

The application to place on the agenda of Ordinary General Shareholders Meeting of Apator SA called on 21st June 2010 the point regarding the adoption of the resolution on appointment of chartered accountant for special affairs.

Zbigniew Jaworski – undersigned as the shareholder of Apator SA with the seat in Toruń (hereinafter referred the Company) having got in accordance with enclosed the disposal of demand to issue the name certificate at General Shareholders Meeting with the entries in share book, the shares representing at least 5% of total number of votes at General Shareholders Meeting of the Company and (disposal of the demand to issue name certificate at General Shareholders Meeting) and it is the enclosure No 1 to the hereby application based on art 84 para 1 and 6 of the Act dated 29th July 2005 on initial public offer and the conditions for the introduction of financial instruments to the arranged turn over system and public companies (Dz.U. 2005 No. 184 item 1539 with later amendments) and art 401§ 1 of the Act dated 15th September 2000.the Polish Commercial Companies Code (Dz.U. 2000 no. 94 item 1037 with later amendments), I hereby apply to place on the agenda of Ordinary General Shareholders Meeting called on 21st June 2010 the point concerning the adoption of the resolution on the appointment of chartered accountant for special affairs (hereinafter referred “chartered accountant”) with the scope of audit covering the establishment the method of hedging the activity of the Company against foreign currency rate risk in 2005-2009.

In my opinion the appointment of chartered accountant for special affairs should regard the audit to be carried out and particularly of the following issues:

1. Who and when made the decision on conclusion of hedging transactions? Who signed the frame contracts on derivative transactions and who concluded particular transactions?
2. The establishment of the kind of acquired or issued derivatives with particular consideration of their base currency, nominal value, the date and method of opening and closing of the item, party of transaction (item long/short) and all factors having got or may have the influence on the date or method of closing of the hedging item,
3. Has the Executive Board analyzed the method of adjustment of transactions concluded to the volume of currency turnover of the Company?
4. The establishment of the persons responsible for the hedging of the activity of the Company against foreign currency rate risk,
5. The assessment if the hedging of the activity of the Company against foreign currency rate risk had profiteering character i.e would it bring the profit resulting of change of foreign currency rates apart to currency cash flow?
6. Did the Executive Board check and by what method the operations if they had profiteering character?
7. The assessment if the hedging of the activity of the Company against foreign currency rate risk resulted from accepted hedging policy,
8. The assessment if the hedging the activity of the Company against foreign currency rate risk was suitable to the scale and type of business ran by the Company. Were they appropriate to net currency flow or currency flow resulting from concrete commercial contracts,
9. The assessment of legitimacy and rationality of the use by the Company of asymmetrical optional structures,
10. The assessment if asymmetrical optional structures were suitable instruments for the needs of the Company in the view of hedging its activity against foreign currency risk,
11. The assessment of the influence of the hedging used for the activity of the Company against foreign exchange rate risk on general financial situation of the Company.

12. The assessment of the correctness of evaluation and disclosure of hedging instruments in the financial statements
13. The assessment of the correctness of preparing and the content of annual financial statements concerning the issue of hedging instruments .
14. Who and when made the decision on conclusion of the contracts on hedging against foreign currency rate risk,
15. The establishment if the Executive Board or employees of the Company were in consultation with independent investment adviser in order to identify the risk related to the conclusion of hedging transactions against foreign currency rate risk,
16. The establishment when the Executive Board decided to sign hedging transactions against foreign currency rate risk,
17. The establishment if hedging contracts against foreign currency risk were given the opinion of law department of the Company or external lawyer's office,
18. Did the bodies of the Company respect the regulations of the Statute of the Company and internal procedures resulting from regulations of the bodies of the Company while concluding frame contracts and particular transactions?

At the same time I apply to nominate as chartered accountant in the scope of this application to be "ELIKS" Audytorska Spółka z o.o. GRUPA FINANS-SERVIS with the seat in Wrocław (National Court Register : 0000078234, Tax Identification Number: 896-000-19-94, Company Registration Office Number : 001384617) dependent in capital on the Accountants Association in Poland. According to my best knowledge indicated entity complies the criteria specified in art.84 para 2 and 3 of the Act on initial public offer. The consent to nominate the above entity as chartered accountant mentioned in art.84 para 4 point 1 of the Act on initial public offer is the enclosure no.2 to the hereby application.

The draft of the resolution on nomination of chartered accountant with justification is the Enclosure no.3 to hereby application

Enclosure No 2

The consent to nominate "ELIKS" Audytorska Spółka z o.o. GRUPA FINANS-SERVIS as chartered accountant to special affairs

Zbigniew Jaworski - undersigned according to the content of the application dated 31st May 2010 on placing on agenda of Ordinary General Shareholders Meeting of Apator SA called on 21st June 2010 the point f. regarding the adoption of the resolution on the appointment of chartered accountant for special affairs according to the requirement of art.84 para 4 point 1 of the Act on initial public offer I hereby give the consent to appoint "ELIKS" Audytorska Spółka z o.o. GRUPA FINANS-SERVIS with the seat in Wrocław (National Court Register : 0000078234, Tax Identification Number: 896-000-19-94, Company Registration Office Number : 001384617) as chartered accountant.

Enclosure No 3 The draft of resolution

Resolution No.....

of Ordinary General Shareholders Meeting of Apator SA dated 21st June 2010 on the appointment of chartered accountant for special affairs in the scope of audit covering the establishment the method of hedging of the activity of the Company against foreign currency rate risk in the period 2005-2009.

Based on art 84 para 1 of the Act dated 25th July 2005 on initial public offer and the conditions of the introduction of financial instruments to the arranged turnover system and on public companies (Dz.U. 2005 No. 184 item 1539 with later amendments) and art. 401§ 1 of the Act dated 15th September 2000.the Polish Commercial Companies Code (Dz.U. 2000 no. 94 itm 1037 with later amendments), Ordinary General Shareholders Meeting of Apator SA with the seat in Toruń appoints chartered accountant for special affairs (hereinafter referred "Chartered accountant") and decides the following:

§ 1

1. The shareholder Zbigniew Jaworski applies to appoint in his application dated 31st May 2010 on placing on the agenda of Ordinary General Shareholders Meeting of Apator SA called on 21st June 2010 the point regarding the adoption of the resolution on appointment of chartered accountant for special affairs with the scope of audit covering the establishment the method of hedging of the activity of the Company against foreign currency rate risk in 2005-2009 the company "ELIKS" Audytorska Spółka z o.o. GRUPA FINANS-SERVIS with the seat in Wrocław (National Court Register : 0000078234, Tax Identification Number: 896-000-19-94, Company Registration Office Number : 001384617) as chartered accountant.
2. The chartered accountant will make the audit of the issues concerning the method of hedging of the activity of the Company against foreign currency rate risk in 2005-2009 and in particular :
 - a) Establishment of the kind of acquired or issued derivatives with particular consideration of their base currency, nominal value, the date and method of opening and closing of the item, party of transaction (item long/short) and all factors having got or may have the influence on the date or method of closing of the hedging item,
 - b) Establishment of the persons responsible for the hedging of the activity of the Company against foreign currency rate risk,
 - c) The assessment if the hedging of the activity of the Company against foreign currency rate risk had profiteering character i.e would it bring the profit resulting of change of foreign currency rates apart to currency cash flow?
 - d) The assessment if the hedging of the activity of the Company against foreign currency rate risk resulted from accepted hedging policy,
 - e) The assessment if the hedging the activity of the Company against foreign currency rate risk was suitable to the scale and business ran by the Company. Were they appropriate to net currency flow or currency flow resulting from concrete commercial contracts,
 - f) The assessment of legitimacy and rationality of the use by the Company of asymmetrical optional structures,
 - g) The assessment if asymmetrical optional structures were suitable instruments for the needs of the Company in the view of hedging its activity against foreign currency risk,
 - h) The assessment of the influence of the hedging used for the activity of the Company against foreign exchange rate risk on general financial situation of the Company.
 - i) The assessment of the correctness of evaluation and disclosure of hedging instruments in the financial statements
 - j) The assessment of the correctness of preparing and the content of annual financial statements concerning hedging instruments aspect.

- k) The establishment who and when made the decision on conclusion of the contracts on hedging against foreign currency rate risk,
 - l) The establishment if the Executive Board or employees of the Company were in consultation with independent investment adviser in order to identify the risk related to the conclusion of hedging transactions against foreign currency rate risk,
 - m) The establishment when the Executive Board decided to sign hedging transactions against foreign currency rate risk,
 - n) The establishment if hedging contracts against foreign currency risk were given the opinion of law department of the Company or external lawyer's office,
3. The Company will make available to the chartered accountant all requested documents regarding hedging the activity of the Company against foreign currency rate risk necessary to make audit in the scope included in para 2 and particularly:
 - a) all the documents regarding the liabilities or receivables in foreign currency of the Company and related to them accounting books with particular consideration of commercial contracts,
 - b) all the documents regarding the method of hedging the activity of the Company against foreign currency rate risk with particular consideration of frame contracts concluded between the Company and banks and other financial institutions,
 - c) the resolutions of the Executive Board, the Supervisory Board and General Shareholders Meetings regarding the hedging methodology of the activity of the Company against foreign currency rate risk or hedging accounting policy applied,
 - d) individual and consolidated annual financial statements
 - e) all the documents including the performance by the Executive Board or the employees of the Company analyses tests of sensibility regarding financial risk related to the hedging contracts concluded
 - f) all the documents including the performance by the Executive Board or the employees of the Company the forecast of the change in foreign currency rates
 - g) bank confirmations of open hedging items at the balance day,
 - h) the Statute of the Company
 4. Chartered accountant will commence the audit not later than two weeks of the date of adoption of the resolution.
 5. Chartered accountant will make audit at the cost of the Company

§ 2

The resolution comes into life of the date of the adoption.

Justification

The performance of audit in the scope of presented in suggested resolution will allow making the assessment of the legitimacy of conclusion of the contracts by the Company concerning hedging instruments against foreign exchange rate risk that will allow to answer the question if the losses incurred by the Company in result of the performance of the contracts were possible to avoid. In case of finding the violation of the law, particularly lack of fulfillment of the duties or lack of competence, the audit will allow to claim by the Company the person responsible for losses incurred to remedy the damage. Covering by the audit the period since 2005 till 2009 will allow establishing the changes that took place concerning the hedging of the activity of the Company against foreign exchange rate risk and at the same time real intentions of persons responsible for the contracts concluded with banks and financial institutions.

Enclosure No.1

To the application on appointment of chartered accountant for special affairs

Zbigniew Jaworski undersigned in accordance with the content of the application dated 31st May 2010 on placing on the agenda of Ordinary General Shareholders meeting of Apator SA to be held on 21st June 2010 the point regarding adoption of the resolution on appointment of chartered accountant for special affairs in accordance with the requirement of art.84 para 4 point 1 of the Act on initial public offer I hereby submit DISPOSAL OF THE DEMAND TO ISSUE NAME CERTIFICATE OF General Shareholders Meeting