

**Current report No. 3/2011**

Prepared on: 2011-04-29

Shortened name of the issuer

SKYLINE INVESTMENT S.A.

**Subject:**

Convening the General Meeting of Shareholders as of 25<sup>th</sup> May 2011

Legal base:

Art. 56 sec. 1 pt 2 of the Act on public offering – current and periodical information

**Report's content:**

The announcement of the Skyline Investment Spółka Akcyjna seated in Warsaw on convening the Ordinary General Meeting of Shareholders The Management Board of Skyline Investment Spółka Akcyjna seated in Warsaw, Al. Komisji Edukacji Narodowej 18, room 3b, 02-797 Warsaw, acting under Art. 395 and Art. 399 §1 pursuant to Art. 4021 § 1 and 402<sup>2</sup> of the Commercial Companies Code convenes the Ordinary General Meeting of Shareholders on 25<sup>th</sup> May 2011, which will take place in the Company's office in Warsaw, ul. Komisji Edukacji Narodowej 18 in Warsaw with the following agenda:

Agenda:

1. Opening the Ordinary General Meeting.
2. Election of the chairman of the Ordinary General Meeting.
3. Stating the correctness of convening the Meeting and its ability to adopt resolutions.
4. Election of returning committee.
5. Agenda acceptance.
6. Presenting the annual financial statement of the Company, report on business activity in 2010, application of the Management Board on covering the loss.
7. Presenting consolidated financial statement and report of the Management Board on business activity of the company for 2010.
8. Presenting the report of the Supervisory Board on the assessment of: financial statement, report of the Management Board on business activity and the application of the Management Board on covering the loss for 2010 with the brief assessment of the Company's condition.
9. Considering and adopting the resolution on approving the separate financial statement for 2010.
10. Considering and adopting the resolution on approval of the report of the Management Board on business activity in 2010.
11. Considering and adopting the resolution on approving the consolidated financial statement for 2010.
12. Considering and adopting the resolution on approval of the consolidated report of the Management Board on business activity of the Capital Group in 2010.
13. Considering the application of the Company on covering the loss in 2010 and adopting the resolution concerning this issue.
14. Adopting the resolutions on granting the vote of acceptance to the members of the Management Board for discharge of their duties in 2010.
15. Adopting the resolutions on granting the vote of acceptance to the members of the Supervisory Board for discharge of their duties in 2010.
16. Free motions.

## 17. Closing the Meeting.

### Information on right to participate in the General Meeting

Pursuant to Art. 4061§ 1 of the Commercial Companies Code, the right to participate in the General Meeting is only for persons which are the shareholders of the company in 16 (sixteen) days before the date of the General Meeting (as of the registration date of participation in the meeting.) i.e. as for 9th May 2011. The person authorized by the registered shares and share certificates as well as the lienors and users who are entitled to vote by shares, have a right to participate in the General Meeting, if they are listed in the share register on the registration date.

In order to ensure the participation in the General Meeting, the Shareholder authorized under the dematerialized bearer's shares should require- not earlier than after announcement of the General Meeting and not later than on the first business day after the registration date for the participation in the General Meeting- from the entity conducting the securities account to issue the personal certificate on the right to participate in the General Meeting of Shareholders.

The list of shareholders authorized to participate in the General Meeting will be presented in the seat office of the Company (Al. Komisji Edukacji Narodowej 18, room 3b, 02-797 Warsaw) within three business days in advance before the Meeting i.e. within 20<sup>th</sup>, 23<sup>rd</sup> and 24<sup>th</sup> May 2011 between 8:00 a.m. to 2:00 p.m. in the Management Board's Office. The shareholder of the Company may require receiving the list of the shareholders by an electronic mail free of charge, by submitting his/her own e-mail address to which the list is to be mailed.

### Information on the shareholder's right to require to add relevant issues to the agenda of the General Meeting

The shareholder or shareholders representing at least one twentieth of the share capital are entitled to require to add the relevant issues to the agenda of the General Meeting.

This request should be reported to the Management Board not later than within 21 days before the General Meeting i.e. to 4<sup>th</sup> May 2011. Such request should include the justification or the project of resolution on the proposed item of agenda. The request may be submitted in written in the Company's seta office or as e-mail be sent to the following e-mail address: [zarzad@skyline.com.pl](mailto:zarzad@skyline.com.pl)

The shareholder/shareholders should present the proper shareholding as for the date of request accompanying the request with the certificate for shares or the certificate on right to participate in the General Meeting and if:

- a) shareholders are natural persons- to attach the copy of the document confirming the identity of shareholder,
- b) shareholders are legal persons or partnerships – to confirm the authorization to act on behalf of such entity attaching the current copy of KRS or other register,
- c) the request is submitted by the proxy- such request should be accompanied with the power of attorney signed by the shareholders (or continuous series of powers of attorney) and the copy of the document confirming the identity of the person signing the request and in case of other proxy than natural person- the copy of the proper register confirming its authorization to act as a proxy.

The Management Board, immediately, but not later than within eighteen days before the date of the General Meeting announces the changes in the agenda introduced upon the

shareholder (s) request. The announcement of the new agenda will take place in the manner competent for convening the General Meeting.

#### Information on shareholder's right to report the projects of resolutions

Before the term of the General Meeting the shareholder or shareholders of the Company representing at least one twentieth of the share capital are entitled to report in written in the seat office of the Company (Al. Komisji Edukacji Narodowej 18, room 3b, 02-797 Warsaw) or using the electronic means send to the e-mail: the projects of the resolutions concerning the issues from the agenda of the General Meeting or matters to be included to the agenda. The shareholder/shareholders should present the proper shareholding as for the date of request accompanying the request with the certificate for shares or the certificate on right to participate in the General Meeting and if:

- a) shareholders are natural persons- to attach the copy of the document confirming the identity of shareholder,
- b) shareholders are legal persons or partnerships – to confirm the authorization to act on behalf of such entity attaching the current copy of KRS or other register,
- c) the request is submitted by the proxy- such request should be accompanied with the power of attorney signed by the shareholders (or continuous series of powers of attorney) and the copy of the document confirming the identity of the person signing the request and in case of other proxy than natural person- the copy of the proper register confirming its authorization to act as a proxy.

The Company immediately presents the projects of resolution on its website:

[www.skyline.com.pl](http://www.skyline.com.pl).

Moreover, each Shareholder authorized to participate in the General Meeting, during the Meeting, is entitled to report the projects of resolutions concerning to the matters from the agenda.

#### Information on electronic correspondence for the Shareholders and Company

To the extent specified by the provisions of the Commercial Companies Code, the Shareholders are entitled to contact with the Company using the electronic communication means. The correspondence of the Shareholders and Company using the electronic means is performed using the e-mail address: [zarzad@skyline.com.pl](mailto:zarzad@skyline.com.pl) The risk related to use the electronic communication means is borne by the Shareholder.

#### Information on the execution voting right by proxy

The shareholder, who is a natural person, is entitled to participate in the General Meeting and exercise the right to vote individually or by a proxy.

The shareholder, who is not a natural person, is entitled participate in the General Meeting and exercise the right to vote by a person authorized to make the statement of will on his/her behalf or by a proxy.

The power of attorney should be made in written and attached to the minutes of the General Meeting or granted in an electronic form. Granting the power of attorney in an electronic form does not require to have safe electronic signature verified by the valid qualified

certificate. The proxy selection method depends on the shareholder and the Company is not responsible for any mistakes in the power of attorney form and activity of persons using the powers of attorney.

The Company should be notified about granting the power of attorney in an electronic form, using the electronic communication means in the form of e-mail information sent to the address indicated in the announcement of convening the General Meeting putting all efforts so that it is possible to efficiently verify validity of the power of attorney.

The notice on granting the power of attorney in an electronic form should be accompanied with the scanned copy of the granted power of attorney, scanned copy of the ID card or passport allowing to identify the shareholder as the principal and the appointed proxy.

In case when the power of attorney is granted by the legal person or organizational unit, mentioned in Art. 33<sup>1</sup> of the Civil Code, the Shareholder as the principal sends the scanned copy of the register, where he is registered.

In case when the proxy is the legal person or organizational unit, mentioned in Art. 33<sup>1</sup> of the Civil Code, the Shareholder as the principal sends the scanned copy of the register, where the proxy is registered. The documents send via e-mail, if are prepared in the foreign language should be translated into the Polish language by the sworn translator.

The Shareholder who sends the notice on granting the power of attorney at the same sends to the Company the e-mail address and the telephone number of the shareholder and proxy, through which the Company will be able to contact with the Shareholder and its proxy.

Sending the documents above via e-mail does not release the proxy from the obligation to present the identification documents at preparing the list of attendance of persons authorized to participate in the General Meeting.

The Company undertakes appropriate actions intended to identify the shareholder and the proxy in order to verify validity of the power of attorney granted in the electronic form. This verification may be performed by, among other things, asking a return question, in an electronic form or by phone, to the shareholder or proxy in order to confirm the fact of granting the power of attorney.

The principles on shareholder identification are applied correspondingly to the notice of the Company on canceling the granted power of attorney. The notice on granting and cancelling the power of attorney without the required requirements has no legal effects on the Company.

The right to represent a shareholder, who is not a natural person should result from the produced, when making the attendance list, copy of the appropriate register (submitted as an original document or copy certified by a notary to be a true copy of the original document), possibly several powers of attorney. The person/persons granting the power of attorney on behalf of the shareholder, who is not a natural person, should be specified in the valid copy of the register appropriate for the particular shareholder.

The member of the Management Board and the employee of the Company can hold positions of proxies of the shareholders at the General Meeting. If the member of the Management Board, the member of the Supervisory Board of the Company, the liquidator, the employee or the member of the authorities or the employee of the company or cooperative subordinated to this company is a proxy at the General Meeting of the public company, then the power of attorney may authorize him to represent exclusively at one General Meeting. The proxy is obliged to reveal the circumstances indicating an existence or a possibility of occurrence of a conflict of interests to the shareholder. Granting any further power of attorney is excluded. The mentioned proxy votes according to the instructions given by the shareholder.

The proxy executes all rights of the Shareholder at the Ordinary General Meeting, unless the power of attorney states otherwise. The proxy is entitled to grant further power of attorney if it follows the content of the power of attorney. The proxy is entitled to represent more than one shareholder and to vote in a differently from the shares of each shareholder. The Shareholder holding the shares recorded in more than one securities account is entitled to appoint separate proxies for executing the rights of shares of each account.

The shareholder cannot, either personally or through a proxy or as a proxy of another person vote on the matters regarding resolutions on his/her liability towards the Company for any reason, including the vote of acceptance for discharge of the duties, release from obligation towards the Company and a dispute between him/her and the Company.

The forms allowing to execute the voting right by the proxy are available at the Company's website [www.skyline.com.pl](http://www.skyline.com.pl)

Information on granting the power of attorney in an electronic form and the project of resolutions concerning issues entered to the agenda of the General Meeting or issued to be added to agenda should be provided to the Company, for the organizational purposes, at least to the end of the day preceding the date of the General Meeting.

Information on possibility and method of participation in the General Meeting using the electronic correspondence means

The Company does not anticipate the possibility of participation and speaking during the General Meeting using the electronic communication means in the meaning of Art. 4065 of the Commercial Companies Code, due to the fact that the Articles of Association do not allow such possibility.

Information on method of exercising the voting right using the correspondence or the electronic communication means

The Company does not anticipate the possibility of participation and speaking during the General Meeting using the electronic communication means, due to the fact that the Articles of Association do not allow such possibility.

Information on access to documents

The full text of documentation which is to be presented in the General Meeting along with the projects of resolutions will be available at the Company's website [www.skyline.com.pl](http://www.skyline.com.pl) to the date of convening the General Meeting.

The persons authorized to participate in the Ordinary General Meeting may gain full text of documentation which is to be presented in the Ordinary General Meeting and the projects of the resolutions in the seat office of the Company (Al. Komisji Edukacji Narodowej 18, room 3b, 02-797 Warsaw).

To efficient conduct of the General Meeting the Management Board asks the participants to be present at least 15 minutes before the planned time. The persons authorized to participate

in the General Meeting shall receive the voting cards after presenting the ID card and signing the attendance list.

The Management Board of Skyline Investment S.A.

**SIGNATURES OF PERSON REPRESENTING THE COMPANY**

Date	Name	Position/Function	Signature
2011-04-29	Jerzy Rey	President of the Management Board	Jerzy Rey
2011-04-29	Paweł Maj	Member of the Management Board	Paweł Maj