

[Draft]

**Resolution No. 1
of the Ordinary General Meeting
of J.W. Construction Holding S.A.
with its registered office in Ząbki
of June 19, 2008**

concerning the election of the Chair of the Ordinary General Meeting of J.W. Construction Holding S.A. with its registered office in Ząbki (“**Company**”)

Section 1

1. Acting pursuant to Article 409, sec. 1 of the Code of Commercial Companies and sec. 3, subsec. 2, letter c) of the “Rules of the General Meeting and the Election of Supervisory Board Members,” the Ordinary General Meeting of the Company appoints Mr. [•] as Chair of the Ordinary General Meeting of the Company.
2. The Resolution was adopted [•], by secret ballot.

Section 2

The Resolution shall come into effect as of the date of its adoption.

[Draft]

**Resolution No. 2
of the Ordinary General Meeting
of J.W. Construction Holding S.A.
with its registered office in Zabki
of June 19, 2008**

concerning the adoption of the agenda

Section 1

1. The Ordinary General Meeting of J.W. Construction Holding S.A. with its registered office in Zabki (“**Company**”) adopts the following agenda:
 - 1) The opening of the Ordinary General Meeting.
 - 2) The election of the Chair of the Ordinary General Meeting.
 - 3) Stating that the Ordinary General Meeting has been properly summoned and is competent to adopt resolutions.
 - 4) The adoption of the agenda of the Ordinary General Meeting.
 - 5) The submission by the Company’s Management Board of the Company’s financial statements for the year 2007 and the Management Board’s report concerning Company operations in 2007.
 - 6) The submission by the Company’s Management Board of the consolidated financial statements of the J.W. Construction Holding S.A. Group for the year 2007 and the Management Board’s report concerning J.W. Construction Holding S.A. Group operations in 2007.
 - 7) The submission of the Supervisory Board report concerning its activities in 2007 and the assessment of the Company’s standing.
 - 8) The submission of the Management Board motion concerning the distribution of Company profit together with the opinion of the Supervisory Board.
 - 9) The adoption of a resolution concerning the acceptance and approval of the Company’s financial statements for the year 2007.
 - 10) The adoption of a resolution concerning the acceptance and approval of the Management Board’s report concerning Company operations in 2007.
 - 11) The adoption of a resolution concerning the acceptance and approval of the J.W. Construction Holding S.A. Group consolidated financial statements for the year 2007.
 - 12) The adoption of a resolution concerning the acceptance and approval of the Management Board’s report concerning J.W. Construction Holding S.A. Group operations in 2007.
 - 13) The adoption of a resolution concerning the acceptance and approval of the Supervisory Board report concerning its activities in 2007.
 - 14) The adoption of a resolution concerning the distribution of the Company’s 2007 net profit, the coverage of previous years’ losses and the determination of the dividend record date.
 - 15) The adoption of resolutions concerning the acknowledgment of the fulfillment of duties by Management Board Members in 2007.
 - 16) The adoption of resolutions concerning the acknowledgment of the fulfillment of duties by Supervisory Board Members in 2007.

- 17) The adoption of resolutions concerning changes in the composition of the Company's Supervisory Board.
- 18) The adoption of a resolution concerning the authorization for the Company's Management Board to purchase the Company's treasury shares in order to redeem them.
- 19) The closing of the Ordinary General Meeting.

2. The Resolution was adopted [•], by an open vote.

Section 2

The Resolution shall come into effect as of the date of its adoption.

[Draft]

**Resolution No. 3
of the Ordinary General Meeting
of J.W. Construction Holding S.A.
with its registered office in Ząbki
of June 19, 2008**

concerning the acceptance and approval of the financial statements of J.W. Construction Holding S.A. with its registered office in Ząbki (“**Company**”) for the year 2007

Section 1

1. Acting pursuant to Article 393, point 1) and Article 395, sec. 2, point 1) of the Code of Commercial Companies and sec. 10, subsec. 4, point 1) of the Company Articles of Association, the Ordinary General Meeting of the Company, having read and considered the opinion and report of the certified auditor as well as Resolution No. 2 of the Supervisory Board of June 3, 2008, decides to accept and approve the Company’s financial statements for the year 2007, drawn up in accordance with International Accounting Standards (IAS)/International Financial Reporting Standards (IFRS), which have been applied while drawing up the Company’s financial statements since January 1, 2006, including:
 - a) The balance sheet drawn up as at December 31, 2007, which shows assets and liabilities amounting to PLN 1,194,158,674.05 (say: one billion, one hundred and ninety-four million, one hundred and fifty-eight thousand, six hundred and seventy-four zlotys 05/100);
 - b) The profit and loss account for the period from January 1, 2007 to December 31, 2007, which shows a net profit amounting to PLN 119,409,027.74 (say: one hundred and nineteen million, four hundred and nine thousand, twenty-seven zlotys 74/100);
 - c) The cash flow statement, which shows an increase in net cash during the financial year from January 1, 2007 to December 31, 2007 amounting to PLN 22,316,293.88 (say: twenty-two million, three hundred and sixteen thousand, two hundred and ninety-three zlotys 88/100);
 - d) The statement of changes in shareholders’ equity for the period from January 1, 2007 to December 31, 2007, which shows an increase in equity amounting to PLN 326,269,636.26 (say: three hundred and twenty-six million, two hundred and sixty-nine thousand, six hundred and thirty-six zlotys 26/100);
 - e) Notes for the year 2007.

2. The Resolution was adopted [•], by an open vote.

Section 2

The Resolution shall come into effect as of the date of its adoption.

[Draft]

**Resolution No. 4
of the Ordinary General Meeting
of J.W. Construction Holding S.A.
with its registered office in Zabki
of June 19, 2008**

concerning the acceptance and approval of the report of the Management Board of J.W. Construction Holding S.A. with its registered office in Zabki (“**Company**”) concerning Company operations in 2007

Section 1

1. Acting pursuant to Article 393, point 1) and Article 395, sec. 2, point 1) of the Code of Commercial Companies and sec. 10, subsec. 4, point 1) of the Company Articles of Association, the Ordinary General Meeting of the Company, having read and considered the report of the Company’s Management Board concerning Company operations in 2007, decides to accept and approve the report of the Company’s Management Board concerning Company operations in 2007.
2. The Resolution was adopted [•], by an open vote.

Section 2

The Resolution shall come into effect as of the date of its adoption.

[Draft]

**Resolution No. 5
of the Ordinary General Meeting
of J.W. Construction Holding S.A.
with its registered office in Ząbki
of June 19, 2008**

concerning the acceptance and approval of the consolidated financial statements of J.W. Construction Holding S.A. with its registered office in Ząbki (“**Company**”) for the year 2007

Section 1

1. Acting pursuant to Article 395, sec. 5, of the Code of Commercial Companies, the Ordinary General Meeting of the Company, having read and considered the opinion and report of the certified auditor as well as Resolution No. 4 of the Supervisory Board of June 3, 2008, decides to accept and approve the Company Group’s consolidated financial statements for the financial year 2007, drawn up in accordance with International Accounting Standards (IAS)/International Financial Reporting Standards (IFRS), which have been applied while drawing up the Group’s financial statements since January 1, 2006, including:
 - a) The consolidated balance sheet drawn up as at December 31, 2007, which shows assets and liabilities amounting to PLN 1,511,567,294.14 (say: one billion, five hundred and eleven million, five hundred and sixty-seven thousand, two hundred and ninety-four zlotys 14/100);
 - b) The consolidated profit and loss account for the period from January 1, 2007 to December 31, 2007, which shows a net profit amounting to PLN 148,104,239.39 (say: one hundred and forty-eight million, one hundred and four thousand, two hundred and thirty-nine zlotys 39/100);
 - c) The consolidated cash flow statement, which shows an increase in net cash during the financial year from January 1, 2007 to December 31, 2007 amounting to PLN 37,951,324.71 (say: thirty-seven million, nine hundred and fifty-one thousand, three hundred and twenty-four zlotys 71/100);
 - d) The consolidated statement of changes in shareholders’ equity for the period from January 1, 2007 to December 31, 2007, which shows an increase in equity amounting to PLN 356,058,307.94 (say: three hundred and fifty-six million, fifty-eight thousand, three hundred and seven zlotys 94/100);
 - e) Notes for the year 2007.

2. The Resolution was adopted [•], by an open vote.

Section 2

The Resolution shall come into effect as of the date of its adoption.

[Draft]

**Resolution No. 6
of the Ordinary General Meeting
of J.W. Construction Holding S.A.
with its registered office in Ząbki
of June 19, 2008**

concerning the acceptance and approval of the report of the Management Board of J.W. Construction Holding S.A. with its registered office in Ząbki (“**Company**”) concerning the Company Group’s operations for the year 2007

Section 1

1. Acting pursuant to Article 395, sec. 5 of the Code of Commercial Companies, the Ordinary General Meeting of the Company, having read and considered the report of the Company’s Management Board concerning the Group’s operations in 2007, decides to accept and approve the report of the Company’s Management Board concerning the Company Group’s operations in 2007.
2. The Resolution was adopted [•], by an open vote.

Section 2

The Resolution shall come into effect as of the date of its adoption.

[Draft]

**Resolution No. 7
of the Ordinary General Meeting
of J.W. Construction Holding S.A.
with its registered office in Ząbki
of June 19, 2008**

concerning the acceptance and approval of the report of the Supervisory Board of J.W. Construction Holding S.A. with its registered office in Ząbki (“**Company**”) concerning its activities in 2007

Section 1

1. Acting pursuant to Article 395, sec. 5 of the Code of Commercial Companies, the Ordinary General Meeting of the Company, having read and considered the report of the Company’s Supervisory Board concerning its activities in 2007, decides to accept and approve the report of the Supervisory Board concerning its activities in 2007.
2. The Resolution was adopted [•], by an open vote.

Section 2

The Resolution shall come into effect as of the date of its adoption.

[Draft]

**Resolution No. 8
of the Ordinary General Meeting
of J.W. Construction Holding S.A.
with its registered office in Ząbki
of June 19, 2008**

concerning the distribution of the 2007 net profit, the coverage of previous years' losses and
the determination of the dividend record date

Section 1

Acting pursuant to Article 348 and Article 395, sec. 2, point 2) of the Code of Commercial Companies as well as sec. 10, subsec. 4, point 11) and sec. 24, subsec. 6 of the Articles of Association of J.W. Construction S.A. with its registered office in Ząbki ("Company"), the Ordinary General Meeting of the Company, having read the financial statements for the year 2007, the opinion and report of the certified auditor and Resolution No. 6 of the Supervisory Board of June 3, 2008, and also having considered the motion of the Company's Management Board concerning the distribution of profit for the year 2007, decides:

- 1) to fully cover the previous years' losses shown in the financial statements for the financial year 2007, amounting to PLN 404,512.14 (say: four hundred and four thousand, five hundred and twelve zlotys 14/100) from the Company's supplementary capital;
- 2) to distribute the net profit for the financial year 2007, amounting to PLN 119,409,027.74 (say: one hundred and nineteen million, four hundred and nine thousand, twenty-seven zlotys 74/100), in the following manner:
 - a) by allocating the amount of PLN 35,553,882 (say: thirty-five million, five hundred and fifty-three thousand, eight hundred and eighty-two zlotys) to the payment of dividend to the Company's shareholders;
 - b) by allocating the amount of PLN 83,855,145.74 (say: eighty-three million, eight hundred and fifty-five thousand, one hundred and forty-five zlotys 74/100) to the Company's supplementary capital.

Section 2

Having considered the motion of the Company's Management Board, the Ordinary General Meeting of the Company decides to make July 3, 2008 the dividend record date.

Section 3

Having considered the motion of the Company's Management Board, the Ordinary General Meeting of the Company decides to make September 30, 2008 the dividend payment date.

Section 4

1. The Resolution was adopted [•], by an open vote.
2. The Resolution shall come into effect as of the date of its adoption.

[Draft]

**Resolution No. 9
of the Ordinary General Meeting
of J.W. Construction Holding S.A.
with its registered office in Ząbki
of June 19, 2008**

concerning the acknowledgement of the fulfillment of duties by Mr. Jerzy Zdrzałka, President of the Management Board of J.W. Construction Holding S.A. with its registered office in Ząbki (“**Company**”)

Section 1

1. Acting pursuant to Article 393, point 1) and Article 395, sec. 2, point 3) of the Code of Commercial Companies and sec. 10, subsec. 4, point 1) of the Company Articles of Association, the Ordinary General Meeting of the Company decides to acknowledge the fulfillment by Mr. Jerzy Zdrzałka of his duties as the President of the Company’s Management Board during the period from January 1, 2007 to December 31, 2007.
2. The Resolution was adopted [•], by secret ballot.

Section 2

The Resolution shall come into effect as of the date of its adoption.

[Draft]

**Resolution No. 10
of the Ordinary General Meeting
of J.W. Construction Holding S.A.
with its registered office in Ząbki
of June 19, 2008**

concerning the acknowledgement of the fulfillment of duties by Ms. Barbara Czyż, Member of the Management Board of J.W. Construction Holding S.A. with its registered office in Ząbki (“**Company**”)

Section 1

1. Acting pursuant to Article 393, point 1) and Article 395, sec. 2, point 3) of the Code of Commercial Companies and sec. 10, subsec. 4, point 1) of the Company Articles of Association, the Ordinary General Meeting of the Company decides to acknowledge the fulfillment by Ms. Barbara Czyż of her duties as a Member of the Company’s Management Board during the period from January 1, 2007 to December 31, 2007.
2. The Resolution was adopted [•], by secret ballot.

Section 2

The Resolution shall come into effect as of the date of its adoption.

[Draft]

**Resolution No. 11
of the Ordinary General Meeting
of J.W. Construction Holding S.A.
with its registered office in Ząbki
of June 19, 2008**

concerning the acknowledgement of the fulfillment of duties by Ms. Irmina Łopuszyńska,
Member of the Management Board of J.W. Construction Holding S.A. with its registered
office in Ząbki (“**Company**”)

Section 1

1. Acting pursuant to Article 393, point 1) and Article 395, sec. 2, point 3) of the Code of Commercial Companies and sec. 10, subsec. 4, point 1) of the Company Articles of Association, the Ordinary General Meeting of the Company decides to acknowledge the fulfillment by Ms. Irmina Łopuszyńska of her duties as a Member of the Company’s Management Board during the period from January 1, 2007 to December 31, 2007
2. The Resolution was adopted [•], by secret ballot.

Section 2

The Resolution shall come into effect as of the date of its adoption.

[Draft]

**Resolution No. 12
of the Ordinary General Meeting
of J.W. Construction Holding S.A.
with its registered office in Ząbki
of June 19, 2008**

concerning the acknowledgement of the fulfillment of duties by Ms. Bożena Malinowska,
Member of the Management Board of J.W. Construction Holding S.A. with its registered
office in Ząbki (“**Company**”)

Section 1

1. Acting pursuant to Article 393, point 1) and Article 395, sec. 2, point 3) of the Code of Commercial Companies and sec. 10, subsec. 4, point 1) of the Company Articles of Association, the Ordinary General Meeting of the Company decides to acknowledge the fulfillment by Ms. Bożena Malinowska of her duties as a Member of the Company’s Management Board during the period from January 1, 2007 to December 31, 2007.
2. The Resolution was adopted [•], by secret ballot.

Section 2

The Resolution shall come into effect as of the date of its adoption.

[Draft]

**Resolution No. 13
of the Ordinary General Meeting
of J.W. Construction Holding S.A.
with its registered office in Ząbki
of June 19, 2008**

concerning the acknowledgement of the fulfillment of duties by Ms. Grażyna Szafarowska,
Member of the Management Board of J.W. Construction Holding S.A. with its registered
office in Ząbki (“**Company**”)

Section 1

1. Acting pursuant to Article 393, point 1) and Article 395, sec. 2, point 3) of the Code of Commercial Companies and sec. 10, subsec. 4, point 1) of the Company Articles of Association, the Ordinary General Meeting of the Company decides to acknowledge the fulfillment by Ms. Grażyna Szafarowska of her duties as a Member of the Company’s Management Board during the period from January 1, 2007 to December 31, 2007.
2. The Resolution was adopted [•], by secret ballot.

Section 2

The Resolution shall come into effect as of the date of its adoption.

[Draft]

**Resolution No. 14
of the Ordinary General Meeting
of J.W. Construction Holding S.A.
with its registered office in Ząbki
of June 19, 2008**

concerning the acknowledgement of the fulfillment of duties by Mr. Wojciech Rajchert,
Member of the Management Board of J.W. Construction Holding S.A. with its registered
office in Ząbki (“**Company**”)

Section 1

1. Acting pursuant to Article 393, point 1) and Article 395, sec. 2, point 3) of the Code of Commercial Companies and sec. 10, subsec. 4, point 1) of the Company Articles of Association, the Ordinary General Meeting of the Company decides to acknowledge the fulfillment by Mr. Wojciech Rajchert of his duties as a Member of the Company’s Management Board during the period from January 1, 2007 to December 31, 2007.
2. The Resolution was adopted [•], by secret ballot.

Section 2

The Resolution shall come into effect as of the date of its adoption.

[Draft]

**Resolution No. 15
of the Ordinary General Meeting
of J.W. Construction Holding S.A.
with its registered office in Ząbki
of June 19, 2008**

concerning the acknowledgement of the fulfillment of duties by Mr. Tomasz Panabazys,
Member of the Management Board of J.W. Construction Holding S.A. with its registered
office in Ząbki (“**Company**”)

Section 1

1. Acting pursuant to Article 393, point 1) and Article 395, sec. 2, point 3) of the Code of Commercial Companies and sec. 10, subsec. 4, point 1) of the Company Articles of Association, the Ordinary General Meeting of the Company decides to acknowledge the fulfillment by Mr. Tomasz Panabazys of his duties as a Member of the Company’s Management Board during the period from January 1, 2007 to October 31, 2007.
2. The Resolution was adopted [•], by secret ballot.

Section 2

The Resolution shall come into effect as of the date of its adoption.

[Draft]

**Resolution No. 16
of the Ordinary General Meeting
of J.W. Construction Holding S.A.
with its registered office in Ząbki
of June 19, 2008**

concerning the acknowledgement of the fulfillment of duties by Mr. Ryszard Matkowski,
President of the J.W. Construction Holding S.A. Group with its registered office in Ząbki
(**“Company”**)

Section 1

1. Acting pursuant to Article 393, point 1) and Article 395, sec. 2, point 3) of the Code of Commercial Companies and sec. 10, subsec. 4, point 1) of the Company Articles of Association, the Ordinary General Meeting of the Company decides to acknowledge the fulfillment by Mr. Ryszard Matkowski of his duties as the President of the Company Group during the period from January 1, 2007 to September 21, 2007.
2. The Resolution was adopted [•], by secret ballot.

Section 2

The Resolution shall come into effect as of the date of its adoption.

[Draft]

**Resolution No. 17
of the Ordinary General Meeting
of J.W. Construction Holding S.A.
with its registered office in Ząbki
of June 19, 2008**

concerning the acknowledgement of the fulfillment of duties by Mr. Józef Wojciechowski, Chairman of the Supervisory Board of J.W. Construction Holding S.A. with its registered office in Ząbki (“**Company**”)

Section 1

1. Acting pursuant to Article 393, point 1) and Article 395, sec. 2, point 3) of the Code of Commercial Companies and sec. 10, subsec. 4, point 1) of the Company Articles of Association, the Ordinary General Meeting of the Company decides to acknowledge the fulfillment by Mr. Józef Wojciechowski of his duties as the Chairman of the Company’s Supervisory Board during the period from January 1, 2007 to December 31, 2007.
2. The Resolution was adopted [•], by secret ballot.

Section 2

The Resolution shall come into effect as of the date of its adoption.

[Draft]

**Resolution No. 18
of the Ordinary General Meeting
of J.W. Construction Holding S.A.
with its registered office in Ząbki
of June 19, 2008**

concerning the acknowledgement of the fulfillment of duties by Mr. Jacek Obłękowski, Member of the Supervisory Board of J.W. Construction Holding S.A. with its registered office in Ząbki (“**Company**”)

Section 1

1. Acting pursuant to Article 393, point 1) and Article 395, sec. 2, point 3) of the Code of Commercial Companies and sec. 10, subsec. 4, point 1) of the Company Articles of Association, the Ordinary General Meeting of the Company decides to acknowledge the fulfillment by Mr. Jacek Obłękowski of his duties as a Member of the Company’s Supervisory Board during the period from February 16, 2007 to December 31, 2007.
2. The Resolution was adopted [•], by secret ballot.

Section 2

The Resolution shall come into effect as of the date of its adoption.

[Draft]

**Resolution No. 19
of the Ordinary General Meeting
of J.W. Construction Holding S.A.
with its registered office in Ząbki
of June 19, 2008**

concerning the acknowledgement of the fulfillment of duties by Mr. Roman Kobyliński, Member of the Supervisory Board of J.W. Construction Holding S.A. with its registered office in Ząbki (“**Company**”)

Section 1

1. Acting pursuant to Article 393, point 1) and Article 395, sec. 2, point 3) of the Code of Commercial Companies and sec. 10, subsec. 4, point 1) of the Company Articles of Association, the Ordinary General Meeting of the Company decides to acknowledge the fulfillment by Mr. Roman Kobyliński of his duties as a Member of the Company’s Supervisory Board during the period from February 16, 2007 to December 31, 2007.
2. The Resolution was adopted [•], by secret ballot.

Section 2

The Resolution shall come into effect as of the date of its adoption.

[Draft]

**Resolution No. 20
of the Ordinary General Meeting
of J.W. Construction Holding S.A.
with its registered office in Ząbki
of June 19, 2008**

concerning the acknowledgement of the fulfillment of duties by Mr. Marek Rocki, Member of the Supervisory Board of J.W. Construction Holding S.A. with its registered office in Ząbki (“Company”)

Section 1

1. Acting pursuant to Article 393, point 1) and Article 395, sec. 2, point 3) of the Code of Commercial Companies and sec. 10, subsec. 4, point 1) of the Company Articles of Association, the Ordinary General Meeting of the Company decides to acknowledge the fulfillment by Mr. Marek Rocki of his duties as a Member of the Company’s Supervisory Board during the period from February 16, 2007 to December 31, 2007.
2. The Resolution was adopted [•], by secret ballot.

Section 2

The Resolution shall come into effect as of the date of its adoption.

**Resolution No. 21
of the Ordinary General Meeting
of J.W. Construction Holding S.A.
with its registered office in Ząbki
of June 19, 2008**

concerning the acknowledgement of the fulfillment of duties by Mr. Henryk Pietraszkiewicz,
Member of the Supervisory Board of J.W. Construction Holding S.A. with its registered
office in Ząbki (“**Company**”)

Section 1

1. Acting pursuant to Article 393, point 1) and Article 395, sec. 2, point 3) of the Code of Commercial Companies and sec. 10, subsec. 4, point 1) of the Company Articles of Association, the Ordinary General Meeting of the Company decides to acknowledge the fulfillment by Mr. Henryk Pietraszkiewicz of his duties as a Member of the Company’s Supervisory Board during the period from February 16, 2007 to December 31, 2007.
2. The Resolution was adopted [•], by secret ballot.

Section 2

The Resolution shall come into effect as of the date of its adoption.

**Resolution No. 22
of the Ordinary General Meeting
of J.W. Construction Holding S.A.
with its registered office in Ząbki
of June 19, 2008**

concerning the acknowledgement of the fulfillment of duties by Ms. Katarzyna Szajnwald,
Member of the Supervisory Board of J.W. Construction Holding S.A. with its registered
office in Ząbki (“**Company**”)

Section 1

1. Acting pursuant to Article 393, point 1) and Article 395, sec. 2, point 3) of the Code of Commercial Companies and sec. 10, subsec. 4, point 1) of the Company Articles of Association, the Ordinary General Meeting of the Company decides to acknowledge the fulfillment by Ms. Katarzyna Szajnwald of her duties as a Member of the Company’s Supervisory Board during the period from January 1, 2007 to February 16, 2007.
2. The Resolution was adopted [•], by secret ballot.

Section 2

The Resolution shall come into effect as of the date of its adoption.

**Resolution No. 23
of the Ordinary General Meeting
of J.W. Construction Holding S.A.
with its registered office in Ząbki
of June 19, 2008**

concerning the acknowledgement of the fulfillment of duties by Mr. Maciej Gnoiński,
Member of the Supervisory Board of J.W. Construction Holding S.A. with its registered
office in Ząbki (“**Company**”)

Section 1

1. Acting pursuant to Article 393, point 1) and Article 395, sec. 2, point 3) of the Code of Commercial Companies and sec. 10, subsec. 4, point 1) of the Company Articles of Association, the Ordinary General Meeting of the Company decides to acknowledge the fulfillment by Mr. Maciej Gnoiński of his duties as a Member of the Company’s Supervisory Board during the period from January 1, 2007 to February 16, 2007.
2. The Resolution was adopted [•], by secret ballot.

Section 2

The Resolution shall come into effect as of the date of its adoption.

**Resolution No. 24
of the Ordinary General Meeting
of J.W. Construction Holding S.A.
with its registered office in Ząbki
of June 19, 2008**

concerning changes in the composition of the Supervisory Board of J.W. Construction Holding S.A. with its registered office in Ząbki (“**Company**”)

Section 1

1. Acting pursuant to Article 385 of the Code of Commercial Companies and sec. 10, subsec. 4, point 6) of the Company Articles of Association, the Ordinary General Meeting of the Company decides to recall Mr. [•] from the Supervisory Board of the Company as of June 19, 2008.
2. The Resolution was adopted [•], by secret ballot.

Section 2

The Resolution shall come into effect as of the date of its adoption.

**Resolution No. 25
of the Ordinary General Meeting
of J.W. Construction Holding S.A.
with its registered office in Ząbki
of June 19, 2008**

concerning changes in the composition of the Supervisory Board of J.W. Construction Holding S.A. with its registered office in Ząbki (“**Company**”)

Section 1

1. Acting pursuant to Article 385 of the Code of Commercial Companies and sec. 10, subsec. 4, point 6) and sec. 16, subsec. 1 of the Company Articles of Association, the Ordinary General Meeting of the Company decides to appoint Mr./Ms. [•] to the Supervisory Board of the Company for the first joint term of the Company’s Supervisory Board Members as of June 19, 2008.
2. The first joint term of the Company’s Supervisory Board shall start/started on February 16, 2007 and shall expire on February 16, 2010.
3. The Resolution was adopted [•], by secret ballot.

Section 2

The Resolution shall come into effect as of the date of its adoption.

**Resolution No. 27
of the Ordinary General Meeting
of J.W. Construction Holding S.A.
with its registered office in Ząbki
of June 19, 2008**

concerning the authorization for the Management Board of J.W. Construction Holding S.A.
with its registered office in Ząbki (“**Company**”) to purchase the Company’s treasury shares in
order to redeem them

Section 1

1. Acting pursuant to Article 362, sec. 1, point 5 and Article 396, sec. 5 of the Code of Commercial Companies, the Ordinary General Meeting of Shareholders of J.W. Construction Holding S.A. authorizes the Company’s Management Board to purchase the Company’s treasury shares in order to redeem them according to the terms and conditions as well as the procedure stipulated in the present resolution and in accordance with the provisions of Commission Regulation (EC) No. 2273/2003 of December 22, 2003.
2. The Company shall purchase up to 750,000 treasury shares, allocating funds amounting up to PLN 20,000,000 to their purchase.
3. The Company shall purchase treasury shares from the present date until December 31, 2009.
4. The Management Board has been authorized to use supplementary capital funds from the Company’s previous years’ profits in order to purchase the Company’s treasury shares.
5. After the purchase of treasury shares by the Company resulting from the implementation of the provisions of the present resolution has been completed, the Management Board shall summon an Extraordinary General Meeting of the Company in order for the resolutions concerning the redemption of the Company’s treasury shares and the decrease in the Company’s share capital to be adopted.
6. The Management Board has been authorized to make all decisions and undertake all actions aimed at the purchase of treasury shares by the Company resulting from the implementation of the provisions of the present resolution, including the conclusion of an agreement with a brokerage office concerning the purchase of shares through stock exchange transactions.

Section 2

1. The Resolution was adopted [•], by an open vote.
2. The Resolution shall come into effect as of the date of its adoption.