

The Management of Apator SA announces the current content and suggested amendments to the Statutes of Apator SA:

current content of § 6 of the Statutes of Apator SA:

§ 6

1. The subject of the majority of activity of the Company is running the business like:
 - manufacture of instruments and appliances for checking, testing and navigating, PKD 26.51.Z

2. The subject of other activity of the Company is running the business like:
 - manufacture of electricity distribution and control apparatus, PKD 27.12.Z
 - manufacture of other plastic products, PKD 22.29.Z,
 - manufacture of other technical ceramic products, PKD 23.44.Z,
 - manufacture of other metal structures and parts, PKD 25.11.Z,
 - manufacture general mechanical engineering of metal parts, PKD 25.62.Z,
 - manufacture of electronic printed circuits, PKD 26.12.Z,
 - manufacture of computers and peripherals, PKD 26.20.Z,
 - manufacture of telecommunication equipment, PKD 26.30.Z,
 - manufacture of electronic equipment of general use, PKD 26.40.Z,
 - manufacture of instruments and appliances for checking, testing and navigating, PKD 26.51.Z,
 - manufacture of watches and clocks, PKD 26.52.Z,
 - manufacture of installation equipment, PKD 27.33.Z,
 - manufacture of other electrical equipment, PKD 27.90.Z,
 - manufacture of machines and office equipment excluding computers and peripherals, PKD 28.23.Z,
 - machine repair and maintenance, PKD 33.12.Z,
 - repair and maintenance of electronic and optical equipment, PKD 33.13.Z,
 - repair and maintenance of electrical equipment, PKD 33.14.Z,
 - installation of industrial machines, appliances and fittings, PKD 33.20.Z,
 - manufacturing of electrical energy, PKD 35.11.Z,
 - transmission of electrical energy, PKD 35.12.Z,
 - distribution of electrical energy, PKD 35.13.Z,
 - trading of electrical energy, PKD 35.14.Z,
 - disassembly of products worn out, PKD 38.31.Z,
 - recovery of raw materials from segregated materials, PKD 38.32.Z,
 - installation of electrical wiring and fittings, PKD 43.21.Z,
 - wholesale of computers, peripherals and software, PKD 46.51.Z
 - wholesale of electrical and telecommunication devices and parts, PKD 46.52.Z,
 - wholesale of other semiproducts, PKD 46.76.Z,
 - wholesale of wastes and scrap, PKD 46.77.Z,
 - wholesale of unspecial products, PKD 46.90.Z,
 - retail sale of computers, peripherals and software in special shops, PKD 47.41.Z,
 - retail sale of telecommunication equipment in special shops, PKD 47.42.Z,
 - others in land passenger transport not classified, PKD 49.39.Z,
 - in road transport of goods, PKD 49.41.Z
 - storage other goods, PKD 52.10.B

- service supporting land transport, PKD 52.21.Z,
 - management of camping sites and short-stay accommodation, PKD 55.20. Z,
 - other gastronomic service, PKD 56.29.Z,
 - other software processing, PKD 58.29.Z,
 - wire telecommunication activity, PKD 61.10.Z,
 - wire telecommunication activity excluding satellite communication, PKD 61.20.Z,
 - satellite communication activity, PKD 61.30.Z,
 - other telecommunication activity, PKD 61.90.Z,
 - software management, PKD 62.01.Z,
 - information technology consulting, PKD 62.02.Z,
 - information technology equipment management, PKD 62.03.Z,
 - other information technology , PKD 62.09.Z
 - data processing, hosting and similar activity, PKD 63.11.Z,
 - website management, PKD 63.12.Z,
 - other information technology services not classified, PKD 63.99.Z,
 - sale and purchase of property at own account, PKD 68.10.Z,
 - renting or management of own or rented real estate, PKD 68.20.Z,
 - book and accounting activity; tax advising, PKD 69.20Z,
 - other advising regarding business activity and management, PKD 70.22.Z,
 - engineering activity and related to it technical advising, PKD 71.12Z,
 - other technical research and analysis, PKD 71.20.B,
 - research and experimental development on natural sciences and engineering, PKD 72.19.Z,
 - advertising agency activity, PKD 73.11.Z,
 - market and public opinion research, PKD 73.20.Z,
 - special design activity, PKD 74.10.Z,
 - other professional, scientific and technical activities not classified, PKD 74.90Z,
 - lease and renting of office machines and equipment including computers, PKD 77.33.Z,
 - lease and renting of other office machines and equipment and property not classified, PKD 77.39.Z,
 - renting of intellectual property, PKD 77.40.Z,
 - other activity regarding of employees availability, PKD 78.30.Z,
 - call centers operation, PKD 82.20.Z,
 - activity regarding the arrangement of fairs, exhibitions and congresses, PKD 82.30.Z,
 - other not school activities not classified, PKD 85.59.B,
 - repair and maintenance of computers and peripherals, PKD 95.11.Z,
 - repair and maintenance of telecommunication equipment, PKD 95.12.Z,
 - repair and maintenance of electronic equipment of general use, PKD 95.21.Z.
 - The activity of head offices and holdings excluding financial ones, PKD 70.10.Z
3. If taking to run business or running business within the scope of established above frame of activity of the Company it requires the appropriate permission or concession for the commencement or running such a business to be obtained, it is allowed to be run after the receipt of such a permission or concession.

suggested content of § 6 of the Statutes of Apator SA:

§ 6

1. The objective and interest of the Company is to run the business aimed at the performance of the strategy of Apator Capital Group.

2.The Apator Capital Group is understood the Company and the subsidiaries and jointly controlled entities of Apator SA (in understanding of accounting act)

3.The subject of the majority of activity of the Company is running the business like:

- manufacture of instruments and appliances for checking, testing and navigating, PKD 26.51 Z

4.The subject of other activity of the Company is running the business like:

- manufacture of electricity distribution and control apparatus, PKD 27.12.Z
- manufacture of other plastic products, PKD 22.29.Z,
- manufacture of other technical ceramic products, PKD 23.44.Z,
- manufacture of other metal structures and parts, PKD 25.11.Z,
- manufacture general mechanical engineering of metal parts, PKD 25.62.Z,
- manufacture of electronic printed circuits, PKD 26.12.Z,
- manufacture of computers and peripherals, PKD 26.20.Z,
- manufacture of telecommunication equipment, PKD 26.30.Z,
- manufacture of electronic equipment of general use, PKD 26.40.Z,
- manufacture of instruments and appliances for checking, testing and navigating, PKD 26.51.Z,
- manufacture of watches and clocks, PKD 26.52.Z,
- manufacture of installation equipment, PKD 27.33.Z,
- manufacture of other electrical equipment, PKD 27.90.Z,
- manufacture of machines and office equipment excluding computers and peripherals, PKD 28.23.Z,
- machine repair and maintenance, PKD 33.12.Z,
- repair and maintenance of electronic and optical equipment, PKD 33.13.Z,
- repair and maintenance of electrical equipment, PKD 33.14.Z,
- installation of industrial machines, appliances and fittings, PKD 33.20.Z,
- manufacturing of electrical energy, PKD 35.11.Z,
- transmission of electrical energy, PKD 35.12.Z,
- distribution of electrical energy, PKD 35.13.Z,
- trading of electrical energy, PKD 35.14.Z,
- disassembly of products worn out, PKD 38.31.Z,
- recovery of raw materials from segregated materials, PKD 38.32.Z,
- installation of electrical wiring and fittings, PKD 43.21.Z,
- wholesale of computers, peripherals and software, PKD 46.51.Z
- wholesale of electrical and telecommunication devices and parts, PKD 46.52.Z,
- wholesale of other semiproducts, PKD 46.76.Z,
- wholesale of wastes and scrap, PKD 46.77.Z,
- wholesale of unspecial products, PKD 46.90.Z,
- retail sale of computers, peripherals and software in special shops, PKD 47.41.Z,
- retail sale of telecommunication equipment in special shops, PKD 47.42.Z,
- others in land passenger transport not classified, PKD 49.39.Z,
- in road transport of goods, PKD 49.41.Z
- storage other goods, PKD 52.10.B
- service supporting land transport, PKD 52.21.Z,
- management of camping sites and short-stay accommodation, PKD 55.20. Z,
- other gastronomic service, PKD 56.29.Z,
- other software processing, PKD 58.29.Z,
- wire telecommunication activity, PKD 61.10.Z,

- wire telecommunication activity excluding satellite communication, PKD 61.20.Z,
- satellite communication activity, PKD 61.30.Z,
- other telecommunication activity, PKD 61.90.Z,
- software management, PKD 62.01.Z,
- information technology consulting, PKD 62.02.Z,
- information technology equipment management, PKD 62.03.Z,
- other information technology , PKD 62.09.Z
- data processing, hosting and similar activity, PKD 63.11.Z,
- website management, PKD 63.12.Z,
- other information technology services not classified, PKD 63.99.Z,
- sale and purchase of property at own account, PKD 68.10.Z,
- renting or management of own or rented real estate, PKD 68.20.Z,
- book and accounting activity; tax advising, PKD 69.20Z,
- other advising regarding business activity and management, PKD 70.22.Z,
- engineering activity and related to it technical advising, PKD 71.12Z,
- other technical research and analysis, PKD 71.20.B,
- research and experimental development on natural sciences and engineering, PKD 72.19.Z,
- advertising agency activity, PKD 73.11.Z,
- market and public opinion research, PKD 73.20.Z,
- special design activity, PKD 74.10.Z,
- other professional, scientific and technical activities not classified, PKD 74.90Z,
- lease and renting of office machines and equipment including computers, PKD 77.33.Z,
- lease and renting of other office machines and equipment and property not classified, PKD 77.39.Z,
- renting of intellectual property, PKD 77.40.Z,
- other activity regarding of employees availability, PKD 78.30.Z,
- call centers operation, PKD 82.20.Z,
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- other not school activities not classified, PKD 85.59.B,
- repair and maintenance of computers and peripherals, PKD 95.11.Z,
- repair and maintenance of telecommunication equipment, PKD 95.12.Z,
- repair and maintenance of electronic equipment of general use, PKD 95.21.Z.
- activity of head offices and holdings excluding financial ones, PKD 70.10.Z

5. If taking to run business or running business within the scope of established above frame of activity of the Company it requires the appropriate permission or concession for the commencement or running such a business to be obtained, it is allowed to be run after the receipt of such a permission or concession.

suggested content of § 7 of the Statutes of Apator SA:

§ 7

Share capital of the Company is PLN 3.310.702,80 (three million three hundred and ten thousand and seven hundred and two zloty and 80/100) and it is divided into 7.530.581 (seven million and five hundred thirty thousands and five hundred and eighty one) registered shares of A series and 25.576.447 (twenty five million and five hundred seventy six thousands and four hundred forty seven) bearer shares of A, B and C series of nominal value of PLN 0,10 (ten gros) each.

§ 7

Share capital of the Company is PLN 3.310.702,80 (three million three hundred and ten thousand and seven hundred and two zloty and 80/100) and it is divided into 7.430.201 (seven million and four hundred thirty thousands and two hundred and one) registered shares of A series and 25.668.827 (twenty five million and six hundred sixty eight thousands and eight hundred twenty seven) bearer shares of A, B and C series of nominal value of PLN 0,10 (ten gros) each.

current content of § 15 of the Statutes of Apator SA:

§ 15

1. The Supervisory Board consists of 5 (five) to 7 (seven) members appointed by the General Shareholders Meeting for the period of 5 (five) years. Members of the Supervisory Board are appointed for the common tenure. Reduction of number of the members of the Supervisory Board during tenure to not less than 5 (five) members does not cause the necessity to complete the makeup of the Supervisory Board.
2. The members of the Supervisory Board should have appropriate professional knowledge and experience.
3. The members of the Supervisory Board are obliged not to compete however the prohibition does not concern the entities of Apator Group. The member of the Supervisory Board is not allowed to deal with the interests of competitive party and to participate as the member in competitive entity or in other competitive capital entity in case of possession at least 10% shares in it or the right to appoint at least one member of the Management Board.
4. The members of the Supervisory Board are not allowed to be: member of the Management Board, Plenipotentiary, Chief Accountant employed in the Company, Law Adviser or Barrister or persons directly reported to the Member of the Management Board. Moreover, the members of the Supervisory Board are not allowed to be members of the Management Board of subsidiary.
5. The members of the Supervisory Board should perform their duties personally. Members of the Supervisory Board should consider first of all both the interest of the Company and the interest of entire Apator Group.
6. The adoption of the resolutions by the Supervisory Board in writing or by use of direct means of communication on distance is permissible. The resolution is valid when all the members of the Supervisory Board were advised about the content of the resolution of the Supervisory Board. The adoption of the resolutions in the mode presented does not concern the appointment of the Chairman of the Supervisory Board and the Deputy Chairman of the Supervisory Board, nomination of members of the Management Board and dismissal or suspension of member of the Management Board.
7. The resolutions of the Supervisory Board in writing or by use of means of direct communication on distance are adopted by absolute majority of votes when
 - at five person makeup of the Supervisory Board - at least three members,
 - at over five person makeup of the Supervisory Board - at least 4 four members

8. The Supervisory Board Meeting is held once a quarter or more often when it is required based on invitation of the Chairman of the Supervisory Board. The Management Board or member of the Supervisory Board is allowed to demand to convene the Supervisory Board Meeting giving suggested agenda of the meeting. In such a case the Chairman of the Supervisory Board convenes the meeting within two weeks of the date of submission of the motion. If the Chairman of the Supervisory Board does not convene the Supervisory Board Meeting in required date then applicant is allowed to convene by itself giving the date, place and suggested agenda of the debates.

9. The Supervisory Board supervises over permanent basis over activity of the Company in all its areas. The Supervisory Board is not allowed to make binding orders to the Management Board concerning the Company. The Supervisory Board performs its duties jointly; however it is allowed to delegate its members to independent performance of supervisory activities.

10. The Supervisory Board is allowed to study all the documents of the Company, to require from the Management Board and employees of the Company, the reports and clarifications in all matters and make revision concerning the status of property of the Company

11. The Supervisory Board settles all matters that under the law and hereby the Statutes are not restricted to the exclusive competence of the General Shareholders Meeting and they are not in the scope of activity of the Management Board. The competence of the Supervisory Board covers:

- assessment of the report of the Management Board on the activity of the Company and Capital Group for the last financial year and submission the report on the assessment in writing to the General Shareholders Meeting,

- assessment of separate financial statement and consolidated financial statement for the last financial year in respect of their conformity with books, documentation and facts of the case and submission the report on assessment in writing to the General Shareholders Meeting,

- preparation of the concise assessment of the situation of the Company taking into account the assessment of the systems of internal inspection, risk management, compliance and the function of internal audit and submission the report to the General Shareholders Meeting

- assessment of the conclusions of the Management Board regarding the distribution of the profit or coverage of loss,

- consideration and giving opinions of any other matters to be the subject of the resolution of the General Shareholders Meeting,

- nomination of statutory auditor for the auditing of financial statement,

- approval of the long term strategy of the Company and Apator Group and changes in them,

- approval of annual and long term financial plans of the Company and Apator Group and changes in them,

- adoption of the resolutions of purchase and disposal of shares in other entities,

- adoption of the resolutions of establishment and liquidation of entities with total or partial share of the Company

- adoption the resolutions regarding purchase and disposal of property, perpetual usufruct or share in property,

- consent on disposal of a right or assume the obligations by the Company except matters restricted to the competence of General Shareholders Meeting of the value exceeding PLN 30 m,
- adoption the resolution regarding the number of the members of the Management Board of the Company,
- appointment of the President of the Management Board and next based on its proposal other members of the Management Board, dismissal of the members of the Management Board of the Company, suspension of the duties due to serious reasons all or particular members of the Management Board as well as to delegate the members of the Supervisory Board to temporary fulfilment of the duties of the members of the Management Board, establishment the remuneration for the members of the Management Board taking into account its motivation nature,
- representing the Company in the contract between the Company and member of the Management Board and in conflict between the Company and member of the Management Board
- the settlement of the conflict related to interests of the members of Management Board,
- the adoption of the resolution concerning the Regulations of the Management Board
- the adoption of the resolution concerning the Regulations of the Audit Committee

12. The members of the Supervisory Board receive the remuneration in amounts which values are established by the General Shareholders Meeting. Apart the remuneration the members of the Supervisory Board are entitled to the reimbursement of the justified costs incurred during the performance of their duties.

13. The protocol of the debates of the Supervisory Board should be made and signed by the members of the Supervisory Board attending the meeting.

14. The Supervisory Board on its first meeting appoints from its members the Chairman of the Supervisory Board and the Deputy of the Chairman of the Supervisory Board.

15. The Supervisory Board acts pursuant to the “Regulations of the Supervisory Board”

suggested content of § 15 of the Statutes of Apator SA:

§ 15

1. The Supervisory Board consists of 5 (five) to 7 (seven) members appointed by the General Shareholders Meeting for the period of 5 (five) years. Members of the Supervisory Board are appointed for the common tenure. Reduction of number of the members of the Supervisory Board during tenure to not less than 5 (five) members does not cause the necessity to complete the makeup of the Supervisory Board.
2. The members of the Supervisory Board should have appropriate professional knowledge and experience.
3. The members of the Supervisory Board are obliged not to compete however the prohibition does not concern the entities of Apator Group. The member of the Supervisory Board is not allowed to deal with the interests of competitive party and to participate as the member in competitive entity or in

other competitive capital entity in case of possession at least 10% shares in it or the right to appoint at least one member of the Management Board.

4. The members of the Supervisory Board are not allowed to be: member of the Management Board, Plenipotentiary, Chief Accountant employed in the Company, Law Adviser or Barrister or persons directly reported to the Member of the Management Board. Moreover, the members of the Supervisory Board are not allowed to be members of the Management Board of subsidiary.

5. The members of the Supervisory Board should perform their duties personally. Members of the Supervisory Board should consider first of all both the interest of the Company and the interest of entire Apator Group.

6. The adoption of the resolutions by the Supervisory Board in writing or by use of direct means of communication on distance is permissible. The resolution is valid when all the members of the Supervisory Board were advised about the content of the resolution of the Supervisory Board. The adoption of the resolutions in the mode presented does not concern the appointment of the Chairman of the Supervisory Board and the Deputy Chairman of the Supervisory Board, nomination of members of the Management Board and dismissal or suspension of member of the Management Board.

7. The resolutions of the Supervisory Board in writing or by use of means of direct communication on distance are adopted by absolute majority of votes when

- at five person makeup of the Supervisory Board - at least three members,

- at over five person makeup of the Supervisory Board - at least 4 four members

8. The Supervisory Board Meeting is held once a quarter or more often when it is required based on invitation of the Chairman of the Supervisory Board. The Management Board or member of the Supervisory Board is allowed to demand to convene the Supervisory Board Meeting giving suggested agenda of the meeting. In such a case the Chairman of the Supervisory Board convenes the meeting within two weeks of the date of submission of the motion. If the Chairman of the Supervisory Board does not convene the Supervisory Board Meeting in required date then applicant is allowed to convene by itself giving the date, place and suggested agenda of the debates.

9. The Supervisory Board supervises over permanent basis over activity of the Company in all its areas. The Supervisory Board is not allowed to make binding orders to the Management Board concerning the Company. The Supervisory Board performs its duties jointly; however it is allowed to delegate its members to independent performance of supervisory activities.

10. The Supervisory Board is allowed to study all the documents of the Company, to require from the Management Board and employees of the Company, the reports and clarifications in all matters and make revision concerning the status of property of the Company

11. The Supervisory Board settles all matters that under the law and hereby the Statutes are not restricted to the exclusive competence of the General Shareholders Meeting and they are not in the scope of activity of the Management Board. The competence of the Supervisory Board covers:

- assessment of the report of the Management Board on the activity of the Company and Capital Group for the last financial year and submission the report on the assessment in writing to the General Shareholders Meeting,

- assessment of separate financial statement and consolidated financial statement for the last financial year in respect of their conformity with books, documentation and facts of the case and submission the report on assessment in writing to the General Shareholders Meeting,
- preparation of the concise assessment of the situation of the Company taking into account the assessment of the systems of internal inspection, risk management, compliance and the function of internal audit and submission the report to the General Shareholders Meeting
- assessment of the conclusions of the Management Board regarding the distribution of the profit or coverage of loss,
- consideration and giving opinions of any other matters to be the subject of the resolution of the General Shareholders Meeting,
- nomination of statutory auditor for the auditing of financial statement,
- approval of the long term strategy of the Company and Apator Group and changes in them,
- approval of annual and long term financial plans of the Company and Apator Group and changes in them,
- adoption of the resolutions of purchase and disposal of shares in other entities,
- adoption of the resolutions of establishment and liquidation of entities with total or partial share of the Company
- adoption the resolutions regarding purchase and disposal of property, perpetual usufruct or share in property,
- consent on disposal of a right or assume the obligations by the Company except matters restricted to the competence of General Shareholders Meeting of the value exceeding PLN 30 m,
- adoption the resolution regarding the number of the members of the Management Board of the Company,
- appointment of the President of the Management Board and next based on its proposal other members of the Management Board, dismissal of the members of the Management Board of the Company, suspension of the duties due to serious reasons all or particular members of the Management Board as well as to delegate the members of the Supervisory Board to temporary fulfilment of the duties of the members of the Management Board, establishment the remuneration for the members of the Management Board taking into account its motivation nature,
- representing the Company in the contract between the Company and member of the Management Board and in conflict between the Company and member of the Management Board
- the settlement of the conflict related to interests of the members of Management Board,
- the adoption of the resolution concerning the Regulations of the Management Board
- the adoption of the resolution concerning the Regulations of the Audit Committee

12. The members of the Supervisory Board receive the remuneration in amounts which values are established by the General Shareholders Meeting. Apart the remuneration the members of the

Supervisory Board are entitled to the reimbursement of the justified costs incurred during the performance of their duties.

13. The protocol of the debates of the Supervisory Board should be made and signed by the members of the Supervisory Board attending the meeting.

14. The Supervisory Board on its first meeting appoints from its members the Chairman of the Supervisory Board and the Deputy of the Chairman of the Supervisory Board.

15. The Supervisory Board acts pursuant to the “Regulations of the Supervisory Board”

16. Pursuant to appropriate resolution ,the Supervisory Board is allowed to established committees from its members nominated to settle issues of defined kind and category, including Audit Committee. The Supervisory Board in the resolution will determine the principles of activity of the committee its composition and particular competences.

current content of § 16 para 1 of the Statutes of Apator SA:

1.The Management Board consists of 1 (one) to 5 (five) members nominated for 3 (three) years by the Supervisory Board for the common tenure. The Supervisory Board first makes the appointment of the President of Management Board and next based on its proposal other members of the Management Board.

suggested content of § 16 para 1 of the Statutes of Apator SA:

1. The Management Board consists of 1 (one) to 6 (six) members nominated for 3 (three) years by the Supervisory Board for the common tenure. The Supervisory Board first makes the appointment of the President of Management Board and next based on its proposal other members of the Management Board.

current content of § 16 para 8 of the Statutes of Apator SA:

8. Every member of the Management Board or proxy independently are authorized to sign and make statements on rights and duties concerning real estate of the Company.

suggested content of § 16 para 8 of the Statutes of Apator SA:

8. Two members of the Management Board acting jointly , the Management Board member acting with proxy or two proxies acting jointly are authorized to sign and make statements on rights and duties concerning real estate of the Company.

current content of § 20 of the Statutes of Apator SA:

1.The entity authorized to audit financial statement of the Company is nominated by the Supervisory Board in the manner which provides its independence during the performance of the tasks entrusted.

2.The Supervisory Board changes the statutory auditor and auditors as well at least every seven years in order to provide suitable independence of the audit.

suggested content of § 20 of the Statutes of Apator SA:

§ 20

The entity authorized to audit financial statement of the Company is nominated by the Supervisory Board in the manner which provides its independence during the performance of the tasks entrusted.