The Management Board of Makarony Polskie S.A. with the head office in Rzeszow, at Podkarpacka 15 Street, entered in Register of Entrepreneurs conducted by Regional Court in Rzeszow under National Court Register number 0000212001, acting on the basis of art. 399 §1 of Commercial Companies Code in connection with art. 295 §1 of Commercial Companies Code and §14 of Articles of Association, call an Annual General Meeting (AGM), which will take place on 15 of June 2009 at 11 o'clock in the Villa Riviera Hotel's coference room, at Sikorskiego 118 Avenue.

Agenda of meeting:

1. Opening of AGM
2. Adoption of a resolution in a case of the selection of a chairperson of an AGM
3. Statement of correctness of appointment of an AGM and its ability to adopt resolutions
4. Adoption of a resolution in a case of the selection of the Vote Counting Commission
5. Adoption of a resolution in a case of acceptance of agenda of AGM
6. Presentation and consideration of:
   a) the financial statement of Makarony Polskie S.A. for the financial year 2008 and the application of the Management Board concerning the way of covering the Company's net loss for the year 2008
   b) the Management Board's report from the Company's activities in the financial year 2008
   c) the report from the activities of the Supervisory Board in the financial year 2008
   d) the report of the Supervisory Board from the evaluation of: financial report of Makarony Polskie S.A. for the financial year 2008, the report of the Management Board from the Company's activities in the financial year 2008, consolidated report of Makarony Polskie Group for the financial year 2008 with the report of the Management Board for the activities of Makarony Polskie Group in the financial year 2008 with their accordance to books and documents as well as fact of the case
   e) the evaluation of the Supervisory Board concerning the Company's situation in accordance with the rule III.1.1 of Code of best Practice for WSE Listed Companies
   f) the application of the Supervisory Board in a case of passing a vote of acceptance for members of Company's Management Board from performing their activities in the financial year 2008
   g) self-evaluation of the Supervisory Board activities in accordance with the rule III.1.2 of Code of best Practice for WSE Listed Companies
7. Passing a resolution in cases of:
   a) approval of the Makarony Polskie S.A. financial report for the financial year 2008
   b) approval of report for the Management Board from Makarony Polskie S.A. activities for the financial year 2008
   c) passing the members of Campany's Management Board a vote of acceptance for performing their activities in the financial year 2008

d) passing the members of Campany's Supervisory Board a vote of acceptance for performing their duties in the financial year 2008
e) the ways of covering the Company's net loss for the financial year 2008
f) passing the resolutions in the case of the changes in the panel of Makarony Polskie S.A. 3rd term of office of Supervisory Board

8. Presentation and consideration of:
   a) consolidated financial report of Makarony Polskie Group for the financial year 2008
   b) the report of Management Board from Makarony Polskie Group activities in the financial year 2008
9. Passing the resolutions in cases of:
   a) approval of consolidated report of Makarony Polskie Group for the financial year 2008
   b) approval of the report of the Management Board from Makarony Polskie Group activities for the financial year 2008
10. Passing the resolutions in a case of the changes in composition of the Supervisory Board
11. Passing the resolutions in a case of the changes in salary of the members of the Supervisory Board
12. Passing a resolution in a case of the change in the Statute of Makarony Polskie S.A.
13. Closing the debate of AGM

The Management Bard of Makarony Polskie S.A. informs that in accordance with art.9 par. 3 of Act from the 29 June 2005 of financial instruments turnover, the condition of taking part in AGM is submitting in the Company's head office in Rzeszow, at Podkarpacka 15 Street the individual deposit certificate, at least one week before the AGM, that is until to 7 of June 2009 until 4p.m. and not taking it back until the end of AGM.

The shareholders can take part in AGM and vote personally or by plenipotentaries. Plenipotentary powers should be granted under the pain of nullity.

The representatives of legal entities should present actual extract from the proper register listing persons authorized to represent these entities. The person not listed in the extract should hold a power of attorney. Co-owners are obliged to appoint common representative for AGM.

Copies of applications in cases included in agenda of meeting will be issued in the time limit of 14 days before the day of AGM in the Comany's head office in Rzeszow.

In accordance with art. 407 of Commercial Companies Code for 3 weekdays before the AGM in the management board office in Rzeszow a list of shareholders entitled to participation in AGM will be given.

Registration of shareholders and distribution of voting card will start in the day of AGM in front of the conference room at 10.30.

The Management Board of Makarony Polskie S.A. presents the hitherto contents of the Statute that are to be changed and the contents of suggested changes:

Current wording §5 par.1 of the Statute:

§ 5

1. *The objects of the Company shall be to engage in the following business described accordingly with the Polish Classification of Activity (PKD):*

1)manufacture of meat excluding poultry and rabbit meat (PKD 15.11.Z)
2)manufacture of poultry and rabbit meat (PKD 15.12.Z)
3)manufacture of canned food, meat, giblet and blood preserves (PKD 15. 13.A)
4)service activities connected with manufacturing meat products (PKD 15. 13.B)
5)processing and preserving potatoes (PKD 15.31.Z)
6)production of fruit and vegetable juices (PKD 15.32.Z)
7)processing and preserving fruits and vegetables n.e.c. excluding service activities (PKD 15.33.A)
8)service activities connected with processing and preserving fruits and vegetables (PKD 15.33.B)
9)manufacture of crude oil and fats (PKD 15.41.Z)
10)manufacture of refined oil and fats (PKD 15.42.Z)
11)manufacture of margarine and similar edible fats (PKD 15.43.Z)
12)manufacture of ice cream (PKD 15.52.Z)
13)manufacture of grain mill products (PKD 15.61.Z)
14)manufacture of starches and starch products (PKD 15.62.Z)
15)manufacture of bread (PKD 15.81.A),
16)manufacture of fresh pastry goods and cakes (PKD 15.81.B),
17)manufacture of preserved pastry goods and cakes (PKD 15.82.Z),
18)manufacture of cocoa, chocolate and sugar confectionary (PKD 15.84.Z);
19)manufacture of noodles, and similar farinaceous products (PKD 15.85.Z),
20)manufacture of condiments and seasonings (PKD 15.87.Z)
21)manufacture of homogenized food preparations and dietetic food (PKD 15.88.Z)
22)manufacture of other food products n.e.c. (PKD 15.89.Z)
23)production of mineral waters and soft drinks (PKD 15.98.Z),
24)manufacture of plastic packing goods (PKD 25.22.Z),
25)construction (PKD 45),
26)agents involved in the sale of agricultural raw materials, live animals, textile raw materials and semi-finished goods (PKD 51.11.Z),
27)agents involved in the sale of textiles, clothing, footwear and leather goods as well as agents involved in the sale of furs (PKD 51.16.Z),
28)agents involved in the sale of food, beverages and tobacco (PKD 51.17.Z),
29)wholesale of grain, seeds and animal feeds (PKD 51.21.Z)
30)wholesale of fruit and vegetables (PKD 51.31.Z)
31)wholesale of meat and meat products (PKD 51.32.Z)
32)wholesale of dairy produce, eggs and edible oils and fats (PKD 51.33.Z)

33)wholesale of non-alcoholic beverages (PKD 51.34.B),

34)wholesale of other food (PKD 51.38.B)

35)wholesale of non-specialized food, beverages and tobacco (PKD 51.39.Z)

36)other wholesale (PKD 51.90.Z)

37)retail sale (PKD 52),

38)preparation and delivering food to outside customers (PKD 55.52.Z)

39)real estate activities (PKD 70),

40)renting of machinery and equipment without operator (PKD 71),

41)advertising (PKD 74.40.Z),

42)miscellaneous business activities (PKD 74.84).

Suggested wording §5 par.1 of the Statute:

§5

1. The Object of the Company:

1) *processing and preserving meat and meat products production (PKD 10.1)*
2) *processing and preserving of fish, crustaceans and (PKD 10.2)*
3) *processing and preserving of fruits and vegetables (PKD 10.3)*
4) *manufacture of oils and vegetable and animal (PKD 10.4)*
5) *manufacture of dairy products (PKD 10.5)*
6) *manufacture of grain mill products, starches and starch products (PKD 10.6)*
7) *manufacture of pastry and starchy products (PKD 10.7)*
8) *manufacture of other food products (PKD 10.8)*
9) *manufacture of ready-made animal feed and fodder (PKD 10.9)*
10) *manufacture of soft drinks; manufacture of mineral water and other bottled water (PKD 11.07)*
11) *manufacture of wooden packings (PKD 16.24)*
12) *manufacture of wavy paper and wavy cardboard and packings made of paper and cardboard (PKD 17.21)*
13) *manufacture of other paper and cardboard products (PKD 17.29)*
14) *Printing and activities connected with printing (PKD 18.1)*
15) *Manufacture of plastic packings goods (PKD 22.22)*
16) *Repair, maintenance and installation of machines and devices (PKD 33)*
17) *Building works connected with erection of buildings (PKD 41)*
18) *Works connected with building objects of civil and water engineering (PKD 42)*
19) *Specialized buiding works (PKD 43)*
20) *Wholesale and retail trade of car vehicles; car vehicles repair (PKD 45)*
21) *Wholesale trade excluding car vehicles trade (PKD 46)*
22) *Retail trade excluding car vehicles retail trade (PKD 47)*
23) *Road transport of products (PKD 49.41)*

24) *Storage and service activities supporting transport (PKD 52)*
25) *Service activities connected with food (PKD 56)*
26) *Data processing; hosting and similar activity;*
27) *Internet portals activity (PKD 63.1)*
28) *Activity connected with real estate service (PKD 68)*
29) *Scientific studies and development works (PKD 72)*
30) *Advertising, market research and opinion poll (PKD 73)*
31) *Rental and lease (PKD 77)*
32) *Activity connected with employment (PKD 78)*
33) *Guard activity in respect to security systems service (PKD 80.2)*
34) *Service activity connected with keeping the order in buildings and green area development (PKD 81)*
35) *Activity connected with administratory office service and other activity supporting pursuit of business activity (PKD 82)*
36) *Activity connected with lottery games and reverse bets (PKD 92)*
37) *Repair and preservation of computers and personal and household goods (PKD 95)*
38) *other service activity n.e.c. (96.09)*

Current wording §14 par.2 of the Statute:

§14

2. *The Extraordinary Shareholders' Meeting shall be convened by the Management Board at its own initiative, upon a written application of the Supervisory Board or at least 2 (two) of its members or upon a written application of the Shareholders representing not less than 1/10 (one tenth) of the Company's share capital in due time of 2 (two) weeks from the date of submitting such an application with the due time established within 6 (six) weeks from the date of submitting such an application.*

Suggested wording §14 par.2 of the Statute:

§14

2. *The Extraordinary Shareholders' Meeting shall be convened by the Management Board at its own initiative, upon a written application of the Supervisory Board or at least 2 (two) of its members or upon a written application of the Shareholders representing not less than 1/20 (one twentieth) of the Company's share capital in due time of 2 (two) weeks from the date of submitting such an application with the due time established within 6 (six) weeks from the date of submitting such an application. The application may be submitted in the electronic form. The power of calling Extraordinary General Meeting has also the Supervisory Board and Shareholders representing at least a half of Company's share capital or at least a half of Company's vote.*