

## **Convening the Extraordinary General Shareholders Meeting of Impel SA**

### **Current Report No. 70/2004 of December 3rd 2004**

The Executive Board of Impel SA, registered office at ul. Ślężna 118, Wrocław, Poland, entered in the Register of Entrepreneurs maintained by the District Court for Wrocław-Fabryczna, VI Commercial Division of the National Court Register, under entry No. KRS 0000004185, acting under Art. 398, Art. 399.1 and Art. 402 of the Polish Companies Act and under Par. 21 of the Company's Articles of Association, hereby convenes the Extraordinary General Shareholders Meeting of Impel SA. The Meeting shall be held at ul. Powstańców Śląskich 7, Wrocław and shall commence at 11.00 am, on December 28th 2004.

#### Agenda for the Meeting

1. Opening of the Extraordinary General Shareholders Meeting.
2. Election of the Chairman of the Meeting.
3. Confirmation that the Extraordinary Shareholders Meeting has been duly convened and has the capacity to adopt resolutions.
4. Approval of the Meeting Agenda.
5. Adoption of resolutions on the preparation of the financial statements of Impel SA and of the Impel Group undertakings in accordance with the International Accounting Standards.
6. Closing of the Extraordinary General Shareholders Meeting.

The following persons are entitled to participate in the Extraordinary General Shareholders Meeting:

- holders of registered shares, entered in the Share Book not later than one week prior to the date of the General Shareholders Meeting,
- holders of bearer shares, provided that they submit registered share certificates issued by entities maintaining their securities accounts at least one week prior to the date of the General Shareholders Meeting and do not collect them prior to the conclusion of the Meeting, as stipulated in Art. 11 of the Polish Securities Act of August 21st 1997.

Share certificates should be submitted at the Company's registered office, Room 420, ul. Ślężna 118, Wrocław, between 9.00 am and 3.00 pm on business days, on or before December 21st 2004.

Pursuant to Art. 407.1 of the Polish Companies Act, three days prior to the date of the Extraordinary General Shareholders Meeting, a list of the shareholders entitled to participate in the Extraordinary General Shareholders Meeting will be available for inspection at the Company's registered offices, ul. Ślężna 118, 53-111 Wrocław.

Document copies and information materials pertaining to the Extraordinary General Shareholders Meeting and required under law will be available at the Company's registered offices, between 9.00 *am* and 3.00 *pm* on the dates stipulated under statutory requirements.

Pursuant to Art. 412 of the Polish Companies Act, shareholders may participate in the Extraordinary General Shareholders Meeting and exercise their voting rights in person or by a proxy. The powers of attorney should be granted in writing under the pain of nullity, stamp duty paid, and attached to the minutes of the Meeting.

Representatives of legal persons should present valid official copies of entries in relevant registers, listing the individuals authorised to represent those legal persons.  
Persons entitled to participate in the Extraordinary General Shareholders Meeting will be able to register and receive voting cards at ul. Powstańców Śląskich 7, Wrocław, between 9.30 am and 10.45 am on the date of the Meeting.

*Legal basis:*

*Par. 49.1.1. of the Polish Council of Ministers' Directive on the Warsaw Stock Exchange*