

**RB 18/2012 – 19.06.2012**

**Resolutions adopted by the Annual General Meeting of Shareholders of Selena FM S.A. on 19 June 2012**

The Management Board of SELENA FM S.A. with its registered office in Wrocław, ul. Strzegomska 2-4, hereby publishes draft resolutions adopted at the Annual General Meeting of SELENA FM S.A. on 19 June 2012 with details on distribution of votes.

**RESOLUTION NO. 1**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012  
concerning election of the Chairman of the General Meeting**

The AGM of Selena FM S.A. hereby elects Mr. Krzysztof Domarecki as Chairman of the General Meeting.

The number of shares carrying the valid votes cast: 9,671,000. The shares represented 42.35% of the Company's share capital.

Total number of valid votes cast was 13,671,000, including: 13,671,000 votes in favour, 0 votes against and 0 abstentions.

**RESOLUTION NO. 2**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012  
concerning election of the Ballot Commission**

The AGM of Selena FM S.A. hereby elects the Ballot Commission consisting of the following persons:

- Anna Kozłowska
- Andrzej Kozłowski

The number of shares carrying the valid votes cast: 9,671,000. The shares represented 42.35% of the Company's share capital.

Total number of valid votes cast was 13,671,000, including: 13,671,000 votes in favour, 0 votes against and 0 abstentions.

### **RESOLUTION NO. 3**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012  
concerning approval of the Management Board's report on the Company's  
activities for the year ended 31 December 2011**

The Annual General Meeting of Selena FM S.A. hereby approves the Management Board's report on the Company's activities for the year ended 31 December 2011.

The number of shares carrying the valid votes cast: 9,671,000. The shares represented 42.35% of the Company's share capital.

Total number of valid votes cast was 13,671,000, including: 13,671,000 votes in favour, 0 votes against and 0 abstentions.

### **RESOLUTION NO. 4**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012  
concerning approval of the unconsolidated financial statements of the  
Company  
for the year ended 31 December 2011**

The Annual General Meeting of Selena FM S.A. of Wrocław hereby approves the unconsolidated financial statements of Selena FM S.A. prepared as at 31 December 2011, consisting of:

1. balance sheet prepared as at 31 December 2011, showing on the assets and liabilities side an amount of PLN 460,038,090.37 (four hundred and sixty million thirty eight thousand ninety 37/100 PLN);
2. profit and loss account for the period from 1 January 2011 to 31 December 2011 showing a net profit of PLN 37,262,907.49 (thirty seven million two hundred and sixty two thousand nine hundred and seven 49/100 PLN);
3. statement of changes in equity for the financial year from 1 January 2011 to 31 December 2011, showing an increase in equity by PLN 31,186,871.68 (thirty one million one hundred and eighty six thousand eight hundred and seventy one 68/100);
4. statement of cash flows for the financial year from 1 January 2011 to 31 December 2011, showing an increase in the balance of cash by PLN 16,381,700.19 (sixteen million three hundred and eighty one thousand seven hundred 19/100);
5. accounting policies and notes to the accounts.

The number of shares carrying the valid votes cast: 9,671,000. The shares represented 42.35% of the Company's share capital.

Total number of valid votes cast was 13,671,000, including: 13,671,000 votes in favour, 0 votes against and 0 abstentions.

## **RESOLUTION NO. 5**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012  
concerning approval of the report on the Selena Group's activities for the year  
ended 31 December 2011**

The Annual General Meeting of Selena FM S.A. hereby approves the Management Board's report on the Selena Group's activities for the year ended 31 December 2011.

The number of shares carrying the valid votes cast: 9,671,000. The shares represented 42.35% of the Company's share capital.

Total number of valid votes cast was 13,671,000, including: 13,671,000 votes in favour, 0 votes against and 0 abstentions.

## **RESOLUTION NO. 6**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012  
concerning approval of the consolidated financial statements  
of Selena FM Group for the year ended 31 December 2011**

The Annual General Meeting of Selena FM S.A. of Wrocław hereby approves the consolidated financial statements of Selena Group prepared as at 31 December 2011, consisting of:

1. balance sheet prepared as at 31 December 2011, showing on the assets and liabilities side an amount of PLN 737,143,013.18 (seven hundred and thirty seven million one hundred and forty three thousand thirteen 18/100);
2. consolidated profit and loss account for the period from 1 January 2011 to 31 December 2011, showing a net profit of PLN 17,985,078.76 (seventeen million nine hundred and eighty five thousand seventy eight 76/100);
3. consolidated statement of changes in equity for the financial year from 1 January 2011 to 31 December 2011, showing an increase in equity by PLN 20,361,582.26 (twenty million three hundred and sixty one thousand five hundred and eighty two 26/100);
4. consolidated statement of cash flows for the financial year 1 January 2011 to 31 December 2011, showing an increase in the balance of cash by PLN 6,999,557.11 (six million nine hundred and ninety nine thousand five hundred and fifty seven 11/100);
5. accounting policies and notes to the accounts.

The number of shares carrying the valid votes cast: 9,671,000. The shares represented 42.35% of the Company's share capital.

Total number of valid votes cast was 13,671,000, including: 13,671,000 votes in favour, 0 votes against and 0 abstentions.

#### **RESOLUTION NO. 7**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012**

**concerning the distribution of profit for the year ended 31 December 2011**

The Annual General Meeting of Selena FM S.A. hereby resolves that the whole net profit for 2011 in the amount of PLN 37,262,907.49 (say: thirty seven million two hundred and sixty two thousand nine hundred and seven 49/100 PLN) will be allocated to the supplementary capital.

The number of shares carrying the valid votes cast: 9,671,000. The shares represented 42.35% of the Company's share capital.

Total number of valid votes cast was 13,671,000, including: 13,671,000 votes in favour, 0 votes against and 0 abstentions.

#### **RESOLUTION NO. 8**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012**

**on granting discharge to the President of the Company's Management Board  
Krzysztof Domarecki for performance of his duties in the period from  
1 January 2011 to 2 November 2011**

The Annual General Meeting of Selena FM S.A. hereby resolves to grant discharge to Krzysztof Domarecki for performance of his duties as the President of the Management Board of Selena FM S.A. for the period from 1 January 2011 to 2 November 2011.

The number of shares carrying the valid votes cast: 136,000. The shares represented 0.6% of the Company's share capital.

Total number of valid votes cast was 136,000, including: 136,000 votes in favour, 0 votes against and 0 abstentions.

#### **RESOLUTION NO. 9**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012**

**concerning discharge to the Vice President of the Management Board  
Kazimierz Przełomski for performance of his duties for the year ended  
31 December 2011**

The Annual General Meeting of Selena FM S.A. hereby resolves to grant discharge to Vice President of the Management Board Kazimierz Przełomski for performance of his duties for the year ended 31 December 2011.

The number of shares carrying the valid votes cast: 9,671,000. The shares represented 42.35% of the Company's share capital.

Total number of valid votes cast was 13,671,000, including: 13,671,000 votes in favour, 0 votes against and 0 abstentions.

**RESOLUTION NO. 10**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012**

**on granting discharge to the Company's Management Board Member  
Elżbieta Szymańska for performance of her duties in the period from  
1 January 2011 to 31 July 2011**

The Annual General Meeting of Selena FM S.A. hereby resolves to grant discharge to Elżbieta Szymańska for performance of her duties as the Member of the Management Board of Selena FM S.A. for the period from 1 January 2011 to 31 July 2011.

The number of shares carrying the valid votes cast: 9,671,000. The shares represented 42.35% of the Company's share capital.

Total number of valid votes cast was 13,671,000, including: 13,671,000 votes in favour, 0 votes against and 0 abstentions.

**RESOLUTION NO. 11**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012**

**on granting discharge to the Company's Management Board Member  
Jarosław Michniuk for performance of his duties in the period from 25 July  
2011 to 2 November 2011**

The Annual General Meeting of Selena FM S.A. hereby resolves to grant discharge to Jarosław Michniuk for performance of his duties as the Member of the Management Board of Selena FM S.A. for the period from 25 July 2011 to 2 November 2011.

The number of shares carrying the valid votes cast: 9,671,000. The shares represented 42.35% of the Company's share capital.

Total number of valid votes cast was 13,671,000, including: 13,671,000 votes in favour, 0 votes against and 0 abstentions.

**RESOLUTION NO. 12**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012  
on granting discharge to the Company's Management Board President  
Jarosław Michniuk for performance of his duties in the period from  
2 November 2011 to 31 December 2011**

The Annual General Meeting of Selena FM S.A. hereby resolves to grant discharge to Jarosław Michniuk for performance of his duties as the President of the Management Board of Selena FM S.A. for the period from 2 November 2011 to 31 December 2011.

The number of shares carrying the valid votes cast: 9,671,000. The shares represented 42.35% of the Company's share capital.

Total number of valid votes cast was 13,671,000, including: 13,671,000 votes in favour, 0 votes against and 0 abstentions.

**RESOLUTION NO. 13**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012  
on granting discharge to the Chairman of the Company's Supervisory Board  
Jacek Olszański for performance of his duties in the period from 1 January to  
2 November 2011**

The Annual General Meeting of Selena FM S.A. hereby resolves to grant discharge to Jacek Olszański for performance of his duties as the Chairman of the Supervisory Board for the period from 1 January 2011 to 2 November 2011.

The number of shares carrying the valid votes cast: 9,671,000. The shares represented 42.35% of the Company's share capital.

Total number of valid votes cast was 13,671,000, including: 13,671,000 votes in favour, 0 votes against and 0 abstentions.

**RESOLUTION NO. 14**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012  
on granting discharge to the Chairman of the Company's Supervisory Board  
Krzysztof Domarecki for performance of his duties in the period from  
2 November 2011 to 31 December 2011**

The Annual General Meeting of Selena FM S.A. hereby resolves to grant discharge to Krzysztof Domarecki for performance of his duties as the Chairman of the Supervisory Board for the period from 2 November 2011 to 31 December 2011.

The number of shares carrying the valid votes cast: 136,000. The shares represented 0.6% of the Company's share capital.

Total number of valid votes cast was 136,000, including: 136,000 votes in favour, 0 votes against and 0 abstentions.

**RESOLUTION NO. 15**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012  
on granting discharge to the Company's Supervisory Board Member  
Maria Godoś for the performance of her duties in the year ended  
31 December 2011**

The Annual General Meeting of Selena FM S.A. hereby resolves to grant discharge to the Supervisory Board Member Maria Godoś for the performance of her duties in the year ended 31 December 2011.

The number of shares carrying the valid votes cast: 9,671,000. The shares represented 42.35% of the Company's share capital.

Total number of valid votes cast was 13,671,000, including: 13,671,000 votes in favour, 0 votes against and 0 abstentions.

#### **RESOLUTION NO. 16**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012**

**on granting discharge to the Company's Supervisory Board Member Grzegorz Forczek for performance of his duties in the year ended 31 December 2011**

The Annual General Meeting of Selena FM S.A. hereby resolves to grant discharge to the Supervisory Board Member Grzegorz Forczek for performance of his duties in the year ended 31 December 2011.

The number of shares carrying the valid votes cast: 9,671,000. The shares represented 42.35% of the Company's share capital.

Total number of valid votes cast was 13,671,000, including: 13,671,000 votes in favour, 0 votes against and 0 abstentions.

#### **RESOLUTION NO. 17**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012**

**on granting discharge to the Company's Supervisory Board Member  
Anna Kozłowska for performance of her duties in the year ended  
31 December 2011**

The Annual General Meeting of Selena FM S.A. hereby resolves to grant discharge to the Supervisory Board Member Anna Kozłowska for the performance of her duties in the year ended 31 December 2011.

The number of shares carrying the valid votes cast: 9.667.000. The shares represented 42.34% of the Company's share capital.

Total number of valid votes cast was 13.667.000, including: 13,667,000 votes in favour, 0 votes against and 0 abstentions.



## **RESOLUTION NO. 18**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012**

**on granting discharge to the Company's Supervisory Board Member Andrzej Kozłowski for performance of his duties in the year ended 31 December 2011**

The Annual General Meeting of Selena FM S.A. hereby resolves to grant discharge to the Supervisory Board Member Andrzej Kozłowski for the performance of his duties in the year ended 31 December 2011.

The number of shares carrying the valid votes cast: 9,539,000. The shares represented 41.78% of the Company's share capital.

Total number of valid votes cast was 13,539,000, including: 13,539,000 votes in favour, 0 votes against and 0 abstentions.

## **RESOLUTION NO. 19**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012**

**on dismissal of Krzysztof Domarecki as Supervisory Board Chairman**

The Annual General Meeting of Selena FM S.A. hereby dismisses Krzysztof Domarecki as Chairman of the Supervisory Board.

The number of shares carrying the valid votes cast: 9,671,000. The shares represented 42.35% of the Company's share capital.

Total number of valid votes cast was 13,671,000, including: 13,671,000 votes in favour, 0 votes against and 0 abstentions.

## **RESOLUTION NO. 20**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012**

**on dismissal of Maria Godoś  
as Supervisory Board Member**

The Annual General Meeting of Selena FM S.A. hereby dismisses Maria Godoś as Supervisory Board Member.

The number of shares carrying the valid votes cast: 9,671,000. The shares represented 42.35% of the Company's share capital.

Total number of valid votes cast was 13,671,000, including: 13,671,000 votes in favour, 0 votes against and 0 abstentions.

**RESOLUTION NO. 21**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012  
on dismissal of Anna Kozłowska  
as Supervisory Board Member**

The Annual General Meeting of Selena FM S.A. hereby dismisses Maria Kozłowska as Supervisory Board Member.

The number of shares carrying the valid votes cast: 9,671,000. The shares represented 42.35% of the Company's share capital.

Total number of valid votes cast was 13,671,000, including: 13,671,000 votes in favour, 0 votes against and 0 abstentions.

**RESOLUTION NO. 22**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012  
on dismissal of Andrzej Kozłowski  
as Supervisory Board Member**

The Annual General Meeting of Selena FM S.A. hereby dismisses Andrzej Kozłowski as Supervisory Board Member.

The number of shares carrying the valid votes cast: 9,671,000. The shares represented 42.35% of the Company's share capital.

Total number of valid votes cast was 13,671,000, including: 13,671,000 votes in favour, 0 votes against and 0 abstentions.

**RESOLUTION NO. 23**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012  
on dismissal of Grzegorz Forczek  
as Supervisory Board Member**

The Annual General Meeting of Selena FM S.A. hereby dismisses Grzegorz Forczek as Supervisory Board Member.

The number of shares carrying the valid votes cast: 9,671,000. The shares represented 42.35% of the Company's share capital.

Total number of valid votes cast was 13,671,000, including: 13,671,000 votes in favour, 0 votes against and 0 abstentions.

#### **RESOLUTION NO. 24**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012**

**on appointment of Krzysztof Domarecki as Supervisory Board Chairman**

The Annual General Meeting of Selena FM S.A. hereby appoints Krzysztof Domarecki as Chairman of the Supervisory Board. The appointment shall be made for the joint term of office with the other Supervisory Board Members.

The number of shares carrying the valid votes cast: 9,671,000. The shares represented 42.35% of the Company's share capital.

Total number of valid votes cast was 13,671,000, including: 13,671,000 votes in favour, 0 votes against and 0 abstentions.

#### **RESOLUTION NO. 25**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012**

**on appointment of Krzysztof Kluza  
as Supervisory Board Member**

The Annual General Meeting of Selena FM S.A. hereby appoints Krzysztof Kluza as Supervisory Board Member. The appointment shall be made for the joint term of office with the other Supervisory Board Members.

The number of shares carrying the valid votes cast: 9,671,000. The shares represented 42.35% of the Company's share capital.

Total number of valid votes cast was 13,671,000, including: 13,671,000 votes in favour, 0 votes against and 0 abstentions.

#### **RESOLUTION NO. 26**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012**

**on appointment of Grzegorz Kostrzyński  
as Supervisory Board Member**

The Annual General Meeting of Selena FM S.A. hereby appoints Grzegorz Kostrzyński as Supervisory Board Member. The appointment shall be made for the joint term of office with the other Supervisory Board Members.

The number of shares carrying the valid votes cast: 9,671,000. The shares represented 42.35% of the Company's share capital.

Total number of valid votes cast was 13,671,000, including: 13,671,000 votes in favour, 0 votes against and 0 abstentions.

#### **RESOLUTION NO. 27**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012  
on appointment of Andrzej Kramer  
as Supervisory Board Member**

The Annual General Meeting of Selena FM S.A. hereby appoints Andrzej Kramer as Supervisory Board Member. The appointment shall be made for the joint term of office with the other Supervisory Board Members.

The number of shares carrying the valid votes cast: 9,671,000. The shares represented 42.35% of the Company's share capital.

Total number of valid votes cast was 13,671,000, including: 13,671,000 votes in favour, 0 votes against and 0 abstentions.

#### **RESOLUTION NO. 28**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012  
on appointment of Paweł Wyrzykowski  
as Supervisory Board Member**

The Annual General Meeting of Selena FM S.A. hereby appoints Paweł Wyrzykowski as Supervisory Board Member. The appointment shall be made for the joint term of office with the other Supervisory Board Members.

The number of shares carrying the valid votes cast: 9,671,000. The shares represented 42.35% of the Company's share capital.

Total number of valid votes cast was 13,671,000, including: 13,671,000 votes in favour, 0 votes against and 0 abstentions.

#### **RESOLUTION NO. 29**

**of the Annual General Meeting  
of SELENA FM S.A. registered in Wrocław  
adopted on 19 June 2012  
on remuneration**

**for the Chairman and Members of the Supervisory Board**

**§ 1**

Pursuant to §16 section 1 of the Company's Statutes, the Annual General Meeting hereby sets the following remuneration for the Chairman and Members of the Supervisory Board:

1. Subject as stated in section 2 below, the Supervisory Board Members are entitled to the following remuneration for their participation in the Supervisory Board meetings:
  - a. PLN 5000 (five thousand PLN) gross payable to the Chairman of the Supervisory Board for each day of the meeting;
  - b. PLN 3000 (three thousand PLN) gross payable to the Member of the Supervisory Board for each day of the meeting.
2. Where the Supervisory Board meets via telephone or using other electronic means of communication:
  - a. the Chairman of the Supervisory Board shall be entitled to remuneration of PLN 1600 (one thousand six hundred PLN) gross for the meeting so held;
  - b. the Member of the Supervisory Board shall be entitled to remuneration of PLN 1200 (one thousand two hundred PLN) gross for the meeting so held.
3. The remuneration referred to in sections 1-3 above shall be payable to the Members of the Supervisory Board within 7 days after the Supervisory Board Meeting or after a resolution is adopted by circulation.
4. Pursuant to §14 section 2 of the Company's Statutes, a Supervisory Board member who temporarily acts as a member of the Management Board shall receive remuneration as envisaged for the Management Board member whose role he fulfils.

**§2**

The Annual General Meeting resolves that the Chairman and Members of the Supervisory Board shall be entitled to claim travel and other expenses associated with performance of their respective roles as Chairman and Members of the Supervisory Board, subject to the prior approval of such expenses by the Company.

**§3**

The Resolution becomes effective on the day of its adoption.

The number of shares carrying the valid votes cast: 9,671,000. The shares represented 42.35% of the Company's share capital.

Total number of valid votes cast was 13,671,000, including: 13,671,000 votes in favour, 0 votes against and 0 abstentions.

The Annual General Meeting of Shareholders of SELENA FM S.A. of 19 June 2012 did not refrain from consideration of any agenda item.  
No objections against any resolution were recorded in the minutes.

Legal basis: Article 56 section1 point 2 of the Act on Public Offering – current and financial reports.