REVISION
Rzeszów - Józef Król sp. z o.o.
Audyt – Księgowość - Podatki
ul. Pelczara 6C/8
35-312 Rzeszów
Tel, +48 17 852 22 38
Fax +48 17 853 44 74
e-mail : biuro@rs.rzeszow.pl
www.rs.rzeszow.pl

REPORT OF AN INDEPENDENT STATUTORY AUDITOR OF THE AUDIT OF THE CONSOLIDATED ANNUAL FINANCIAL STATEMENT

for the General Meeting of Shareholders, the Supervisory Board and the Management Board of Makarony Polskie SA

Report on the audit of the annual consolidated financial statement

We have audited the attached annual consolidated financial statement of Makarony Polskie Spółka Akcyjna Capital Group with its registered office in Rzeszów, which consists of the following: consolidated statement of financial situation prepared as at December 31, 2017, consolidated statement of comprehensive income, consolidated statement of other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the financial year from January 1 to December 31, 2017 as well as additional explanatory notes (hereinafter referred to as: "financial statement").

Responsibility of the head of the entity and persons supervising the consolidated financial statement

The Management Board of Makarony Polskie Spółka Akcyjna is responsible for preparing, on the basis of correctly maintained accounting books, of the consolidated financial statement and is also responsible for its reliable presentation in accordance with International Accounting Standards, International Financial Reporting Standards and related interpretations announced in the form of regulations of the European Commission and other applicable laws, as well as the Statute of Makarony Polskie Spółka Akcyjna. The Management Board of Makarony Polskie Spółka Akcyjna is also responsible for internal control, which it considers indispensable to prepare the consolidated financial statement without any significant distortions caused by fraud or error.

In accordance with the provisions of the Accounting Act, the management board and members of the Supervisory Board of Makarony Polskie Spółka Akcyjna are obliged to ensure that the consolidated financial statement meets the requirements provided for in the Accounting Act.

Responsibility of the statutory auditor

Our task was to express an opinion on whether the consolidated financial statement presents a reliable and clear picture of the financial position and financial result of Makarony Polskie

Spółka Akcyjna Capital Group in accordance with the applicable International Accounting Standards, International Financial Reporting Standards and related interpretations announced in the form of regulations of the European Accounting Commission and adopted accounting principles (policy).

We conducted the audit of the consolidated financial statements in accordance with the following provisions:

l) the Act of May 11, 2017 on statutory auditors, audit companies and public supervision (Journal of the Laws of 2017, item 1089) (hereinafter: "Act on statutory auditors"),
2) National Standards on Auditing in the wording of International Standards of Research adopted by resolution No. 2783/52/2015 of the National Council of Statutory Auditors of February 10, 2015, as amended,
3) Regulation of the European Parliament and Council (EU) No. 537/2014 of April 16, 2014 on specific requirements regarding statutory audits of financial statements of public-interest entities, repealing the decision issued by the Commission 2005/909 / EC (Official Journal EU L 158 from May 27, 20l4 , page 77 and Official Journal EU L 170 of 11.06.2014, page 66) ("Regulation 537/2014").

These regulations require adherence to ethical requirements as well as planning and conducting the audit in such a way as to obtain reasonable assurance that the consolidated financial statement does not contain any significant distortion.

The purpose of the audit is to obtain reasonable assurance that the consolidated financial statement as a whole has been prepared on the basis of properly maintained accounting books and does not contain material distortions caused by fraud or error, as well as to issue an independent statutory auditor's report containing our opinion. Sufficient confidence is a high level of certainty, but it does not guarantee that an audit carried out in accordance with the above-mentioned standards will always detect the existing significant distortion. Distortions may arise from fraud or error and are considered significant if it can reasonably be expected that individually or jointly, they could influence the users' economic decisions taken on the basis of the present consolidated financial statement. The risk of not recognizing a significant distortion due to fraud is higher than the risk of not recognizing a material distortion due to an error, because it may involve collusion, falsification, intentional omissions, misleading or circumventing internal control and may affect every area of law and regulation, not just the area directly affecting the financial statement.

The audit involved performing procedures aimed at obtaining audit evidence of amounts and disclosures in the consolidated financial statement. The selection of audit procedures depends on the auditor's judgment, including the assessment of the risk of material distortion of the consolidated financial statement caused by fraud or error. When assessing this risk, the auditor shall take into account the internal control as regards the preparation and fair presentation of the consolidated financial statement by the parent entity in order to design appropriate test procedures in given circumstances, and not to express opinions on the effectiveness of the internal control of the entity. The audit also includes evaluation of the appropriateness of the accounting policies adopted, the reasonableness of estimates set by the

head of the parent entity, as well as evaluating the overall presentation of the consolidated financial statement.

The scope of the audit does not include assurance as to the future profitability of the capital group nor the efficiency or effectiveness of the management of the capital group's affairs by the Management Board of Makarony Polskie Spółka Akcyjna currently or in the future.

We believe that the audit evidence we obtained is a sufficient and appropriate basis for us to express an opinion on the audit. The opinion shall be consistent with the additional report to the audit committee issued as at the date of the present audit report.

Independence

During the audit, the key statutory auditor and the auditing company remained independent of the entities belonging to capital group in accordance with the provisions of the Act on Statutory Auditors, Regulation 537/2014 and the rules of professional ethics adopted by the resolutions of the National Council of Statutory Auditors.

To the best of our knowledge and belief, we hereby declare that we did not provide non-audit services to the entities belonging to capital group that are prohibited by the provisions of Article 136 of the Act on Statutory Auditors Act and Article 5 para. 1 of Regulation 537/2014.

Choice of the auditing company

We have been selected to audit the consolidated financial statement by means of a resolution of the Supervisory Board of May 24, 2017. We have been auditing consolidated financial statements of Makarony Polskie Spółka Akcyjna Capital Group without any interruption from the beginning of the financial year ended on December 31, 2012, i.e. for the 6 subsequent years.

The most significant types of risk

In the course of the audit, we identified the most significant risks of material distortion described below, including those caused by fraud, and we have developed appropriate audit procedures related to these types of risks. In cases where we considered it appropriate to understand the identified risk and for the purpose of the auditing procedures performed by the auditor, we also included key observations related to these types of risk.

Description of type of risk of material distortion	**Auditor procedures in response to the identified risk and key observations related to these types of risk**
The risk of circumventing internal control by the management	Within the audit, we carried out proceedings regarding the following estimates of the Management Board: - revaluation write-downs on receivables,

	- the period of economic usefulness of fixed assets, - verification of revaluation write-offs on receivables, - correctness of calculation of deferred income tax, . provisions for employee benefits - other provisions, consisting i.a. in the following: -assessment of accounting policy in the scope of calculation of revaluating write-downs, - verification of the correctness of these calculations, - analysis of the adopted depreciation rates, - verification of correctness of deferred tax calculation, - assessment of the recoverability of deferred tax assets, -analysis and verification of the correctness of assumptions of the actuarial report regarding provisions for employee benefits, -tests to confirm the completeness and correctness of recognizing provisions for employee benefits and other provisions.. In addition, we carried out a test in terms of verifying the completeness of entries, we conducted, on a selected sample, the analysis of untypical and significant transactions, we also carried out an analysis of a sample of documents to which booking records are entered manually. As a result of the procedures carried out, we did not find any significant irregularities.

Opinion

In our opinion, the attached consolidated annual financial statement:

- presents a reliable and clear picture of the property and financial situation of Makarony Polskie Spółka Akcyjna Capital Group as at December 31, 2017, and its financial result for the financial year from January 1 to December 31, 2017, in accordance with International Accounting Standards, International Financial Reporting Standards and related interpretations published in the form of regulations of the European Commission as well as the adopted accounting principles (policy).

- fulfills formal and substantive requirements of applicable law which are applicable to Makarony Polskie Spółka Akcyjna Capital Group, including the Regulation of the Minister of Finance of February 19, 2009 on current and periodic information provided by issuers of securities and conditions for recognizing information required by law of a non-member state as equivalent information (Journal of the Laws of 2014, item 133, as amended) and of the Statute of Makarony Polskie Spółka Akcyjna.

Report on other legal and regulatory requirements

Opinion on the activity report

Our opinion on the consolidated financial statement does not include the report on the capital group's activity.

The Management Board of the parent entity is responsible for preparing a report on capital group's activity in accordance with the provisions of Accounting Act. Moreover, the Management Board of the parent entity as well as the members of the Supervisory Board of the parent entity are obliged to ensure that the report on activities of the capital group meets the requirements provided for in the Accounting Act.

In accordance with the requirements of the Act on chartered auditors our duty was to issue an opinion on whether the report on capital's group activity was prepared in accordance with the provisions of the applicable law and that it is consistent with the information contained in the annual consolidated financial statement. It was also our duty to make a statement whether in the light of our knowledge about the capital group and its environment obtained during the audit of the consolidated financial statement, we identified any significant distortions in the activity reports and to indicate what does each of such significant distortion consist in.

In our opinion, the report on capital group's activity was prepared in accordance with the applicable regulations and is consistent with the information contained in the annual consolidated financial statement. In addition, we declare that in the light of knowledge about the capital group and its environment obtained during the audit of the consolidated financial statement, we have not identified significant distortions in the report on capital group's activities.

Opinion on corporate governance statement

The Management Board and members of the Supervisory Board of Makarony Polskie Spółka Akcyjna are responsible for preparing corporate governance statement in accordance with the provisions of the applicable law.

With regard to the audit of the consolidated financial statement, our duty in accordance with the requirements of the Act on statutory auditors was to issue an opinion on whether the issuer obliged to submit corporate governance statement, constituting a separate part of the report of capital group's activities, included in the present statement information required by law and in relation to specific information indicated in these regulations or rules. Our duty was also to determine whether this information complies with the applicable regulations and information contained in the annual consolidated financial statement.

In our opinion, in the corporate governance statement, the parent entity has included the information specified in paragraph 91, para. 5 point 4, letters, a, b, g, j, k and letter l of the Regulation of the Minister of Finance of 19 February 2009 on current and periodic information provided by issuers of securities and conditions for recognizing information required by law of a non-member state as equivalent information (Journal of the Laws of 2014, item 133, as amended) (hereinafter: "Regulation") The information indicated in paragraph 91, section 5, point 4, letters c-f, h and letter i of this Regulation [*or* Regulations] included in the statement on corporate governance complies with the applicable regulations and information contained in the consolidated financial statement.

/*rectangular stamp/* ReVISION, Rzeszów – Józef Król Sp. z o.o., 35-312 Rzeszów, ul. Bp. J. Pelczara 6C/8, tel. 017 852 22 38, fax 017 853 44 74, Taxpayer's Evidence Number 813-35-98-437, Commercial Evidence Number 180469585

Agnieszka Lew /*illegible handwritten signature*/

key statutory auditor
evidence number 11556

acting on behalf of **ReVISION –RZESZÓW Józef Król Sp. z o.o.**
auditor's company entered into the register of auditor's companies kept by the National Council of Statutory Auditors under evidence number 3510

Rzeszów, this day March 20, 2018