

Subject: Resolutions adopted by the Annual General Meeting on May 24th 2013
Current Report No. 18/2013 of May 24th 2013

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

Text of the report:

The Management Board of SECO/WARWICK S.A. publishes, attached as an appendix hereto, the resolutions adopted by the Annual General Meeting of SECO/WARWICK S.A. on May 24th 2013.

The Management Board of SECO/WARWICK S.A. further reports that no decision was made by the Annual General Meeting not to address any of the proposed agenda items and no objections were raised during the Annual General Meeting and requested to be recorded in the minutes.

Legal basis:

Par 38.1.7, Par 38.1.8 and Par 38.1.9 of the Minister of Finance's Regulation on current and periodic information 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.

Appendices:

File

Resolutions adopted by the Annual General Shareholders Meeting of SECO/WARWICK S.A. on May 24th 2013.pdf

Description:

Text of the resolutions adopted by the Annual General Meeting of SECO/WARWICK S.A. on May 24th 2013.

Appendix to Current Report No. 18/2013 of SECO/WARWICK S.A.

Item 2 of the agenda:

**Resolution No. 1
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
on appointment of the Chair of the General Meeting**

Andrzej Zawistowski has been appointed Chair of the Annual General Meeting.

Voting results:

- valid votes were cast on 6,506,052 shares, representing 62.10% of the share capital,
- the total number of valid votes cast was 6,506,052, of which
- 6,506,052 votes were cast in favour of the resolution,
- no votes were cast against the resolution,
- no abstaining votes were cast.

Item 3 of the agenda:

The Annual General Meeting adopted **Resolution No. 2 on abolishing the secrecy of election of the Ballot Counting Committee:**

Voting results:

- valid votes were cast on 6,506,052 shares, representing 62.10% of the share capital,
- the total number of valid votes cast was 6,506,052, of which
- 6,506,052 votes were cast in favour of the resolution,
- no votes were cast against the resolution,
- no abstaining votes were cast.

Item 4 of the agenda:

**Resolution No. 3
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
on appointment of the Ballot Counting Committee**

The Annual General Meeting hereby appoints the Ballot Counting Committee composed of the following persons:

- Witold Klinowski,
- Janusz Gudaczewski,
- Adam Goliński.

Voting results:

- valid votes were cast on 6,506,052 shares, representing 62.10% of the share capital,
- the total number of valid votes cast was 6,506,052, of which
- 6,506,052 votes were cast in favour of the resolution,
- no votes were cast against the resolution,
- no abstaining votes were cast.

Item 5 of the agenda:

**Resolution No. 4
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin**

The Annual General Meeting hereby approves the agenda proposed for the Meeting.

Voting results:

- valid votes were cast on 6,506,052 shares, representing 62.10% of the share capital,
- the total number of valid votes cast was 6,506,052, of which
- 6,506,052 votes were cast in favour of the resolution,
- no votes were cast against the resolution,
- no abstaining votes were cast.

Item 10 of the agenda:

**Resolution No. 5
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
on approval of the Company's financial statements for the financial year 2012**

Acting pursuant to Art. 395.2.1 of the Commercial Companies Code, and having reviewed the Directors' Report, the Annual General Meeting hereby resolves to:

1. approve the Company's statement of financial position for the period from January 1st 2012 (January first, two thousand and twelve) to December 31st 2012 (December thirty-first, two thousand and twelve), showing a balance-sheet total of PLN 236,174,030.74 (two hundred and thirty-six million, one hundred and seventy-four thousand and thirty złoty, 74/100);
2. approve the statement of comprehensive income for the period from January 1st 2012 (January first, two thousand and twelve) to December 31st 2012 (December thirty-first, two thousand and twelve), showing a net profit of PLN 5,688,592.75 (five million, six hundred and eighty-eight thousand, five hundred and ninety-two złoty, 75/100);
3. approve the statement of changes in equity in the period from January 1st 2012 (January first, two thousand and twelve) to December 31st 2012 (December thirty-first, two thousand and twelve), showing an increase in equity of PLN 7,774,043.16 (seven million, seven hundred and seventy-four thousand and forty-three złoty, 16/100);
4. approve the statement of cash flows for the period from January 1st 2012 (January first, two thousand and twelve) to December 31st 2012 (December thirty-first, two thousand and twelve), showing an increase in cash of PLN 22,863,276.03 (twenty-two million, eight hundred and sixty-three thousand, two hundred and seventy-six złoty, 03/100);
5. approve the notes to the financial statements for the period from January 1st 2012 (January first, two thousand and twelve) to December 31st 2012 (December thirty-first, two thousand and twelve).

Voting results:

- valid votes were cast on 6,506,052 shares, representing 62.10% of the share capital,
- the total number of valid votes cast was 6,506,052, of which
- 6,506,052 votes were cast in favour of the resolution,
- no votes were cast against the resolution,
- no abstaining votes were cast.

Item 11 of the agenda:

**Resolution No. 6
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
on approval of the Directors' Report on the operations of the Company in the
financial year 2012**

Acting pursuant to Art. 395.2.1 of the Commercial Companies Code, and having considered the Directors' Report, the Annual General Meeting hereby resolves to:

approve the Directors' Report on the operations of the Company in the period from January 1st 2012 (January first, two thousand and twelve) to December 31st 2012 (December thirty-first, two thousand and twelve).

Voting results:

- valid votes were cast on 6,506,052 shares, representing 62.10% of the share capital,
- the total number of valid votes cast was 6,506,052, of which
- 6,506,052 votes were cast in favour of the resolution,
- no votes were cast against the resolution,
- no abstaining votes were cast.

Item 12 of the agenda:

**Resolution No. 7
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
on approval of the Directors' Report on the operations of the SECO/WARWICK Group
in the financial year 2012**

Acting pursuant to Art. 395.5 of the Commercial Companies Code, and having reviewed the Directors' Report, the Annual General Meeting hereby resolves to:

approve the Directors' Report on the operations of the **SECO/WARWICK Group** in the period from January 1st 2012 (January first, two thousand and twelve) to December 31st 2012 (December thirty-first, two thousand and twelve).

Voting results:

- valid votes were cast on 6,506,052 shares, representing 62.10% of the share capital,
- the total number of valid votes cast was 6,506,052, of which
- 6,506,052 votes were cast in favour of the resolution,
- no votes were cast against the resolution,
- no abstaining votes were cast.

Resolution No. 8
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
on approval of the SECO/WARWICK Group's consolidated financial
statements for the financial year 2012

Acting pursuant to Art. 395.5 of the Commercial Companies Code, and having reviewed the Directors' Report, the Annual General Meeting hereby resolves to:

1. approve the consolidated statement of financial position of the SECO/WARWICK Group for the period from January 1st 2012 (January first, two thousand and twelve) to December 31st 2012 (December thirty-first, two thousand and twelve), showing a balance-sheet total of PLN 426,613,169.61 (four hundred and twenty-six million, six hundred and thirteen thousand, one hundred and sixty-nine złoty, 61/100);
2. approve the consolidated statement of comprehensive income for the period from January 1st 2012 (January first, two thousand and twelve) to December 31st 2012 (December thirty-first, two thousand and twelve), showing a net profit of PLN 28,169,664.61 (twenty-eight million, one hundred and sixty-nine thousand, six hundred and sixty-four złoty, 61/100);
3. approve the statement of changes in consolidated equity as at the end of period i.e. December 31st 2012 (December thirty-first, two thousand and twelve), showing an increase in equity of PLN 19,309,986.84 (nineteen million, three hundred and nine thousand, nine hundred and eighty-six złoty, 84/100);
4. approve the consolidated statement of cash flows for the period from January 1st 2012 (January first, two thousand and twelve) to December 31st 2012 (December thirty-first, two thousand and twelve), showing an increase in cash of PLN 35,347,021.39 (thirty-five million, three hundred and forty-seven thousand and twenty-one złoty, 39/100);
5. approve the notes to the consolidated financial statements for the period from January 1st 2012 (January first, two thousand and twelve) to December 31st 2012 (December thirty-first, two thousand and twelve).

Voting results:

- valid votes were cast on 6,506,052 shares, representing 62.10% of the share capital,
- the total number of valid votes cast was 6,506,052, of which
- 6,506,052 votes were cast in favour of the resolution,
- no votes were cast against the resolution,
- no abstaining votes were cast.

Item 13 of the agenda:

By secret ballot, in which Mr Andrzej Zawistowski did not vote either in person or by proxy, the Annual General Meeting unanimously adopted the following resolution:

**Resolution No. 9
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to grant discharge to Andrzej Zawistowski in respect of performance of his duties
as Vice-President of the Management Board**

Acting pursuant to Par. 17 of the Company's Articles of Association and having reviewed the Directors' Report, the Annual General Meeting hereby resolves:

to grant discharge to Andrzej Zawistowski, Vice-President of the Management Board, in respect of performance of his duties in the period January 1st–May 25th 2012.

Voting results:

- valid votes were cast on 2,386,544 shares, representing 22.78% of the share capital,
- the total number of valid votes cast was 2,386,544, of which
- 2,386,544 votes were cast in favour of the resolution,
- no votes were cast against the resolution,
- no abstaining votes were cast.

The Annual General Meeting unanimously adopted the following resolution by secret ballot in which Mr Józef Olejnik did not vote either in person or by proxy:

Resolution No. 10
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to grant discharge to Józef Olejnik in respect of performance of his duties
as Member of the Management Board

Acting pursuant to Par. 17 of the Company's Articles of Association and having reviewed the Directors' Report, the Annual General Meeting hereby resolves:

to grant discharge to Józef Olejnik, Member of the Management Board, in respect of performance of his duties in the period January 1st–December 31st 2012.

Voting results:

- valid votes were cast on 6,506,052 shares, representing 62.10% of the share capital,
- the total number of valid votes cast was 6,506,052, of which
- 6,506,052 votes were cast in favour of the resolution,
- no votes were cast against the resolution,
- no abstaining votes were cast.

By secret ballot, in which Mr Witold Klinowski did not vote either in person or by proxy, the Annual General Meeting unanimously adopted the following resolution:

**Resolution No. 11
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to grant discharge to Witold Klinowski in respect of performance of his duties
as Member of the Management Board**

Acting pursuant to Par. 17 of the Company's Articles of Association and having reviewed the Directors' Report, the Annual General Meeting hereby resolves:

to grant discharge to Witold Klinowski, Member of the Management Board, in respect of performance of his duties in the period January 1st–December 31st 2012.

Voting results:

- valid votes were cast on 5,642,965 shares, representing 53.86% of the share capital,
- the total number of valid votes cast was 5,642,965, of which
- 5,642,965 votes were cast in favour of the resolution,
- no votes were cast against the resolution,
- no abstaining votes were cast.

By secret ballot, in which Mr Paweł Wyrzykowski did not vote either in person or by proxy, the Annual General Meeting unanimously adopted the following resolution:

Resolution No. 12
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to grant discharge to Paweł Wyrzykowski in respect of performance of his duties
as President of the Management Board

Acting pursuant to Par. 17 of the Company's Articles of Association and having reviewed the Directors' Report, the Annual General Meeting hereby resolves:

to grant discharge to Paweł Wyrzykowski, President of the Management Board, in respect of performance of his duties in the period February 1st–December 31st 2012.

Voting results:

- valid votes were cast on 6,506,052 shares, representing 62.10% of the share capital,
- the total number of valid votes cast was 6,506,052, of which
- 6,506,052 votes were cast in favour of the resolution,
- no votes were cast against the resolution,
- no abstaining votes were cast.

By secret ballot, in which Mr Wojciech Modrzyk did not vote either in person or by proxy, the Annual General Meeting unanimously adopted the following resolution:

Resolution No. 13
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to grant discharge to Wojciech Modrzyk in respect of performance of his duties
as Vice-President of the Management Board

Acting pursuant to Par. 17 of the Company's Articles of Association and having reviewed the Directors' Report, the Annual General Meeting hereby resolves:

to grant discharge to Wojciech Modrzyk, Vice-President of the Management Board, in respect of performance of his duties in the period January 1st–December 31st 2012.

Voting results:

- valid votes were cast on 6,506,052 shares, representing 62.10% of the share capital,
- the total number of valid votes cast was 6,506,052, of which
- 6,506,052 votes were cast in favour of the resolution,
- no votes were cast against the resolution,
- no abstaining votes were cast.

Item 14 of the agenda:

**Resolution No. 14
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to grant discharge to
Artur Rusiecki, Member of the Supervisory Board, in respect of performance of his
duties**

Acting pursuant to Par. 17 of the Company's Articles of Association and having reviewed the Supervisory Board's Report, the Annual General Meeting hereby resolves:

to grant discharge to Artur Rusiecki, Member of the Supervisory Board, in respect of performance of his duties in the period January 1st–May 28th 2012.

Voting results:

- valid votes were cast on 6,506,052 shares, representing 62.10% of the share capital,
- the total number of valid votes cast was 6,506,052, of which
- 6,506,052 votes were cast in favour of the resolution,
- no votes were cast against the resolution,
- no abstaining votes were cast.

Resolution No. 15
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to grant discharge to
James Albert Goltz, Member of the Supervisory Board, in respect of performance of
his duties

Acting pursuant to Par. 17 of the Company's Articles of Association and having reviewed the Supervisory Board's Report, the Annual General Meeting hereby resolves:

to grant discharge to James Albert Goltz, Member of the Supervisory Board, in respect of performance of his duties in the period May 28th–December 31st 2012.

Voting results:

- valid votes were cast on 6,506,052 shares, representing 62.10% of the share capital,
- the total number of valid votes cast was 6,506,052, of which
- 6,506,052 votes were cast in favour of the resolution,
- no votes were cast against the resolution,
- no abstaining votes were cast.

By secret ballot, in which Mr Andrzej Zawistowski did not vote either in person or by proxy, the Annual General Meeting unanimously adopted the following resolution:

Resolution No. 16
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to grant discharge to
Andrzej Zawistowski, Member of the Supervisory Board, in respect of performance
of his duties

Acting pursuant to Par. 17 of the Company's Articles of Association and having reviewed the Supervisory Board's Report, the Annual General Meeting hereby resolves:

to grant discharge to Andrzej Zawistowski, Member of the Supervisory Board, in respect of performance of his duties in the period May 28th–December 31st 2012.

Voting results:

- valid votes were cast on 2,386,544 shares, representing 22.78% of the share capital,
- the total number of valid votes cast was 2,386,544, of which
- 2,386,544 votes were cast in favour of the resolution,
- no votes were cast against the resolution,
- no abstaining votes were cast.

Resolution No. 17
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to grant discharge to
Henryk Pilarski, Member of the Supervisory Board, in respect of performance of his
duties

Acting pursuant to Par. 17 of the Company's Articles of Association and having reviewed the Supervisory Board's Report, the Annual General Meeting hereby resolves:

to grant discharge to Henryk Pilarski, Member of the Supervisory Board, in respect of performance of his duties in the period January 1st–December 31st 2012.

Voting results:

- valid votes were cast on 6,506,052 shares, representing 62.10% of the share capital,
- the total number of valid votes cast was 6,506,052, of which
- 6,506,052 votes were cast in favour of the resolution,
- no votes were cast against the resolution,
- no abstaining votes were cast.

Resolution No. 18
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to grant discharge to Piotr Kula, Member of the Supervisory Board, in respect of
performance of his duties

Acting pursuant to Par. 17 of the Company's Articles of Association and having reviewed the Supervisory Board's Report, the Annual General Meeting hereby resolves:

to grant discharge to Piotr Kula, Member of the Supervisory Board, in respect of performance of his duties in the period January 1st–September 1st 2012.

Voting results:

- valid votes were cast on 6,506,052 shares, representing 62.10% of the share capital,
- the total number of valid votes cast was 6,506,052, of which
- 6,506,052 votes were cast in favour of the resolution,
- no votes were cast against the resolution,
- no abstaining votes were cast.

Resolution No. 19
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to grant discharge to
Mariusz Czaplicki, Member of the Supervisory Board, in respect of performance of
his duties

Acting pursuant to Par. 17 of the Company's Articles of Association and having reviewed the Supervisory Board's Report, the Annual General Meeting hereby resolves:

to grant discharge to Mariusz Czaplicki, Member of the Supervisory Board, in respect of performance of his duties in the period January 1st–November 28th 2012.

Voting results:

- valid votes were cast on 6,506,052 shares, representing 62.10% of the share capital,
- the total number of valid votes cast was 6,506,052, of which
- 6,506,052 votes were cast in favour of the resolution,
- no votes were cast against the resolution,
- no abstaining votes were cast.

Resolution No. 20
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to grant discharge to
Piotr Kowalewski, Member of the Supervisory Board, in respect of performance of
his duties

Acting pursuant to Par. 17 of the Company's Articles of Association and having reviewed the Supervisory Board's Report, the Annual General Meeting hereby resolves:

to grant discharge to Piotr Kowalewski, Member of the Supervisory Board, in respect of performance of his duties in the period January 1st–November 28th 2012.

Voting results:

- valid votes were cast on 6,506,052 shares, representing 62.10% of the share capital,
- the total number of valid votes cast was 6,506,052, of which
- 6,506,052 votes were cast in favour of the resolution,
- no votes were cast against the resolution,
- no abstaining votes were cast.

By secret ballot, in which Mr Adam Goliński and Mr Witold Klinowski, representing Mr Jeffrey Boswell, did not vote either in person or by proxy, the Annual General Meeting unanimously adopted the following resolution:

Resolution No. 21
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to grant discharge to Jeffrey Boswell, Member of the Supervisory Board, in respect
of performance of his duties

Acting pursuant to Par. 17 of the Company's Articles of Association and having reviewed the Supervisory Board's Report, the Annual General Meeting hereby resolves:

to grant discharge to Jeffrey Boswell, Member of the Supervisory Board, in respect of performance of his duties in the period January 1st–December 31st 2012.

Voting results:

- valid votes were cast on 4,779,878 shares, representing 45.63% of the share capital,
- the total number of valid votes cast was 4,779,878, of which
- 4,779,878 votes were cast in favour of the resolution,
- no votes were cast against the resolution,
- no abstaining votes were cast.

Resolution No. 22
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to grant discharge to Zbigniew Rogóż, Member of the Supervisory Board, in respect
of performance of his duties

Acting pursuant to Par. 17 of the Company's Articles of Association and having reviewed the Supervisory Board's Report, the Annual General Meeting hereby resolves:

to grant discharge to Zbigniew Rogóż, Member of the Supervisory Board, in respect of performance of his duties in the period November 28th–December 31st 2012.

Voting results:

- valid votes were cast on 6,506,052 shares, representing 62.10% of the share capital,
- the total number of valid votes cast was 6,506,052, of which
- 6,506,052 votes were cast in favour of the resolution,
- no votes were cast against the resolution,
- no abstaining votes were cast.

Resolution No. 23
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to grant discharge to Gutmann Habig, Member of the Supervisory Board, in respect
of performance of his duties

Acting pursuant to Par. 17 of the Company's Articles of Association and having reviewed the Supervisory Board's Report, the Annual General Meeting hereby resolves:

to grant discharge to Gutmann Habig, Member of the Supervisory Board, in respect of performance of his duties in the period November 28th–December 31st 2012.

Voting results:

- valid votes were cast on 6,506,052 shares, representing 62.10% of the share capital,
- the total number of valid votes cast was 6,506,052, of which
- 6,506,052 votes were cast in favour of the resolution,
- no votes were cast against the resolution,
- no abstaining votes were cast.

Item 15 of the agenda:

**Resolution No. 24
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
on distribution of the Company's net profit for the period
January 1st–December 31st 2012**

Acting pursuant to Par. 17 of the Company's Articles of Association in conjunction with Art. 395.2.2 of the Commercial Companies Code, and having reviewed the Directors' Report, the Annual General Meeting hereby resolves that:

The net profit earned by SECO/WARWICK S.A. of Świebodzin in the financial year January 1st–December 31st 2012, of **PLN 5,688,592.75** (five million, six hundred and eighty-eight thousand, five hundred and ninety-two złoty, 75/100), shall be distributed in the following manner:

The entire net profit of PLN 5,688,592.75 (five million, six hundred and eighty-eight thousand, five hundred and ninety-two złoty, 75/100) shall be allocated to statutory reserve funds.

Voting results:

- valid votes were cast on 6,506,052 shares, representing 62.10% of the share capital,
- the total number of valid votes cast was 6,506,052, of which
- 6,506,052 votes were cast in favour of the resolution,
- no votes were cast against the resolution,
- no abstaining votes were cast.