2 clause 3 of the Code of Commercial Companies, the following is adopted:

Article 1

Mr Jacek Lechowicz is granted the vote of approval for performing the duties of the Member of the Management Board of Zakłady Automatyki "POLNA" S.A. in Przemyśl for the period from 01/01/2010 to 28/06/2010.

Article 2

The Resolution shall come into force on the day of its adoption.

Resolution No.

of the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" S.A. of 20/06/2011 on granting exoneration to the Members of the Management Board for performing their duties.

Pursuant to Article 395 paragraph 2 clause 3 of the Code of Commercial Companies, the following is adopted:

Article 1

Mr Andrzej Piszcz is granted the vote of approval for performing the duties of the Vice-President of the Management Board of Zakłady Automatyki "POLNA" S.A. in Przemysł for the period from 28/06/2010 to 31/12/2010.

Article 2

The Resolution shall come into force on the day of its adoption.

Resolution No.

of the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" S.A. of 20/06/2011 on granting exoneration to the Members of the Management Board for performing their duties.

Pursuant to Article 395 paragraph 2 clause 3 of the Code of Commercial Companies, the following is adopted:

Article 1

Mr Władysław Wojtowicz is granted the vote of approval for performing the duties of the President of the Management Board of Zakłady Automatyki "POLNA" S.A. in Przemysł for the period from 28/06/2010 to 28/09/2010.

Article 2

The Resolution shall come into force on the day of its adoption.

Resolution No.

of the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" S.A. of 20/06/2011 on granting exoneration to the Members of the Management Board for performing their duties.

Pursuant to Article 395 paragraph 2 clause 3 of the Code of Commercial Companies, the following is adopted:

Article 1

Mr Miroslav Kozlovski is granted the vote of approval for performing the duties of the President of the Management Board of Zakłady Automatyki "POLNA" S.A. in Przemysł for the period from 28/09/2010 to 31/12/2010.

Article 2

The Resolution shall come into force on the day of its adoption.

Resolution No.

of the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" S.A. of 20/06/2011 on granting exoneration to the Members of the Supervisory Board for performing

their duties.

Pursuant to Article 395 paragraph 2 clause 3 of the Code of Commercial Companies, the following is adopted:

Article 1

A Member of the Supervisory Board of Zakłady Automatyki "POLNA" S.A. in Przemyśl, Mr Wiesław Piwowar, is granted the vote of approval for performing his duties for the period from 01/01/2010 to 31/12/2010.

Article 2

The Resolution shall come into force on the day of its adoption.

Resolution No.

of the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" S.A. of 20/06/2011 on granting exoneration to the Members of the Supervisory Board for performing their duties.

Pursuant to Article 395 paragraph 2 clause 3 of the Code of Commercial Companies, the following is adopted:

Article 1

A Member of the Supervisory Board of Zakłady Automatyki "POLNA" S.A. in Przemyśl, Ms Grażyna Kotar, is granted the vote of approval for performing her duties for the period from 01/01/2010 to 31/12/2010.

Article 2

The Resolution shall come into force on the day of its adoption.

Resolution No.

of the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" S.A. of 20/06/2011 on granting exoneration to the Members of the Supervisory Board for performing their duties.

Pursuant to Article 395 paragraph 2 clause 3 of the Code of Commercial Companies, the following is adopted:

Article 1

A Member of the Supervisory Board of Zakłady Automatyki "POLNA" S.A. in Przemyśl, Mr Władysław Wojtowicz, is granted the vote of approval for performing his duties for the period from 01/01/2010 to 27/06/2010 and from 29/09/2010 to 31/12/2010.

Article 2

The Resolution shall come into force on the day of its adoption.

Resolution No.

of the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" S.A. of 20/06/2011 on granting exoneration to the Members of the Supervisory Board for performing their duties.

Pursuant to Article 395 paragraph 2 clause 3 of the Code of Commercial Companies, the following is adopted:

Article 1

A Member of the Supervisory Board of Zakłady Automatyki "POLNA" S.A. in Przemyśl,

Mr Jarosław Iwaniec, is granted the vote of approval for performing his duties for the period from 01/01/2010 to 31/12/2010.

Article 2

The Resolution shall come into force on the day of its adoption.

Resolution No.

of the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" S.A. of 20/06/2011 on granting exoneration to the Members of the Supervisory Board for performing their duties.

Pursuant to Article 395 paragraph 2 clause 3 of the Code of Commercial Companies, the following is adopted:

Article 1

A Member of the Supervisory Board of Zakłady Automatyki "POLNA" S.A. in Przemyśl, Mr Adam Świetlicki vel Węgorek, is granted the vote of approval for performing his duties for the period from 01/01/2010 to 31/12/2010.

Article 2

The Resolution shall come into force on the day of its adoption.

Resolution No.

of the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" S.A. of 20/06/2011 on distribution of profit for the accounting year 2010.

Article 1

Pursuant to Article 395 paragraph 2 clause 2 of the Code of Commercial Companies, the following is adopted:

In conformity to the Management Board's proposal, accepted by the Supervisory Board, the Annual General Shareholders Meeting resolves that the net profit for the accounting year 2010, amounting to PLN 752 thousand, be fully assigned for increasing the supplementary capital.

Article 2

The Resolution shall come into force on the day of its adoption.

Resolution No.

of the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" S.A. of 20/06/2011 on determination of the number of members of the Supervisory Board.

Article 1

Pursuant to Article 17.1 of the Company's Charter, the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" Spółka Akcyjna in Przemyśl determines that in the next term of office, the Supervisory Board shall be composed of 5 (five) members.

Article 2

The Resolution shall come into force on the day of its adoption.

Resolution No.

of the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" S.A. of 20/06/2011 on appointment of Mr/Ms to the Supervisory Board of Zakłady

Automatyki "POLNA" Spółka Akcyjna for the next term of office.

Article 1

Pursuant to Article 385 of the Code of Commercial Companies, the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" Spółka Akcyjna in Przemysł hereby appoints Mr/Ms to the Supervisory Board of Zakłady Automatyki "POLNA" Spółka Akcyjna for the next term of office.

Article 2

The Resolution shall come into force on the day of its adoption.

Resolution No.

of the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" S.A. of 20/06/2011 on appointment of Mr/Ms to the Supervisory Board of Zakłady Automatyki "POLNA" Spółka Akcyjna for the next term of office.

Article 1

Pursuant to Article 385 of the Code of Commercial Companies, the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" Spółka Akcyjna in Przemysł hereby appoints Mr/Ms to the Supervisory Board of Zakłady Automatyki "POLNA" Spółka Akcyjna for the next term of office.

Article 2

The Resolution shall come into force on the day of its adoption.

Resolution No.

of the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" S.A. of 20/06/2011 on appointment of Mr/Ms to the Supervisory Board of Zakłady Automatyki "POLNA" Spółka Akcyjna for the next term of office.

Article 1

Pursuant to Article 385 of the Code of Commercial Companies, the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" Spółka Akcyjna in Przemysł hereby appoints Mr/Ms to the Supervisory Board of Zakłady Automatyki "POLNA" Spółka Akcyjna for the next term of office.

Article 2

The Resolution shall come into force on the day of its adoption.

Resolution No.

of the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" S.A. of 20/06/2011 on appointment of Mr/Ms to the Supervisory Board of Zakłady Automatyki "POLNA" Spółka Akcyjna for the next term of office.

Article 1

Pursuant to Article 385 of the Code of Commercial Companies, the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" Spółka Akcyjna in Przemysł hereby appoints Mr/Ms to the Supervisory Board of Zakłady Automatyki "POLNA" Spółka Akcyjna for the next term of office.

Article 2

The Resolution shall come into force on the day of its adoption.

Resolution No.

of the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" S.A. of 20/06/2011 on appointment of Mr/Ms to the Supervisory Board of Zakłady Automatyki "POLNA" Spółka Akcyjna for the next term of office.

Article 1

Pursuant to Article 385 of the Code of Commercial Companies, the Annual General Shareholders Meeting of Zakłady Automatyki "POLNA" Spółka Akcyjna in Przemyśl hereby appoints Mr/Ms to the Supervisory Board of Zakłady Automatyki "POLNA" Spółka Akcyjna for the next term of office.

Article 2

The Resolution shall come into force on the day of its adoption.

ZAKŁADY AUTOMATYKI POLNA SA

(full issuer's name)

POLNA

(abbreviated issuer's name)

Electrical engineering (ele)

(sector by Warsaw's Stock Exchange's classification)

37-700

(postal code)

Przemyśl

(town)

Obozowa

(street)

23

(number)

166786601

(telephone)

166783710

(fax)

m.kozlovski@polna.com.pl

(e-mail)

www.polna.com.pl

(website)

795-020-07-05

(NIP: Tax Identification Number)

650009986

(REGON: National Business Registry Number)

SIGNATURES OF INDIVIDUALS AUTHORISED TO REPRESENT THE COMPANY

Date	Full name	Title/Function	Signature
2011/05/25	Miroslav Kozlovski	President of the Management Board	
2011/05/25	Andrzej Piszcz	Vice-President of the Management Board	