

ANNOUNCEMENT OF CALLING THE GENERAL MEETING OF SHAREHOLDERS

Pursuant to Art. 399 § 1, Art. 402¹ and Art. 402² of the Code of Commercial Partnerships and Companies (the CCPC) and § 38 (1) of the Regulation of the Minister of Finance dated February 19, 2009, on the current and periodic reporting by the issuers of securities and on the conditions under which the information required by legal regulations of a country not being a member state may be recognised as equivalent (Journal of Laws 09.35.259), the Management Board of WIKANA S.A., a joint-stock company with its registered office in Lublin (the Company), entered into the Register of Entrepreneurs of the National Court register maintained by the District Court in Lublin, the 6th Commercial Division of the National Court Register under No. 0000144421, **hereby convenes the Extraordinary General Meeting of Shareholders of WIKANA Spółka Akcyjna in Lublin** (the EGM or the General Meeting) on **January 2, 2013, at 11.00 a.m.** in the registered office of the Company at 11 Cisowa Street, with the following agenda:

1. Opening the Extraordinary General Meeting.
2. Electing the Chairperson of the Extraordinary General Meeting.
3. Stating that the Extraordinary General Meeting has been properly convened and is competent to adopt resolutions.
4. Approving the agenda of the Extraordinary General Meeting.
5. Electing the Vote Counting Commission.
6. Adopting the resolution on amending paragraph 19 of the Articles of the Company.
7. Adopting the resolution on authorising the Supervisory Board to determine the uniform text of the Articles of the Company.
8. Any other business.
9. Closing the Meeting.

1. Date of registration of participation and the right to participate in the EGM.

The Management Board of the Company informs that pursuant to Article 406¹ of the CCPC, the right to participate in the General Meeting is held only and exclusively by the persons that are the Company shareholders sixteen days before the date of the General Meeting, that is on **December 17, 2012 (the Registration Date)**, provided that:

- pursuant to Article 406³ § 2 of the CCPC, they submit – to the entity keeping their securities account – the request to issue name-bearing certificate concerning the right to participate in the General Meeting in the form provided in legal regulations. The request to issue the name-bearing certificate concerning the right to participate in the General Meeting shall be submitted to the entity keeping the securities account in the period from the date of this announcement of calling the General Meeting to the first weekday after the Registration Date, that is to December 18, 2012.

The list of shareholders authorised to participate in the General Meeting shall be drawn up on the basis of the list of dematerialised shares made available by the entity managing the depository for securities (Krajowy Depozyt Papierów Wartościowych S.A. [the National Depository for Securities]) and the list drawn up by the Company in the scope of shares submitted to the Company and not having the form of a document, and it shall be displayed in the office of the Management Board of the Company in Lublin at 11 Cisowa Street between 9.00 a.m. and 4.00 p.m. for 3 weekdays before the day on which the

General Meeting is convened, that is from December 27, 2012, to December 31, 2012. The shareholders may view the list of shareholders in the office of the Management Board and request the certified copy of the list upon covering the costs of making such a copy. For three weekdays before the day on which the General Meeting is convened, the Company shareholder may request that the list of shareholders entitled to participate in the General Meeting be sent to them free-of-charge by e-mail, stating the address to which it should be sent. The request should be drawn up in written form, signed by the shareholder or the persons authorised to represent the shareholder and sent to the following e-mail address in PDF file: info@wikana.pl.

The request shall be enclosed with the copies of the documents confirming that the person making the aforementioned request is the Company shareholder and confirming the identity of the shareholder or the persons representing the shareholder, that is:

- if the shareholder is a natural person – the copy of the identity card, passport or another official document confirming the shareholder's identity;
- if the shareholder is not a natural person (a legal person, an organisational unit without legal personality) – the copy of the certified copy from the relevant register or another document confirming the authorisation of a natural person (or the natural persons) to represent the shareholder and the copy of the identity card, passport or another official document confirming the identity of the persons authorised to represent the shareholder;
- if the request is made by a proxy holder, in addition – the copy of the document of granting the proxy by the shareholder or the person authorised to represent the shareholder (refers to the shareholder that is not a natural person) and the copy of the identity card, passport or another official document confirming the proxy holder's identity, or – if the proxy holder is not a natural person – the copy of the certified copy from the relevant register or another document confirming the authorisation of a natural person (or the natural persons) to represent the proxy holder, and the copies of the identity cards, passports or other official documents confirming the identity of a natural person (or the natural persons) authorised to represent the proxy holder.

2. Procedures related to participating in the General Meeting and exercising the voting rights.

2.1. The Shareholder's right to request that specific items are placed on the agenda of the General Meeting.

Pursuant to Article 401 § 1 of the CCPC, the shareholder(s) representing at least one-twentieth of the Company initial capital may request that specific items be placed on the agenda of the General Meeting convened on January 2, 2013. Such a request shall be submitted to the Management Board of the Company no later than twenty-one days before the date of the General Meeting, that is by December 12, 2012. The request shall include justification or draft resolution concerning the proposed item of the agenda. The request can be made in writing in the Company registered office or submitted by electronic mail to the following address: info@wikana.pl.

2.2. The Shareholder's right to present draft resolutions concerning the items placed on the agenda of the General Meeting or the items to be placed on the agenda before the date of the General Meeting.

Pursuant to Article 401 § 4 of the CCPC, the shareholder(s) representing at least one-twentieth of the Company initial capital may – before the date of the General Meeting – submit to the Company, in writing or via electronic mail to the address of info@wikana.pl, the draft resolutions concerning the items placed on the agenda of the General Meeting or the items to be placed on the agenda.

The shareholder's or shareholders' requests and submissions referred to in 2.1 and 2.2 above, shall be enclosed with the copies of the documents confirming the identity of the shareholder or the persons acting on the shareholder's behalf, including:

- certificate of the ownership of shares deposited on securities account issued by the entity keeping the securities account on which the Company shares held by the shareholder are recorded, which certificate will state that the shareholder is actually the Company shareholder and that the shareholder represents at least 1/20 of the Company share capital;
- if the shareholder is a natural person – the copy of the identity card, passport or another official document confirming the shareholder's identity;
- if the shareholder is not a natural person (a legal person, an organisational unit without legal personality) – the copy of the certified copy from the relevant register or another document confirming the authorisation of a natural person (or the natural persons) to represent the shareholder and the copy of the identity card, passport or another official document confirming the identity of the persons authorised to represent the shareholder;
- if the request is made by a proxy holder, in addition – the copy of the document of granting the proxy by the shareholder or the person authorised to represent the shareholder (refers to the shareholder that is not a natural person) and the copy of the identity card, passport or another official document confirming the proxy holder's identity, or – if the proxy holder is not a natural person – the copy of the certified copy from the relevant register or another document confirming the authorisation of a natural person (or the natural persons) to represent the proxy holder and the copies of the identity cards, passports or other official documents confirming the identity of a natural person (or the natural persons) authorised to represent the proxy holder.

2.3. The shareholder's right to present draft resolutions concerning the items placed on the agenda during the General Meeting .

Pursuant to Article 401 § 5 of the CCPC, each shareholder may present the draft resolutions concerning the items placed on the agenda during the General Meeting.

2.4. The manner of participating in the General Meeting and exercising the voting right, including the manner of exercising the voting right by a proxy holder, including the information about the forms applicable during voting by a proxy and the manner of notifying the Company of appointing a proxy with the use of electronic means of communication.

A shareholder that is a natural person may attend the General Meeting and exercise their voting right in person or by a proxy holder. A shareholder that is not a natural person may attend the General Meeting and exercise their voting right by a person authorised to represent the shareholder or by a proxy holder. The shareholders are admitted to participation in the General Meeting upon producing the identity document and the proxy holders – upon producing the identity document and valid proxy. The proxy holders or representatives of the shareholders that are not natural persons shall additionally produce the current certified copies from relevant registers determining the persons authorised to represent those entities.

Pursuant to Article 412¹ § 2 of the CCPC, the proxy shall be granted in writing or in electronic form. The proxy granted in electronic form shall not require the secure electronic signature verified with the use of a valid qualified certificate.

The granting of proxy in electronic form should be effected with the use of a form of the proxy published on the Company website at www.wikana.pl in the section of "Investor relations". It is required to notify the Company of granting the proxy in electronic form not later than 1 (one) business day before the date of the General Meeting, that is by December 31, 2012, via electronic mail to the following address: info@wikana.pl, through sending to the said address the proxy document in PDF file signed by the

shareholder or – if the shareholders are not natural persons – by the persons authorised to represent the shareholder. In order to identify the shareholder granting the proxy, the notification of granting the proxy in electronic form should include the following (as the attachments in PDF files):

- if the shareholder is a natural person – the copy of the identity card, passport or another official document confirming the shareholder's identity;
- if the shareholder is not a natural person (a legal person, an organisational unit without legal personality) – the copy of the certified copy from the relevant register or another document confirming the authorisation of a natural person (or the natural persons) to represent the shareholder and the copy of the identity card, passport or another official document confirming the identity of the persons that signed the proxy and are authorised to represent the shareholder.

If there are any doubts as to the correctness of the copies of the aforementioned documents, the Management Board of the Company reserves the right to request the proxy holder to produce the following upon the preparation of the attendance list:

- if the shareholder is a natural person – the copy of the identity card, passport or another official document confirming the shareholder's identity certified to be in conformity with the original by a notary public or another entity authorised to certify the conformity with the original;
- if the shareholder is not a natural person (a legal person, an organisational unit without legal personality) – the original or the copy – certified to be in conformity with the original by a notary public or another entity authorised to certify the conformity with the original – of the certified copy from the relevant register or another document confirming the authorisation of a natural person (or the natural persons) to represent the shareholder.

In order to identify the proxy holder, the Management Board of the Company reserves the right to request the proxy holder to produce the following upon the preparation of the attendance list:

- if the proxy is a natural person – the copy of the identity card, passport or another official document confirming the proxy holder's identity;
- if the proxy is not a natural person (a legal person, an organisational unit without legal personality) – the original or the copy – certified to be in conformity with the original by a notary public or another entity authorised to certify the conformity with the original – of the certified copy from the relevant register or another document confirming the authorisation of a natural person (or the natural persons) to represent the proxy holder, and of the identity card, passport or another official document confirming the identity of the persons authorised to represent the Proxy Holder at the General Meeting.

The information about granting the proxy should also include the scope of the proxy through indicating the number of shares used to exercise the voting rights.

In order to verify the validity of the proxy granted in electronic form, the Company is entitled to carry out the activities related to the identification of the shareholder and the proxy, in particular the Company has the right to address a question in electronic form or by telephone. The failure to answer the questions asked in the course of verification shall be treated as the failure to verify the granted proxy and shall be the basis for refusal to admit the proxy holder to participate in the General Meeting.

If the proxy holder at the General Meeting is a member of the Management Board, a member of the Supervisory Board, an employee of the Company or a member of the bodies or an employee of the Company's subsidiary, then the proxy may include the authorisation to represent only at one General Meeting. The proxy holder shall be obliged to inform the shareholder about the circumstances indicating the existence or the possibility of occurrence of the conflict of interests. The proxy holder shall be obliged to inform the shareholder about the circumstances that may indicate the existence or the possibility of occurrence of the conflict of interests. Such a proxy holder shall vote in accordance with the instructions given by the shareholder and granting of further proxies is hereby excluded.



Any and all documents drawn up in a foreign language shall be submitted with their certified translation into Polish.

The forms referred to in Article 402³ §1 (5) of the CCPC that enable the proxy to exercise the voting right are available on the Company website at www.wikana.pl in the section of "Investor relations".

In the event of proxies in written form, there is no obligation to use the forms prepared by the Company.

2.5 The possibility to participate in the General Meeting and speak at the General Meeting, including the possibility to vote with the use of electronic means of communication, the possibility to vote by mail.

The Articles of the Company do not provide for the possibility of participating in the General Meeting, speaking during the General Meeting and exercising the voting right with the use of electronic means of communication.

The Articles of the Company do not provide for the possibility of speaking during the General Meeting, and also exercising the voting right, by mail.

3. Materials concerning the General Meeting.

A person authorised to participate in the General Meeting may access the draft resolutions together with their justification, full text of documentation, comments of the Management Board or the Supervisory Board concerning the items placed on the agenda of the General Meeting or the items to be placed on the agenda before the date of the Extraordinary General Meeting on the Company website at www.wikana.pl in the section of "Investor relations" and in the registered office of the Company in Lublin at 11 Cisowa Street between 9.00 a.m. and 4.00 p.m.

4. Registration of presence at the General Meeting.

The persons authorised to participate in the General Meeting are asked to carry out the registration and take the ballot paper immediately in front of the room of the meeting half an hour before the commencement of the General Meeting.

5. Other information

The information concerning the General Meeting shall be made available on the Company website at www.wikana.pl.

The Management Board of the Company informs that the issues which are not covered by this announcement shall be subject to the regulations of the Code of Commercial Partnerships and Companies and the Articles of the Company, and therefore the Company shareholders are asked to read the aforementioned documents.

6. Planned amendments to the Articles of the Company:

Current wording:

§ 19



- “1. The net profit of the Company is designated for the dividend payment, the Company’s capitals and funds and for other purposes on the basis of the rules specified by the General Meeting.
2. The amounts designated by the General Meeting for the dividend payment shall be divided among the shareholders in proportion to the number of shares. The shareholders entitled to the dividend for a given financial year shall be those who were entitled to the Company shares on the dividend date.
3. The dividend date shall be determined by the General Meeting by means of a resolution.”

Suggested wording:

§ 19

- “1. The net profit of the Company is designated for the dividend payment, the Company’s capitals and funds and for other purposes on the basis of the rules specified by the General Meeting.
2. The amounts designated by the General Meeting for the dividend payment shall be divided among the shareholders in proportion to the number of shares held on the dividend date. The shareholders entitled to the dividend for a given financial year shall be those who were entitled to the Company shares on the dividend date.
3. The dividend date shall be determined by the General Meeting by means of a resolution.
4. The dividend payment may be effected also in a non-pecuniary form. The object of non-pecuniary dividend shall be determined by the General Meeting.”

The Management Board of the Company

Sylwester Bogacki, the President of the Management Board

Tomasz Grodzki, the Vice-President of the Management Board