

**RB 6/2011 – 5.05.2011**

**Convening the Annual General Meeting of Selena FM S.A. on 1 June 2011**

The Management Board of SELENA FM S.A. having its registered office in Wrocław at ul. Strzegomska 2-4, entered in the business register of the National Court Register under KRS no. 0000292032 ("Company"), acting pursuant to Article 399 § 1, Article 402 § 1 and 2, in relation with Article 398 of the Commercial Companies Code, hereby convenes the Annual General Meeting to be held on 1 June 2011 at 10 a.m. in the Company's head office in Wrocław at ul. Strzegomska 2-4

The agenda for the meeting is as follows:

1. Opening of the Annual General Meeting.
2. Election of the Chairman of the Annual General Meeting.
3. Preparation of attendance list.
4. Establishing if the Annual General Meeting has been duly convened and has the capacity to adopt resolutions.
5. Election of the Ballot Commission.
6. Adoption of the Annual General Meeting Agenda.
7. Presentation of the Management Board's report on the Company's operations and the Company's financial statements for the year ended 31 December 2010.
8. Presentation of the Supervisory Board's report on examination of the Management Board's report on the Company's operations and the Company's financial statements for the year ended 31 December 2010.
9. Supervisory Board presentation of:
  - 1) brief assessment of the Company's standing including evaluation of the internal control system and the system for managing significant risks;
  - b) report on the Supervisory Board activities.
10. Presentation of the Management Board's report on Selena FM Group's operations and the consolidated financial statements for the year ended 31 December 2010.
11. Presentation of the Supervisory Board's report on examination of the report on Selena FM Group's operations and examination of the consolidated financial statements for the year ended 31 December 2010.
12. Consideration of the Management Board's request for distribution of profit of Selena FM S.A. achieved in the financial year 2010.
13. Adoption of a resolution approving the Management Board's report on the Company's operations for the year ended 31 December 2010.
14. Adoption of a resolution approving the Company's financial statements for the year ended 31 December 2010.
15. Adoption of a resolution approving the Management Board's report on Selena FM Group's operations for the year ended 31 December 2010.
16. Adoption of a resolution approving the consolidated financial statements of Selena FM Group for the year ended 31 December 2010.
17. Adoption of a resolution on distribution of profit of Selena FM S.A. for the financial year 2010.

18. Adoption of a resolution on granting discharge to the Management Board Members for performance of their duties in 2010.
19. Adoption of a resolution on granting discharge to the Supervisory Board Members for performance of their duties in 2010.
20. Adoption of a resolution on changes to the Statutes of Selena FM S.A.
21. Adoption of a resolution ratifying a full text of the Statutes of Selena FM S.A.
22. Adoption of a resolution on changes to the composition of the Supervisory Board.
23. Closing the Annual General Meeting.

Pursuant to Article 402<sup>2</sup> of the Commercial Companies Code, the Company hereby provides the rules of participation in the Company's Annual General Meeting:

1. Participants of the Annual General Meeting ("AGM") shall register on **16 May 2011**.
2. The right of participation in the AGM shall be given to the persons who:
  - a) sixteen days prior to AGM date (i.e. on 16 May 2011) will be the Company's shareholders, i.e. will have the Company's shares registered in their securities account or will be recorded in the Book of Shares, and
  - b) by the date of publication of this notice, and not later than by 17 May 2011 (inclusive) will submit a request for a certificate confirming their right to participate in the AGM, issued to their name by the entity operating their securities account.The shareholders are advised to collect the certificate and have it with them at the AGM.
3. The Company will determine the list of shareholders authorised to participate in the AGM on the basis of the detailed specification obtained from the National Depository of Securities ("KDPW") prepared on the basis of the certificates of the right to participate in the AGM. Three working days before the AGM date, i.e. on **27, 30 and 31 May 2011**, from 8.30 a.m. to 4.30 p.m., a list of shareholders entitled to participation in the AGM will be displayed in the Company's headquarters. A shareholder will have the right to demand that the list of shareholders be sent to him/her free of charge to the specified e-mail address. The demand for the list of shareholders should be submitted to the Company's headquarters or be e-mailed to [wz@selenafm.com](mailto:wz@selenafm.com) or sent by fax to 71/7838291. The demand shall be formulated in writing and signed by the shareholder or the persons representing the shareholder, and in the case of:
  - a) shareholders who are natural persons - enclose a copy of the document confirming identity of the shareholder where such demand is made electronically;
  - b) shareholders who are legal entities and partnerships – confirm the right to act on behalf of such entity, enclosing an up-to-date excerpt from the Business Register (KRS) or another register;
  - c) making the demand by a proxy – enclose the power of proxy document with such demand, signed by the shareholder, along with a copy of the document confirming identity of the person making such demand, and where the proxy is not a natural person - copy of the excerpt from the relevant register confirming the signatory's power to act for the proxy.
4. The persons entitled to participate in the AGM may receive full text of the documentation to be presented to the AGM as well as the draft resolutions in the

Company's headquarters at: ul. Strzegomska 2-4, 53-611 Wrocław or at the Company's website [www.selenafm.com](http://www.selenafm.com), "Investor Relations" section, "General Meeting" tab. The Company will also present all information on the AGM at its website [www.selenafm.com](http://www.selenafm.com), "Investor Relations" section, "General Meeting" tab.

5. The shareholder(s) representing at least 1/20 of the share capital will have the right to demand that certain matters be put on the AGM agenda. Such demand shall be submitted to the Company's Management Board not later than 21 days before the AGM date, i.e. by **11 May 2011**. The demand should contain a justification or a draft resolution relating to the proposed agenda item. The draft resolution should contain a rationale. The demand may be submitted in writing to the Company's registered office at ul. Strzegomska 2-4, 53-611 Wrocław or via e-mail to: [wz@selenafm.com](mailto:wz@selenafm.com) The shareholder(s) should confirm their holding of the relevant number of shares at the date of making the demand, enclosing a certificate of their right to participate in the AGM or another equivalent document, and in the case of:
  - a) shareholders who are natural persons - enclose a copy of the document confirming identity of the shareholder where such demand is made electronically;
  - b) shareholders who are legal entities and partnerships – confirm the right to act on behalf of such entity, enclosing an up-to-date excerpt from the Business Register (KRS) or another register;
  - c) making the demand by a proxy – enclose the power of proxy document with such demand, signed by the shareholder, along with a copy of the document confirming identity of the person making such demand, and where the proxy is not a natural person - copy of the excerpt from the relevant register confirming the signatory's power to act for the proxy.
6. Shareholder(s) representing at least 1/20 of the share capital may before the AGM submit to the Company's address at ul. Strzegomska 2-4, 53-611 Wrocław or electronically to: [wz@selenafm.com](mailto:wz@selenafm.com) draft resolutions relating to the matters put on the AGM agenda or the matters to be put on the AGM agenda. The draft resolutions shall contain a rationale. The shareholder(s) should confirm their holding of the relevant number of shares at the date of making the demand, enclosing a certificate of their right to participate in the AGM or another equivalent document, and in the case of:
  - a) shareholders who are natural persons - enclose a copy of the document confirming identity of the shareholder where such demand is made electronically;
  - b) shareholders who are legal entities and partnerships – confirm the right to act on behalf of such entity, enclosing an up-to-date excerpt from the Business Register (KRS) or another register;
  - c) making the demand by a proxy – enclose the power of proxy document with such demand, signed by the shareholder (or potentially an uninterrupted series of powers of proxy), along with a copy of the document confirming identity of the person making such demand, and where the proxy is not a natural person - copy of the excerpt from the relevant register confirming the signatory's power to act for the proxy.
7. During the AGM, each shareholder entitled to participate in the AGM may submit draft resolutions on the matters included in the AGM agenda.
8. To the extent permitted by the Commercial Companies Code, the shareholders may contact the Company electronically. Where the communication is electronic, shareholders will contact Selena FM S.A. via e-mail [wz@selenafm.com](mailto:wz@selenafm.com). The risk

associated with the use of electronic communication shall be borne by the shareholder. All documents the shareholder sends electronically to Selena FM S.A. shall be in the PDF format.

9. A shareholder may attend and vote at the AGM and exercise his/her voting rights personally or by proxy. The power of proxy shall be given in writing or electronically. An electronic power of proxy does not need to be signed with a secure electronic signature. The forms for proxy voting are published at the Company's website at [www.selenafm.com](http://www.selenafm.com), "Investor Relations" section, "General Meeting" tab. The shareholder shall inform the Company of giving the power of proxy via e-mail sent to [wz@selenafm.com](mailto:wz@selenafm.com) not later than 4 p.m. on **31 May 2011**. The information on granting the electronic power of proxy shall be accompanied by a scanned power of proxy given using the form provided by the Company, and in the case of:
  - a) shareholders who are natural persons – enclose a copy of the document confirming the shareholder's identity;
  - b) shareholders who are legal persons or partnership - confirm the right to act on behalf of the entity, enclosing a copy of an up-to-date excerpt from the relevant register or another document confirming the authorisation of the natural person(s) to represent the shareholder at the General Meeting.Where a power of proxy is given to the further proxy, enclose the full string of the power of proxy documents along with the documents indicating the authorisation to act on behalf of the prior proxies.
10. The shareholders shall be entitled to participate in the AGM on presentation of their IDs, and the proxies:
  - a) in the case of a power of proxy given electronically – on presentation of an ID and a valid written power of proxy;
  - b) in the case of a power of proxy given electronically – on presentation of an ID.Representatives of the legal entities or partnerships shall additionally present up-to-date excerpts from the relevant register, specifying the persons authorised to represent such entities or other documents confirming the authorisation of the natural person(s) to represent the shareholder at the AGM.  
Where copies of the documents are presented, these shall be confirmed by a notary or, on each page, as a true copy of the original by a lawyer.
11. The Company does not permit participation in the AGM via electronic means of communication.
12. The Company does not permit voting by correspondence or via electronic means of communication.
13. Shareholder registration takes place from 9 a.m. to 10 a.m. on 1 June 2011.
14. The Management Board of the Company hereby advises that any matters not covered by this notice shall be governed by the Commercial Companies Code, the Company's Statutes and the Terms of Reference of the Annual General Meeting of Selena FM S.A.

Legal basis: Art. 56 section 1 point 2 of the Act on Public Offering – current and financial reports.