

**Resolutions adopted by the Extraordinary General Shareholders Meeting of
BARLINEK S.A. - a joint-stock company in Kielce,
held on July 4, 2008.**

RESOLUTION NO. 1

Adopted by the Extraordinary General Shareholders Meeting of „BARLINEK” S.A. with its registered office in Kielce, dated June 4, 2004 and concerning: election of the Chairman of the General Shareholders Meeting

§ 1. Election of the Chairman

Under art. 409 § 1 of the Code of Commercial Companies and under § 24 par. 1 of the Statutes, the Extraordinary General Shareholders Meeting of „Barlinek” S.A. with registered office in Kielce hereby elects Mr. Grzegorz Miroński as the Chairman of the General Meeting.

§ 2. Final provisions

This resolution shall come into force upon its adoption.

RESOLUTION NO. 2

Adopted by the Extraordinary General Shareholders Meeting of „Barlinek” S. A. with its registered office in Kielce, dated July 4, 2008 and concerning: an amendment to the draft resolution on electing the Scrutineers of the General Meeting

The Extraordinary General Shareholders Meeting of Barlinek S.A. with its registered office in Kielce resolves the following:

The draft resolution presented in the agenda of the meeting and having the following wording:

§ 1. Resignation from electing the Scrutineers of the General Meeting of Shareholders of the Company.

The Extraordinary General Shareholders Meeting of "Barlinek" S.A. with its registered office in Kielce resigns from electing the Scrutineers of the General Shareholders Meeting of the Company due to an electronic voting system.

§ 2. Final provisions

This resolution shall come into force upon its adoption.

Shall be replaced by the draft resolution with this wording:

§ 1. Election of the Scrutineers of the Extraordinary General Shareholders Meeting of the Company

The Extraordinary General Shareholders Meeting of "Barlinek" S.A. with its registered office in Kielce hereby elects the Scrutineers of the General Shareholders Meeting of the Company in the following make-up:

.....
.....

§ 2. Final provisions

This resolution shall come into force upon its adoption.

RESOLUTION NO. 3

Adopted by the Extraordinary General Shareholders Meeting of „Barlinek” S.A. with its registered office in Kielce, dated July 4, 2008 and concerning: election of the Scrutineers of the General Meeting

§ 1. Election of the Scrutineers of the Extraordinary General Shareholders Meeting of the Company

The Extraordinary General Shareholders Meeting of "Barlinek" S.A. with its registered office in Kielce hereby elects the following Scrutineers of the General Shareholders Meeting of the Company:

Ms. Aneta Lech.

Mr. Jarosław Cybulski.

§ 2. Final provisions

This resolution shall come into force upon its adoption.

RESOLUTION NO. 4

Adopted by the Extraordinary General Shareholders Meeting of „Barlinek” S.A. with its registered office in Kielce dated July 4, 2008 and concerning: adoption of the agenda of the General Meeting

§ 1. The agenda.

The Extraordinary General Shareholders Meeting of „Barlinek” S.A. with its registered office in Kielce hereby adopts the following agenda, compliant with the publication in the Court and Business Gazette issued on June 12, 2008, no.114/2008, item. 8020, p. 16.

1. Opening of the General Meeting.

2. Election of the Chairman of the General Meeting, making the attendance list and election of the Scrutineers of the Meeting.
3. Confirmation of the legality of convention of the General Meeting and its capacity to pass resolutions.
4. Adoption of the agenda.
5. Adoption of resolution regarding the appointment of new Supervisory Board Members for a new term.
6. Miscellaneous.
7. Closing of the General Meeting.

RESOLUTION NO. 5

Adopted by the General Shareholders Meeting of „Barlinek” S.A. with its registered office in Kielce dated July 4, 2008 and concerning: appointment of the Supervisory Board members for a new term

§ 1. Establishment of the number of members

Acting pursuant to art. 385 §1 of the Code of Commercial Companies and §19 par. 1 of the Statutes of the Company, the Extraordinary General Shareholders Meeting of "Barlinek" S.A. with its registered office in Kielce hereby establishes that the number of the Supervisory Board members shall be 5 (in words: five) persons.

§ 2. Final provisions

This resolution shall come into force upon its adoption.

RESOLUTION NO. 6

Adopted by the Extraordinary General Shareholders Meeting of „Barlinek” S.A. with its registered office in Kielce, dated July 4, 2008 and concerning: appointment of the Supervisory Board members for a new term

§ 1. Appointment.

Acting pursuant to art. 385 §1 of the Code of commercial companies and §19 par. 1 of the Statutes of the Company, the Extraordinary General Shareholders Meeting of 'Barlinek' S.A. with its registered office in Kielce hereby elects **Mr. Mariusz Gromka** for a new term as a member of the Supervisory Board.

§ 2. Final provisions

This resolution shall come into force upon its adoption.

RESOLUTION NO. 7

Adopted by the Extraordinary General Shareholders Meeting of „Barlinek” S.A. with its registered office in Kielce, dated July 4, 2008 and concerning: appointment of the Supervisory Board members for a new term

§ 1. Appointment.

Acting pursuant to art. 385 §1 of the Code of Commercial Companies and §19 par. 1 of the Statutes of the Company, the Extraordinary General Shareholders Meeting of "Barlinek" S.A. with its registered office in Kielce hereby elects **Mr. Mariusz Waniolka** for a new term as a member of the Supervisory Board.

§ 2. Final provisions

This resolution shall come into force upon its adoption.

RESOLUTION NO. 8

Adopted by the Extraordinary General Shareholders Meeting of „Barlinek” S.A. with its registered office in Kielce, dated July 4, 2008 and concerning: appointment of the Supervisory Board members for a new term

§ 1. Appointment.

Acting pursuant to art. 385 §1 of the Code of commercial companies and §19 par. 1 of the Statutes of the Company, the Extraordinary General Shareholders Meeting of "Barlinek" S.A. with its registered office in Kielce hereby elects **Mr. Kamil Latos** for a new term as a member of the Supervisory Board.

§ 2. Final provisions

This resolution shall come into force upon its adoption.

RESOLUTION NO. 9

Adopted by the Extraordinary General Shareholders Meeting of „Barlinek” S.A. with its registered office in Kielce, dated July 4, 2008 and concerning: appointment of the Supervisory Board members for a new term

§ 1. Appointment

Acting pursuant to art. 385 §1 of the Code of commercial companies and §19 par. 1 of the Statutes of the Company, the Extraordinary General Shareholders Meeting of "Barlinek" S.A. with its registered office in Kielce hereby elects **Mr. Grzegorz Miroński** for a new term as a member of the Supervisory Board.

§ 2. Final provisions

This resolution shall come into force upon its adoption.

RESOLUTION NO. 10

Adopted by the Extraordinary General Shareholders Meeting of „Barlinek” S.A. with its registered office in Kielce, dated July 4, 2008 and concerning: appointment of the Supervisory Board members for a new term

§ 1. Appointment

Acting pursuant to art. 385 §1 of the Code of commercial companies and §19 par.1 of the Statutes of the Company, the Extraordinary General Shareholders Meeting of "Barlinek" S.A. with its registered office in Kielce hereby elects **Mr. Rafał Kwiatkowski** for a new term as a member of the Supervisory Board.

§ 2. Final provisions

This resolution shall come into force upon its adoption.