

**REPORT ON ACTIVITY
OF THE SUPERVISORY BOARD OF KOFOLA S.A.
WITH THE ASSESSMENT OF THE SITUATION OF THE COMPANY
AND THE ASSESSMENT OF THE SUPERVISORY BOARD'S ACTIVITY**

The Supervisory Board acting under art. 382 paragraph 3 of the Commercial Companies Code and also under the Good Practices of the Companies Listed on the Stock Exchange (Part III, point 1, sub-point 1- 2) summarised its activity during the period January 1st 2009 to December 31st 2009.

During this period the Supervisory Board consisted of:

1. Mr Jacek Woźniak as Vice- Chairman of the Supervisory Board,
2. Mr Dariusz Prończuk as the Member of the Supervisory Board (from January 5th 2009),
3. Mr Ireneusz Stolarski as the Chairman of the Supervisory Board (from January 5th 2009),
4. Mr Raimondo Eggink as the Member of the Supervisory Board (from January 5th 2009),
5. Mr Martin Dokoupil as the Member of the Supervisory Board (from January 5th 2009),
6. Mr Anthony Brown as the Member of the Supervisory Board (from June 30th 2009).

During the reporting period, the Supervisory Board meetings were held in the registered office of the Company on the following date: on January 13th - renewed after the break on January 14th, on February 24th and on June 16th 2009.

The members of the Supervisory Board has also cooperated on a current basis and has supervised the activity of the Company in the scope of selected in the Supervisory Board the audit committee (whose members are all members of the Supervisory Board) and the remuneration committee. The current cooperation between the Supervisory Board members also took place in connection with adopting a series of resolutions and decisions in writing, which is consistent with the provisions of § 18 par. 6 of the Articles of association of the Company. Audit committee meetings were held on the date February 24th, April 30 th, May 14th, August 27th, November 6th 2009.

In the scope of issues being the subject of the analysis and supervision of the Supervisory Board in 2009, entered a number of issues related to the current activity of the Company in the scope arised from the Articles of association of the Company and from the general rules of the applicable law, as well as issues related to the continuation of organizational changes in the Company aimed at full integration and use of the effects of a merger Hoop S.A. with Kofola SPV Sp. z o.o.

The Supervisory Board in the past year has attached special attention to the review of the Company's financial results, accounting rules and financial reporting used by the Company, the principles of cooperation of the Management Board with the external auditor and the continuation of the restructuring of the entire group for which Kofola S.A. is a holding company. The Supervisory Board also undertook actions in 2009 aimed at establishing and creating in the Company effective system of the internal control and risk management,

including implementing a new computer system designed to improve a lot of internal processes in the group of subsidiary companies of Kofola S.A. and in the Company.

The Supervisory Board has adopted a total of 26 of resolutions, including 15 resolutions adopted in writing. The list of resolutions adopted by the Supervisory Board in 2009, is an Appendix no. 1 to this report.

On the basis of the analysis of financial data and on the financial statements of Kofola S.A. for a period of 12 calendar months of 2009, presented to the Supervisory Board by the Management Board of the Company and prepared in accordance with the International Financial Reporting Standards, the Supervisory Board of Kofola S.A. stated that the Management Board of the Company is continuing efforts to further optimization of the financial results, restructuring and the full integration of the activity of the entire group and internal processes, arising from a merger Hoop S.A. with Kofola SPV Sp. z o.o.

Taking into account the current economic situation and conditions for the Company's activity following a merger in 2008, the Supervisory Board considers the financial results and the management of the Company as satisfactory, particularly when it comes to the Company's operations in the Czech Republic and in Slovakia, and it does not find the existence of evidence which would suggest that the goodwill of the company included in the assets lost economic value.

Despite this assessment, the Supervisory Board in its further activity shall pay particular attention to the continuing processes of integration and optimization of costs and to overall activity of the group of the subsidiary companies of Kofola S.A.

In relation to the above assessment, the Supervisory Board issued a positive opinion for the motion of the Management Board of the Company on payment of a dividend in the amount of 25.125.697,92 PLN.

The Supervisory Board also recognises that the principles of the cooperation of the Management Board with the Supervisory Board are good and that the Supervisory Board on a current basis receives the information and data to exercise effective supervision over the activity of Kofola S.A.

Based on these settlements, conclusions, and overall association of the activity in 2009, the Supervisory Board states that in 2009 exercised effective supervision over the activity of the Company and its cooperation with the Management Board settled properly. The activity of the Supervisory Board was generally consistent with the principles of "Good Practices of Supervisory Boards in companies listed on the Warsaw Stock Exchange." The audit committee and remuneration committee appointed in the scope of the Supervisory Board properly exercised their functions.

Appendix no.1

to the report on activity of the Supervisory Board of Kofola S.A. with the registered office in Warsaw during the period January 1st 2009- December 31st 2009- The list of resolutions adopted by the Supervisory Board in 2009

- Resolution No.1/2009 establishing the uniform text of the Articles of association of the Company after the alterations made by the General Meeting on November 26th 2008;
- Resolution No.2/2009 appointing the audit committee and the remuneration committee. The audit committee consists of all the members of the Supervisory Board, and as the chairman was appointed Mr Raimondo Eggink. The remuneration committee consists of Mr Jacek Woźniak - as the chairman, Mr Raimondo Eggink and Mr Martin Dokoupil;
- Resolution No.3/2009 approving the investment consisting in the construction of the warehouses in Rajecka Lešna (Slovakia) at the value not exceeding 10 million EUR;
- Resolution No.4/2009 adopting under Art.17 paragraph 2 of the Commercial Companies Code approving the conclusion by the HOOP Polska Sp. z o.o, Kofola Sp. z o.o. and ABN AMRO Bank (Poland) the contract of the accession by the HOOP Polska Sp. z o.o. to the debt run up by Kofola Sp. z o.o. and approving the conclusion by the HOOP Polska Sp. z o.o. with ABN AMRO Bank (Poland) the contract of assignment, in favour of the Bank, the receivables of HOOP Polska Sp. z o.o. towards contractors;
- Resolution No.5/2009 approving the appointment of the National General Director in the company KOFOLA A.S. in the Czech Republic and fixing the terms and conditions of his employment and remuneration;
- Resolution No.6/2009 on the opinion on issues in the agenda of the Extraordinary General Meeting convened on March 4th 2009;
- Resolution No.7/2009 on approving the consolidated economic-financial plan of the capital group of KOFOLA;
- Resolution No.8/2009 on the adoption of the Regulations of the Supervisory Board;
- Resolution No.9/2009 adopting under Art.17 paragraph 2 of the Commercial Companies Code granting consent to issue an irrevocable and unconditional guarantee being the security for the credit agreement concluded by the HOOP Polska Sp. z o.o. with Raiffeisen Bank Polska S.A.;
- Resolution No.10/2009 on the appointment of the auditor to review and audit of the financial statements of the Company and the Capital Group of KOFOLA for the year 2009;
- Resolution No.11/2009 on granting consent under Art. 17 paragraph 2 of the Commercial Companies Code;
- Resolution No.12/2009 adopting an evaluation of the report of the Management Board on the Company's activity in 2008 and the assessment of the financial statements of the Company for the year 2008;
- Resolution No.13/2009 adopting the assessment of the Management Board of the activity of capital group of KOFOLA in 2008 and the assessment of the consolidated financial statements of capital group of KOFOLA for the year 2008;
- Resolution No.14/2009 adopting the assessment of the report of the Management Board on the activity of PAOLA S.A. in 2008 and the assessment of the financial statements of PAOLA S.A. for the year 2008;
- Resolution No.15/2009 adopting the assessment of the report of the Management Board on the activity of P.P.W.M. „Woda Grodziska” Sp. z o.o. in 2008 and the assessment of the financial statements of P.P.W.M. „Woda Grodziska” Sp. z o.o. for the year 2008;

- Resolution No.16/2009 on the opinion of the motion of the Management Board on the profit distribution recorded by the Company in the fiscal year 2008;
- Resolution No.17/2009 on the opinion of the issues being the subject of the resolutions of the Ordinary General Meeting convened on June 30th, 2009;
- Resolution No.18/2009 granting consent for sell 100% of shares in the subsidiary company "MAXPOL" Sp. z o.o. along with defining the terms of the transaction;
- Resolution No.19/2009 on the report of the activity of the Supervisory Board in 2008 with the assessment of the situation of the Company in fiscal year 2008;
- Resolution No.20/2009 on the consent for the conclusion of the loan contract between KOFOLA S.A. and KOFOLA Holding;
- Resolution No.21/2009 on the consent for issue of letters of recommendation „*letter of comfort*” as the guarantee for the subsidiary company KOFOLA A.S.;
- Resolution No.22/2009 on the consent for the loan contract between KOFOLA Holding A.S. and KSM Investment S.A.;
- Resolution No.23/2009 on the terms and conditions of remuneration of the President of the Management Board of HOOP Polska Sp. z o.o. – subsidiary company;
- Resolution No.24/2009 on the opinion on issues being the subject of the Extraordinary General Meeting convened on December 18th 2009;
- Resolution No.25/2009 on the approval for the transaction between subsidiary companies KOFOLA Sp. z o.o. and HOOP Polska Sp. z o.o. concerning the sale of the property, the conclusion by the HOOP Polska Sp. z o.o. the credit agreement to finance the purchase of the property and guarantee of the credit by KOFOLA S.A.;
- Resolution No.26/2009 on the establishment of the Rules of Motivating Program.