**Subject:** Correction of Current Report No. 08/2010 Current Report No. 08/2010 **K** of April 6th 2010.

**<u>Legal basis:</u>** Art. 56.1.2 of the Public Offering Act – current and periodic information

#### **Contents of the Report:**

The Management Board of SECO/WARWICK S.A. hereby corrects an editorial error which occurred in the appendix to Current Report No. 8/2010: "Grounds for Draft Resolutions of the Annual General Shareholders Meeting of SECO/WARWICK S.A. Convened for April 29th 2010".

The following content has been modified:

<u>The passage:</u> "At the meeting of March 6th 2010, the Supervisory Board approved the Company's financial statements for the previous financial year"

<u>has been replaced with:</u> "At the meeting of March 8th 2010, the Supervisory Board approved the Company's financial statements for the previous financial year".

Attached is the corrected document: "Grounds for Draft Resolutions of the Annual General Shareholders Meeting of SECO/WARWICK S.A. Convened for April 29th 2010".

#### Legal basis:

Par. 38.1 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 (Dz.U. of 2009, No. 33, item 259).

#### **Attachments:**

File

#### **Description:**

Grounds for draft resolutions of the Annual General Shareholders Meeting of SECO/WARWICK S.A. convened for April 29th 2010

#### the Draft Resolution of the Annual General Shareholders Meeting of SECO/WARWICK Spółka Akcyjna of Świebodzin on Approval of Financial Statements

Pursuant to Art. 395.2.1 of the Polish Commercial Companies Code and Par. 17 of the Company's Articles of Association, review and approval of the Company's financial statements for the previous financial year falls within the scope of powers of the Annual General Shareholders Meeting.

Pursuant to Part 2, item 5 of Best Practices for WSE-Listed Companies (appendix to Resolution No. 12/1170/2007 of the Supervisory Board of the Warsaw Stock Exchange dated July 4th 2007), a resolution on approval of financial statements for the previous financial year is a typical resolution adopted at annual meetings of shareholders and as such does not require detailed grounds.

At the meeting of March 8th 2010, the Supervisory Board approved the Company's financial statements for the previous financial year.

### the Draft Resolution of the Annual General Shareholders Meeting of SECO/WARWICK Spółka Akcyjna of Świebodzin on Approval of the Directors' Report

Pursuant to Art. 395.2.1 of the Polish Commercial Companies Code and Par. 17 of the Company's Articles of Association, review and approval of the Directors' Report on the Company's operations for the previous financial year falls within the powers of the Annual General Shareholders Meeting.

Pursuant to Part 2, item 5 of Best Practices for WSE-Listed Companies (appendix to Resolution No. 12/1170/2007 of the Supervisory Board of the Warsaw Stock Exchange dated July 4th 2007), a resolution on approval of the directors' report is a typical resolution adopted at annual meetings of shareholders and as such does not require detailed grounds.

At the meeting of March 8th 2010, the Supervisory Board approved the Directors' Report for the period January 1st – December 31st 2009.

### the Draft Resolution of the Annual General Shareholders Meeting of SECO/WARWICK Spółka Akcyjna of Świebodzin on Approval of the Directors' Report on the SECO/WARWICK Group's Operations

Pursuant to Art. 395.5 of the Polish Commercial Companies Code and Par. 17 of the Company's Articles of Association, review and approval of the Directors' Report on the **SECO/WARWICK** Group's operations for the previous financial year falls within the scope of powers of the Annual General Shareholders Meeting.

Pursuant to Part 2, item 5 of Best Practices for WSE-Listed Companies (appendix to Resolution No. 12/1170/2007 of the Supervisory Board of the Warsaw Stock Exchange dated July 4th 2007), a resolution on approval of the Directors' Report on the **SECO/WARWICK** Group's operations is a typical resolution adopted by annual general shareholders meetings and as such does not require detailed grounds.

At the meeting of March 8th 2010, the Supervisory Board approved the Directors' Report on the **SECO/WARWICK** Group's operations for the period January 1st – December 31st 2009.

## the Draft Resolution of the Annual General Shareholders Meeting of SECO/WARWICK Spółka Akcyjna of Świebodzin on Approval of the Consolidated Financial Statements of the SECO/WARWICK Group Prepared as at December 31st 2009

Pursuant to Art. 395.5 of the Polish Commercial Companies Code and Par. 17 of the Company's Articles of Association, review and approval of the consolidated financial statements of the **SECO/WARWICK** Group for the previous financial year falls within the scope of powers of the Annual General Shareholders Meeting.

Pursuant to Part 2, item 5 of Best Practices for WSE-Listed Companies (appendix to Resolution No. 12/1170/2007 of the Supervisory Board of the Warsaw Stock Exchange dated July 4th 2007), a resolution on approval of the consolidated financial statements of the **SECO/WARWICK** Group is a typical resolution adopted by annual general shareholders meetings and as such does not require detailed grounds.

At the meeting of March 8th 2010, the Supervisory Board approved the consolidated financial statements of the **SECO/WARWICK** Group for the previous financial year.

the Draft Resolution of the Annual General Shareholders Meeting of SECO/WARWICK Spółka Akcyjna of Świebodzin on Approval of Performance of Duties by Leszek Przybysz, President of the Management Board

#### **Grounds for**

the Draft Resolution of the Annual General Shareholders Meeting of SECO/WARWICK Spółka Akcyjna of Świebodzin on Approval of Performance of duties by Andrzej Zawistowski, Vice-President of the Management Board

#### **Grounds for**

the Draft Resolution of the Annual General Shareholders Meeting of SECO/WARWICK Spółka Akcyjna of Świebodzin on Approval of Performance of Duties by Wojciech Modrzyk, Vice-President of the Management Board

#### **Grounds for**

the Draft Resolution of the Annual General Shareholders Meeting of SECO/WARWICK Spółka Akcyjna of Świebodzin on Approval of Performance of Duties by Witold Klinowski, Member of the Management Board

#### **Grounds for**

the Draft Resolution of the Annual General Shareholders Meeting of SECO/WARWICK Spółka Akcyjna of Świebodzin on Approval of Performance of duties by Józef Olejnik, Member of the Management Board

#### **Grounds for**

the Draft Resolution of the Annual General Shareholders Meeting of SECO/WARWICK Spółka Akcyjna of Świebodzin on approval of performance of duties by Jeffrey Boswell, Member of the Supervisory Board

#### **Grounds for**

the Draft Resolution of the Annual General Shareholders Meeting of SECO/WARWICK Spółka Akcyjna of Świebodzin on Approval of Performance of Duties by Henryk Pilarski, Member of the Supervisory Board

#### **Grounds for**

the Draft Resolution of the Annual General Shareholders Meeting of SECO/WARWICK Spółka Akcyjna of Świebodzin on Approval of Performance of Duties by Piotr Kowalewski, Member of the Supervisory Board

#### **Grounds for**

the Draft Resolution of the Annual General Shareholders Meeting

#### of SECO/WARWICK Spółka Akcyjna of Świebodzin on Approval of Performance of Duties by Piotr Kula, Member of the Supervisory Board

#### **Grounds for**

the Draft Resolution of the Annual General Shareholders Meeting of SECO/WARWICK Spółka Akcyjna of Świebodzin on Approval of Performance of Duties by Atrur Grygiel, Member of the Supervisory Board

Pursuant to Art. 395.2.3 of the Polish Commercial Companies Code and Par. 17 of the Company's Articles of Association, adoption of resolutions on the approval of performance of duties by members of the Company's governing bodies falls within the scope of powers of the Annual General Shareholders Meeting.

Pursuant to Part 2, item 5 of Best Practices for WSE-Listed Companies (appendix to Resolution No. 12/1170/2007 of the Supervisory Board of the Warsaw Stock Exchange dated July 4th 2007), resolutions on approval of performance of duties by members of the Company's governing bodies are typical resolutions adopted by annual general shareholders meetings and as such do not require detailed grounds.

At the meeting of March 8th 2010, the Supervisory Board approved the performance of duties by members of the Company's governing bodies in the period January 1st – December 31st 2009.

### the Draft Resolution of the Annual General Shareholders Meeting of SECO/WARWICK Spółka Akcyjna of Świebodzin on Coverage of Loss for the Period January 1st – December 31st 2009

Pursuant to Art. 395.2.2 of the Polish Commercial Companies Code and Par. 17 of the Company's Articles of Association, adoption of a resolution on the distribution of the Company's profit for the previous year falls within the scope of powers of the Annual General Shareholders Meeting.

Pursuant to Part 2, item 5 of Best Practices for WSE-Listed Companies (appendix to Resolution No. 12/1170/2007 of the Supervisory Board of the Warsaw Stock Exchange dated July 4th 2007), a resolution on coverage of losses for the previous year is a typical resolution adopted by annual general shareholders meetings and as such does not require detailed grounds.

At the meeting of March 8th 2010, the Supervisory Board approved the draft resolution on the coverage of the Company's loss for the previous year.

#### the Draft Resolution of the Annual General Shareholders Meeting of SECO/WARWICK Spółka Akcyjna of Świebodzin on election of members of the Supervisory Board for a second term of office

Pursuant to Art. 385.1 of the Polish Commercial Companies Code and Par. 20, sentence two, of the Company's Articles of Association in conjunction with Art. 304.1.8 of the Commercial Companies Code, adoption of a resolution on the election of members of the Supervisory Board for a second term of office falls within the scope of powers of the Annual General Shareholders Meeting.

SECO/WARWICK S.A. was formed, as a result of transformation from a limited liability company, upon its entry in the National Court Register on January 2nd 2007. The first term of office of the Company's Supervisory Board commenced on that day.

In accordance with Par. 22 of the Company's Articles of Association, members of the Supervisory Board are elected for a joint three-year term of office.

Pursuant to Art. 386.1 of the Commercial Companies Code in conjunction with Art. 369.4 of the Commercial Companies Code and in conjunction with Par. 22 of the Company's Articles of Association, the first term of office of the Supervisory Board ends after three years, on the day of the General Shareholders Meeting, i.e. on April 29th 2010.

In connection with the above, the Supervisory Board for a second term of office needed to be elected at the General Shareholders Meeting of April 29th 2010.

A resolution on the election of the Supervisory Board for a second term of office is a typical resolution adopted at the General Shareholders Meeting if the term of office of the existing Supervisory Board expires and does not require extensive grounds. The General Shareholders Meeting decides on the number of members of the Supervisory Board as a collective governing body, taking into account the current scope of tasks of the Supervisory Board.

# the Draft Resolution of the Annual General Shareholders Meeting of SECO/WARWICK Spółka Akcyjna of Świebodzin on Amendments to the Rules of Procedure of the General Shareholders Meeting and Determination of the Consolidated Text of the Rules of Procedure of the General Shareholders Meeting

August 3rd 2009 saw the entry into force of the amended Commercial Companies Code, substantially modifying the procedure for convening General Shareholders Meetings of public companies, principles of participation of shareholders and other persons in such Meetings, and the principles of providing information on the company to the shareholders by members of Management Boards of public companies.

As a result of these modifications, the Rules of Procedure of the General Shareholders Meeting included obsolete provisions, necessitating amendments to the Rules of Procedure of the General Shareholders Meeting to reflect the current legal framework.

A resolution on amendments to the Rules of Procedure of the General Shareholders Meeting and a resolution on determination of the consolidated text of the Rules of Procedure of the General Shareholders Meeting are typical resolutions, adopted by the General Shareholders Meeting on the basis of Par. 19 of the Company's Articles of Association, and do not require detailed grounds.