

Call in of the Ordinary General Meeting of Shareholders of ULMA Construcccion Polska Spółka Akcyjna

Current report no. 4/2011

The Management Board of ULMA Construcccion Polska S.A. informs as follows:

the Ordinary General Meeting of Shareholders of ULMA Construcccion Polska Spółka Akcyjna (respectively: "**General Meeting**" and "**Company**") shall be convened for **June 16, 2011** (Thursday) at **10 a.m.** in Warsaw at ul. Klasyków 10 and shall have the following agenda:

1. Opening of the meeting.
2. Appointment of the chairperson of the General Meeting.
3. Confirmation that the General Meeting has been convened properly and is capable of adopting resolutions.
4. Acceptance of the agenda.
5. Adopting the following resolutions:
 - a) approval of the Company's financial statement for 2010, including statement of financial position, statement of total income, statement of changes in equity, cash flow statement and additional information;
 - b) approval of the Management Board's report on the Company's operation in 2010;
 - c) distribution of the Company's profit for 2010;
 - d) approval of consolidated financial statement of ULMA Construcccion Polska S.A. Group for 2010, including consolidated statement of financial position, consolidated statement of total income, statement of changes in consolidated equity, consolidated cash flow statement and additional information;
 - e) approval of the Management Board's report on the Capital group's operation in 2010;
 - f) approval of the Supervisory Board's report on the Company's operation in 2010;
 - g) acknowledgement of the fulfilment of duties by members of the Company's authorities in 2010.
6. Closing of the meeting.

The registration date for the General Meeting, referred to in Article 406¹ of the Commercial Companies Code, shall be **May 31, 2011**.

The following persons shall be entitled to attend the General Meeting:

- a) the Company's shareholders as of the registration date for the General Meeting;
- b) holders of registered shares and registered provisional certificates; as well as pledgees or users holding voting rights, provided that they are entered in the share register as of the registration date for the General Meeting;
- c) Members of the Company's Management Board and Supervisory Board;
- d) persons invited to the General Meeting by the Company's Management Board.

Bearer shares in the form of document shall entitle to attend the General Meeting, provided that such share documents shall be deposited with the Company not later than

on the registration date for the General Meeting and shall not be collected by the end of the day. Alternatively, one can provide the Company with share deposit at the notary public's office, a bank or an investment company having their registered seat or branch office in the territory of the European Union or a State being a party to the agreement on the European Economic Area, listed in the announcement of the General Meeting.

A person entitled to attend the General Meeting may obtain the entire text of documents to be submitted to the General Meeting as well as draft resolutions from the Company's website: **www.ulma-c.pl**. Additionally, information concerning the General Meeting shall be made available at the website www.ulma-c.pl.

Pursuant to Article 402² point 2 of the Commercial Companies Code, the Management Board shall inform the shareholders about the following:

1. Right to request to include certain matters in the agenda for the General Meeting

A shareholder or shareholders representing at least 1/20 (one-twentieth) of the share capital may request certain matters be included in the agenda for the General Meeting. The request shall be submitted to the Company's Management Board not later than twenty one days before the designated date of the General Meeting, i.e. on **May 26, 2011** the latest. The request shall specify reasons or a draft resolution concerning the suggested item of the agenda. The request may be submitted in an electronic form by e-mail to the address: wza@ulma-c.pl or by fax to the number: 22-814-31-31.

2. Right to propose draft resolutions with reference to matters included in the agenda for the General Meeting or to matters that are to be included in the agenda before the date of the General Meeting

Before the date of the General Meeting, shareholders representing at least 1/20 (one-twentieth) of the share capital may propose draft resolutions with reference to matters included in the agenda for the General Meeting or to matters that are to be included in the agenda in writing at the Company's address or by means of electronic communications by e-mail to the address: wza@ulma-c.pl or by fax to the number: 22-814-31-31.

3. Right to propose draft resolutions concerning the items added to the agenda during the General Meeting

During the General Meeting, each shareholder may submit draft resolutions concerning items added to the agenda.

4. The manner of exercising voting rights by proxies, including in particular forms used by proxies during voting or the manner of notifying the Company by means of electronic communications on designating a proxy

A shareholder shall be entitled to attend the General Meeting in person or by proxy. The power of attorney shall be granted in writing or in an electronic form (where electronic form shall mean a text document sent by e-mail; a secure electronic signature is not required).

Shareholders who have shares registered in several securities accounts may designate several proxies to exercise voting rights from shares recorded in each account.

The power of attorney shall be submitted to the Company as follows:

- a) proxies who have been granted the power of attorney in writing shall submit the power of attorney at registration for the General Meeting;
- b) proxies who have been granted a power of attorney in an electronic form shall notify the Company of having received the power of attorney by sending it by e-mail two working days before the date of the General Meeting at the latest or by submitting a printout of the power of attorney at registration for the General Meeting.

When the power of attorney is granted in an electronic form, the following procedure of the Company's notification thereof and verification of the shareholder and proxy shall be applied:

- a) the shareholder shall notify the Company on having granted the power of attorney two days before the date of the General Meeting at the latest, i.e. by **June 14, 2011**, as long as the power of attorney has been issued in an electronic form;
- b) the notification shall be signed by the principal or persons authorized to represent the principal (when the principal is a legal person) and sent as a scan by e-mail to the address: wza@ulma-c.pl or by fax to the number: 22-814-31-31;
- c) the notification shall specify:
 - (i) name and surname or business name of the shareholder and place of residence or registered seat;
 - (ii) type and number of shareholder's identity document when the shareholder is a natural person or the KRS number when the shareholder is a legal person;
 - (iii) name and surname and place of residence of the proxy;
 - (iv) telephone number or e-mail address providing contact with a shareholder;
 - (v) date of the power of attorney;
 - (vi) date of General Meeting to which the power of attorney shall apply;
 - (vii) scope of the power of attorney, in particular restrictions as to voting rights;
 - (viii) indication if the power of attorney may be revoked;
- d) the notification shall be accompanied with a photocopy of both sides of the identity card or another identity document of the principal – when the principal is a natural person; or a photocopy of a valid copy of entry to the National Court Register, confirming the authority of persons issuing the power of attorney – when the principal is a legal person;
- e) the Management Board shall draft a list of electronic notifications on the granted powers of attorney sent to the Company by June 14, 2010. The Management Board shall verify the powers of attorney sent to the Company or submitted at registration for the General Meeting, pursuant to Article 4.4.2 of the Regulations against the list of notifications;
- f) should any discrepancies between the notification on granting the power of attorney and the power of attorney occur or should any doubts arise as to the validity or correctness thereof, the Management Board shall contact the shareholder at the telephone number or e-mail address provided in the notification to clarify the discrepancies;
- g) at registration for the General Meeting, the proxy shall be obliged to present his/her identity card or another identity document;
- h) should any doubts arise as to the validity of the power of attorney, in particular if there is no notification of issuing the power of attorney, the proxy may be refused to attend the General Meeting.

During voting, proxies shall use voting cards like shareholders attending the General Meeting in person.

The voting forms for proxies are available at the Company's website www.ulma-c.pl.

5. Possibility and method of attending the General Meeting by means of electronic communications

The Company's statutes do not provide for a possibility to attend the General Meeting by means of electronic communications.

6. Method of expressing opinions during the General Meeting by means of electronic communications

The Company's Statutes do not provide for a possibility to express opinions during the General Meeting by means of electronic communications.

7. Method of exercising voting rights by means of correspondence or electronic communications

The Company's Statutes do not provide for a possibility to exercise voting rights by means of correspondence or electronic communications.

Legal basis: *Another regulations*

Date: *19 May 2011*

Signed by: *Andrzej Sterczyński – Member of the Management Board*
Krzysztof Orzełowski - Member of the Management Board