REPORT OF THE SUPERVISORY BOARD OF MAKARONY POLSKIE S.A.

ON ACTIVITIES IN THE FISCAL YEAR 2008

From 1 January 2008 to 30 June 2008 the Supervisory Board of Makarony Polskie S.A. consisted of the following members:

- Zenon Daniłowski – Chairman of the Supervisory Board
- Piotr Łukasiuk,
- Dariusz Bliźniak,
- Jarosław Pardyka,
- Urszula Rogóż-Bury.

On 30 June 2008 the Annual General Meeting of the Company appointed the Supervisory Board of the 3rd term, established the number of its members to be 5 persons, and appointed the following members of the Supervisory Board:

- Zenon Daniłowski,
- Piotr Łukasiuk,
- Grzegorz Słomkowski,
- Urszula Rogóż-Bury,
- Dariusz Bliźniak.

The constituent meeting of the Supervisory Board was held on 15 September 2008. Zenon Daniłowski was elected the Chairman of the Supervisory Board of the 3rd term, and Grzegorz Słomkowski assumed the function of the Co-Chairman of the Supervisory Board.

From 30 June 2008 until the present moment the composition of the Supervisory Board has not changed.

In the reporting period the Supervisory Board held 6 meetings and adopted 2 resolutions by means of correspondence voting.

In the course of its meetings the Supervisory Board engaged in issues resulting from provisions of the Commercial Companies Code as well as the current operations of the Company.

The most significant issues included in the Supervisory Board's works were:

- ✓ constitution of the Supervisory Board of the 3rd term, election of the Chairman of the Supervisory Board, appointment and election of Co-Chairman of the Supervisory Board,
- ✓ discussing the Company's plan of activities for 2008, and approval of its financial plan for 2008,
- ✓ changes in the composition of the Management Board of the 3rd term, and establishing terms and conditions of remuneration for the Management Board Members,
- ✓ examination and providing opinion with regard to current information from the Management Board concerning the results of Company's activity in terms of implementation of the plan for 2008,
- ✓ granting consent for assuming loans and establishing securities on the Company's assets
- ✓ granting consent for initiating and implementation of investments related to modernisation of the Production Plant in Rzeszów,
- ✓ granting consent for establishing significant trading contracts, with e.g. Agricultural market Agency, Kaufland Group,
- ✓ granting consent for providing guarantee for loan re-payment to the subsidiary company Stoczek Sp. z o.o.
- ✓ providing opinion concerning issues related to the preparation of the General Meeting, including:
  - recommendation for merger of the Company, as the transferee company, with ABAK Sp. z o.o. in Częstochowa, as the transferor company, by way of acquisition of the transferor's assets and liabilities by Makarony Polskie S.A.,
  - evaluation of the Management Board's report on the Company, and Makarony Polskie Group activities in 2008, as well as of the separate and consolidated financial statements for the fiscal year 2008,
  - evaluation of the Management Board's proposal concerning the distribution of profit for 2008 as well as profit for previous years as shown in the balance sheet for 31 December 2008,
  - evaluation of the Company's standing in 2008,
  - application to the General Meeting regarding grant of approval for the Management Board Members,
- ✓ adopting duties of the Audit Committee by the Supervisory Board,
- ✓ the choice of statutory auditor to audit the financial statements for 2008.

Zenon Daniłowski
Chairman of the Supervisory Board