



**The Report of the Management Board of HYDROBUDOWA
POLSKA S.A.
from the activity of the Capital Group
HYDROBUDOWA POLSKA**

for the period from 1st January, 2009 until 30th June, 2009

Wysogotowo, 7th August, 2009

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I. THE CHARACTERISTICS OF THE CAPITAL GROUP HYDROBUDOWA POLSKA

1. General information about the parent company

The parent entity of the HYDROBUDOWA POLSKA Group is the Company HYDROBUDOWA POLSKA S.A. with the seat in Wysogotowo, address: Skórzewska 35; 62-081 Przeźmierowo. HYDROBUDOWA POLSKA S.A. is a company operating in the building sector, specializing in constructing buildings in civil engineering structures, performing engineering and hydro-technical works for general construction.

The company was registered on 24th February 1993 by the District Court in Włocławek under the number RHB-794 in the trade register, and was then registered by the District Court in Toruń, address Młodzieżowa 31, VII Economic Division of the National Court Register under the KRS number 0000017342 – on 6th June, 2001.

The Extraordinary General Meeting of Shareholders held on 9th October 2006 by the Resolution no.1 changed that seat of the Company to Wysogotowo near Poznań, Skórzewska 35. On 20th November 2006 the District Court in Toruń registered the change of the seat and the address of the entity and performed the passing over of the Registering Act of the Company according to the appropriate location of the District Court in Poznań XXI Economic Division of the National Court Register. On 27th August 2007 the District Court in Poznań registered a merger of the Company with the Company "Hydrobudowa Śląsk" S.A. and on 7th January 2008 the change of the name of the Company was registered from HYDROBUDOWA Włocławek S.A. to HYDROBUDOWA POLSKA S.A.

Presently the registration documents are held by the District Court of Poznań – Nowe Miasto and Wilda, VIII Economic Division of the National Court Register.

Company information

Name of the parent entity

OF HYDROBUDOWA POLSKA Joint Stock Company

Seat: 62-081 Wysogotowo, Skórzewska 35, Wysogotowo

Contact data: Tel.: +48 61 664 19 50
Fax. +48 61 664 19 51

www.hbp-sa.pl

e-mail: polska@hbp-sa.pl

The Company has Branches:

1. Branch in Włocławek with the seat in Włocławek

Address: Płocka 164
87-800 Włocławek
Phone: 54 230 32 00
fax.: 54 230 32 02
e-mail: wloclawek@hbp-sa.pl

2. Branch Śląsk with the seat in Mikołów

Address: Żwirki i Wigury 58
43-190 Mikołów
Phone: 32 78 31 100
Main Office: 32 78 31 200
Fax. 32 78 31 201
e-mail: slask@hbp-sa.pl

The Central Statistical Office classification: 4221Z (PKD 2007)

VAT ID number: 888-020-59-44

Enterprise ID [REGON]: 910097080

2. Changes in the managing and supervising staff of HYDROBUDOWA POLSKA S.A.

The Supervisory Board of the Company

In the first half of the year 2009 there were the following changes in the Supervisory Board of the Company:

- On 4th June 2009 Mr. Marcin Idziorek and Mr. Piotr Stobiecki resigned from the function of the Members of the Supervisory Board of the Company HYDROBUDOWA POLSKA S.A. to be effective as of 4th June 2009.
- On 4th June 2009 the Ordinary General Meeting of the Company appointed new Members of the Supervisory Board:
 1. Mr. Leszek Auda
 2. Mr. Robert Oppenheim
 3. Mr. Jacek Krzyżaniak

In the light of the above, as of 31st June 2009 the composition of the Management Board of the Company was the following:

Name and surname	Function
Małgorzata Wiśniewska	Chairperson of the Supervisory Board
Andrzej Wilczyński	Vice-Chairperson of the Supervisory Board
Grzegorz Wojtkowiak	Member of the Supervisory Board
Leszek Auda	Member of the Supervisory Board
Przemysław Szkudlarczyk	Member of the Supervisory Board
Jacek Krzyżaniak	Member of the Supervisory Board
Robert Oppenheim	Member of the Supervisory Board

The Management Board of the Company

In the period from 1st January 2009 until 30th June 2009 no changes were made in the contents of the Management Board of the Company.

As of 30th June 2009 the composition of the Management Board of the Company was the following:

Name and surname	Function
Jerzy Ciechanowski	President of the Management Board

Edward Kasprzak	Vice-President of the Management Board
Jarosław Dusiło	Vice-President of the Management Board
Andrzej Zwierzchowski	Member of the Management Board
Rafał Damasiewicz	Member of the Management Board
Joanna Zwolak	Member of the Management Board

Proxies of the Company

In the period from 1st January 2009 until 30th June 2009 no changes were made as far as the Proxies of the Company are concerned.

As of the day of drawing the report, the only Proxy of the Company was Mr. Andrzej Szultka – an Independent Proxy.

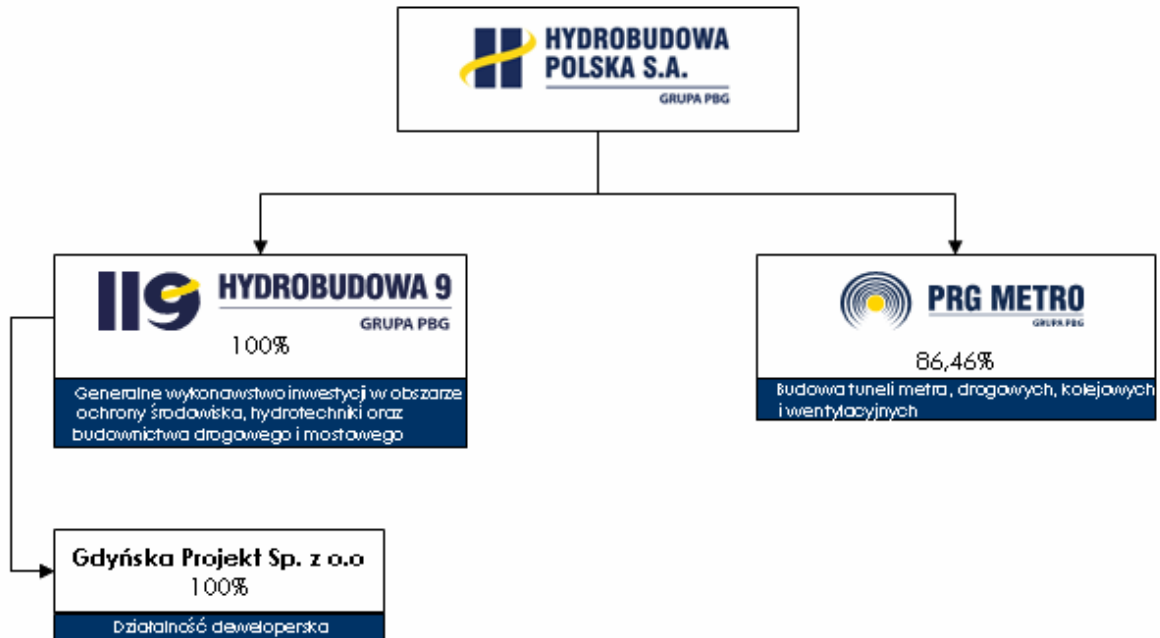
3. Information about the Capital Group HYDROBUDOWA POLSKA

The Capital Group HBP as of 30th June 2009 included: HYDROBUDOWA POLSKA S.A., as the dominating entity, as well as subsidiaries: Przedsiębiorstwo Robót Górniczych „METRO” Sp. z o.o., HYDROBUDOWA 9 S.A., and GDYŃSKA PROJEKT Sp. z o.o.

In the first half of the year 2009 there were the following changes in the Capital Group of HYDROBUDOWA POLSKA:

- HYDROBUDOWA POLSKA S.A. as of 2nd April sold to the Company PBG S.A. all the shares owned in the Company HYDROBUDOWA POLSKA KONSTRUKCJE Sp. z o.o.
- HYDROBUDOWA 9 S.A. as of 25th June 2009 sold 100% shares in the Company GÓRECKA PROJEKT Sp. z o.o. to the Company PBG DOM Sp. z o.o.

As of 30th June 2009 the share of the dominating entity in the capital and in the total number of votes in subsidiaries under consolidation was as follows:



The dominating entity of the Capital Group HBP:
HYDROBUDOWA POLSKA S.A.

Subsidiaries:

- HYDROBUDOWA 9 S.A. – the company under the full consolidation method from 1st April 2007
 - GDYŃSKA PROJEKT Sp. z o.o. - the company under the full consolidation method from 2nd April 2008.
- P.R.G. „METRO” Sp. z o.o. - the company under the full consolidation method from 1st September 2008.

Information about the Companies from the Capital Group HYDROBUDOWA POLSKA as of 30th June 2009.

HYDROBUDOWA 9 S.A.

HYDROBUDOWA 9 S.A. is a company operating in the construction sector, specializing in constructing facilities of water engineering concerning hydraulic engineering and

environmental protection, performing engineering works and general construction. HYDROBUDOWA POLSKA S.A. operates in the same sphere.

The share structure:

100% HYDROBUDOWA POLSKA S.A.

Address: Address: Skórzewska 35, 62-081 Przeźmierowo.

Telephone: (061) 846 97 01, 846 97 02 **Fax.:** 061 847 56 23

Web page: www.hb9.pl

e-mail: sekretariat@hb9.pl

The Central Statistical Office classification: 45 21F – performing general construction works in the sphere of construction engineering works, not classified elsewhere.

Enterprise ID [REGON]: 630006130

VAT ID number: 781 - 00 - 09 - 083

GDYŃSKA PROJEKT Sp. z o.o.

The subject of business activity of the company GDYŃSKA PROJEKT Sp. z o.o. is the purchase, sale, lease and management of real estate (one's own or leased) for one's own use.

The share structure:

100% HYDROBUDOWA 9 S.A.

Address: Address: Skórzewska 35, 62-081 Przeźmierowo.

The Central Statistical Office classification: 6810 Z – purchase and sale of real estate for one's own use

Enterprise ID [REGON]: 300820811

VAT ID number: 781-18-19-878

P.R.G. „METRO” Sp. z o.o.

Przedsiębiorstwo Robót Górniczych Metro Sp. z o.o. specializes in the realization of tasks in the sphere of specialist construction works, including tunnels, underground tunnels and accompanying constructions. Since 2001 the company extended its business activity by the water-sewage market.

Przedsiębiorstwo Robót Górniczych „METRO” Sp. z o.o. is one of the main constructor of Warsaw underground tunnels and accompanying buildings, such as subway routes, route chambers, underground paths, microtunnels.

The share structure:

86,46% HYDROBUDOWA POLSKA S.A.

13,54% private persons

Address: Address: Wólczyńska 163, 01 – 919 Warszawa

Telephone: 022 864 57 50, 864 57 51 Fax: 022 864 57 52

Web page: >> www.prgmetro.pl << www.prgmetro.pl **e-mail:** info@prgmetro.pl

The Central Statistical Office classification: 45 25 E Performing specialist construction works where else not classified.

Enterprise ID [REGON]: 01087256

VAT ID number: 526-10-19-550

II. INFORMATION ABOUT BASIC SERVICES

The profile of business activity of the HBP Capital Group includes general performance of engineering construction of premises, buildings for environmental protection and general construction.

In the Capital Group HYDROBUDOWA POLSKA four main segments were established within which it runs its operating activity:

- **natural gas and crude oil,**
- **water,**
- **fuels,**
- **housing and industrial building engineering.**

GAZ ZIEMNY I ROPA NAFTOWA	WODA	PALIWA
<ul style="list-style-type: none"> ▪ instalacje naziemne do wydobycia ropy naftowej i gazu ziemnego ▪ instalacje do skraplania gazu ziemnego, magazynowania i regazyfikacji LNG ▪ stacje separacji i magazynowania LPG, C5+ ▪ instalacje odsiarczania ▪ instalacje naziemne podziemnych magazynów gazu ziemnego ▪ zbiorniki ropy naftowej ▪ systemy przesyłu gazu ziemnego i ropy naftowej, w tym: stacje redukcyjno-pomiarowe i pomiarowo-rozliczeniowe, mieszalnie, węzły rozdzielcze, tłocznie, itp. ▪ instalacje LNG 	<ul style="list-style-type: none"> ▪ instalacje technologiczne i sanitarne dla systemów wodnych i kanalizacyjnych, takie jak: <ul style="list-style-type: none"> – wodociągi – kanalizacje – magistrale wodociągowe i kolektory – ujęcia wody – oczyszczalnie ścieków ▪ obiekty hydrotechniczne, takie jak: <ul style="list-style-type: none"> – zapory wodne – zbiorniki retencyjne – wały przeciwpowodziowe ▪ renowacje instalacji wodociągowych i kanalizacyjnych 	<ul style="list-style-type: none"> ▪ magazyny paliw, zbiorniki <div style="background-color: #90EE90; padding: 5px; text-align: center;"> BUDOWNICTWO KUBATUROWE (PRZEMYSŁOWE, MIESZKANIOWE I SPORTOWE) </div> <ul style="list-style-type: none"> ▪ budowa obiektów handlowych ▪ budowa hal przemysłowych ▪ budowa obiektów sportowych ▪ budowa budynków mieszkalnych <div style="background-color: #D3D3D3; padding: 5px; text-align: center;"> DROGI </div> <ul style="list-style-type: none"> ▪ Budowa dróg ▪ Budowa mostów ▪ Budowa tuneli (m.in. metra, drogowych, kolejowych) ▪ budowa parkingów

The Group presents income from sales, the costs and result (gross margin) divided into above mentioned segments, it does not however present assets and liabilities of the balance sheet divided into segments of operation due to the fact that part of the fixed assets is used for production included into different segments and it is not possible to assign the reserves of materials to specific segments and it is impossible to assign to the segments the liabilities for supplies and services as well as income and costs of the remaining operational and financial activity.

III. INFORMATION ABOUT CHANGES IN THE SALES MARKET

Total net revenue from sales of products (types of activities)	First half of 2009	First half of 2008	Difference (in thousand PLN)	Dynamics (in %)
	(in thousand PLN)	(in thousand PLN)		
Sale of services including:	545 960	518 188	27 772	105,36%
Natural gas and crude oil	1 194	-	1 194	-
Water (hydraulic engineering and environment protection)	314 907	388 427	- 73 520	- 18,92%
Fuels (storing fuels)	27 532	42 736	- 15 204	- 35,57%
Housing and industrial building engineering	186 773	19 700	167 073	948,09%

Roads	-80	0	- 80	-
Other	15 634	67 325	- 51 691	- 76,77%
The sale of goods and materials	5 006	10 269	- 5 263	- 51,25%
Total net revenue from sales of products	550 966	528 457	22 509	104,26%

The column "Other" shows incomes and costs not assigned to any of the segments, i.e.:

- the construction of facilities connected with waste utilization,
- the sale of goods and materials,
- incomes from other business activities than the construction.

The changes on the sales markets are the consequence of the realized diversification strategy concerning new areas: the construction of stadiums for EURO 2012, waste incineration plants.

The biggest increases should include incomes acquired from the segment "**housing and industrial construction**". They are services connected with the construction of sports facilities, industrial, administration, trade, hotel and conference facilities.

The segment „**water**” in the first half of 2009 constituted 57.16% of net income from total sales of the Group. The contracts realized in this segment are the contracts co-financed by the European Union, characterize by a great unitary value and are connected with investments concerning environmental protection and hydro technology. The company expects the increase of incomes from sales from this segment in relation to the emerging new investments in the sphere of environmental protection and hydro-technology and with the inflow of the union resources.

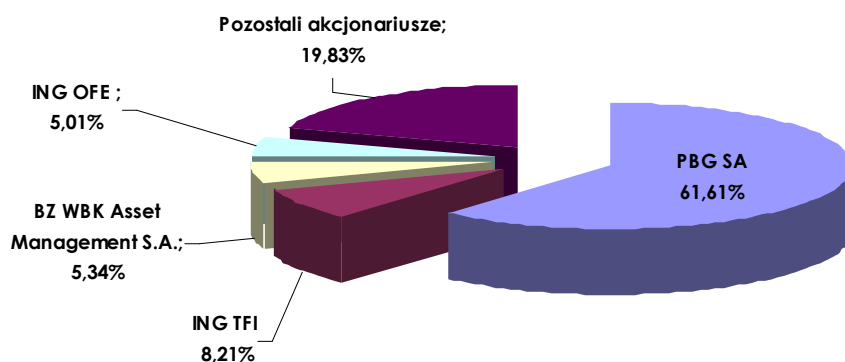
An extremely dynamic segment of activity of the Capital Group of HBP is the sector of „**housing and industrial building engineering**” segment, which includes general construction and industrial infrastructure. The participation of this segment in the net income from the sales of services in the first half of 2009 was 33.90%. (as compared to the analogous period of the previous year, the share of this segment in the sales income increased in total by 966.16%).

Such result is influenced by the contracts realized by the Group concerning the construction of three football stadiums for EURO 2012 in Warsaw, in Gdańska and in Poznań as well as the waste incineration plant in Gdańsk-Szadółki.

IV. THE STOCKHOLDERS HAVING AT LEAST 5% OF VOTES IN THE TOTAL NUMBER OF VOTES AT THE GENERAL SHAREHOLDERS' MEETING AND THE CHANGES IN THE OWNERSHIP STRUCTURE OF MAJOR PACKAGES OF THE ISSUER' STOCKS.

The equity of the Company according to the day of 30th June 2009 was 210 558 445 PLN and was divided into 210 558 445 ordinary bearer shares of the face value of 1.00 PLN each.

The structure of the shareholders of the Company



Below is the Structure of the Shareholders of the Company in votes at the General Meeting of the company as of the day of passing this report.

Pos.	Stockholder	Number of shares	Number of votes	Share in equity of the Issuer	Share in the total number of votes at the General Meeting of the Issuer
1.	PBG S.A.	129 726 808	129 726 808	61,61%	61,61%
2.	ING TFI S.A. in Warsaw	17 282 900	17 282 900	8,21%	8,21%
3.	BZ WBK Asset Management S.A.	11 233 756	11 233 756	5,34%	5,34%
4.	ING OFE in Warsaw	10 550 000	10 550 000	5,01%	5,01%
5.	Other stockholders	41 764 981	41 764 981	19,83%	19,83%

TOTAL	210 558 445	210 558 445	100,00%	100,00%
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No significant changes in the ownership structure of major shares of the Issuer took place in the first half of 2009.

V. DEFINING THE TOTAL NUMBER AND FACE VALUE OF ALL SHARES OF THE COMPANY OWNED BY MANAGING AND SUPERVISING STAFF AT THE END OF 2008

As of 30th June 2009 the managing and supervising staff of HYDROBUDOWA S.A. owned the shares of the Company as follows:

The Management Board of the Company	Number of owned shares /pcs./
Jerzy Ciechanowski	-
Edward Kasprzak	438 100
Joanna Zwolak	50
Jarosław Dusiło	150
Andrzej Zwierzchowski	4 850
Rafał Damasiewicz	-

The Supervisory Board	Number of owned shares /pcs./
Małgorzata Wiśniewska	-
Andrzej Wilczyński	-
Grzegorz Wojtkowiak	-
Robert Oppenheim	605 507
Jacek Krzyżaniak	-
Leszek Auda	-
Przemysław Szkudlarczyk	-

Proxies of the Company	Number of owned shares /pcs./
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Andrzej Szultka

VI. THE INFORMATION ABOUT ORGANIZATIONAL AND CAPITAL CONNECTIONS OF THE COMPANY WITH OTHER ENTITIES AS WELL AS DEFINING CHIEF INVESTMENTS, INCLUDING CAPITAL INVESTMENTS PERFORMED OUTSIDE ITS GROUP OF JOINT ENTITIES IN THE FIRST HALF OF 2009

As of 30th June 2009 the Issuer owned stocks and shares in other entities, i.e.

- HYDROBUDOWA 9 S.A. with the seat in Wysogotowo,
- Przedsiębiorstwo Robót Górniczych „Metro” Sp. z o.o., with the seat in Warsaw
- Drogowa Trasa Średnicowa S.A. with the seat in Katowice,
- Konsorcjum Autostrada „Śląsk” S.A. with the seat in Katowice,
- Mikołowski Bank Spółdzielczy with the seat in Mikołów,
- Centrozap S.A. with the seat in Katowice.

Stocks and shares of HYDROBUDOWA POLSKA S.A. in other business entities according to the state as of 30th June 2009.

Company name	Balance sheet value (in thousand PLN)
HYDROBUDOWA 9 S.A.	325 696,7
Przedsiębiorstwo Robót Górniczych „Metro” Sp. z o.o., with the seat in Warsaw	40 367,9
Drogowa Trasa Średnicowa S.A. with the seat in Katowice	22,0
Konsorcjum Autostrada „Śląsk” S.A. with the seat in Katowice	4,0
Mikołowski Bank Spółdzielczy with the seat in Mikołów	0,5
Centrozap S.A. with the seat in Katowice	276,9
TOTAL ASSETS	366 368,0

The total booking value of the above assets is **366,368.0** thousand PLN.

Except for P.R.G. „METRO” Sp. z o.o. and HYDROBUDOWA S.A., the remaining entities are not dependent upon the Issuer.

The value of stocks and shares owned by the Issuer in other entities than P.R.G. “METRO” Sp. z o.o. and HYDROBUDOWA 9 S.A., do not significantly affect the evaluation of assets and liabilities of the Issuer, his financial situation and profit and loss.

The shares in Przedsiębiorstwo Robót Górniczych „METRO” Sp. z o.o. („Metro” Mining Works)

On 9th January 2009 the increase of the equity of Przedsiębiorstwo Robót Górniczych „METRO” Sp. z o.o. was registered.

The increase of the equity concerned 78 shares of the face value of 1 000,00 PLN each in total paid by HYDROBUDOWA POLSKA S.A.

By this the equity of the Company P.R.G. „METRO” Sp. z o.o. was increased from the amount 550,000.00 PLN up to the amount 628,000.00 PLN and is divided into 628 shares of the face value of 1,000.00 PLN per share. The shares were paid up by HYDROBUDOWA POLSKA S.A. by the cash contribution in the total amount of 4,963,631.40 PLN.

After registering the increase of equity from all issued 628 shares result 628 votes at the Meeting of Shareholders of the Company P.R.G. „METRO” Sp. z o.o.

As of 30th June 2009 HYDROBUDOWA POLSKA S.A. owned 543 shares in the Company P.R.G. „METRO” Sp. z o.o. with the face value of 1,000.00 PLN share each, what constitutes 86.46% of share in votes and in equity of P.R.G. „METRO” Sp. z o.o.

The stocks in the Company HYDROBUDOWA 9 S.A.

The equity of HYDROBUDOWA 9 S.A. is 1,453,668.50 PLN and is divided into 14,536,685 shares of the face value 0.10 PLN each. As of 30th June 2009 HYDROBUDOWA 9 S.A. owned 14,536,685 shares at 0.10 PLN each with the total value 1,453,668.50 PLN, what constitutes 100% share in the votes and in the equity of HYDROBUDOWA 9 S.A.

The shares of the company HYDROBUDOWA 9 S.A. at the face value of 0.10 PLN each and the total face value of 1,453,668.60 PLN were purchased in 2008 in return for 36,885,245 ordinary bearer shares of the L series of the Issuer, at the face value of 1.00 (one) PLN each.

VII. ESSENTIAL EVENTS AFFECTING THE BUSINESS ACTIVITY OF AN ENTITY, WHICH TOOK PLACE IN THE FIRST HALF OF 2009 AND AFTER ITS END UNTIL THE DAY OF APPROVING THE FINANCIAL STATEMENT.

Increasing the limit within the framework agreement with ING Bank Śląski S.A.

On 6th January 2009 empowered by the concluded enclosure there was the increase of the volume of the credit limit from the amount 150,000,000.00 PLN to the amount 220,000,000.00 PLN within the framework agreement concluded on 6th September 2007 by the Companies from the PBG Capital Group and ING Bank Śląski S.A.

Introducing the L series shares to the stock exchange turnover

As on 13th January 2009 an application was lodged for introducing to turnover on the Stock Exchange in Warsaw S.A. as the result of the registration in the National Deposit of Securities 36,885,245 common bearer shares of the L series of the face value 1.00 PLN designated by the code PLHDRWL00010.

By the decision of the Management Board of the Warsaw Stock Exchange as of 21st January 2009, 36,885,245 common bearer shares of the L series were introduced in the standard mode to the stock exchange turnover on the primary market. At the same time on 21st January 2009 in the National Deposit of Securities a registration took place of 36,885,245 shares of the L series. By this act under the code PLHDRWL00010 there were registered 210,558,445 securities of the Company.

All the shares of the L series were offered to the present shareholders of the company HYDROBUDOWA 9 S.A. with the seat in Poznań, in the mode of a private subscription.

The shares of the L series were acquired for the non-cash contribution in the form of 14,536,685 fully paid shares of the company named HYDROBUDOWA 9 S.A., with the face value of 0.10 PLN each and the total face value 1,453,668.50 PLN constituting 100% shares of the company HYDROBUDOWA 9 S.A. In total in the stock exchange turnover there are 210,558,445 common bearer shares of the face value of 1.00 PLN each.

The registration of the increase of equity of the subordinate Company – P.R.G. „METRO” Sp. z o.o.

By the decision of the District Court for the City of Warsaw in Warsaw, XIII Economic Division of the National Court Register of 9th January 2009 the increase of the equity of the subordinate Company - Przedsiębiorstwa Robót Górniczych "METRO" Sp. z o.o. with the seat in Warsaw, was registered.

The increase of the equity concerns 78 shares of the face value of 1,000.00 PLN each in total paid by HYDROBUDOWA POLSKA S.A.

By this the equity of the Company P.R.G. „METRO” Sp. z o.o. was increased from the amount 550,000.00 PLN up to the amount 628,000.00 PLN and is divided into 628 shares of the face value of 1,000.00 PLN per share.

The shares were paid up by HYDROBUDOWA POLSKA S.A. by the cash contribution in the total amount of 4,963,631.40 PLN. After registering the increase of equity from all issued 628 shares result 628 votes at the Meeting of Shareholders of the Company P.R.G. "METRO" Sp. z o.o.

As the result of the increase of equity HYDROBUDOWA POLSKA S.A. owns 543 shares in the Company P.R.G."METRO" Sp. z o.o. what constitutes 86.46% of share in votes and in equity of P.R.G. "METRO" Sp. z o.o.

Increasing the limit within the renewable limit from TuR Euler Hermes S.A.

On 4th February 2009 empowered by the enclosure concluded with Towarzystwo Ubezpieczeń Euler Hermes S.A. with the seat in Warsaw the renewable limit was increased from the amount 80,000,000.00 PLN to the amount 100,000,000.00 PLN and the maximum amount of a single guarantee issued within this limit was increased from the amount 8,000,000.00 PLN to the amount 10,000,000.00 PLN.

The dismissal of the Proxy of the Company

On 27th February 2009 the Management Board of the Company withdrew as effected for 27th February 2009 the independent proxy granted for Mr. Paweł Kujawa.

The change of the name and of the seat of the subsidiary

By the decision of the District Court Poznań Nowe Miasto and Wilda in Poznań, VIII Economic Division of the National Court Register as of 30th March 2009, there was a change in the data of the subsidiary of the Issuer – HYDROBUDOWA 9 Przedsiębiorstwo Inżynieryjno-Budowlane S.A. The Company as of 30th March 2009 changed the name to HYDROBUDOWA 9 Spółka Akcyjna and the seat and address to Skórzewska 35, Wysogotowo, 62-081 Przeźmierowo.

The sale of shares in the subsidiary - HYDROBUDOWA POLSKA KONSTRUKCJE Sp. z o.o.

On 2nd April 2009 with the Company PBG S.A. the agreement was concluded for the sale of all owned shares in the company HYDROBUDOWA POLSKA KONSTRUKCJE Sp. z o.o. with the seat in Mikołów.

In the execution of the above contract HYDROBUDOWA POLSKA S.A. sold 16,100 shares of the total face value of 500.00 PLN share each and the total amount 8,050,000.00 PLN constituting 100% votes at the General Meeting of Shareholders and the same in the equity of the Company HYDROBUDOWA POLSKA KONSTRUKCJE Sp. z o.o. for the price amounting 9,000,000.00 PLN.

Changes in the Supervisory Board of the Company HYDROBUDOWA POLSKA S.A.

On 4th June 2009 Mr. Piotr Stobiecki and Mr. Marcin Idziorek resigned from the function of the member of the Supervisory Board of HYDROBUDOWA POLSKA S.A.

On 4th June 2009 the General Meeting of Shareholders appointed to the Supervisory Board the following persons: Mr. Jacek Krzyżaniak, Mr. Robert Oppenheim and Mr. Leszek Auda.

The sale of shares in the company GÓRECKA PROJEKT Sp. z o.o. by HYDROBUDOWA 9 S.A.

On 25th June 2009 an agreement was concluded by the company subordinated to the Issuer – HYDROBUDOWA 9 S.A. with the Company PBG DOM Sp. z o.o. for the sale of all owned shares in the company GÓRECKA PROJEKT Sp. z o.o. with the seat in Poznań.

In the execution of the above contract HYDROBUDOWA 9 S.A. sold 1,000 shares of the total face value of 50.00 PLN share each and the total amount 50,000.00 PLN constituting 100% votes at the General Meeting of Shareholders and the same in the equity of the GÓRECKA PROJEKT Sp. z o.o. for the price amounting 50,000.00 PLN. The book value of the above shares in the accounting books of HYDROBUDOWA 9 S.A. was 50,000.00 PLN.

The annex to the contract concerning the credit line with Bank Gospodarki Żywnościowej S.A.

On 24th July 2009 HYDROBUDOWA POLSKA S.A. together with the Companies from the Capital Group PBG („Borrowers”), i.e.: PBG S.A. and INFRA S.A. concluded an annex no.6 for the credit line for financing the current activity of 27th April 2007, concluded with Bank Gospodarki Żywnościowej S.A. with the seat in Warsaw.

By the concluded annex the time during which the Companies may use the available products was prolonged to 23th August 2009.

VIII. INFORMATION ABOUT THE CONCLUDED ESSENTIAL CONTRACTS

The contract with the Company PBG S.A.

On 21st January 2009 HYDROBUDOWA POLSKA S.A. as the Contractor concluded a master agreement with the Company PBG S.A. („Orderer”).

The subject of the agreement was the construction of a complex fuel storage installation, a social and technical support system as well as the external underground infrastructure associated with the handling of crude oil and natural gas in the Lubiatów, Międzychód and Grotowo region.

The value of the contract amounts to: **82,500,000.00 PLN net.**

The parties agreed that the agreement will be terminated until 10th April 2012.

The agreement concerning the supply by the subordinate company – HYDROBUDOWA 9 S.A.

On 5th March 2009 the subordinate company - HYDROBUDOWA 9 S.A. concluded a supply agreement with the company HOBAS SYSTEM POLSKA Sp. z o.o. with the seat in Dąbrowa Górnicza.

The subject of the concluded contract is the supply of pipes, profiles, wells and connectors for the realization of the contract „The construction of the sewage transferring system from the left part of Warsaw to the sewage treatment plant Czajka – stage 1”.

The value of the contract amounts to: **24,002,007.41 EUR net, i.e. 105,448,019.15 net PLN.**

The contract with the subordinate Company – HYDROBUDOWA POLSKA KONSTRUKCJE Sp. z o.o.

On 24th March 2009 HYDROBUDOWA POLSKA S.A. as the Orderer concluded a master agreement with the dependent Company – HYDROBUDOWA POLSKA KONSTRUKCJE Sp. z o.o. with the seat in Mikołów („Contractor”).

The agreement covers the provision of a steel roof construction for the City Stadium in Poznan Bułgarska Street, to be completed by 30th April 2010.

The value of the contract amounts to **107,664,862.98 PLN net.**

The contract for the construction of the Baltic Arena – the football stadium in Gdańsk Letnica

On 10.04.2009, HYDROBUDOWA POLSKA S.A., acting as the Consortium Leader, signed a contract with the City of Gdańsk, which was represented by the Gdańsk Euro 2012 Investment Board, to undertake phase II of the construction of the Baltic Arena football stadium in Gdańsk Letnica.

The subject of the agreement is the construction of the Baltic Arena football stadium in Gdańsk Letnica with approximately 40,000 seats as well as the surrounding infrastructure, essential to the correct functioning of the stadium in an area of about 34ha, enabling group phase matches and quarter-finals to be hosted as part of UEFA EURO 2012.

The value of the contract amounts to: **427,700,000.00 net PLN.**

The contract will be completed within 20 months from the date of passing the construction site to the Contractor.

HYDROBUDOWA POLSKA S.A. and HYDROBUDOWA 9 S.A. will perform and will be responsible for 50% of the range of works connected with the realization of the task,

Master agreement of subsidiaries - HYDROBUDOWA 9 S.A. and P.R.G. „METRO” Sp. z o.o.

On 27th April the subsidiaries - HYDROBUDOWA 9 S.A., acting as the Consortium Leader and Przedsiębiorstwo Robót Górniczych "METRO" Sp. z o.o. – the Consortium Partner, signed a contract with Miejskie Przedsiębiorstwo Wodociągów i Kanalizacji in the City of Warsaw S.A. ("Orderer"), for the construction of the sewage route from Warsaw (left part) to the sewage treatment plant Czajka – phase I.

Within the contract the Consortium realizes the construction of the main collector DN 2.80m with the length ca. 6 km and the rebuilding of the existing infrastructure clashing with the designed transfer system as well as will perform reconstruction works.

The value of the contract amounts to: **52 770 000,30 EUR net, i.e. 236 214 352,34 net PLN.**

The contract will be finished by 31st September 2010.

HYDROBUDOWA 9 S.A. – the Consortium Leader will perform and will be responsible for 50% of the scope of works connected with the realization of the task. The second Company – P.R.G. „METRO” Sp. z o.o., the consortium partner will be responsible for 40% of the scope of works connected with the realization of the task. For the remaining 10% of works the company KWG S.A. will be responsible.

The contract for the construction of the National Stadium in Warsaw

On 04.05.2009 HYDROBUDOWA POLSKA S.A, acting as the Consortium Leader, signed a contract with the National Sport Centre Sp. z o.o. ("The Client"), acting on behalf of the Treasury, for the construction of a multi-functional National Stadium in Warsaw and the surrounding infrastructure.

As part of its duties, HYDROBUDOWA POLSKA S.A will undertake phase II of the Warsaw National Stadium construction works as well as surrounding infrastructure, essential to the correct functioning of the stadium, enabling football matches to be hosted as part of UEFA EURO 2012.

The value of the contract amounts to: **1 252 755 008,64 net PLN.**

The contracted job will be accomplished within 24 months of the agreement being signed.

HYDROBUDOWA POLSKA S.A. and PBG S.A. will perform and will be responsible for 50% of the range of works connected with the realization of the task.

Master agreement of the subsidiary – HYDROBUDOWA 9 S.A.

On 25th May 2009 the subsidiary – HYDROBUDOWA 9 S.A., as the Consortium Leader, concluded with the Company Miejskie Wodociągi i Kanalizacja w Bydgoszczy Sp. z o.o. ("Orderer") the contract for the realization of the task "The modernization of the water pump station SW-4 "Czyżówko" in Bydgoszcz part 2".

Within the concluded contract, the Consortium will perform construction works on the territory of the water pump station SW-4 „Czyżówko" within the scope:

Part 2 – „Artificial infiltration”:

- the construction of buildings for artificial infiltration, external technical infrastructure;
- the preparation of the site plan (roads, lighting, ecological route, plants);
- performing the start up.

The value of the contract amounts to: **82,446,725.64 net PLN.**

The time of performing part 2 is: 522 days from the day of concluding the contract (i.e. 16 months from the Commencement Date).

HYDROBUDOWA 9 S.A. as the Consortium Leader will perform 70% of the scope of works connected with the realization of the task and will be responsible for the coordination of works.

Entering into a significant sub-contractor agreement for the construction of roofing for the National Stadium in Warsaw.

On 05.08.2009, HYDROBUDOWA POLSKA S.A., in association with Alpine Construction Polska Sp. z o.o. ("The Contractor"), signed a contract with CIMOLAI S.p.A, based in Pordenone – Italy, MOSTOSTAL ZABRZE-HOLDING S.A. based in Zabrze and HIGHTEX GmbH based in Rimsting – Germany ("The Subcontractor") to build and assemble the roof construction and cover for the National Stadium in Warsaw.

The subject of the agreement is the assembling of the roof cover construction by the Subcontractor, as well as the delivery and assembly of supporting constructions, and also the delivery and assembly of the stadium's glass roof. Also as part of the agreement, the Subcontractor will undertake the delivery and assembly of the stadium's cover.

The value of the contract amounts to: 329 000 000,00 net PLN.

Both parties agreed to finish construction work by 20.04.2011.

IX. INFORMATION ABOUT CHANGES IN ORGANISATIONAL RELATIONS UNTIL THE DAY THE FINANCIAL REPORT WAS ISSUED

In the timeframe the report covered and shortly after the accounting reference date, the following changes in organisational relations took place:

The increase of the number of the shares in the Company P.R.G. „METRO” Sp. z o.o.

On 9th January 2009 the increase of the equity of Przedsiębiorstwo Robót Górniczych "METRO" Sp. z o.o. was registered. The increase of the equity concerned 78 shares of the face value 1,000.00 PLN each in total acquired by HYDROBUDOWA POLSKA S.A. By this act the equity of the Company P.R.G. "METRO" Sp. z o.o. was increased from the amount 550,000.00 PLN up to the amount 628,000.00 PLN and is divided to 628 shares of the face value 1,000.00 PLN each. The shares were paid up by HYDROBUDOWA POLSKA S.A. by the cash contribution in the total amount of 4,963,631.40 PLN.

After registering the increase of equity HYDROBUDOWA POLSKA S.A. owns 543 shares in the Company P.R.G. "METRO" Sp. z o.o. what constitutes 86.46% of share in votes and in equity of P.R.G. "METRO" Sp. z o.o.

The sale of shares in the Company - HYDROBUDOWA POLSKA KONSTRUKCJE Sp. z o.o.

On 02.04.2009, HYDROBUDOWA POLSKA S.A. signed a contract with the PBG S.A. company about the sale of all shares it owned in HYDROBUDOWA POLSKA KONSTRUKCJE, based in Mikołów.

In the execution of the above contract HYDROBUDOWA POLSKA S.A. sold 16,100 shares of the total face value of 500.00 PLN share each and the total amount 8,050,000.00 PLN constituting 100% votes at the General Meeting of Shareholders and the same in the equity of the Company HYDROBUDOWA POLSKA KONSTRUKCJE Sp. z o.o. for the price amounting 9,000,000.00 PLN.

The sale of shares in the Company GÓRECKA PROJEKT Sp. z o.o.

On 25th June 2009 an agreement was concluded by the company subordinated to the Issuer – HYDROBUDOWA 9 S.A. with the Company PBG DOM Sp. z o.o. for the sale of all owned shares in the company GÓRECKA PROJEKT Sp. z o.o. with the seat in Poznań.

In the execution of the above contract HYDROBUDOWA 9 S.A. sold 1,000 shares of the total face value of 50.00 PLN share each and the total amount 50,000.00 PLN constituting 100% votes at the General Meeting of Shareholders and the same in the equity of the GÓRECKA PROJEKT Sp. z o.o. for the price amounting 50,000.00 PLN.

The transaction mentioned above is related to the restructuring of the PBG Capital Group, in which PBG DOM Sp. z o.o. is responsible for managing real estate.

X. INFORMATION ABOUT THE PURCHASE OF THE TREASURY SHARES

In the time covered by the report, HYDROBUDOWA POLSKA S.A. did not acquire treasury shares.

XI. THE DESCRIPTION OF TRANSACTIONS WITH RELATED ENTITIES

During this time, transactions with associated enterprises took place, the value of which exceeded the equivalent of 500,000 EUR in Polish Złoty. The transactions were of a typical character, owing to the ongoing operational activities led by HYDROBUDOWA POLSKA S.A. and the subsidiary and were reached in normal market conditions.

Moreover, a portion of these transactions were a result of earlier agreements with financial institutions, whose only securities are mutual guarantees between PBG Capital Group subjects which signed the agreements.

Such an approach results from the adopted financing strategy of the PBG Capital Group

The most common types of transactions are:

- construction agreements,
- loan agreements,
- security/guarantee agreements:
 - credit limits,
 - security/guarantee limits,
 - securities/guarantees etc.

XII. INFORMATION ABOUT LOANS AND CREDIT AGREEMENTS

Information about loans and credit agreements in place during the period reported on can be found in additional explanatory notes attached to the financial report under section number 11.

XIII. INFORMATION ABOUT LOANS GIVEN

Information about loans given during the period reported on can be found in explanatory notes attached to the financial report under section number 10.

XIV. USE OF INCOME FROM THE SERIES K SHARES EMISSION

1. Series K Shares Emission aims

1. Series K Shares Emission aims

In the table, the amounts that the Issuer planned to spend during 2008-2009 and which he spent in 2008 and the first half of 2009 for the aims of the series K shares emission are highlighted.

	Aims of the issue	Amount planned (2008 – 2009)	Amount spent in 2008	Amount spent in the first half of 2009
1	Computerization	5 000 000 PLN	-	-
2	Acquisitions	50 000 000 PLN	48 417 894,90 PLN	-
3	Investment in fixed assets	55 000 000 PLN	35 000 000,00 PLN	2 885 000,00 PLN
4	Finance the completion of	183 000 000 PLN	130 000 000,00 PLN	37 100 100,00 PLN

	contracts			
	TOTAL	293 000 000 PLN	213 417 894,90 PLN	39 985 100,00 PLN
	TOTAL EXPENSES		253 402 994,90 PLN	

2. Use of income from series K shares emission

As a result of the emission, 35,000,000 series K shares without subscription rights, for the emission sale price equal to 8.80 zł, HYDRUBUDOWA POLSKA S.A. acquired 308 mln zł, which was, among others, used to:

Finance the completion of contracts: 167 100 100.00 PLN

Acquisitions:

- **Acquisition of shares** in HYDROBUDOWA POLSKA KONSTRUKCJE Sp z o.o. (the HYDROBUDOWA POLSKA S.A. company acquired 16,100 shares with a nominal value of 500 zł each for a total sum of 8,050,000.00 zł);
- **Acquisition of shares** in P.R.G. „METRO” Sp. z o.o HYDROBUDOWA POLSKA S.A. acquired 543 shares with a nominal value of 1 000 zł each for a total sum of 40 367 894.90 PLN);

Investment in fixed assets:

The expense in the amount of 37,885,000.00 on specialist construction equipment to aid the completion of contracts.

XV. EXPLANATION OF DIFFERENCES BETWEEN FINANCIAL RESULTS AND PROGNOSIS

On 29.04.2009 the consolidated results prognosis for Capital Group HBP was published.

It assumes achieving:

- Consolidated income from sales of 1 bln 500 mln PLN;
- Consolidated profit from operational activities of about 114 mln PLN;
- Consolidated net profit of 92 mln PLN.

In light of the consolidated financial results presented below for the first half of 2009, the Board of Directors upholds the achieving of projected financial results by Capital Group HBP for 2009, in line with the prognosis.

XVI. BREAKDOWN OF FINANCIAL RESOURCES MANAGEMENT

The general financial state of the Company in the first half of 2009 can be described as good. The risk of liquidity based on the existence of long trade cycles between the moment funds are put to use to implement contracts, and the moment they are returned in the form of income from completed construction jobs is minimalised by utilising credit facilities. In turn, the risk of underestimating credit needs for the year, especially during longer cycles, is eliminated by the diversification of credit limits between different banks. In June 2009, the Company expanded the range of products used to finance contracts by implementing factoring. The completion of long-term contracts with a significant unit value, alongside the necessity of engaging a high amount of funds, means that the Company may be at risk of losing financial liquidity. The Board of Directors emphasises the upholding of reliability and trustworthiness in relations with financial institutions. The Board of Directors emphasises the upholding of reliability and trustworthiness in relations with financial institutions.

The existence of the credit crunch in the global economy risks financial institutions limiting the availability of funds to the Company. Despite this fact, the Board of Directors is of the opinion that, in relation to the Company, financial institutions will not decrease their credit and insurance limits. The Board is of the opinion that the timeframe and quality of credit repayment does not risk the Company's liquidity.

Bearing in mind the above, the Board of HYDROBUDOWA POLSKA SA assumes that the Company will be able to meet its repayment obligations.

However, the Board does notice the negative influence that the credit crisis has had in terms of increased interest payments demanded by financial institutions keen to increase their profit margins, but can be offset fully or in part by the Polish National Bank lowering interest rates in the past months.

The stabilisation of the Company's financial situation has positively influenced the trust of financial institutions towards the business. The financial strategy implemented by Capital Group PBG has been continued: the increased diversification of financing sources, expanded availability of bank and insurance products, standardisation of financial products, lowering of costs associated with financing has limited the risk of operational activities.

In connection with the above, it is possible to state that the financial strategy implemented within Capital Group PBG and also adopted by the Company has enabled the upkeep of diversified sources of financing ongoing and investment operations, providing stability in the long-term completion of ongoing and planned contracts.

XVII. FINANCIAL INSTRUMENTS USED BY THE CAPITAL GROUP:

In the first half of 2009, owing to the difference between lower exchanged rates secured by forward transactions, and higher EURO/PLN exchange rates, negative valuations occurred on securing transactions. In turn, owing to the high EURO/PLN exchange rate, the Company currently gains higher income in PLN from the completion of constructions, which compensates the impact of negative valuations and transactions accounted for in the results achieved in the first half of 2009. The currency contracts taken on or accounted for by the Company should limit the negative influence of changes in exchange rates on the operational activities undertaken by the Company, ie. securing the operational margin calculated in the budget of the contract. The Company has not taken on the currency contracts to indulge in speculation. All the transactions were undertaken in line with the normal security policy in relation to existing contracts in the EURO currency. The Company utilised forward instruments such as NDF.

Information about open security positions is included in the Company's financial report for the first half of 2009 in notes explaining the balance on page 12.

XVIII. MAIN ASSET AND CAPITAL INVESTMENTS AND PROJECTED INVESTMENT CAPABILITY APPRAISAL

1. Main substantial and capital investments of the Capital Group HYDROBUDOWA POLSKA S.A.

The largest asset investments of HYDROBUDOWA POLSKA Capital Group in the first half of 2009.

Pos.	Description of the investment	Value (in thousand PLN)
1	The investment real estate in Poznań at Górecka Street	6 396
2	The conversion of the building into a porter's lodge and other buildings	1 725
3	The set of devices of directional well including the separation system and washer recovery	445
4	Truck-tractor	308

5	Lorries	412
6	Crane gates	345
7	Land in Kostrzyn	201

The largest capital investments of HYDROBUDOWA POLSKA Capital Group in the first half of 2009.

In the first half of 2009 the Capital Group of HYDROBUDOWA POLSKA did not engage in capital investment.

2. Projected investment capability appraisal

The funds owned by the Capital Group of HYDROBUDOWA POLSKA from the series K shares issue effectuated in April 2008 and the signed credit agreements secure the planned expenditure associated with undertaking and completing current investment tasks.

XIX. VARIABLE AND ATYPICAL OCCURENCE APPRAISAL

THE INFLUENCE OF SECURED EXCHANGE RATES ON RESULTS ACHIEVED BY CAPITAL GROUP HBP

In the financial year 2009, HYDROBUDOWA POLSKA SA and its subsidiary companies were in possession of security transactions relating exclusively to future planned currency expositions using standard financial instruments of the forward variety. Companies in the HPB Group did not possess any financial instruments in the form of foreign currency. Security transactions were effectuated in line with the policy for such transactions, and related to contracts agreed with investors (mainly EUR nominated) and were not of a speculative character, since they were undertaken as part of a securities policy, aiming to guarantee the future level of money flow coming from sales (from the completion of long-term constructions projects).

As a result of open positions on the currency market, Capital Group HBP remains secured for some of its money flow (for sales income) in 2009 for the sum of 207.97 mln EUR (of which 111.96 mln EUR comes from the second half of 2009) and for 2010, the amount will be 95.95 mln EUR (of which 49.50 mln EUR will come from the first half of 2010). These transactions were undertaken with a forward exchange rate of 3.6465 EUR/PLN. On the basis of the data

received from banks, the valuation of open positions on forward security instruments, as of 30.06.2009, was minus 178.28 mln PLN, which subsumed minus 47.01 mln PLN as a result of proceeds towards forward securities, of which 30.98 mln PLN was subsumed in a consolidated profit/loss accounts balance for the whole of 2009, the rest, ie. minus 131.27 mln PLN, was subsumed in capital. The financial result for completed (accounted for) forward transactions in 2009 was minus 28.09 mln PLN, which has been accounted for in the consolidated profit/loss accounts balance.

Future securities transactions are undertaken in accordance with HBP Group's business activity strategy before currency exchange risks.

The strategy is based on tailoring security instruments to planned transactions securing a contract, taking into account the net balance, offered exchange rate, timeline, quantitative timetable for currency income in quarters. Assuming that the approach of limiting the influence of exchange rate risks on the operational results of the Group's companies is taken to the maximum, it has been agreed that they will make use of forward transaction. Capital Group HBP keeps a securities accounts record, which requires the effectiveness of securities to be measured at specific intervals every quarter.

XX. THE DESCRIPTION OF RISKS AND THREATS. THE FACTORS INFLUENCING THE DEVELOPMENT OF THE CAPITAL GROUP HYDROBUDOWA POLSKA

Competition risks

The Capital Group HYDROBUDOWA POLSKA provides specialist services in the construction, modernisation and exploitation of hydrotechnical, sewer, and engineering construction objects, as well as specialist constructions such as building roads or bridges.

There is stiff competition between firms, both domestic and foreign, operating in this market. The largest competitors possess a lot of capital and high quality equipment to undertake investments. This becomes increasingly important in connection with the high requirements which are given to firms taking part in auctions for construction projects.

Significant factors that give competing firms an advantage are – apart from high capital, seen by potential investors as a guarantee that the project will be completed – also the pricing of services, experience in undertaking and completing specialist projects, the high quality of services provided, robust organisation ensuring on-time completion of projects and financial capabilities that also ensure a project is completed on-time.

The operational strategy of the Capital Group and of the Company concentrates on strengthening present market position and competitive advantage through increasing the quality of the services it provides, offering complex solutions, elastic offers and expanding on and achieving new competencies.

Market analysis will necessitate bringing the prices of services in line with market conditions. Ensuring that the quality of services is at its highest will be a significant element in our strategy just as it is now, as well as the ongoing optimisation of operating costs. Retaining operating potential, i.e. appropriate amount of equipment and labourers, will also be critical. These will need to be kept at a level ensuring that high quality services can be provided on schedule, as expected by investors.

The risk of unprofessional subcontractors and suppliers of building materials

The HBP Capital Group operates in an environment where suppliers of building materials and services are always in the vicinity. The quality of co-operation between HBP Capital Group and its supplies and subcontractors directly influences the quality of the ventures undertaken. This means that it is important for co-operation to be the best it possibly can.

HBP Capital Group limits the risk of unprofessional subcontractors and suppliers of bulding materials by:

- working with reputable and experienced firms able to provide references for the services they offer,
- the diversification of suppliers,
- negotiating contract terms advantages for the Company.

Risk associated with Polish economic trends

Factors influencing strategic aims and financial results achieved by HBP Capital Group are, among others, macroeconomic. Such factors are: the increase in gross domestic product, inflation, the overall condition of Poland's economy, legislative changes. Disadvantageous changes in macroeconomic indicators can result in a decreased number of orders undertaken by HBP Capital Group negatively impacting the financial situation.

Competition risks

Poland's presence in european structures could lead to increased interest from foreign companies similar to the Emissioner wishing to enter the Polish marketplace. This could intensify competition and decrease profit margins. The Emissioner seeks to prevent these risks through the European quality and management control system by implemeting norms such as ISO 9001:2000, AQAP 2120, ISO 14001:2004 and PN-EN ISO 9001:2001, as well as co-operating with foreign firms operating in the same market in Europe, by working with them on projects or acting as consortium leader or partner.

Risk associated with the availability of funds from the European Union

Contracts for the implementation of services offered HBP Capital Group are largely financed by E.U. funds. In consequence, there is a risk that, in case the rules that determine the granting of these funds should change, either at an E.U. level or as a result of Polish legislation, the flow of money dedicated to financing investments which are undertaken by HBP Capital Group could be decreased or there could be difficulties in obtaining such funds. In these situations, it is possible that the demand for services provided by HBP Capital Group could fall, resulting in the fall in the number of contracts, which would consequently worsen the financial results of HBP Capital Group.

Risk of adverse changes in tax rules

Changes in tax rules are common in Poland. Furthermore, many regulations have not been formulated in a precise manner, and it is possible to interpret them in many ways.

There is a risk that current regulations could change so that new regulations are adverse for the Capital Group HBP and its contractors, as well as firms working in co-operation with the Capital Group HBP, which could consequently worsen, either directly or indirectly, the financial results of the Capital Group HBP.

Exchange rate risks

The basic market for products and services offered by the Capital Group HBP is the domestic market. However, contracts funded in part by E.U. money are contracted in EURO. As a result of the the majority of Capital Group HBP's income being generated from contracts funded in part by the E.U., changes in exchange rates could have a decisive impact on the profitability of contracts.

CG HBP has undertaken efforts designed to minimalise this risk by:

- using financial instruments, especially by using forward exchange rates,
- concluding contracts with suppliers and sub-contractors of services in the currency of the contract.

In the long-term perspective, this risk will be limited because of the planned acceptance of Poland into the EURO zone.

Risk associated with the seasonal nature of our line of business

Most of the incomes from sales are generated by the Capital Group HBP from the construction-assembly activity, in which there is a characteristic seasonal nature of this line of business. The seasonal nature of sales is down to atmospheric conditions during winter, limiting construction-works on many of our projects.

In future years, we cannot rule out harsher than average atmospheric conditions, i.e. prolonged low temperatures, making the completion of construction-assembly projects more challenging, consequently resulting in the Capital Group HBP income being moved back in time.

Key in limiting this risk is planning investment cycles in a way which means they can be started in the second quarter of every calendar year and completed in the final months of the year, i.e. before the period which makes continuing construction works impossible. Additionally, as much as possible, we strive to obtain contracts with a high unit value, which means there is ample time, in the form of a long timeline, during which construction works can be completed.

Similarly, we cannot rule out future investment cycles which could delay planned sales income until later periods.

The variables above undoubtedly influence the sales income generated by the Capital Group HBP, which is usually lowest in the first quarter, and rises significantly in the second half of the year.

Risk factors directly related with the activity of the Capital Group HBP

It is possible that the Issuer – despite systematically submitting a range of offers and preparing to put forward further offers – the Capital Group HBP will not receive contracts with a total value allowing:

- the realization of prognoses published as well as
- the planned increase in the scale of operations in future years.

The above may result from the loss in specific tenders, from the possibility of bringing an action against their results by the entities the offers of which have not won in the tenders, as well as from other formal-legal causes.

With respect to the possibility of increasing the scale of operations in future years, we evaluate the risk of an inadequate number or value of contracts as small. This opinion is based on up-to-date results in terms of winning auctions in which the Companies from the Capital Group HBP have taken part, in connection with the estimated value of contracts,

which, according to the Emissioner's best knowledge, will be undertaken in Poland during 2009-2010.

Independent of the above, there is the risk of delays in awarding contracts for which the Companies of the Capital Group HBP have put up their offers. These delays can be a result of ongoing preparations for bidding on specific auctions, as well as other factors and occurrences, formal and legal by nature. The existence of this risk could result in delays for the Emissioner in receiving planned income, consequently lowering planned financial results.

Risk associated with losing key employees

HYDROBUDOWA POLSKA is successful because of the work of experienced, highly qualified personnel, especially our engineering team. The main method of acquiring qualified specialists is offering them competitive working and pay conditions.

Taking into account the situation of the job market in Poland, we run the risk of losing key personnel. Poland's admittance to the European Union, and the associated opening of the job market to professionals, also poses a significant risk. There is a potential risk of personell key, in terms of development and expansion of HBP, resigning, which could negatively impact the quality of the services we provide.

The Board assumes that – as a priority – it must retain the most valuable employees, critical to the success of the missions and aims of the Company.

As part of our efforts associated with limiting the risk of losing key personnel, HYDROBUDOWA POLSKA S.A. has initiated activities such as:

- monitoring the job market and offering competitive terms of employment,
- introducing an adequate system of motivation through the use of a system of rewards linked to introducing a bonus payments system for achieved results,
- introducing an elastic system of pay in line with HBP Capital Group's strategy,
- systematic training programmes,
- building ties between the Company and its employees by organising integration outings and meetings.

Risk associated with violating or not fulfilling the terms of a contract

The contracts undertaken, pertaining to construction projects, have a number of clauses regarding the timely and satisfactory completion of the agreement, the appropriate removal and correction of defects and shortcomings, the Contractor putting forward a guarantee in the form a deposit or bank or insurance underwriting.

The insurance is usually put into effect on the day the contract is signed and is settled upon completion of the contract. The level of insurance is determined by the type of contract. Usually, the level of insurance is around 10% of the gross value of the contract.

In case of the Company being unable to fulfil the contract, there is a risk of having to pay the Client compensation, or the Client totally withdrawing from the agreement.

In case of disagreement with an investor, as to the quality or timely fulfilment of the contract, the amount the contract is insured for may not be settled until the contract is completed. Practice tells us that many such disagreements can lead to long court proceedings.

Furthermore as as part of building contracts secured by bank guarantees or insurance, the Contractor is obliged to perform correcting work as part of the removal and correction of defects and shortcomings guarantee.

In order to limit such risks, the Capital Group HBP takes the following action:

- protects contracts by insuring them and subcontractors' operations,
- implements the ISO 9001:2001 quality control system, thanks to which the risk of quality problems is minimised,
- continually monitors the quality and development of undertaken projects,
- uses information technology tools to manage undertaken ventures,
- strives to raise the qualifications of people directly responsible for the completion of contracts, through a training programme for certified project managers,
- transfers risks into co-operation agreements with producers and suppliers of building materials, subcontractors (responsibility for the product, responsibility for the service, differences between the assortment ordered and the one delivered, price rises etc.).

Risk associated with ongoing operational activities

There are certain risks associated with operational activities, especially relating to construction works, such as the possibility of accidents resulting in human and material losses.

The Capital Group HBP undertakes action against it by:

- insuring operational activities from personal liability,
- systematically providing employees with state-of-the-art protection equipment,
- training programmes and raising employees' qualifications,
- permanent training and bhp supervision.

Risk associated with the amount of orders to fulfill

The development of the Company depends on the type, the quantity and the value of enterprises carried out within its basic activity. Despite promising perspectives in the environmental protection and hydrotechnical markets in Poland, Companies must meet formal requirements, among others those specified in tenders, in order to obtain orders.

In order to do this, the Capital Group concentrates on:

- identifying the needs of the market through monitoring the Public Auctions Bulletin, deepening its understanding of the market and Polish requirements as well as regional environmental protection programs,
- making offers free of formal and legal errors,
- maintaining a database of client references detailing developments in co-operation thus far,
- ensuring that all the legal requirements for public auctions are met, enabling the Company to participate in auction procedures.

Risk associated with the possibility of a lack of financial liquidity

The completion of long-term contracts with a significant unit value, alongside the necessity of engaging a high amount of funds, means that the Company may be at risk of losing financial liquidity. The Board of Directors emphasises the upholding of reliability and trustworthiness in relations with financial institutions.

The long time periods between the moment funds are engaged in the completion of contracts, and the moment they are regained in the form of paid receipts for projects, necessitate the use of various expensive financial products, such as the buying of obligations, factoring and revolving credit.

In order to limit this risk the Capital Group HBP

- strives to maintain a reliable relationship with financial institutions,
- secures itself by maintaining access to credit lines and guarantee limits.

XXI. STRATEGIA GRUPY KAPITAŁOWEJ HBP

The strategy of Capital Group HYDROBUDOWA POLSKA is one of stable growth. This strategy is based on the gradual expansion of operations in the construction works sector, that which brings the largest profits.

The aim of Capital Group HBP is maintaining a leading position in terms of construction potential, market share, high turnover and profitability.

Capital Group HYDROBUDOWA POLSKA seeks to expand by furthering our lead activities in the environmental protection and hydrotechnical sectors.

Until 2013, nearly 28 bln EUR has been granted to Poland to undertake the Infrastructure and Environment Operational Programme, of which nearly 5 bln EUR is dedicated to protecting the environment. This sum will increase further if we take into account investors' own input (at a level of around 20% for each planned investment).

The beneficiaries of E.U. funds are primarily local governments. The funds achieved by them will result in an increased demand for services offered by Capital Group HBP.

The main priority in terms of environmental protection is increasing anti-flooding defences.

Planned investments in this sector are:

- increasing the capacity of retention reservoirs in Poland by nearly 2 bln m³ to roughly 3,3 bln m³, including a planned retention reservoir in Racibórz, which will cost 650 mln z³;
- the conversion of approx. 1,000 km of embankments,
- the regulation of rivers on a sector of about 4,000 km, including the regulation of the Swina and Zu³aw rivers for 550 mln z³.

According to the Environment Minister, the value of works associated with the hydrotechnic infrastructure will total over 23 bln z³ until 2020. This amount includes new investments as well as modernising parts of building already in use.

One of the most important investment is the "Programme for the River Odra 2006".

The aim of the programme is, among others, the construction of a system of flood defences, removal of flooding damage and tapping into the rivers energy production capacities. Funds for these investments will come partly from European Union relief funds.

In line with the Environment Minister's financial plan, almost 3.1 bln z³ will be dedicated to anti-flooding projects until 2016. The restoration and modernisation of embankments will cost 364.5 mln PLN.

The largest projects include:

- the construction and modernisation of embankments for Kędzierzyna Koźle, Brzeg, Oława, Brzeg Dolnego, Nowa Sól, Krosna Odrzańskiego and Słubice,
- the construction and modernisation of embankments for Wrocław, Opole, Racibórz and Nysa,
- the construction of the Kotowice polder (approximate cost over 170 mln zł).
- the construction of a reservoir on the river Prosna,
- the construction of the Kotowice polder (approximate cost over 500 mln zł).
- the construction of the Chróścice weir in the Dobrzeń area (approximate cost over 60 mln zł),

- the construction of the weir in Lwówek Śląski (approximate cost over 20 mln zł),

In order to show the influence of the means from the union funds upon the volume of incomes of the water construction sector, it should be indicated that in the years 2000-2003 for financing the investment within the sphere of environmental protection and hydrotechnology, Poland received from the union funds 0.7 billion EURO.

The value of beneficiaries' expenses in 2004-2005, recognised as qualifying, coming from receipts was equal to 6.3 bln zł, and in the U.E. financed part, almost 5.1 bln zł.

In turn, the total financial resources engaged in the completion of the Infrastructure and Environment Operational Programme for the years 2007-2013 will amount to 37.6 bln Euro, of which the E.U. will provide 27.9 bln Euro, and the domestic input will be 9.7 bln Euro (including investment input for protection of the environment totalling nearly 5 bln Euro).

The next sector in which Capital Group HBP would like to strengthen its position is commercial and trade constructions.

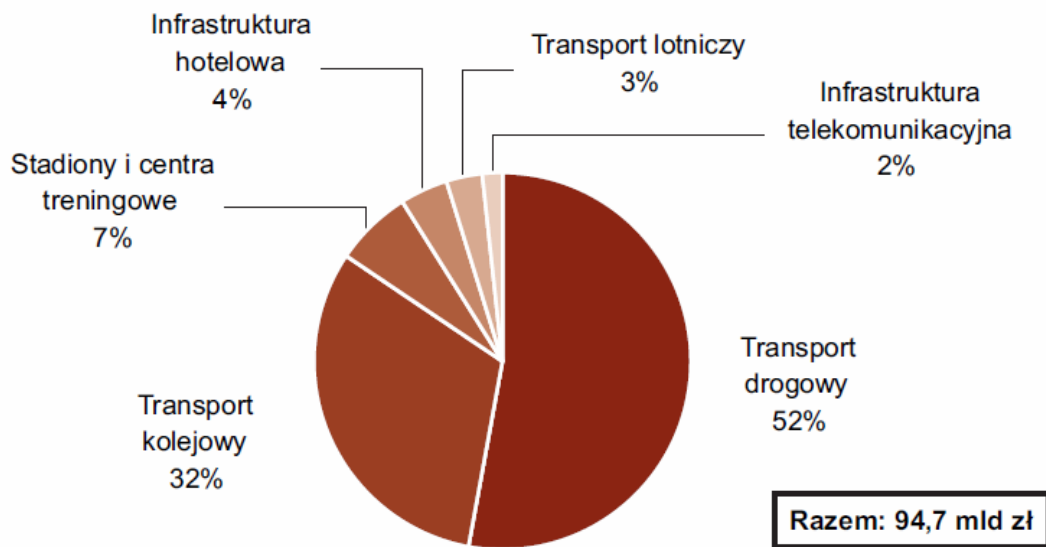
Investments in sports infrastructure in connection with Poland hosting the European Football Championships EURO 2012 pose a huge opportunity for the Group.

The value of projects associated with preparations for the European Football Championships EURO 2012 in Poland is an estimated 95 bln zł, almost double that of projects planned in Ukraine.

Investment in roads will account for over half of the total investments, whereas almost a third of the venture will be associated with rail transport.

The largest amount of auctions for the fulfillment of Euro projects will be held and awarded to companies in 2009. In 2010, the majority of investments will be in the construction phase, which is why domestic building works will be significantly better in 2010-2011 than they are in the current year.

Inwestycje związane z organizacją Euro 2012 w Polsce



Source: Report "Euro2012 in Poland/Ukraine. Planned construction investments", PMR Publications, PMR, 2009

During the last few months, Capital Group HBP has signed contracts worth over 2.3 bln zł net, for the construction of stadiums in Warsaw, Poznań and Gdańsk, and the building of a sewer network for the sewage treatment plant Czajka in Warsaw. In the next five months, the Company will take part in auctions worth almost 2.2 bln zł, some of which consist of constructions complementing the stadiums, such as car parks and underground roads. The current order portfolio is worth 3 bln zł, 1.3 bln zł of which will be completed in 2009.

The contracts for the construction of stadiums give the Company the opportunity to decrease the dependence from projects

related with premises of environmental protection and hydrotechnical buildings. Due to the fact that this market has become increasingly competitive of late, Capital Group HBP will concentrate on choosing the most interesting and viable projects rather than on the fight to survive.

The market for the construction of waste sorting plants in the biggest cities in Poland is no less promising. Only for the waste incineration plants in Poznań, Kraków, Olsztyn and Szczecin approx. 2 bln PLN will be assigned.

The building of a second underground line in Warsaw could be a very important investment for Capital Group HBP – the estimated level of expenses associated with this investment is 1 to 1.2 bln EUR. Last year, Capital Group HBP welcomed the P.R.G. 'METRO' Sp. z o.o. company into the Group, which strengthened the partnership's references and experience in this area.

For the time being the Polish market is very attractive and enables us to achieve higher income than would be possible in foreign markets, which is why Capital Group HBP does not plan to undertake any investments outside of Poland.

XXII. IMPORTANT ACHIEVEMENTS IN THE FIELDS OF RESEARCH AND DEVELOPMENT

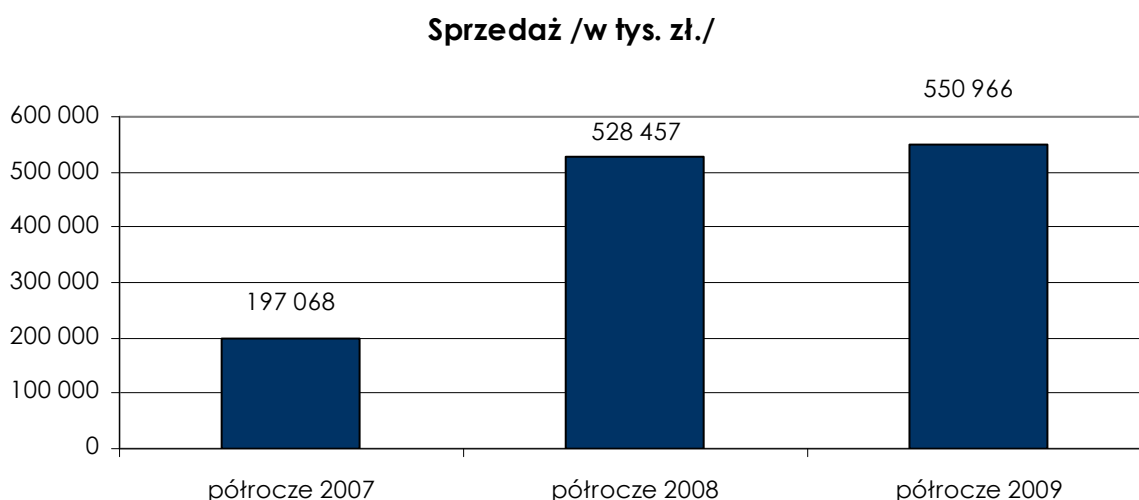
During the time covered by the report, HYDROBUDOWA POLSKA S.A. did not make findings in the areas of research and development which significantly impacted the end result.

XXIII. EXISTING AND ANTICIPATED FINANCIAL SITUATION

All the indicators and financial data are provided according to a financial report compiled in accordance with International Accounting Standards.

Revenue from sales

In the first half of 2009 the Capital Group HYDROBUDOWA POLSKA noted the increase as to the first half of 2008 by 4.26% of income from sales.



The largest sources of income in the first half of 2009 were the following construction contracts:
construction contracts:

Name of the contract	The value of realized incomes in the first half of 2009 (in thousand PLN)
The expansion of the City Stadium at Bułgarska 5/7 in Poznań for the needs of EURO 2012	107 119
Design and construction of a waste decontamination plant in Gdańsk Szadółki – building and assembly works	41 705
Development and conversion of the waste treatment plant in Piaseczno	34 220
Improvement of the water-waste provisions in the Grzybowice and Rokitnica areas of Zabrze – phase 1	34 178

Own cost of sale

In the first half of 2009 the own cost of sales was 429,4 million PLN and increased by 4,88 % in comparison to their analogous value from the first half of 2008.

General management costs

The overall costs of management for the end of the first half of 2009 were 26,6 mln zł and were 29% less in comparison to their analogical value the previous year. The share of overall costs in sales income fell during this time in comparison to the result achieved in the first half of 2008 – from 3,89% to 4,82%.

Other operational revenue

In comparison to the same time the previous year, the value of the remaining operational income is higher by almost 63 %.

Other operating expenses

The remaining operational costs at the end of the first half of 2009 were over 5,9 million PLN and were 16,83% more than their value at the end of the first half of 2008.

Operational profit – EBIT

The Company's operational profit decreased from 29,134 thousand zł to 14,681 thousand zł.

Financial revenue

Financial income for the first half of 2009 amounted to just over 8,3 mln zł and was 7,74% higher in comparison to the same period the previous year.

Financial costs

At the end of the first half of 2009, financial costs amounted to 11,4 mln zł, which is 15% lower than financial costs at the end of the first half of 2008. The most significant position in financial costs is taken by interest and charges from bank loans.

Portfel zamówień Grupy Kapitałowej HYDROBUDOWA POLSKA

As of 30.06.2009, the value of orders undertaken by CG HYDROBUDOWA POLSKA exceeded 3 bln zł,. The largest share of the Group's order portfolio are contracts from the "residential and commercial constructions" segment, which includes transactions associated with the modernisation and construction of stadiums in Warsaw, Poznań and Gdańsk.

The structure of order portfolio as of 30th June 2009	Share in %
natural gas and crude oil	2,7%
water	44,3%
water-sewage infrastructure	44,2%
hydrotechnology	0,1%
renovations	-
fuels	0,5%
housing and industrial building engineering	52,5%
roads	-
TOTAL	100,00%

Financial indicators and additional explanations of figures presented in the financial statement.

The chosen financial indicators:

To ascertain profitability, the following financial indicators were used:

- **Sales profitability** – sales profit / sales income,
- **Operational activities profitability** – operational activities profit / sales income,
- **Net profitability** – net profit / sales income,
- **Asset profitability (ROA)** – net profit / assets,
- **Own capital profitability** – net profitability / own capital,
- **Fixed assets profitability (ROA)** – net profit / fixed assets.

Profitability ratios	For the period	
	Half of 2008	Half of 2009

Gross sales profitability	11,16%	10,63%
Operational activities profitability	7,69%	7,50%
Net profitability	6,94%	8,05%
Asset profitability – ROA	3,36%	3,33%
Return on equity (ROE)	11,09%	17,11%
Capital assets profitability	3,36%	3,33%

In the evaluation of the structure of capitals and debts the following financial indices were used:

- **Overall debt ratio** – total debt / total assets,
- **Long-term debt ratio** – (long-term debt + long-term reserves + long-term deferred settlements) / total assets,
- **Short-term debt ratio** – (short-term debt + short-term reserves + short-term deferred settlements) / total assets,
- **Debt cover with own capital ratio** – own capital / total debt,

Debt ratios	For the period	
	Half of 2008	Half of 2009
Overall debt ratio	69,77%	80,56%
Long-term debt ratio	6,61%	6,28%
Short-term debt ratio	63,16%	74,29%
Debt cover with own capital ratio	43,34%	24,14%

In the evaluation of liquidity, the following financial indices were used:

- **Current liquidity ratio** – current assets / (short-term liabilities + short-term reserves + short-term deferred settlements),
- **High liquidity ratio** – (current assets – reserves – receivables from work resulting from contracts for construction service) / short-term liabilities + short-term reserves + short-term deferred settlements),
- **Increased liquidity ratio** – (money means + short-term securities) / (short-term liabilities + short-term reserves + short-term deferred settlements).

Liquidity ratios	For the period	
	Half of 2008	Half of 2009
Current liquidity ratio	1,30	1,09
High liquidity ratio	0,77	0,56
Increased liquidity ratio	0,11	0,08

XXIV. THE BOARD'S COMMENTS OF HYDROBUDOWA POLSKA SA FINANCIAL RESULTS FOR THE SECOND QUARTER OF 2009

I. Significant events and factors influencing the Company's financial results (the data pertains to the second quarter of 2009)

In the second quarter of 2009, sales income at HYDROBUDOWA POLSKA S.A. increased from **324,3 mln zł** to **341,5 mln zł**, which amounted to a 10% rise. Gross sales profit amounted to over **33,4 mln zł** and was over 5% lower in comparison to its value at the same time the previous year.

The most significant sources of income from the basic activity of the Company included in the second quarter of 2009 the following construction contracts:

- a) The contract named "The development of the city stadium at Bułgarska Str. in Poznań for the needs of Euro 2012 within the scope of performing the I and III stands including the roofing cover for the I, II and III stands" concluded between the Company "Euro Poznań 2012" Sp. z o.o. and HYDROBUDOWA POLSKA S.A. – effectuated income: **79,6 million PLN.**
- b) <<
- c) the "Expansion and conversion of the Piaseczno sewage treatment plant" contract, concluded with the local Piaseczno government – effectuated income: **22,5 million PLN.**
- d) the "Design and construction of the waste neutralization plant in Gdańsk Szadółki, construction- assembly works" signed between Zakład Utylizacyjny Spółka z o.o. and HYDROBUDOWA POLSKA S.A. – effectuated income: 21.5 million PLN.
- e) the "Water-waste system improvement in the Grzybowice and Rokitnica areas of Zabrze – phase 1" contract, agreed between the Zabrze local government and HYDROBUDOWA POLSKA S.A. – effectuated income: 18,6 million PLN.
- f) <<

II. Incomes and expenses comments

1. Revenue from sales

In the second quarter of 2009, HYDROBUDOWA POLSKA S.A. sales income amounted to **341,5 mln zł** which shows a 5% rise.

The biggest segment of growth was “**water**”, which accounted for 57,16%. The second biggest segment was “**residential and commercial constructions**”. Its share of sales income in general, for the period mentioned, was in total 33,9%.

2. Own cost of sale

In the first half of 2009 the own cost of sales was 308,1 million PLN and increased by 6,5 % in comparison to their analogous value from the first half of 2008.

3. General management costs

The overall costs of management for the end of the first half of 2009 were 26,6 mln zł and were 29,4% less in comparison to their analogical value the previous year. The participation of general management costs in the incomes from sale decreased in the given period in comparison to the result achieved in the second quarter of 2008 from 4,4% to 3,1% what constitutes the fall of 1%.

4. Other operational revenue

In the second quarter of 2009 the remaining operational incomes were approx. 5,6 million PLN, of which the most important were the incomes from insurance, fines and penalties.

5. Other operating expenses

These costs consist mainly of write-downs due to updates changing the components and value of assets, such as charges and compensation from insurance and fine agreements and donations.

6. Financial revenue

Financial income for the first half of 2009 amounted to just over 4,8 mln zł and was 15% higher in comparison to the same period the previous year. The main position in financial income is taken by favourable exchange rate differences, interest from obligations and income from transactions on the financial market.

7. Financial costs

At the end of the second quarter of 2009, financial costs amounted to ca. 11,4 mln zł, which is 15% lower than financial costs at the end of the second quarter of 2008. The most significant position in financial costs is taken by interest and charges from bank loans.

III. Comments to the financial results

1. Items resulting from the Profit and Loss Account

At the end of the second quarter of 2009 the net profit achieved by the Company reached the level of 44,3 million, what in comparison to the result obtained at the end of the second quarter of 2008 constitutes the fall by 21%.

Profitability ratios	Second quarter 2008	Second quarter 2009
Gross profitability on sales ¹	10,8%	9,8%
Operating profitability ²	7,8%	7,7%
Net profitability ³	9,4%	10,9%

¹gross profit on sales / income on sales *100

² operating activity profit / income on sales *100

³ net profit /income on sales *100

In the second quarter of 2009 the dynamics of incomes from sales was lower than the dynamics of own costs of sale. In the first case it was 5,3% and in the second 6,5%. It influenced the decrease at the end of the second quarter of 2009 the value elaborated by the Company of gross profitability, operating profitability and net profitability.

Gross profitability on sales in the period analyzed was **9,8%** and in comparison to the analogous period of the previous year **was lower by 1%**.

Whereas, **operating profitability** reached the level of **7,8%** and worsened its result in relation to the one from the previous year by 0,1%. Whereas, **net profitability** was **10,9%** what in comparison to the previous year is a decrease of 1,5%.

3. Gross margin on sales divided into segments

The mean gross margin on sales from this segment was 9,4 % at the end of the second quarter 2009. Second segment as far as the profitability is concerned is the "water" segment, where the mean gross margin was 7,7%. In the segment „housing and industrial building engineering" the gross margin is set at the level of 7,5 % and in the segment "fuels" the gross margin was 3,7 %. The segment „others" in which the Company includes the remaining services and the sale of goods and materials or products obtained the gross margin on sales at the level of 51.8%.

In 2009, the Company plans to maintain financial indicators at a level providing stable operation. The series K shares emission in April 2008 by the dominant subject provided funds for further development of the Company and Capital Group HBP.

XXV. ESSENTIAL OFF-BALANCE ITEMS IN THE APPROACH OF SUBJECT, OBJECT AND VALUE

Information about the value of off balance sheet items (securities and guarantees) is provided in notes explaining the financial report titled "Conditional obligations for Company guarantees and securities as of 30.06.2009".

XXVI. CHANGES IN THE BASIC RULES OF MANAGEMENT

In the time covered by the report, no significant changes influencing basic management rules were implemented.

XXVII. THE VALUE OF SALARIES, REWARDS AND BENEFITS PAID OUT TO MANAGEMENT AND SUPERVISORY EMPLOYEES

Information about the value of salaries, rewards and benefits paid out to management and supervisory employees during the time covered by the report is covered in additional notes and tables:

- salaries for members of the Board of Directors and Supervisory Board as a result of the positions they held in the Company between 01.01 and 30.06.2009;
- salaries for members of the Board of Directors and Supervisory Board as a result of the positions they held in subsidiaries and associated companies between 01.01 and 30.06.2009.

XXVIII. INFORMATION ABOUT AGREEMENTS WHICH COULD RESULT IN CHANGES IN THE PROPORTION OF SHARES OWNERSHIP

As of the day the financial report is published, the Board does not have information about agreements which could result in changes in the proportion of shares ownership.

XXIX. INFORMATION ABOUT AUDITORS EVALUATING THE REPORT

The Board of HYDROBUDOWA POLSKA S.A. asserts that, in line with existing regulations, the Supervisory Board chose the Grant Thornton Frąckowiak Sp. z o.o. firm (formerly HLB Frąckowiak i Wspólnicy Sp. z o.o.) based at Ludów 2, Plac Wiosny (61-831 Poznań), by means of a resolution pertaining to the list of subjects qualified to evaluate financial reports as provided by the National Financial Controllers' Register, where the chosen firm is listed under number 238, as the subject qualified to evaluate the unit and consolidated financial reports for HYDROBUDOWA POLSKA S.A. for 2009.

2. The total amount of remuneration

The amount of remuneration due for Grant Thornton Frąckowiak Sp. z o.o.

3. The remaining value of the contract

Additionally in the cited contract the Company obliges itself to cover the costs connected with the audit of the financial statement (e.g.: the costs of accommodation, feed, transport, courier deliveries).

XXX. CONTRACTS CONCLUDED BETWEEN THE COMPANY AND THE MANAGING STAFF PROVIDING THE COMPENSATION IN THE CASE OF THEIR RESIGNATION OR DISMISSAL

As for the balance day there were no contracts concluded by HYDROBUDOWA POLSKA S.A. with the managing persons, the contracts which would provide for the compensation in the case of their resignation or dismissal.

XXXI. INFORMATION ABOUT THE CONTROL SYSTEM OF EMPLOYEE PROGRAMS

XXXII. LIMITATIONS OF OWNERSHIP CHANGES IN HYDROBUDOWA POLSKA S.A. BONDS IN TERMS OF ENACTING VOTING RIGHTS.

All Company shares are normal shares for the bearer. There are no limitations regarding ownership changes, or any other limitations, in terms of enacting voting rights for Company shares.

Signatures of all Members of the Management Board of the Company

Date	Name and surname	Position / Function	Signature
7th August 2009	Jerzy Ciechanowski	President of the Management Board	
7th August 2009	Edward Kasprzak	Vice-President of the Management Board	
7th August 2009	Jarostaw Dusito	Vice-President of the Management Board	
7th August 2009	Rafał Damasiewicz	Member of the Management Board	

The report of the Management Board of HYDROBUDOWA POLSKA S.A. concerning the activity of the Capital Group
HYDROBUDOWA POLSKA – for the First Half of the Year 2009

7th August 2009	Andrzej Zwierzchowski	Member of the Management Board	
7th August 2009	Joanna Zwolak	Member of the Management Board	