### POLISH FINANCIAL SUPERVISION AUTHORITY

Consolidated quarterly report PSr 2010 (in accordance with § 82.2 and § 83.3 of the Ordinance of the Minister of Finance of 19 February 2009 - Journal of Laws No. 33, item 259) for the issuers of securities dealing with production, construction, trade or services

for the first quarter of the **2011** financial year covering the period from **1 January 2011 to 31 March 2011** including condensed consolidated financial statements in line with: **IAS/IFRS** 

in: PLN

and condensed financial statements in line with: IAS/IFRS in: PLN

	BOF	RYSZEW S.A.	
	(full	name of the issuer)	
BORYSZEW		Chemical (che)	
(short name	of the issuer)	(sector as clas	ssified by WSE)
96-500	Sochaczew		
(postal code)	(place)		
15 Sierpnia			106
	(street)		(number)
46 863 02 01		46 863 02 01	
(ph	one)	(f.	ax)
boryszew@boryszew.com.pl		www.boryszew.com.pl	
	mail)	(w	ww)
837-000-06-34		750010992	
(Tax Identificati	on Number - NIP)	(Statistical nur	mber - REGON)

Deloitte Audyt Sp. z o.o. (entity authorized to audit)

	in PLN	۷٬000	In EUR'000		
	1.01. 2011-	1.01.2010 -	1.01. 2011-	1.01.2010 -	
SELECTED FINANCIAL DATA	31.03.2011	31.03.2010	31.03.2011	31.03.2010	
Data for the condensed CON	SOLIDATED financi	ial statements			
Sales revenue	1 023 418	676 957	257 515	170 651	
Operating profit (loss)	48 079	27 037	12 098	6 816	
Gross profit (loss) before tax	40 138	18 247	10 100	4 600	
Net profit (loss)	32 741	15 112	8 238	3 810	
Net profit (loss) from continuing operations	34 666	19 528	8 723	4 923	
Net profit (loss) from abandoned operations	-1 925	-4 416	-484	-1 113	
Net cash flows from operating activities	3 625	3 022	912	762	
Net cash flows from investing activities	-11 275	29 976	-2 837	7 557	
Net cash flows from financing activities	-11 452	-30 784	-2 882	-7 760	
Total net cash flows	-19 102	2 214	-4 807	558	
	31.03.2011	31.12.2010	31.03.2011	31.12.2010	
Assets	2 442 838	2 340 460	608 898	590 980	
Non-current liabilities	236 109	242 150	58 852	61 144	
Current liabilities	1 042 034	960 872	259 736	242 626	
Net working capital	248 825	222 022	62 022	56 062	
Equity	1 164 695	1 137 438	290 310	287 210	
Assets debt ratio	0,52	0,51	0,52	0,51	
Equity attributable to equity holders of the parent	637 268	621 468	158 844	156 924	
Share capital	121 972	121 972	30 403	30 799	
Number of shares	2 256 715 692	376 119 282	2 256 715 692	376 119 282	
Book value per share of the parent (in PLN/EUR)	0.28	1.65	0.07	0.42	



# CONDENSED CONSOLIDATED

# **QUARTERLY REPORT**

# of the Boryszew Capital Group

for the period from 1 January to 31 March 2011

# CONSOLIDATED INCOME STATEMENT

	From 01.01.2011 to 31.03.2011	From 01.01.2010 to 31.03.2010
Continuing operations		
Revenue from sales of products	865 288	536 176
Revenue from sales of goods and materials	<u>156 345</u> 1 021 633	<u>135 591</u> 671 767
	1021033	0/1/0/
Cost of products sold	752 144	494 727
Value of goods and materials sold	153 884	116 863
Cost of products, goods and materials sold	906 028	611 590
Gross profit (loss) on sales	115 605	60 177
Selling expenses	16 274	9 235
General and administrative costs	52 577	31 821
Other operating revenue	10 529	17 189
Other operating expenses	8 875	9 307
Net profit (loss)from disposal of shares in subordinated entities	0	2 513
Operating profit (loss)	48 408	<u> </u>
Financial revenue	8 848	7 580
Financial expenses	15 096	14 489
Financial operations result	-6 248	-6 909
Profit (loss) before tax	42 160	22 607
Income tax	7 494	3 079
Net profit on continuing operations	34 666	19 528
Discontinued operations	2 022	4 260
Gross profit (loss) from discontinued operations Income tax	-2 022 -97	-4 360 56
Net profit (loss) from discontinued operations	-1 925	-4 416
Net profit (loss) from continuing and discontinued operations	32 741	15 112
Attributable to:		
Equity holders of the parent	18 733	8 411
Minority shareholders	14 008	6 701
Net profit/loss	32 741	15 112
Other income in capitals		
Exchange differences on translation of foreign operations	-1 325	0 450
Financial assets available to sell	-1 325 -37	-2 153 19
Hedging accounting	-4 414	1 581
Income tax from elements of remaining income,		1 001
total (+/-)	846	-304
Remaining income after taxation	-6 622	-857
Equity holders of the parent	-2 950	-428
Minority shareholders	-1 980	-429
Total income, attributable to:	27 811	14 255
Equity holders of the parent	15 783	7 983
Minority shareholders	12 028	6 272
<b>Profit for share</b> Net profit attributable to equity holders of the parent	18 733	8 411
Number of shares	2 256 715 692	376 119 282
Profit for 1 share	0.01	0.02
Average weighted number of shares	1 379 104 034	545 287 088
Diluted profit/loss per share (PLN)	0.01	0.02
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Figures in PLN '000 unless stated otherwise.

Discontinued exerctions	From 01.01.2011 to 31.03.2011	From 01.01.2010 to 31.03.2010
Discontinued operations Revenue from sales of products Revenue from sales of goods and materials Total revenue from sales	1 464 321 <b>1 785</b>	4 708 482 <b>5 190</b>
Cost of sold products	1 190	4 089
Value of goods and materials sold	166	411
Cost of products, goods and materials sold	<b>1 356</b>	<b>4 500</b>
Gross profit (loss) on sales	429	690
Selling expenses	0	492
General and administrative costs	145	913
Other operating revenue	2 166	476
Other operating expenses	2 779	2 240
Operating profit (loss)	- <b>329</b>	<b>-2 479</b>
Financial revenue	96	0
Financial expenses	1 789	1 881
Financial activities result	<b>-1 693</b>	<b>-1 881</b>
Profit (loss) before tax	-2 022	-4 360
Income tax	-97	56
Net profit (loss) attributable to:	-1 925	-4 416
Equity holders of the parent	-660	-2 254
Minority shareholders	-1 265	-2 162
Profit/loss from discontinued operations for share Net profit/loss	-660	-2 254
Number of shares	<b>2 256 715 692</b>	<b>376 119 282</b>
Profit/loss for 1 share	0.00	-0.01

### CONSOLIDATED BALANCE SHEET PREPARED AS OF 31 March 2011

ASSETS	31.03.2011	31.12.2010
AGEIG		
Non-current assets		
Property, plant and equipment	897 518	902 978
Investment property	73 180	73 180
Goodwill	23 464	23 464
Intangible assets	94 685	98 968
Investments in controlled entities	16 842	16 778
Available-for-sale financial assets	7 558	4 470
Deferred tax assets	37 792	37 321
Commercial receivables	844	308
Other assets	96	99
Total non-current assets	1 151 979	1 157 566
Current assets		
Inventories	447 707	407 289
Trade and other receivables	671 251	585 598
Available-for-sale financial assets	437	474
Derivative financial instruments	5 561	7 745
Current tax assets	173	1 269
Other assets	15 621	9 030
Cash and cash equivalents	61 729	82 052
Total current assets	1 202 479	1 093 457
Held-for-sale assets	88 380	89 437
Total assets	2 442 838	2 340 460

# CONSOLIDATED BALANCE SHEET (cont.)

	31.03.2011	31.12.2010
EQUITY AND LIABILITIES		
Equity		
Share capital	121 972	121 972
Supplementary capital due to issue of shares above their face value	24 435	24 435
Capital related to hedge accounting	-719	1 100
Capital from revaluation of assets	621	651
Exchange differences on translation of controlled entities	2 228	3 329
Retained earnings, including:	488 731	469 981
Current year retained earnings	<u>18 733</u> 637 268	93 884
Total equity	037 208	621 468
Equity attributable to minority shareholders	527 427	515 970
Total equity	1 164 695	1 137 438
Long-term liabilities and provisions for liabilities		
Loans and bank credit facilities	133 384	144 500
Deffered tax provisions	78 427	77 101
Provisions due to retirement and similar benefits	6 770	6 700
Other long-term provisions	6 628	6 975
Other liabilities	10 900	6 874
Total long-term liabilities and provisions	236 109	242 150
Short-term liabilities and provisions for liabilities		
Loans and bank credit facilities	486 913	474 282
Trade and other liabilities	469 654	405 869
Derivative financial instruments	6 825	10 305
Current income tax liabilities	3 610	710
Provisions due to retirement and similar benefits	6 806	5 900
Other short-term provisions	19 258	18 696
Deffered incomes	3 236	1 243
Total short-term liabilities and provisions	996 302	917 005
Liabilities related to held-for-sale assets	45 732	43 867
Total liabilities		
	1 278 143	1 203 022
Total equity and liabilities	2 442 838	2 340 460

# CONSOLIDATED STATEMENT OF CASH FLOWS

	From 01.01.2011 to 31.03.2011	From 01.01.2010 to 31.03.2010
Cash flows from operating activities		
Profit (loss) before tax	40 138	18 247
Adjustments:	-36 513	-15 225
Amortization/depreciation	24 968	19 844
(Positive)/negative net exchange differences Interests costs from financial liabilities (credits, loans, cash)	40	-1 282
	12 473	8 701
Dividends on shares in profits	-600	-2 507
Profit/loss on investing activities	-7 448	-12 746
(Increase)/decrease in the balance of trade receivables		
and other receivables	-85 589	-51 288
Increase in the balance of inventories	-40 418	38 676
(Increase)/decrease in the balance of trade liabilities		
and other liabilities	67 808	27 687
(Increase)/decrease in provisions	-3 075	-8 041
Other items	-4 584	-32 458
Paid income tax	-88	-1 811
Cash generated on operating activities	3 625	3 022

Figures in PLN '000 unless stated otherwise.

Proceeds4 21839 221Proceeds from disposal of fixed capital and intangible assets3 5968 564Proceeds from disposal of shares in entities of Capital Group62229 521Other proceeds from investing activities01 136Expenditures for purchase of fixed capital and intangible assets15 1018 241Expenditures for purchase of shares in entities of Capital Group640Long term loans01 004Other3280Cash generated on investing activities-11 27529 976Proceeds78 23253 043Proceeds from loans9060Proceeds from loans9060Proceeds from loans9060Proceeds from loans9060Proceeds from loans9060Proceeds from loans9060Proceeds from loans940Other financial proceeds02 954Proceeds from loans940Other financial proceeds00Proceeds from sue of debt securities and other01 092Proceeds from sue of debt securities and other02 954Payments arising from financial assets940Other financial proceeds00Payments of credits73 94066 733Payments arising from financing activities12 4739 686Payments arising from financing activities19 1022 214Net cash generated on financing activities-14 1452 <th>Cash flows from investing activities</th> <th></th> <th></th>	Cash flows from investing activities		
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-64-1 358Balance sheet change of cash-20 3230Opening balance of cash82 05251 401Cash from purchase/disposed entities-1350Change of cash from discontinued operations-1 022-691	•	-19 102	2 214
Balance sheet change of cash-20 3230Opening balance of cash82 05251 401Cash from purchase/disposed entities-1350Change of cash from discontinued operations-1 022-691	Exchange rates differences at the end of period		
Opening balance of cash82 05251 401Cash from purchase/disposed entities-1350Change of cash from discontinued operations-1 022-691		-64	-1 358
Cash from purchase/disposed entities-1350Change of cash from discontinued operations-1 022-691	Balance sheet change of cash	-20 323	0
Change of cash from discontinued operations -1 022 -691	Opening balance of cash	82 052	51 401
· · · · · · · · · · · · · · · · · · ·	Cash from purchase/disposed entities	-135	0
Closing balance of cash and cash equivalents61 72951 566	Change of cash from discontinued operations	-1 022	-691
	Closing balance of cash and cash equivalents	61 729	51 566

### CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Share capital	Supplemen tary capital due to issue of shares above their face value	Capital related to hedge accounting	Capital from actualization of assets revaluation	Exchange differences on translation of foreign operations	Retained earnings	Capitals attributable to minority shareholders	Minority shareholder s capitals	Total
As of 1.01. 2011	121 972	24 435	1 100	651	3 329	469 981	621 468	515 970	1 137 438
Revaluation of hedging instruments			-1 819				-1 819	-1 756	-3 575
Change of fair value of assets available to sell				-30			-30		-30
Exchange differences					-1 101		-1 101	-224	-1 325
1Q2011profit /loss						18 733	18 733	14 008	32 741
<b>1Q2011 total</b> <b>incomes</b> Disposal of	0	0	-1 819	-30	-1 101	18 733	15 783	12 028	27 811
bisposal of shares in Impexmetal Group with no lost of control effect						17	17	-571	-554
Balance as of 31.03 2011	121 972	24 435	-719	621	2 228	488 731	637 268	527 427	1 164 695

	Share capital	Supplemen tary capital due to issue of shares above their face value	Capital related to hedge accounting	Capital from actualization of assets revaluation	Exchange differences on translation of foreign operations	Retained earnings	Capitals attributable to minority shareholders	Minority shareholder s capitals	Total
As of 1.01. 2010 Revaluation of	15 404	24 435	2 811	560	5 293	369 425	417 928	477 746	895 674
hedging instruments			-1 711				-1 711	-1 342	-3 053
Change of fair value of assets available to sell				91			91		91
Exchange differences									
					-1 964		-1 964	-1 334	-3 298
2010 profit/loss						93 884	93 884	32 487	126 371
incomes	0	0	-1 711	91	-1 964	93 884	90 300	29 811	120 111
Revenues from shares issue Dividend	106 568						106 568		106 568
payment							0	-51	-51
Disposal of shares of Impexmetal Group with no									
lost of control effect						-6 440	-6 440	54 205	47 765
Stake change						13 112	13 112	-45 741	-32 629
Balance as of 31.12 2010	121 972	24 435	1 100	651	3 329	469 981	621 468	515 970	1 137 438

	Share capital	Supplementar y capital due to issue of shares above their face value	Capital related to hedge accounting	Capital from actualization of assets revaluation	Exchange differences on translation of foreign operations	Retained earnings	Capitals attributable to minority shareholder s	Minority shareholders capitals	Total
As of 1.01. 2010 Revaluation	15 404	24 435	2 811	560	5 293	369 425	417 928	477 746	895 674
of hedging instruments			669				669	612	1 281
Change of fair value of assets available to sell				15			15		15
Exchange									
differences					-1 112		-1 112	-1 041	-2 153
1Q2010 profit/loss						8 411	8 411	6 701	15 112
1Q2010 total incomes	0	0	669	15	-1 112	8 411	7 983	6 272	14 255
Disposal of shares of Impexmetal Group with no lost of									
control effect			-109		-203	-6 014	-6 326	17 748	11 422
Stake change						-1 526	-1 526	-1 428	-2 954
Balance as of 31.03.2010	15 404	24 435	3 371	575	3 978	370 296	418 059	500 338	918 397

# BORYSZEW S.A.

Profit and loss account	01.01.2011- 31.03.2011	01.01.2010- 31.03.2010
Sales of products	131 746	18 229
Income from of products, goods and materials sold	4 137	1 745
Total income from sale	135 883	19 974
Selling and distribution costs	108 610	12 897
Value of products and materials sold	3 081	1 945
Cost of products, goods and materials sold	111 691	14 842
Gross profit/loss on sale	24 192	5 132
Costs of sale	3 677	355
General administration costs	11 480	6 677
Other operating income	1 764	17 621
Other operating costs	616	2 887
Profit/loss from operating activity	10 183	12 834
Financial income	3 216	224
Financial costs	3 787	5 194
Result on financial activity	-571	-4 970
Pre-taxed profit/loss	9 612	7 864
Income tax	646	-870
Nett profit	8 966	8 734
Net profit Other income recognized in capitals	8 966	8 734
Financial assets available to sell (stakes and shares)	-37	19
Income tax from other incomes, total (+/-)	7	-4
Total other income after taxation	-30	15
Total income	8 936	8 749
Profit on share Net profit Total income	8 966 8 936	8 734 8 749
Number of shares	2 256 715 692	376 119 282
Profit for 1 share	0.004	0.02
Weighted average number of shares	1 379 104 034	351 741 180
Diluted profit for 1 share	0.01	0.02

Balance sheet	31.03.2011	31.03.2010
ASSETS		
Fixed assets		
Tangible fixed assets	89 436	91 002
Investment real properties	65 159	65 159
Intangibles	346	368
Shares and stakes in subordinated entities	331 087	331 397
Financial assets available for sale	14	3
Deferred tax assets	20 901	20 712
Commercial receivables and other	60	67
Total fixed assets	507 003	508 708
Current assets		
Inventories	36 302	37 853
Receivables	183 554	126 401
Short-term financial assets available for sale	437	474
Other assets	3 997	2 181
Cash and cash equivalents	4 572	10 097
Total current assets	228 862	177 006
Fixed assets for sale	492	492
Total assets	736 357	686 206
LIABILITIES		
Equity		
Share capital	121 972	121 972
Capital from share issue above its nominal value	22 346	22 346
Capital from revaluation of assets	621	651
Retained profits	214 285	177 175
Profit/loss from the current year	8 966	37 110
Total equity	368 190	359 254
Long-term liabilities		
Long-term bank loans and credits	198 078	203 491
Provision on retirement benefits and similar	1 069	1 069
Other provisions	459	459
Other liabilities	64	69
Total long-term liabilities	199 670	205 088
Short-term liabilities		
Short-term bank loans and credits	95 074	77 742
Liabilities on deliveries and services and other liabilities	68 257	41 893
Provisions on retirement benefits and similar	2 480	1 516
Other short-term provisions	448	591
Deferred income	2 238	122
Total short-term liabilities	168 497	121 864
Short-term and long-term liabilities	368 167	326 952
Total liabilities	736 357	686 206

### **CASH FLOW STATEMENT**

	01.01.2011 - 31.03. 2011	01.01.2010 - 31.03. 2010
Cash flow from operating activities		
Pre-taxed profit/loss	9 612	7 864
Adjustements (+/-)	-23 482	-18 497
Depreciation	2 817	593
Interests from financial liabilities (credit, loans, bonds)	3 787	4 766
Profit/loss from investing operations	-1 143	-10 691
Change in receivables	-197 120	-18 600
Change in inventories	1 364	2 130
Change in liabilities	166 520	5 907
Change in provisions	1 121	-2 602
Others	-828	0
Nett cash generated Fromm operating activities	-13 870	-10 633
Cash flow from investing activities		
Preceeds	1 453	32 470
Preeceeds from disposal of intangibles and fixed assets	831	2 970
Preceeds from disposal of stakes and shares in entities of Group	622	29 500
Expenditures	1 229	235
Expenditures on purchase of intangibles and fixed assets		
	1 229	235
Net cash from investing operations	224	32 235
Cash flow from financing operations		
Preceeds	12 441	0
Preceeds from credits	12 441	0
Expenditures	4 320	20 736
Payment of credits	0	14 985
Buyout of debt securities	486	340
Paid interests from credit, loans, bonds	3 787	5 411
Payment of liabilities on financing lease	47	0
Net cash generated from financiag operations	8 121	-20 736
Net change of cash	-5 525	866
Balance sheet change of cash	-5 525	15 622
Cash at the beginning of the period	10 097	1 758
Cash at the end of the period	4 572	2 624

# STATEMENT OF CHANGES IN OWN CAPITAL

	Share capital	Share issue surplus over their nominal value	Capital from revaluation	Retained profits	Total
As of 1.01.2011	121 972	22 346	651	214 285	359 254
Valuation of fair value of assets available to sell			-30		-30
1Q2011 profit				8 966	8 966
Total incomes as of 2009	0	0	-30	8 966	8 936
As of 31.03.2011	121 972	22 346	621	223 251	368 190

	Share capital	Share issue surplus over their nominal value	Capital from revaluation	Retained profits	Total
As of 1.01. 2010	15 404	22 346	560	177 173	215 483
Valuation of fair value of assets available to sell			91		91
2010 profit				37 110	37 110
Total incomes as of 2010	0	0	91	37 110	37 201
Receipts from issue of shares	106 568				106 568
Other				2	2
As of 31.12.2010	121 972	22 346	651	214 285	359 254

	Share capital	Share issue surplus over their nominal value	Capital from revaluation	Retained profits	Total
As of 1.01.2010	121 972	22 346	621	223 251	368 190
Valuation of fair value of assets available to sell			15		15
1Q2010 profit				8 734	8 734
Total incomes as of 2010	0	0	15	8 734	8 749
As of 31.03.2010	121 972	22 346	636	231 985	376 939

(Change of presentation connected with spinning off operating division - holding operations)

Profit and loss account	01.01.2010- 31.03.2010	Transfer to operations activity of revenues from sale of shares in subordinated entities	01.01.2010- 31.03.2010
	published		after change
Continued operations			
Sales of products	18 229		18 229
Income from of products, goods and materials sold	1 745		1 745
Total income from sale	19 974	0	19 974
Selling and distribution costs	12 897		12 897
Value of products and materials sold	1 945		1 945
Cost of products, goods and materials sold	14 842	0	14 842
Gross profit/loss on sale	5 132	0	5 132
Costs of sale	355		355
General administration costs	6 677		6 677
Other operating income	9 546	8 075	17 621
Other operating costs	2 887		2 887
Profit/loss from operating activity	4 759	8 075	12 834
Financial income	8 299	-8 075	224
Financial costs	5 194	5 194	5 194
Result on financial activity	3 105	-8 075	-4 970
Pre-taxed profit/loss	7 864	0	7 864
Income tax	-870		-870
Nett profit/loss from continuing operations	8 734	0	8 734