

Draft Resolutions of the Extraordinary General Shareholders Meeting of Impel SA

Current Report No. 36/2005 of October 7th 2005

The Executive Board of Impel SA hereby publishes the draft resolutions of the Company's Extraordinary General Shareholders Meeting convened for October 17th 2005.

Resolution No.1 of the Extraordinary General Shareholders Meeting of Impel SA of Wrocław ("the Company") of October 17th 2005

concerning election of the Chairman of the Extraordinary General Shareholders Meeting of October 17th 2005.

Acting pursuant to Art. 409.1 of the Polish Companies Act and Par. 26 of the Company's Articles of Association, the Extraordinary General Shareholders Meeting of the Company resolves as follows:

Par.1

Mr is hereby elected Chairman of the Extraordinary General Shareholders Meeting of October 17th 2005.

Par.2

The Resolution shall become effective as of its adoption date.

Resolution No.2 of the Extraordinary General Shareholders Meeting of Impel SA of Wrocław ("the Company") of October 17th 2005

on approval of the agenda of the Annual General Shareholders Meeting of October 17th 2005.

The Annual General Shareholders Meeting hereby resolves as follows:

Par.1

The following agenda of the Annual General Shareholders Meeting is hereby approved:

- 1.Opening of the Annual General Shareholders Meeting and election of the Chairman of the Meeting.
- 2.Confirmation that the Annual General Shareholders Meeting has been duly convened and has the capacity to adopt resolutions.
- 3.Adoption of the Meeting's agenda.
- 4.Adoption of a resolution approving the transfer of an organised part of the Company's business, comprising tangible and intangible assets related to the provision of cleaning services, to a company wholly owned by Impel SA.
- 5.Closing of the Annual General Shareholders Meeting.

Par.2

The Resolution shall become effective as of its adoption date.

Resolution No.3 of the Extraordinary General Shareholders Meeting of Impel SA of Wrocław ("the Company") of October 17th 2005

concerning approval of transfer of an organised part of the Company's business, comprising tangible and intangible assets related to the provision of cleaning services.

Acting pursuant to Art. 393.3 of the Polish Companies Act and Par. 27.1.12 of the Company's Articles of Association, the Extraordinary General Shareholders Meeting hereby resolves as follows:

Par.1

1.The General Shareholders Meeting hereby approves the transfer of an organised part of the Company's business, comprising tangible and intangible assets related to the provision of cleaning services.

2.Transfer of an organised part of the Company's business can only be made to a company which is wholly owned by Impel SA.

Par.2

The General Shareholders Meeting hereby obligates the Company's Executive Board to take all actions related to:

1) separation of tangible and intangible assets related to the provision by the Company of cleaning services, which will constitute an organised part of the Company's business, including determination of the types, number and value of those assets.

2) transfer of the organised part of the Company's business to a company wholly owned by Impel SA.

Par.3

The Resolution shall become effective as of its adoption date.

Legal basis:

Par. 45.3 of the Regulation of the Polish Council of Ministers on the Warsaw Stock Exchange.