

Subject: Convening of the Annual General Shareholders Meeting of SECO/WARWICK S.A. for April 29th 2010

Current Report No. 07/2010 of April 2nd 2010

Legal basis: Art. 56.1.2 of the Public Offering Act – current and periodic information

Contents of the Report:

On the basis of Par. 38.1.2 of the of the Minister of Finance’s Regulation on current and periodic reports to be published by issuers of securities and conditions for recognition as equivalent of information whose disclosure is required under the laws of a non-member state, dated February 19th 2009, the Management Board of SECO/WARWICK S.A. hereby announces that the Company’s General Shareholders Meeting is due to convene on April 29th 2010 (contents of the announcement are provided as an attachment).

Legal basis:

Art. 56.1.2 of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies (as amended), dated July 29th 2005, and Par. 38.1.1-2 of the Minister of Finance’s Regulation on current and periodic reports to be published by issuers of securities and conditions for recognition as equivalent of information whose disclosure is required under the laws of a non-member state (as amended), dated February 19th 2009.

Attachments:

File

Contents of the attachments:

The announcement convening the General Shareholders Meeting

Announcement of the General Shareholders Meeting of SECO/WARWICK S.A. of Świebodzin

Acting on the basis of Art. 393 in conjunction with Art. 395.1 and Art. 402² of the Commercial Companies Code and Par. 13.2 of the Company's Articles of Association, the Management Board of SECO/WARWICK S.A., registered office at ul. Sobieskiego 8, Świebodzin, hereby convenes the Annual General Shareholders Meeting to be held at 12 noon on April 29th 2010, in Świebodzin, at the Company's registered office.

Record Date for Participation in the General Shareholders Meeting

The record date for participation in the General Shareholders Meeting is **April 13th 2010** ("Record date for participation in the General Shareholders Meeting").

Shareholders' Right to Participate in the General Shareholders Meeting

Only persons who are the Company's shareholders sixteen days before the date of the General Shareholders Meeting, i.e. as at April 13th 2010, have the right to participate in the Company's General Shareholders Meeting.

The record date for participation in the General Shareholders Meeting is the same for persons holding rights attached to bearer shares and for persons holding rights attached to registered shares (Art. 406 [1] of the Commercial Companies Code).

Shareholders holding rights attached to registered shares or provisional certificates, as well as pledgees and usufructuaries who have the right to vote may participate in the General Shareholders Meeting of a public company if they are entered in the share register as at the record date of for participation in the General Shareholders Meeting (Art. 406 [2] of the Polish Commercial Companies Code).

Public companies prepare the list of persons holding rights attached to book-entry bearer shares on the basis of a record prepared by the Polish National Depository for Securities.

The Polish National Depository for Securities (the Polish NDS) prepares a record enabling the preparation of a list of holders of book-entry bearer shares as at the reference date. The record is prepared on the basis of records submitted by brokerage houses and other entities authorised to do so by the provisions of the Polish Act on Trading in Financial Instruments.

These institutions are obliged to transfer their records to the Polish NDS not later than twelve days before the date of the General Shareholders Meeting. The Polish NDS transfers its record to the company not later than seven days before the date of the General Shareholders Meeting through an electronic channel of communication.

In the event of a technical failure preventing the use of the electronic channel of communication, the Polish NDS, at its registered office, makes the record available to the company in the form of a written document on the day following the lapse of the period specified in Art. 406 [3].8, sentence one.

Holders of rights attached to book-entry bearer shares in a public company are entitled to participate in the General Shareholders Meeting due to the sole fact of being the company's shareholders as at the reference date (record date for participation in the General Shareholders Meeting).

Upon request from a holder of rights attached to book-entry bearer shares in a public company, made not earlier than after publication of the announcement convening of the General Shareholders Meeting, i.e. not earlier than on April 3rd 2010, and not later than on the first business day after the record date for participation in the General Shareholders Meeting, i.e. not later than on April 14th 2010, the entity managing the securities account will issue a certificate to such shareholder's name confirming the shareholder's right to participate in the General Shareholders Meeting (Art. 406 [3].2 of the Commercial Companies Code).

Upon request from a holder of rights attached to book-entry bearer shares in a public company, such certificate should specify all or a portion of the shares registered in the holder's account (Art. 406 [3].4 of the Polish Commercial Companies Code).

The list of persons entitled to participate in the General Shareholders Meeting of a public company as holders of rights attached to bearer shares is prepared by the company on the basis of the record composed by the

entity operating the securities deposit, in accordance with the provisions on trading in financial instruments (Art. 406 [3].6 of the Polish Commercial Companies Code).

The entity operating the securities deposit prepares the record on the basis of records submitted in accordance with the provisions on trading in financial securities not later than twelve days before the date of the General Shareholders Meeting, i.e. records submitted by April 17th 2010. The basis for preparing the records submitted to the entity operating the securities deposit are certificates confirming the right to participate in the General Shareholders Meeting of a public company. The entity operating the securities deposit makes the record available to the company using electronic communication not later than seven days before the date of the General Shareholders Meeting, i.e. not later than on April 22nd 2010. If the list cannot be made available in the manner described above due to technical reasons, the entity operating the securities deposit issues the list to the company in the form a written document not later than six days before the date of the General Shareholders Meeting, i.e. not later than on April 13th 2010; the list is issued at the registered office of the management body of the entity.

The list of shareholders entitled to participate in the General Shareholders Meeting, prepared in accordance with Art. 407.1 of the Commercial Companies Code, will be displayed for inspection at the registered office of the Company, in the office of the Company's Management Board, for three weekdays prior to the General Shareholders Meeting, i.e. on **April 26th, 27th and 28th 2010**.

Shareholders in public companies may demand to be sent the list of shareholders free of charge via e-mail, specifying the address to which the list should be delivered.

Within one week prior to the date of the General Shareholders Meeting, shareholders may demand to be issued with copies of proposals pertaining to matters included in the agenda.

If the person entitled to exercise the voting right attached to a share is a pledgee or usufructuary, the fact should be indicated in the list of shareholders at the entitled person's request.

Shareholders' Right to Request that Certain Issues Be Included in the Agenda of the General Shareholders Meeting

Pursuant to Art. 401 of the Polish Commercial Companies Code, a shareholder or shareholders representing at least one twentieth of the share capital may request that certain issues be included in the agenda of the upcoming General Shareholders Meeting.

The Company's Management Board should be notified of the request not later than twenty-one days before the date of the General Shareholders Meeting, i.e. on or before **April 8th 2010**.

The request should contain grounds or a draft resolution regarding the proposed agenda item.

The Company's Articles of Association do not provide for the possibility of submitting such a request in electronic form.

The Management Board is obliged to announce changes to the agenda introduced upon request from shareholders without delay, but not later than eighteen days before the date of the General Shareholders Meeting, i.e. on or before **April 11th 2010**.

Announcement of such changes is made in the same manner as the announcement convening the General Shareholders Meeting.

Pursuant to Par. 15.3 of the Company's Articles of Association, the Management Board is obligated to include in the agenda of the upcoming General Shareholders Meeting each proposal submitted to the Management Board in writing by a shareholder or shareholders representing at least one tenth of the share capital. A General Shareholders Meeting convened upon request from a shareholder or shareholders should take place on the date indicated in the request, unless the authors of the request failed to observe the time limits provided for by law.

The Company publishes draft resolutions on its website without delay (Art. 401.4 of the Commercial Companies Code).

Shareholders' Right to Propose Draft Resolutions

Pursuant to Par. 14 of the Rules of Procedure of the General Shareholders Meeting of SECO/WARWICK S.A. of Świebodzin:

“1. A shareholder has the right to propose amendments and supplements to the draft resolutions included in the agenda of the General Shareholders Meeting.

2. Proposals referred to in Par. 14.1 shall be made in writing, separately for each draft resolution, and shall contain:

1) the shareholder’s first and last name or company name,

2) a brief justification for the proposal.

3. The proposals referred to in Par. 14.1 shall be submitted to the Chair of the General Shareholders Meeting.

4. Proposed amendments or supplements referred to in Par. 14.1 shall be presented to the General Shareholders Meeting by the Chair and then put to the vote.

5. If there is a number of draft resolutions concerning one issue and each such draft resolution has a different scope, the draft resolutions most extensive in scope shall be put to the vote first.”

Electronic Communication between Shareholders and the Company

The Articles of Association of SECO/WARWICK S.A. of Świebodzin do not provide for the possibility of electronic communication between the shareholders and the Company.

Exercise of Voting Rights through a Proxy

Shareholders may participate in the General Shareholders Meeting and exercise voting rights in person or through a proxy.

Unless otherwise stipulated in the power of proxy, the proxy may exercise all the rights of the shareholder at the General Shareholders Meeting. The proxy may grant further powers of proxy if the original power of proxy so permits.

A proxy may represent more than one shareholder and vote the shares of different shareholders in different ways.

A shareholder holding shares registered in more than one securities account may appoint separate proxies to exercise the rights attached to shares registered in each of the accounts.

The provisions on exercise of voting rights through a proxy also apply to the exercise of voting rights through other representatives (Art. 412 of the Polish Commercial Companies Code).

A power of proxy to participate in the General Shareholders Meeting and exercise the voting right must be granted in written or electronic form. The grant of the power of proxy in electronic form does not require an electronic signature verified with a valid qualified certificate (Art. 412 [1] of the Polish Commercial Companies Code).

The Company may be notified of granting a power of proxy in electronic form by means of electronic communication, sent to info@secowarwick.com.pl.

The notification should include a document certifying the power of proxy, signed by the shareholder or persons authorised to represent him, in the PDF or another format commonly used to save graphics. The notification should also include, in the PDF or another format commonly used to save graphics, documents enabling the identification of the shareholder: a copy of an identity document (for shareholders who are natural persons) or a copy of registration documents (for shareholders other than natural persons).

At the moment of preparing the attendance list at the General Shareholders Meeting, the proxy presents a document confirming his identity (for proxies who are natural persons) or a valid excerpt from the relevant register confirming the right of particular natural persons to represent the proxy, together with documents confirming the identity of these persons (for proxies who are not natural persons). In the event of further powers of proxy being granted, the sub-proxy should also submit a document certifying the power of proxy granted to the person he is replacing and providing for the possibility of granting further powers of proxy.

Pursuant to Par. 4 of the Rules of Procedure of the General Shareholders Meeting of SECO/WARWICK S.A., issued on the basis of Par. 19 of the Articles of Association of SECO/WARWICK S.A. of Świebodzin:

- “1. Shareholders who are natural persons may participate in the General Shareholders Meeting and exercise their voting rights personally or through a proxy.
2. Shareholders who are not natural persons may participate in the General Shareholders Meeting and exercise their voting right through a person authorised to make declarations of will on their behalf or through a proxy.
3. The power of proxy shall be null and void unless made in writing and attached to the minutes of the General Shareholders Meeting.
4. The right to represent a shareholder who is not a natural person shall be evidenced by a valid excerpt from the relevant register (of which the original or a copy certified by a notary public as a true copy of the original shall be submitted) or by a series of powers of proxy, presented at the moment of preparing the attendance list.
5. Details of the person or persons granting powers of proxy on behalf of a shareholder who is not a natural person should be included in a valid excerpt from the register relevant for a given shareholder.
6. Members of the Management Board or Company employees may not be proxies of shareholders at the General Shareholders Meeting.”

The Company’s Articles of Association do not provide for proxy forms to be used during voting.

Exercise of Voting Rights

One share confers the right to one vote at the General Shareholders Meeting. Shareholders acquire the voting right as soon as they have paid for the shares in full (Art. 411 of Commercial Companies Code).

A shareholder may vote each of its shares in a different manner (Art. 411 [3] of the Commercial Companies Code).

According to the Rules of Procedure of the General Shareholders Meeting, shareholders may not vote at the General Shareholders Meeting by postal ballot.

A shareholder may vote in the capacity of a proxy on a resolution concerning such shareholder’s responsibility towards the Company in any area, including approval of the discharge of duties, release from an obligation towards the Company, or a dispute between the shareholder and the Company (Art. 413.2 of the Commercial Companies Code).

Pursuant to Par. 17 of the Rules of Procedure of the General Shareholders Meeting of SECO/WARWICK S.A., issued on the basis of Par. 19 of the Articles of Association of SECO/WARWICK S.A. of Świebodzin:

“1. The Chair of the General Shareholders Meeting shall decide whether the votes shall be cast using the traditional method (by raising hand) or in writing, subject to the provisions of Par. 10.

2. A shareholder who intends to leave the venue of the General Shareholders Meeting while the Meeting is in progress shall check out and check in again after return. If a shareholder does not check out and a voting is conducted during their absence, their votes shall be treated as abstentions.

3. The following votes shall be treated as invalid:

- 1) votes by shareholders who in the same voting cast opposing votes regarding the same motion or resolution,
- 2) votes cast by a shareholder during elections for more candidates than there were positions to fill.

Voting is open. Secret ballot is ordered in the case of voting on election or removal from office of members of the Company’s governing bodies or its liquidator, on bringing them to account and on personnel matters. Furthermore, secret ballot should be ordered if at least one shareholder present or represented at the General Shareholders Meeting so demands.

The General Shareholders Meeting may adopt a resolution to abolish the secrecy of voting on matters related to the election of committees appointed by the General Shareholders Meeting (Art. 420 of the Commercial Companies Code).

Entitlement to Participate in the General Shareholders Meeting

Pursuant to Par. 5 of the Rules of Procedure of the General Shareholders Meeting of SECO/WARWICK S.A., issued on the basis of Par. 19 of the Articles of Association of SECO/WARWICK S.A. of Świebodzin:

“1. The list of shareholders entitled to participate in the General Shareholders Meeting, referred to in Par. 2.3–Par. 2.6, shall serve to prepare an attendance list in accordance with the following procedure:

- 1) checking whether a shareholder is included in the list of shareholders entitled to participate in the General Shareholders Meeting,
 - 2) checking the identity of the shareholder, the person representing the shareholder, the shareholder's proxy – on the basis of an identity card or passport, in accordance with Par. 4.3 of these Rules,
 - 3) checking the powers of proxy granted to persons representing shareholders and attaching the powers to the attendance list,
 - 4) signing of the attendance list by the shareholder or the shareholder's proxy,
 - 5) issuing a voting card to the shareholder or the shareholder's representative.
2. The attendance list, signed by the Chair of the General Shareholders Meeting before being displayed for inspection in accordance with Par. 5.3, shall include the names of the participants in the General Shareholders Meeting, stating the number of shares each of them represents and the number of votes attached to the shares.
3. The attendance list shall be displayed for inspection throughout the General Shareholders Meeting until the closing thereof.
4. Persons preparing the attendance list shall update the list by adding the names of persons who arrived after the list has been prepared, making a note of the time of the shareholders' arrival on the list."

Possibility and Methods of Attending the General Shareholders Meeting Using Means of Electronic Communication

The Company's Articles of Association do not provide for the possibility of attending General Shareholders Meetings or taking the floor at General Shareholders Meetings using means of electronic communication.

Taking the Floor during the General Shareholders Meeting Using Means of Electronic Communication

The Company's Articles of Association do not provide for the possibility of taking the floor during General Shareholders Meetings using means of electronic communication.

Exercise of Voting Rights by Postal Vote or by Means of Electronic Communication

The Company's Articles of Association do not provide for the possibility of exercising voting rights at General Shareholders Meetings by postal vote or using means of electronic communication

Access to Documentation

Persons entitled to participate in the General Shareholders Meeting may collect the full text of the documentation to be submitted to the General Shareholders Meeting, along with draft resolutions, from the Company's registered office at ul. Sobieskiego 8, Świebodzin, Poland.

The Company will publish information regarding the General Shareholders Meeting of SECO/WARWICK S.A. of Świebodzin at <http://www.secowarwick.com.pl>.

Detailed Agenda of the General Shareholders Meeting of SECO/WARWICK S.A. of Świebodzin:

1. Opening of the Annual General Shareholders Meeting.
2. Election of the Chair of the Annual General Shareholders Meeting.
3. Confirmation that the Annual General Shareholders Meeting has been duly convened and has the capacity to adopt resolutions in accordance with the Company's Articles of Association and the Commercial Companies Code.

4. Appointment of the Ballot Counting Committee.
5. Adoption of the agenda.
6. Presentation by the Management Board of the Directors' Report on the Company's and the Group's operations in the financial year 2009, the financial statements for the financial year 2009, and the Management Board's proposal regarding the coverage of loss for 2009.
7. Presentation by the Supervisory Board of the report on the Supervisory Board's activities in 2009, including an assessment of the Directors' Report on the Company's operations in the financial year 2009, the Company's financial statements for the financial year 2009 and the Management Board's proposal regarding the coverage of loss for the financial year 2009.
8. Review of the Directors' Report on the Company's operations, the financial statements, and the proposal regarding the coverage of loss for the financial year 2009 as well as the Directors' Report on the SECO/WARWICK Group's operations, and the consolidated financial statements of the SECO/WARWICK Group for the financial year 2009.
9. Review of the Supervisory Board's report on the assessment of the Directors' Report on the Company's operations and the financial statements, with respect to their consistency with the books, documents, and the actual state of affairs, as well as of the Management Board's proposal regarding the coverage of loss for the financial year 2009.
10. Adoption of a resolution on approval of the financial statements for the financial year 2009.
11. Adoption of a resolution on approval of the Directors' Report on the Company's operations in the financial year 2009.
12. Adoption of a resolution on approval of the Directors' Report on the SECO/WARWICK Group's operations and the consolidated financial statements of the SECO/WARWICK Group for the financial year 2009.
13. Approval of performance of duties by Members of the Company's Management Board in the financial year 2009.
14. Approval of performance of duties by Members of the Company's Supervisory Board in the financial year 2009.
15. Adoption of a resolution on coverage of loss for the financial year 2009.
16. Adoption of a resolution on appointment of the Supervisory Board for a second term of office.
17. Amendments to the Rules of Procedure of the General Shareholders Meeting of SECO/WARWICK S.A.
18. Miscellaneous.
19. Closing of the Meeting.