

Translation from Polish:

ACT
of October 20, 1994

ON SPECIAL ECONOMIC ZONES
(Journal of Laws dated November 23, 1994
No. 123, item 600)

Chapter I

General Provisions

Article 1

This Act sets forth the principles and procedure of establishing special economic zones in the territory of the Republic of Poland, managing such zones as well as special rules and conditions for carrying on business activities within such zones.

Article 2

A special economic zone, hereinafter referred to as "zone", is an uninhabited part of the territory of the Republic of Poland separated in accordance with the provisions of this Act, within which business activities may be carried on pursuant to the principles determined by this Act.

Article 3

A zone may be established in order to accelerate economic development of a part of the territory of the country, in particular through:

- 1) the development of specified areas of business activities,
- 2) the development of new technical and technological concepts and implementation thereof in the national economy;
- 3) the export's development;
- 4) the strengthening the competitiveness of manufactured goods and services rendered;
- 5) development and improvement of existing industrial assets and economic infrastructure;
- 6) creating new jobs;

7) managing unused natural resources in accordance with the principles of ecological equilibrium.

Chapter II

The Establishment of Zones

Article 4

1. The Council of Ministers, upon a motion of the Minister of Industry and Trade, shall establish a zone by means of an ordinance .

2. The Minister of Industry and Trade shall submit a motion referred to in Section 1 upon obtaining the Voivode's opinion and a consent of the council of a community (councils of communities) competent considering the location of the zone.

3. The Minister of Industry and Trade shall attach to the motion referred to in Section 1 the planning scheme for the zone development plan set forth in Article 9. Such projected scheme shall include, in particular, the analysis of anticipated social and economic effects of the zone establishment.

4. The ordinance establishing a zone shall sets forth:

1) name, area and borders of the zone;

2) business activities which may be carried on within the zone or such areas of business activities which cannot be carried on within the zone;

3) zone managing entity, hereinafter referred to as "zone authority";

4) the period for which zone is established;

5) exemptions and other incentives for investors carrying on business activities within the zone determined pursuant to principles set forth in Article 12.

5. The Minister of Industry and Trade, upon a request of a competent Voivode, may entrust preparation of the motion referred to in Section 1 to such Voivode.

Article 5

1. A zone may be established, subject to the provisions of Sections 2 and 3, exclusively on the land owned by the zone authority, the Exchequer or community (communities), association of communities, or on the land under the 99 years leasehold of the zone authority.

2. Zone may be also established if the acquisition of the right to the land referred to in Section 1 by the zone authority is ensured by an agreement obligating to transfer such right but which provides the establishment of a zone as the sole condition of the acquisition.

3. When justified by important economic reasons, a part of the zone may include the land owned by:

- 1) the Exchequer, but remaining under 99 years leasehold of a party other than the zone authority - upon a consent of the lessee;
- 2) parties other than the Exchequer, community (association of communities) and zone authority - upon a consent of the owner.

Chapter III

Management over Zone, Tax Exemptions and other Incentives

Article 6

Only a joint stock company or a limited liability company with respect to which the Exchequer is a shareholder disposing of the majority of votes which may be cast at the

general assembly of shareholders and is empowered to appoint and to dismiss a majority of members of its both management and supervisory board, may be appointed the zone authority.

Article 7

1. The Minister of Industry and Trade shall represent the Exchequer as to its rights and obligations as a shareholder of the company which operates as the zone authority and the company created by the Exchequer, or with the Exchequer's participation, in order to be appointed the zone authority.

2. The Minister of Industry and Trade, as the authority representing the Exchequer, shall ensure that a person appointed by a Voivode and one appointed by the council of a community competent considering the location of the zone, participate in the supervisory board of the company which operates as the zone authority. A person indicated by investors carrying on business activities within the zone may be appointed a member of the supervisory board of the company which operates as the zone authority. A person who is a member of authorities or is employed by the investor carrying on business activity within the zone or who remains in a business relation with such entity cannot be appointed a member of the

supervisory board of the company which operates as the zone authority.

Article 8

1. Duties of the zone authority shall include undertaking actions aimed at the development of business activities carried on within the zone according to the zone development plan referred to in Article 9, rules of the zone referred to in Article 10 and provisions of Law. These in particular are:

- 1) to enable investors carrying on, on the contractual basis, business activities within the zone to make use of the assets located in the zone and owned by the zone authority or towards which the zone authority is a dependent possessor;
- 2) to operate both economic and technical infrastructure as well as other assets which are owned by the zone authority or towards which it is a dependent possessor, in a way facilitating carrying on business activities within the zone;
- 3) to render, on contractual basis, services to economic entities carrying on business activities within zone and to create conditions for rendering services by third parties;

- 4) to promote undertaking business activities within the zone.

2. The zone authority may dispose its right of ownership and 99 years leasehold of the land located within the zone, if such action is in accordance with the zone development plan referred to in Article 9. The zone authority shall have the pre-emptive right to purchase the ownership and 99 years leasehold of the real estate located in the territory of the zone.

3. The zone authority may entrust third parties, first of all through a tender procedure, with the fulfilment of certain duties referred to in Section 1.

Article 9

1. The Minister of Industry and Trade, by means of an ordinance, shall determine the zone development plan.

2. The zone development plan shall determine, in particular, the objectives of establishment of the zone, technical and organizational means which will facilitate to attain these objectives, obligations of the zone authority as to activities aimed at attaining objectives of establishment of the zone and time limits to fulfil such obligations.

3. The zone development plan shall comply with the provisions of the relevant area utilisation plans and with the projected planning scheme referred to in Article 4 (3).

Article 10

1. Zone Regulations shall determine the manner in which the management of the zone by the zone authority will be performed.

2. Zone Regulations shall be issued by the zone authority. Both, issue and amending of zone regulations will require to be approved by the Minister of Industry and Trade.

3. The zone authority will deliver Zone Regulations to entities carrying on business activities within the zone at the date of the conclusion of contracts referred to in Article 8 (1) (1) and (3) as well as will make those regulations published.

Article 11

1. Investors carrying on business activities within the zone may establish a zone council.

2. The zone council may present its opinions and motions as to matters related to the development of the zone and to carrying on business activities there.

3. Zone council's organization and procedures of its activity shall be determined by rules prepared and adopted by the zone council.

Article 12

1. Income earned on the business activities carried on within the zone on the basis of a licence referred to in Article 16 (1) by corporate bodies and individuals carrying on business activities may be, by means of an ordinance of the Council of Ministers, entirely exempted from the corporate income tax and personal income tax respectively, within the period equal to half of the time for which the zone has been established.

2. The income referred to in Section 1 earned in tax years following the tax year in which, in accordance with Section 1, the entire exemption from the income tax has expired, by means of the Council of Ministers' ordinance may be exempted from the income tax within the remaining period for which the zone has been established in a part which shall not exceed 50% of such income.

3. Investment expenditures not related to the acquisition of fixed assets, which are directly connected with business activities carried on within the zone on a licence referred to in Article 16 (1), incurred by

economic entities which do not have the right to exercise income tax exemption referred to in Sections 1 or 2, may be included in the entire amount to the revenue earning costs in the tax year in which they have been incurred.

4. Fixed assets depreciation rates used for carrying on business activities within the zone on the basis of a licence referred to in Article 16 (1) may be increased by economic entities which do not have the right to exercise the income tax exemption referred to in Sections 1 or 2.

5. The Council of Ministers, by means of an ordinance referred to in Article 4 (1) shall determine:

- 1) businesses which entitle to exercise income tax exemptions referred to in Sections 1 and 2, range of such exemptions, period for which they are applicable and conditions which have to be met by an economic entity in order to enjoy the right to such exemptions;
- 2) businesses which entitle to exercise income tax preferences referred to in Sections 3 and 4, period for which they are applicable and the value of coefficients applicable to the depreciation rates increase referred to in Section 4 as well as may determine conditions to be met by an economic entity in

order to enjoy the right to such preferences.

6. Conditions referred to in Section 5 (1) and (2) may relate, in particular, to:

- 1) the employment of a determined minimum number of employees in connection with business activities carried on within the zone and maintaining at least such level of employment for a specified period;
- 2) undertaking by an economic entity a permanent production investment within the zone for the value exceeding a specified amount;
- 3) obtaining by an economic entity a specified minimum amount of revenues from the sale of manufactured goods or services rendered within the zone and maintaining at least such amount for a specified period;
- 4) obtaining by an economic entity a specified minimum amount of revenues from the export of goods manufactured within the zone or services rendered for export and maintaining at least such amount for a specified period.

7. Businesses which entitle to exercise tax exemptions referred to

in Sections 1 and 2 or tax preferences referred to in Sections 3 and 4 cannot include the minerals extraction.

Article 13

Exemptions and other incentives determined by the Council of Ministers pursuant to principles set forth in Article 12, with the restriction of Article 19, cannot be changed for worse during the period for which the zone has been established.

Article 14

Economic entities entitled to exercise tax exemptions, referred to in Article 12 (1) or (2) or to tax preferences referred to in Article 12 (3) and (4), shall present their income tax return regarding the amount of income earned from the beginning of the year and declare the amount of income derived in the tax year, set forth in provisions relating to the corporate income tax or personal income tax, demonstrating separately, according to the separately determined form, the amount of income earned from the business activity carried on within the zone.

Article 15

1. Upon a motion of the zone authority, the Head of the District Authority of the Governmental

General Administration competent considering location of the zone may, upon a consent of a Voivode, entrust the zone authority with dealing with the following matters in the field of the building law concerning the area of the zone, including issuing administrative decisions of the first instance: issuing building permits, transferring building permits to other parties, stating the loss of the building permit validity, accepting notifications of completion of building process, issuing permits for the use of a building, issuing permits for a change of the way of the use of a building or its part, ordering to conduct the inspection of a building and requesting to submit expert's opinion on the technical state of a building.

2. Upon a motion of the zone authority, the council of community competent considering location of zone may authorize the zone authority to issue decisions determining the conditions for building over and making use of the land located within the zone.

Chapter IV

Licensing Business Activities within the Zone

Article 16

1. To carry on business activity within the zone, with the restriction of Section 2, a licence, hereinafter referred to as a "licence", is required.

2. An ordinance referred to in Article 4 (1) may determine the range or scope of business activities which would not require licensing to be allowed to be carried on within the zone.

3. If, pursuant to separate provisions of law, undertaking of business activity requires a concession or other permit, the licence referred to in Section 1 is issued after obtaining by the economic entity such concession or permit.

4. The Minister of Industry and Trade shall issue, withdraw and change the licence. The licence may be withdrawn or changed pursuant to conditions set forth in Article 19.

5. The provisions regarding the issue of concessions for the business activity shall apply, mutatis mutandis, to the proceedings regarding the issue, withdrawal and change of a licence, with the modifications introduced by this Act.

6. The Minister of Industry and Trade shall request for the opinion of the zone authority prior to taking a

decision regarding the issue, withdrawal or change of a licence.

7. The licence may be issued if:

- 1) The business activity which is to be carried on within the zone by the economic entity applying for a licence complies with business activities which may be carried on within the zone pursuant to the ordinance establishing the zone;
- 2) there are conditions within the zone to carry on activity intended to be undertaken by the economic entity applying for a licence, in particular, the range of planned activities comply with the zone development plan referred to in Article 9 and the zone authority shall have in its disposal free area, structures or premises necessary to carry on the activity by the economic entity applying for a licence,
- 3) undertaking the activity within the zone is justified taking into consideration the extent to which the planned activity will contribute to reach the objectives determined in the zone development plan referred to in Article 9.

8. A licence shall specify the range and conditions of business

activities which is to be carried on by the economic entity within the zone and time limits within which the economic entity is obliged to start the activity within the zone, as specified in the licence.

9. The licence shall be issued for the specified period.

10. The licence shall constitute the basis for the economic entity to enjoy tax exemptions or other incentives determined in provisions issued pursuant to Article 12 (5).

Article 17

1 Economic entities which will be licensed shall be selected through the procedure of a tender or negotiations undertaken upon the public invitation. The Minister of Industry and Trade, by means of a decree issued in respect to each zone separately, shall determine a manner in which a tender or negotiations are to be conducted, principles and conditions thereof as well as criteria of evaluation of plans as to business undertakings which are to be conducted by economic entities within the zone. Conditions and criteria of evaluation shall include, in particular, the level in which the range, scope and economic nature of business undertakings planned by an economic entity within the zone as well as conditions of their implementation will

contribute to reach the objectives of establishing the zone determined in the zone development plan.

2. The Minister of Industry and Trade, when justified by important interest of the economy or nature of the business activity within the zone, may depart from the tender or negotiations procedure. In such event the provision of Article 20 (1) shall not apply in the part concerning entrusting the zone authority with the issue of licences.

3. The economic entity shall not be required to obtain in advance a concession or other permit referred to in Article 16 (3) to enter a tender or negotiations. Economic entity entering into a tender or negotiations shall submit a promise of concession or permit.

Article 18

The Minister of Industry and Trade shall inspect business activity a licensed economic entity pursuant to the scope and principles determined in the provisions regarding the issue of concessions for business activities. This Act shall not affect the rights of competent State authorities determined in separate provisions as to the inspection of the activity of economic entities.

Article 19

1. The licence shall expire if the economic entity has not undertaken business activity specified in the licence within the time limits set forth in the licence.

2. The licence may be withdrawn or its scope or range of business activities determined in the licence may be limited if the economic entity:

- 1) has ceased to carry on business activity within zone, or
- 2) has violated provisions of foreign exchange law, provisions of customs law or provisions regarding tax obligations, or
- 3) has lost, as a result of withdrawal or change, a concession or other permit required, pursuant to other provisions of law, to undertake the business activity which is carried on within the zone, or
- 4) has flagrantly failed to meet conditions determined in the license, or
- 4) has failed to cure infringements discovered in the course of the inspection referred to in Article 18 within the time limits determined in the Minister's of Industry and Trade statement

which would require to cure such infringements.

3. In the event when the licence has been withdrawn, the economic entity shall lose the right to exercise exemptions and other incentives referred to in Article 12 (1) - (4) and shall be obliged to pay corporate income tax or personal income tax respectively, comprised by such exemptions and other incentives for the period starting from the date of occurrence of the circumstance which constitutes the basis for the withdrawal of a license.

Article 20

1. The Minister of Industry and Trade, by means of a decree, may entrust the zone authority with the issue, on the Minister's behalf, of licences for carrying on business activities within the zone, as well as with the performance of the routine inspection of activities carried on by economic entities and as with determining the scope of such inspection.

2. In the event when the zone authority has been entrusted with the performance of the routine inspection referred to in Section 1, it shall be authorized to perform the inspection functions granted to the authority issuing concessions in the provisions regarding the issue of concessions for business activity in

accordance with the scope set forth in a decree referred to in Section 1.

3. The zone authority shall immediately inform the Minister of Industry and Trade that the events referred to in Article 19 (2) have occurred and may submit to the Minister of Industry and Trade a motion regarding the withdrawal of a licence, limiting its scope or range of business activities specified in the licence.

Chapter V

Amendments to Existing Provisions Interim and Final Provisions

Article 21

In the Act of March 24, 1920 on Acquisition of Real Estate by Foreigners, as amended, the following Article 3a shall be added:

"3a. The decision with regard to a permit for acquisition of the real estate located in the territory of a special economic zone established pursuant to separate provisions shall be issued within one month from the date of submitting the application by the applying party."

Article 22

In the Act of May 20, 1971 - The Petty Offences Code, as amended, the following Article 60² shall be added immediately following Article 60¹:

"Article 60². A party carrying on a business activity in the territory of a special economic zone without the required licence, shall be liable to a penalty of the restriction of liberty or to a fine."

Article 23

1. In the Act of January 12, 1991 on Local Taxes and Fees, as amended, the following point 12 shall be added in Article 7 Section 1:

"12) land, structures and buildings located in the territory of a special economic zone which owner or 99 years lessee is a company managing the zone or such which are used for carrying on the licensed business activity in the territory of a zone."

Article 24

1. Starting from the day when the ordinance referred to in Article 4 (1) comes into effect, the Minister of Industry and Trade shall take over actions and rights performed

and exercised to that date by other State authorities with respect to a company appointed the zone authority, provided that a decision on transfer of shares owned by the Exchequer in such company formed through the transformation of a state enterprise on the basis of the provisions of the Act of July 13, 1990 on Privatisation of State Enterprises, as amended, shall be reserved for the Minister of Privatisation acting upon a motion of the Minister of Industry and Trade.

2. The provisions of Article 17, the second sentence of Article 19 (1) and Articles 23 (1) - (3), 24, 28 and 29 of the Act on Privatisation of State Enterprises shall not apply to a company formed pursuant to the provisions of the Act on Privatisation of State Enterprises which shall be the zone authority.

3. The administrative authority competent with regard to administration of land - in respect to the land owned by the Exchequer, or the management of a community - in respect to the land owned by the community, may contribute to the company managing a zone the ownership of the land which is under the 99 years leasehold of such company or the land which remained in the 99 years leasehold of a state enterprise liquidated in order to contribute its business or an organized part of the assets to this company. Contributing the ownership of the land

which remained in the 99 years leasehold of a liquidated state enterprise shall be made in consultation with the founding authority of the enterprise. In the events set forth in this Section, the right of the 99 years leasehold expires at the time when the ownership of land is contributed to the company managing a zone. The Minister of Industry and Trade shall represent the State Treasury in the company managing a zone as to the rights attached to the shares acquired by the State Treasury in exchange for the ownership of land contributed in a way set forth in this Section.

Article 25

1. A company managing a zone shall be exempted from the stamp duty fee and court fees in respect of acquisition or disposal of the rights to real estate located in the territory of the zone.

2. The Council of Ministers, in the ordinance referred to in Article 4 (1), may exempt the income of a company managing a zone from the corporate income tax in a part spent in the tax year or in the immediately following year for the purposes of the zone development, including the acquisition by the company managing a zone of the real estate or other goods used for carrying on business activities within the zone as well as for modernization and development of

the economic and technical infrastructure within the zone.

Article 26

The Council of Ministers shall present the information on implementation of the Act to Sejm along with the report regarding execution of the Budget.

Article 27

The Act shall come into force after the lapse of 30 days from the day it is promulgated, provided that Article 15 shall come into force on January 1, 1995.

GOVERNMENT REGULATIONS & LAWS GAZETTE
OF THE REPUBLIC OF POLAND

Warsaw, 22 September 1995

No. 107

526

THE DECREE
OF THE COUNCIL OF MINISTERS

on establishment of the special economic zone in Mielec

dated September 5, 1995

On the grounds of article 4 section 1 of the law on the special economic zones, dated October 20, 1994 (Gov. Regulations & Laws Gazette No. 123, item 600), the hereinafter following provisions are being set forth:

Article 1.

1. A special economic zone in Mielec is set up, by the name of THE SPECIAL ECONOMIC ZONE EURO-PARK MIELEC, hereinafter referred to as "the zone".
2. The territory and the borders of the zone have been set up in the schedule No. 1 to the decree.
3. The zone is established on the land owned by the State Treasury, as of the date of coming the decree into force, held on a long lease by the

Industrial Development Agency S.A. with registered office in Warsaw, as well as on the land owned by the State Treasury, as of the date of coming the decree into force, held on a long lease by the corporate bodies specified in the list constituting the schedule No. 2 to the decree.

4. The zone is being established for the period of 20 years.
5. The Industrial Development Agency S.A. with its registered office in Warsaw has been appointed manager of the zone.

Article 2.

The notions mentioned in the decree have a following meaning:

- 1) investment expenditures - expenses, actually borne by the

businesses after having acquired the license, not refunded to them in any form, less the input V.A.T. and excise tax if these taxes are fully or partly deductible from the output V.A.T., spent for:

- a) purchase and installation of the brand-new machinery and equipment received by the business for the purposes of its operation within the zone territory, classified in the GUS /Central Office of Statistics/ Generic Classification of Fixed Assets within groups 3-6 and 8, as well as means of transportation classified in group 6, excluding passenger cars,
- b) purchase, construction and extension of buildings and edifices located within the zone territory, classified in the GUS /Central Office of Statistics/ Generic Classification of Fixed Assets within group 1 subgroup 10 and 11, subgroup 12 type 123, subgroup 13, and within group 2 subgroup 20 and 22-24, subgroup 25 type 258, subgroup 26-27, subgroup 29 type 293 and 296,
- c) self-manufacturing of the machinery and equipment, referred to under letter a), received by the business for the purposes of its operation within the zone territory,
- d) repayment of the value of fixed assets, referred to in points a) and b), as it has been set for in the

leasing contract or in any other alike agreement, if these assets, in view of the Minister's of Finance decree on classifying among the assets of the lessor and the lessee the objects of lease or other alike agreements on leasing of things and property rights, dated April 6, 1993 (Gov. Regulations & Laws Gazette No. 28, item 129), are classified as the assets of the lessee, tenant or the user and have been received for the purposes of its business operation within the zone territory,

- 2) merchandise manufactured within the zone territory - a product obtained in result of manufacturing or processing and treating processes within the zone territory, if its value - less V.A.T. - of all the materials used for its production (elements, raw materials, components, parts) not manufactured within the zone territory and services not rendered within the zone territory does not exceed 70% of the product's price paid for it less V.A.T.
- 3) revenues from export sales of goods manufactured within the zone territory - sales turnover, actually accrued throughout the fiscal year, from export of goods manufactured within the zone territory in view of the law on tax on

goods and services V.A.T./ and excise tax, dated January 8, 1993 (Gov. Regulations & Laws Gazette No. 11, item 50, No. 28, item 127 and No. 129, item 599, No. 132 of 1994, item 670, No. 44 of 1995, item 231).

- 4) revenues from export sales of services rendered within the zone territory - sales turnover, actually accrued throughout the fiscal year, from export of services rendered within the zone territory, in view of the law referred to in p.3), regarding repairs, refining, processing and re-processing of goods, which have been imported into the Polish customs territory for a fixed period of time.
- 5) income - an income evaluated, either according to article 26 section 1 of the law on the personal income tax, dated July 26, 1991 (Gov. Regulations & Laws Gazette No. 90 of 1993, item 416 and No. 134, item 646, No. 43 of 1994, item 163, No. 113, item 547, No. 90, item 419, No. 123, item 602, No. 126, item 624 and 626 and No. 5 of 1995, item 25), or according to article 18 section 1 of the law on the corporate income tax, dated February 15, 1992 (Gov. Regulations & Laws Gazette No 106 of 1993, item 482 and

No. 134, item 646, No. 1 of 1994, item 2, No. 43, item 163, No. 80, item 368, No. 87, item 406, No. 90, item 419, No. 113, item 547, No. 123, item 602, No. 127, item 627 and No. 5 of 1995, item 25).

- 6) employees - the persons employed by the business, after the date of establishment of the zone, on payroll basis, throughout the relevant calendar month of the fiscal year, the number of whom is calculated in full-time heads as average number of employees for each month.
- 7) business - an individual person or a corporate body carrying out business activity, as it is interpreted by the separate regulations, exclusively within the zone territory.

Article 3.

Within the zone territory the following scopes of business activity are excluded: manufacturing of explosives, manufacturing, bottling and re-processing of spirit and alcohol beverages, tobacco products, as well as gambling centers referred to in the regulations concerning the gambling games and sweepstakes.

Article 4.

1) Carrying on business in the following scopes of activity does not require a license, referred to in article 16 section 1 of the law on the special economic zones, dated October 20, 1994 (Gov. Regulations & Laws Gazette No. 123, item 600), hereinafter referred to as "the license":

1) services concerning installation, repairs and maintenance of machines, equipment and other things, employed for business operation within the zone territory, as well as personal things.

2) construction works specified in section F of the GUS /Central Office of Statistics/ Classification of Goods and Services, hereinafter referred to as "KWU" [CGS].

3) services concerning sales and repairs of motor vehicles, motorcycles, as well as personal things and household articles, services rendered by hotels and restaurants, specified in sections G and H of KWU.

4) transport and warehousing services specified in section I of KWU, excluding air transport of passengers and commodities by charter flights (subcategory 62.20.10 and 62.20.20); as well as services concerning handling, keeping and storage of goods (group 63.1).

5) services of financial agency, as well as services concerning real estate agency, leasing and carrying on business operation, specified in sections J and K of KWU, excluding research and development services in the field of natural and technical science (group 73.1).

6) services in the scope of public administration, national defence, obligatory social welfare benefits, education, health care and social security, communal services, other social and personal services rendered within the households, services rendered by the extraterritorial organizations and assemblies, specified in sections L - Q of KWU.

Article 5.

1. Within the period of 10 years from the date of commencing operation of the business entity within the zone territory, however, not longer than within 15 years from the date of establishment of the zone, the income gained from business operation specified in the license is exempted from income tax:

1) up to the sum equivalent to total amount of investment expenditures, subject to provisions of section 2 or

2) up to the amount equivalent to half of the total

revenues from export sales of goods manufactured within the zone territory or services rendered within it or

3) up to 10% of income gained separately for each month:

a) in regard of having hired each 10 employees in the same month,

up to 100% of total income at the maximum.

b) if in the same month the business has less than 10 employees.

2. Within the period, referred to in section 1, the business' income gained from its operation specified in the license is entirely exempted from income tax, in case when the amount of investment expenditures exceeds the Polish zloty equivalent of ECU 2 million, calculated at the official average rate of exchange announced by the President of the National Bank of Poland for the date of actually bearing the expense. The exemption is vested upon the business, commencing from the month next after the month, in which the investment expenditures for the amount exceeding the aforementioned sum have been borne, however not longer that until expiration date of the period, for which the zone has been established.

3. In case of:

1) having prepaid in advance for the investment expenditures referred to in article 2 section 1 letter a and b, they are regarded as investment expenses for this fiscal year, in which the transfer of title deed to the assets specified in these provisions takes place,

2) having concluded a contract on hire-purchase basis or such a contract, which settles term of payment for the date later than the date of signing the agreement, the investment expenditures include also separate installments or total payment in this fiscal year, in which they have been actually borne.

4. The day of commencing business operation within the zone territory is defined as the date of issuing by the business its first invoice for sale of the goods manufactured within the zone territory or services rendered within it.

Article 6.

The provisions of article 5 apply respectively as well after expiration of the term, referred to in article 5 section 1, under the stipulation that the amount of tax exemption may not exceed, separately for each fiscal year, half the amount of total income

accumulated by business from its operation specified in the license.

Article 7.

1. The tax exemption, referred to in article 5 section 1, is vested upon the business in the month next after the month in which the investment expenses have been borne, until the tax exemption limit has been used up, however not longer than the expiration date of the term, for which the zone has been established, subject to the provisions of article 6.
2. The tax exemption, referred to in article 5 section 1 p. 2, is vested upon the business in the month next after the month, in which the revenues from export sales of goods manufactured within the zone territory and services rendered within it have been accrued. In case when half of the sum of the revenues from export sales of goods manufactured within the zone territory and services rendered within it exceeds the amount of income gained in the month, in which the tax exemption is vested, the outstanding amount is subject to tax exemption until it is used up, however not longer than the expiration date of the term, for which the zone has been

established, subject to the provisions of article 6.

3. The provisions of sections 1 and 2 apply respectively to the tax exemptions referred to in article 6.

Article 8.

The business may apply tax exemptions, referred to in articles 5 and 6, while clearing up monthly advances for income tax.

Article 9.

1. The business carrying out operation specified in the license, which is not entitled to tax exemptions referred to in article 5 and 6, may multiply the rates of depreciation of the fixed assets employed for the purposes of business operation within the zone territory, at the coefficients not higher than 4, accordingly to the procedure specified in the Minister's of Finance decree on depreciation of the fixed and intangible assets as well as reassessment of the fixed assets value, dated January 20, 1995 (Gov. Regulations & Laws Gazette No. 7, item 34 and No. 73, item 362).
2. Multiplication of the depreciation rates, referred to in section 1, is

applied with regard to the machinery and equipment classified within groups 3-6 and 8 in the GUS /Central Office of Statistics/ Generic Classification of Fixed Assets and to the means of transportation classified within group 7 excluding passenger cars, and it concerns the fixed assets received after the date of acquiring the license, for the purposes of business operation carried out within the zone territory.

Article 10.

The business carrying out its operation specified in the license, which is not entitled to tax exemptions, referred to in articles 5 and 6, may charge against its profit & loss account the full amount of expenses borne for purchase of the intangible assets directly concerned with its business operation within the zone territory, in the fiscal year, in which these expenses have been actually borne. In such case, value of the aforementioned intangible assets is not subject to depreciation on monthly basis.

Article 11.

1. The businesses, which had been already carrying on economic activity within the territories, on which there has been established the zone, may continue their

operation within the zone territory without obtaining a license, excluding scopes of activity referred to in article 3.

2. The businesses, referred to in section 1 may apply for a license, in case if:

1) after the date of establishing the zone, they have borne within the zone territory investment expenditures amounting to at least 25% of the total value of fixed assets, that had been recorded in their books as per the day of setting up the zone or

2) within the last six months prior to the date of placing an application for the license, they have achieved a rate of growth of revenues from sales of goods manufactured within the zone territory or services rendered within it by at least 15% higher than the price index for consumer goods and services, announced by the President of the Central Office of Statistics (GUS) for the stated period in comparison to the period of the previous six months, or

3) within the last six months prior to the date of placing an application for the license, they have increased number of people employed in their business operation within the zone territory by at least 15%, however no less than by 10 persons, in comparison

with the period of the previous six months.

3. The businesses, referred to in section 1, after having acquired the license, may apply for the tax exemptions, referred to in articles 5 and 6 or the tax preferences, referred to in articles 9 and 10, with the following stipulations:

1) the right to tax exemptions, referred to in article 5 section 1 p. 2, applies to this part of revenues from export sales of goods manufactured within the zone territory or export of services rendered within it, accrued in the fiscal year, which exceeds value of the same revenues received for the fiscal year prior to the year, in which the business has acquired the license,

2) while evaluating the number of employees, referred to in article 5 section 1 p. 3, only the employees hired in the business after having acquired the license are taken into consideration.

Article 12.

1. The tax exemptions, referred to in articles 5 and 6 and tax preferences, referred to in articles 9 and 10, are not vested in upon the businesses while they are applying reductions, deductions and exemptions from income tax on the

grounds of the separate regulations.

2. The businesses, upon which reductions, deductions and exemptions from income tax are vested in on the grounds of the separate regulations, may resign from these rights and, commencing from the month, in which they abandoned application of these rights, they may apply the tax exemptions referred to in the herein decree, provided that in their application for the license they have declared their resignation from the right to the aforementioned reductions, deductions and exemptions till the end of their application period.

3. After having employed their rights to reductions, deductions and exemptions from the income tax vested in on the grounds of the separate regulations, the businesses are not entitled in this regard, neither to the tax exemptions, referred to in article 5 and 6, nor to the tax preferences, referred to in article 9 and 10.

4. The businesses make choice of one of the tax exemption basis referred to in article 5 section 1 and they have to inform upon their choice the organization that has granted the license and the tax

office relevant in respect of the income tax, immediately. The chosen basis for tax exemption may not be changed during the fiscal year.

Article 13.

1. The businesses lose their right to tax exemptions, referred to in article 5 and 6, if one of the below mentioned circumstances occurs, either during the fiscal year, in which they have applied the tax exemptions, or within the three years following the fiscal year, in which they last applied the aforementioned tax exemptions:

1) there are default payments of taxes due to the state budget for the separate years, including tax liabilities constituting budget revenues, social insurance fees and Labour Fund fees,

2) any form of transfer of ownership rights to the fixed assets, referred to in article 2 p. 1, to which tax exemptions has been applied takes place; this does not include ownership transfers due to transformation of legal form, merging or dividing of the businesses, as well as transfers of these fixed assets, in regard to which the accumulated depreciation has already equalled their initial value, as it is interpreted

by the separate regulations, referred to in article 9 section 1,

3) ceasing of the circumstances necessary for classifying the fixed assets, received for use on non-gratuitous basis under the lease contract or any other agreement alike, among the lessee's assets, as it is interpreted in the regulations, referred to in article 2 p. 1 letter d),

4) the machinery or equipment, referred to in article 2 p. 1 letter a), have been allocated for business operation outside the zone territory,

5) the investment expenditures have been refunded to them in any form,

6) either a liquidation process in their respect has been announced, or their bankruptcy has been adjudicated, unless they are enterprises undergoing liquidation process according to the procedure provided for in the regulations concerning privatization of the state-owned enterprises,

2. If any of the circumstances listed above in section 2 occurs, the business is bound to increase the base for taxation by the income exempted from taxation, and in case of striking the balance with a loss - to reduce the loss by the aforementioned amount in the month next to this, in which its right

to tax exemption has been forfeited.

Article 14.

The incomes gained by the Industrial Development Agency S.A. with its registered office in Warsaw are exempted from corporate income tax, in their part spent, throughout the fiscal year or the year next to it, for the purpose of development of the zone, including expenditures allocated for purchases of real estate or other goods necessary for business operation within the zone territory, as well as modernization and development of the economic and technical infrastructure in the zone.

Article 15.

The decree comes into force 14 days after its announcement.

Prime Minister
Józef Oleksy

Schedule No. 1
to the Council of Ministers decree
of September 5, 1995

The detailed description of the
territory and borders
of the Special Economic Zone
EURO PARK Mielec

All the below mentioned parcels of ground, as they are entered in the real estate register, are located within the boundaries of: Mielec Przemysłowy. Starting from the point 1 located in the south-west corner of the parcel no. 141/1, the border of the SEZ territory follows to the west through the main entrance gate and further on along the fence of the industrial site, which makes on the other side the southern borders of the parcels no. 150/5, 171/7, 171/2, 171/6, 171/8, 172/6, 189/9, 188/9, to the point 2, located in the south-west corner of the parcel no. 188/9 and further on continues along the south borders of the parcels no. 180/5, 180/3 and across the railway siding to the Heat & Power Generating Plant, along the south border of the parcel no. 184 it reaches the point 3, located in the south-west corner of the parcel no. 184. From the point 3 the border follows to the north, along the west border of the parcel no. 184, which makes on the other side the border of the industrial site, and it reaches the point 4, located in the north-west corner of the parcel no. 184. From the point 4 the border crosses the railway siding to the Heat & Power Generating Plant and further on follows to the north, along the west border of the parcel no. 203/6, which makes on the other side the border of the industrial site, and then it crosses the railway siding to H7 and further on it follows along the west border of the parcel no. 203/5, it crosses

the railway siding to the industrial site and further on, following the western border of the parcel no. 203/4, which makes on the other side the border of the industrial site, it reaches the point 5 located in the north-west corner of the parcel no. 203/4. From the point 5 the border turns to the north-west along the fence of the industrial site, which makes on the other side the south-western border of the parcel no. 196, to the point 6 located in the north-west corner of the parcel no. 196. From the point 6 the border follows to the west along the fence and south borders of the parcels no. 34/7, 32/ 2, 32/1, 31, 28 to the point 7 and further on along the border of the parcel no. 29 across the points 8 - 12. From the point 12 the border follows to the north-west along the fence, which makes on the other side the border of the airport territory, along the south border of the parcel no. 28 to the point 13. From the point 13 in the corner of the airport fence at the Kosmonautów St., which makes also the south-west corner of the parcel no. 26/2, the border turns to the north to the point 14, which makes the border point between the city of Mielec and the village of Chorzelów in the Mielec Commune. From the point 14 the border of the SEZ territory follows along the airport fence, which makes also the boundary of the city of Mielec and the village of Chorzelów in the Mielec Commune, along the borders of the parcels no. 26/1, 30, 22, 12/4, across

the points 15, 16, 17, 18, 19 to the point 20, which makes the border point between the village of Chorzelów in the Mielec Commune, the village of Ławnica in the Tuszów Narodowy Commune and the city of Mielec. From the point 20 the border follows to the east along the airport fence, which makes also the boundary of the city of Mielec and the village of Ławnica in the Tuszów Narodowy Commune, along the north border of the parcel no. 12/4 to the point 21 and further on to the south, to the point 22. From the point 22 the border follows to the east, along the airport fence along the north border of the parcel no. 6 and further on across the points 23 - 25, the latest making the border point between the village of Ławnica in the Tuszów Narodowy Commune, the village of Trześć in the Mielec Commune and the city of Mielec. From the point 25 the border follows to the east along the airport fence, which makes also the boundary of the city of Mielec and the village of Trześć in the Mielec Commune, along the north border of the parcel no. 6 and it reaches the point 26, which makes the border point between the village of Trześć in the Mielec Commune and the city of Mielec. From the point 26 the border follows to the east along the fence, which makes also the boundary of the airport territory, along the north border of the parcel no. 6 to the point 27, which makes the north-east corner of the airport territory and the north-east

of the parcel no. 6, to the point 28, which makes the border point of the parcel no. 4, and further on across the points 29 - 35, along the borders of the parcels no. 3 and 4. From the point 35, which makes the south-east corner of the parcel no. 6 the border of the SEZ territory follows along the airport fence and along the south border of the parcel no. 6, across the points 36 - 40. From the point 40 the border follows along the west borders of the parcels no. 45, 44, 73/2 to the point 41, and further on along the south border of the parcel no. 73/2 to the point no. 42. From the point 42 the border follows to the north along the east border of the parcel no. 44 to the point 43, located in the north-east corner of the parcel no. 46. From the point 43 the SEZ border follows to the south, along the east border of the parcel no. 46, which makes also the boundary of the route to the KPRD base, to the point 44, and further on, along the south border of the parcel no. 46 to the point 45. From the point 45 the border follows along the Wojska Polskiego St., along the borders of the parcels no. 77, 78, 80, which make also the boundary of the industrial site, across the points 46 - 50. From the point 50 the border follows to the south along the fence, along the east border of the parcel no. 94 to the point 51, which makes the south-east corner of the parcel no. 94. From the point 51 the border turns to the west and it follows along the fence, which makes also the

boundary of the industrial site, along the south borders of the parcels no. 94, 82/2, 82/1, 102, 136/1, 137/5, 137/2, 140, 141/2, 141/3, 141/1 and it reaches the point 1, located in the south-west corner of the parcel no. 141/1, from which the specification has been started.

Starting from the point 52, located in the center of the existing entrance gate to the Heat & Power Generating Plant, located as well on the north border of the parcel no. 52, the border of the SEZ territory follows to the east, along the wall of the door-keeper's lodge, and further on along the fence of the Heat & Power Generating Plant at the Wojska Polskiego St., along the north border of the parcel no. 52 to the point 53, located in the north-east corner of the fence of the Heat & Power Generating Plant and the parcel no. 52, and further on along the north border of the parcel no. 51 to the point 54, located in the north-east corner of the parcel no. 51. From the point 54 the border follows to the south, along the east border of the parcel no. 51 to the point 55, located in the south-east corner of the parcel no. 51 and further on to the west, along the south border of the parcel no. 51 to the point 56, located in the south-west corner of the parcel no. 51, making also the south-east corner of the Heat & Power Generating Plant fence. From the point 56, the border of the SEZ territory follows to the west, along the Heat & Power

Generating Plant fence, which makes also the south border of the parcel no. 52, to the point 57, located in the south-west corner of the parcel no. 52 and the Heat & Power Generating Plant fence. From the point 57 the border follows along the Heat & Power Generating Plant fence to the north, along the west border of the parcel no. 52 to the point 58, located in the north-west corner of the parcel no. 52 and the Heat & Power Generating Plant fence. From the point 58 the border follows to the east, along the Heat & Power Generating Plant fence to the point 52, from which the specification has been started.

Started from the point 59, located in the north-east corner of the parcel no. 63, the SEZ border follows to the south, along the border of the parcel no. 63, across the points 60, 61, 62, which make also the border points of the parcel no. 63, to the point 59, from which the specification has been started.

Starting from the point 63, located in the north-west corner of the fence of the territory formerly belonging to the RPBP base, which makes also the corner point of the border of the parcel no. 69, the SEZ border follows along the fence to the east to the point 64. From the point 64, which makes the north-east corner of the fence and the border of the parcel no. 69, the border turns to the south and follows along the fence and the east

border of the parcel no. 69 to the point 65, which makes the south-east corner of the parcel no. 69. From the point 65 the border follows to the west, across the points 66, 67, 68, 69, which make also the south border of the parcel no. 69, to the point 70. From the point 70, the border follows to the north, along the fence, which makes also the west border of the parcel no. 69, to the point 63, from which the specification has been started.

The total area of the SEZ makes out:
574,8580

Schedule No. 2
to the Council of Ministers decree
of September 5, 1995

List of the corporate bodies,
which are the long lease-holders of the
land

1. Wytwórnia Aparatury Wtryskowej
PZL-Mielec Sp. z o.o. [PZL-Mielec Fuel
Injectors Manufacturing Co. Ltd.]
2. Wytwórnia Silników PZL-Mielec
Sp. z o.o. [PZL-Mielec Engine
Manufacturing Co. Ltd.]
3. Wytwórnia Pojazdów MELEX
PZL-Mielec Sp. z o.o. [PZL-Mielec
MELEX-Vehicles Manufacturing Co.
Ltd.]
4. Elektrociepłownia PZL-Mielec Sp.
z o.o. [PZL-Mielec Heat & Power
Generating Plant Co. Ltd.]
5. Fabryka Samochodów GEPARD
Sp. z o.o. [GEPARD Motor Works Co.
Ltd.]
6. Wytwórnia Sprzętu
Komunikacyjnego PZL-Mielec Sp. z o.o.
[PZL-Mielec Communication Equipment
Manufacturing Co. Ltd.]

„PZL-MIELEC” ENGINES COMPANY, LTD

MIELEC 1996

SHORT PRESENTATION OF THE COMPANY

1.1. Address, location and contacts for sites/offices.

Head office	- Wytwórnia Silników „PZL-Mielec” Spółka z o.o. „PZL-Mielec” Engines Company, Ltd.
Legal status	- Limited Liability Company
Address	- 3 Wojska Polskiego St., 39-300 Mielec
Telephone	- (48-196) 887070, 887118
Fax	- (48-196) 887963
Contact Person	- Marketing and Export Department - Ryszard Kępka, - Kazimierz Podolski - tel. (48-196) 887912,
Registration No.	- 690228007

1.2. Brief history.

In the middle of the sixties rised in Poland high demand for vehicles of heavy transportation. The Government of these days, decided to buy British Leyland licence for production of Diesel engines. The decision was taken in 1965 and serial production was started in 1967 in existing enterprise in Mielec - WSK „PZL-Mielec”.

From the beginning up to today, have been produced 200 000 engines, 78% of them were sold in Poland and 22% abroad of Poland.

The Company is situated in industrial part of Mielec, and was created from the Division dependent from WSK „PZL-Mielec”.

The Company started its activity on April 1st, 1993.

The Shareholders of the Company

1. Bank Depozytowo-Kredytowy S.A. w Lublinie	- 40,00 %
2. WSK „PZL-Mielec” S.A.	- 29,00 %
3. Agencja Rozwoju Przemysłu	- 18,00 %
4. Others	- 13,00 %

1.3. Nature of Business.

a) major business activity	- Diesel engines, spare parts, generating sets, overhauls of Diesel engines,
b) type of operations	- manufacturing, assembly, distribution.

2. Products and Markets.

2.1. Major Products Groups, Contribution to sales.	Value or %	Major competitors today	Estimated share of the market held by competitors in %
a) engines	74,6%	Mercedes, Volvo, Scania, MAN, Reno,	30%
b) spare parts	15,6%		5%
c) overhauls	6,8%	Zakłady Remontowe w Ilawie	90%

2.2. Major Products Groups, Contribution to Gross Profit.

a) engines	46%
b) spare parts	16%
c) overhauls	30%

2.3. Markets for each Product Group	Description of Market	Percentage
POLAND		
a) engines	Processing	66%
b) spare parts		12%
c) overhauls		6%
EXPORT		
a) engines	Processing	6,5%
b) spare parts		3,0%
c) overhauls		0,5%

2.4. Product position in product life cycle for key products

	State
a) engine	mature (old product, falling sales)
b) spare parts	mature (old product, steady sales)
c) overhauls	mature (old product, steady sales)
d) generating sets	new product (sales growth)

2.5. Major products group, sales by customer **Customer location**

- | | |
|----------------|--------|
| a) engines | POLAND |
| b) spare parts | POLAND |
| c) overhauls | POLAND |

2.6. New products **Introduction date**

- | | | |
|--------------------|------------|--------|
| a) generating sets | 80-150 kVA | - 1993 |
| generating sets | 15-30 kVA | - 1995 |
| generating sets | 1,5-10 kVA | - 1996 |
| b) ambulance | | - 1996 |

3. Sites and facilities

3.1. General description of the site (plant and equipment „P&E”)

Average age of „P&E”

- | | |
|---|-------------------------------|
| a) MIELEC - production and assembly plant | 28 years (small improvements) |
|---|-------------------------------|

3.2. Site utilization

a) total area	- 69 452 m ²
b) covered area	- 30 618 m ²
c) open area	- 38 834 m ²
d) productive area	- 17 418 m ²
e) nonproductive area	- 46 929 m ²
f) store	- 5 105 m ²

4. Human resources

- | | |
|------------------------|-------|
| a) total | - 724 |
| b) direct operations | - 455 |
| c) support functions | - 269 |
| d) full time employees | - 722 |
| e) part time employees | - 2 |

5. Board members (appointed in March 1995)	Age	Degree	Years with the Company
Director Jan Studnicki	49	engineer	25
Finance Director Halina Kazimierczak	43	economist	20
Research and Commercial Director Julian Wilk	46	engineer	21
Production Director Janusz Mądry	39	engineer	12

6. Number of suppliers

- a) domestic - 98
- b) international - 9

ヴァイトフルニャ・シルニクフ (エンジン製造所)

「ペーゼットエルーミエレッツ」

有限責任会社の1996年経営計画の前提

1 戦略

ヴァイトフルニャ・シルニクフ「ペーゼットエルーミエレッツ」有限責任会社は、市場の激化する競争のただなかにある。来年、国内の主要納入先の需要が急激に伸びるとは期待できない。

他方、国内市場での地位を維持し、徐々に安定しつつある東欧市場においても存続するために、マーケティング活動の強化が不可欠である。

ついで、当社が無条件に利用しなければならない切り札は、発電機市場への参入である。1996年において焦点としなければならないのは、顧客に当社製品の高品質、美的外観、信頼性の高い機能、容易な取扱を認識させることである。このためには、顧客のニーズを確定し、満たすことがあらゆる活動のなかで最優先されるように、生産活動やその他のすべての活動において努力し、会社の近代化をはからねばならない。

当社の戦略目標は、下記の通りである。

- 1) 競争の脅威に対し、マーケティング活動を強化することによって売上を伸ばし、国内市場のシェアを維持する。
- 2) 市場の要求に製品を適合 (エンジンの近代化、環境に適合したエンジンの生産、多機種目のユニットの提供の拡大等) する。
- 3) 戦略的パートナーを求める。
- 4) 品質管理システムの習熟に努める。
- 5) 利益を上げる。

補足目標は下記となる。

- 1) 生産コストの削減
- 2) 雇用の合理化
- 3) コンピューターシステムの導入
- 4) 労働条件と安全性の改善
- 5) 環境保護 (環境に有害でない材料の生産への導入：廃棄物処理のコストダウン)

2 コストダウン計画

この計画は、材料の徹底的活用 (特に半製品)、外注生産の制限、及び在庫管理と1995年レベルの在庫 (金額) の維持 (すなわち、インフレを考慮すると実際の数量は減少することになる) からコストダウンをはかろうとするものである。

3 1996年予想売上

国内市場においてエンジンの売上の急成長は見込めないと思われる。これはポーランドにおける新車の需要の伸びが固定傾向にあることに起因している。また、有名な西ヨーロッパ製車両が入手しやすくなってきたこともあり、唯一、自社提供製品範囲の恒常的拡張だけが売上の多少の伸びを維持し、納入先を拡大する道である。

3-1 エンジンの主要な納入先は下記の通りである。

－イェルチャニスキエ・ザクワディ・サモホドーヴェ

－アウトサン・サノク株式会社

－フク・スタローヴァ・ヴォラーザクワディ・メハニチュネ

3-2 市場競争は激化の一途にあるため、エンジンやその他の製品の種類をさらに増大し、その購入条件をもっと有利にすることが必要である。当社エンジンのSW680及びSWTIIの購入における決定的要因は、今なお低価格、迅速な納入、及び個々の顧客のニーズを満たす製品である。

3-3 営業実績の売上構成を見ると、製品販売が売上に占める割合の増大が明白である。従って、発電機のような最終製品の売上の予想される伸びに留意しなければならない。

3-4 マーケティング活動の強化から、輸出売上の伸びの可能性が期待できる。しかし総売上に占める輸出の割合は今なお低迷している。これまでの経験から輸出にかかわる予想にはすべて、極めて慎重を期す必要がある。

4 製品開発

4-1 生産活動の概要は、当社が備えている機械設備に限定される。

開発活動においては、製品の品質と耐久性の改善、製品クレームの数量とコストの減少、及び(顧客の要求に従って)できる限り最新の構造を市場へ出すことがめざされる。

過去数年来当社は、自社製エンジンをベースにした発電機を市場に出している。見込み顧客の関心が高まっていることから、来年にはこの製品の需要増加が予想される。さらにまた、新製品の開発活動も開始された。当社の新製品の開発について、あらゆる顧客の問合せが調査された。

4-2 環境適合性の点でヨーロッパ規格を満たす新型エンジンの試作作業が継続されている。1996年にはユーロ規格を満たす当社の新型エンジンが、エンジン燃量試験及び運転試

験を合格し、公式認証を受けるはずである。気体燃料エンジンが注目を集めていることから、このようなエンジンとユニットのシリーズ生産が計画されている。これまでのところ、当社の唯一の最終製品は発電機である。これは、試験、ユーザーや見込み納入先のニーズ、及びこの分野の世界的傾向の認識に基づいて、恒常的に改善されている。

特に、生産過程における材料と完成品の在庫の適切な管理を中心とする管理効率の改善が進められている。生産管理の分野で、コンピューター・システムが習熟されつつある。

上記の活動によって、生産領域の整理と管理、その実時間精算、及びそれと直接連携した材料管理と取引が可能となっている。

4-3 ヴイトフルニャ・シルニクフ「ペーゼットエルーミェレツ」有限責任会社は、1995年に品質の課題と政策を発表した。これはISO9000シリーズ規格に適合した品質保証システムの習熟 (ISO9001規格の習熟) を目的とする活動の開始を表明した第一歩であった。

当社従業員には、規定スケジュールに従って、AQcL社の専門コンサルタントによる必須トレーニングが実施された。

管理グループが任命され、最初の品質保証手順が作成された。

1996年には、ISO9001規格に基づく品質保証システムの習熟を目指す活動がさらに継続される。次のトレーニングと品質保証システム手順の完成が予想される。習熟作業は、1年間を通して続けられる。

5 設備投資

当社の設備投資計画は、目標の達成に関連して課題別に5つのグループに分類される。

- a) H-ISA設備投資は、新しいエンジン試験室の完成と受渡しを目的とする。これは、これまでの試験室の修理の非採算性と近代化の必要性、及び労働安全衛生と環境保護の厳しい要請、さらには社内と顧客の品質要求から不可欠となったものである。
- b) 最新の生産管理システムの導入、その稼働から精算、取引までにかかわる継続作業においては、コンピューター・システム関連作業 (機器の購入とプログラミングを含む) に相当の投資が必要となる。
- c) 機械設備の一新は、新規顧客の獲得と新製品の生産に不可欠な製品の品質の改善と新製品開発の可能性の拡大に関連している。
- d) 自動車管理への投資は、営業用自動車の一新を目指す活動の続きである。非経済的な老朽車両を売却し、新車を購入することによって同数の車両の維持が計画されている。営業用自動車の維持は、当社の取引先へのエンジンの納入に事故があった場合や材料の調達とクレームに対する迅速な対応に、営業上必要である。

6 機械設備の修理

1996年には、機械のオーバーホールが特に焦点とされている。このためには、最低でも36万ズウォッティが必要となる。

これまでのところ、中くらいの規模の修理に最大のコストがかかっている。この修理の枠内には、機械設備の修理関連作業と建屋の継続作業が計画されている。今後も修理範囲（現行と中規模）は拡大されるだろう。

7 雇用レベル

来年には、雇用レベルの変更は計画されていない。

上記の前提に基づき、
当社の経営活動範囲は
今後、下記の3通りのケースが予想される。

これらの3通りの予想は、来年における製品、サービス、商品の売上の可能性の評価において異なっている。売上高が変わると、いわゆる変動費も変わってくる。その他のコスト、いわゆる会社存続費は、さほど変動を示さず、製品原価と直接結びつかないので、一定と設定した。

予想1—基本予想

基本となる前提及び1995年に見込まれる営業成績に基づき、残る2通りの予想のためのレベルが設定された。

国内におけるエンジンの売上は最低の伸びとし、輸出は、一般的に低いレベルにはあっても、高い伸びを示すと仮定した。輸出売上の低下を食い止めるために既になされた努力が効果を上げるものと思われるからである。

今年の第4四半期における、自社製エンジンに基づく発電機の需要の増大は、3通りの予想すべてにおいて予想売上の基本となっている。

予想において、1996年の費用構成は、1995年に予想される費用構成とさほど変わっていない。

修理サービスの割合が、2.9%から34%に上昇しているが、これは広い意味での近代化政策と、製品・サービスの質の向上に結びついたものである。

科目428が相当な増大を示しているが、これは、固定資産購入（リース）範囲の拡大にかかわるものである（表3「設備投資」参照）。また広告費の割合も増大しているが、これがなくては、エンジンの販売と発電機の販売増大の領域で市場に占めるこれまでの地位を維持できなくなるだろう。

このような状況にあつては、現実的な収益の増大を期待するのは難しい。計画収益は、来年の売上と製品単価の引き下げ、及び当社の生産ベース、製品とそのプロモーションの近代化のための投資の領域における期待と現実的可能性との間の妥協の結果となる。

予想2—悲観的予想

「メルセデス」社製パワートランスミッションシステムの導入によって、また当社の主要納入先の生産が低下した場合、当社製エンジンの市場が縮小し、当社のエンジン生産の低下につながるかもしれない。すなわち、予想 においては、イェルチャニスキエ・ザクワディ・サモホドゥヴェへの売上の30%、エンジンの台数にして229台の減少となっている。これに加えて、輸出がさらに低下するという問題も考えられる。輸出台数を35台としたのは、トルコ市場からの当社の「転落」、また他に国外納入先を見いだす可能性がないことに基づいている。

他方、このような状況は、費用合計に占める固定費の割合の増大にも示されている。予想 における会社存続費は変動費よりも大きく、その割合は53.85%にもものぼるにもかかわらず、当社は利益を上げられない状態にある。この予想 では296,700ズウォッティの損失が計上されることになる。

予想3—楽観的予想

予想では、新製品の分だけ売上が伸びることに期待している。

下記は、2つの新しい計画の実現に関する経済的前提を示すものである。

1. 小型発電機 (30kVA 以下)

自社製エンジンに基づく発電機生産の試みによって得られた経験は、ヨーロッパの有名な会社のエンジンを付けた、出力の小さな (30kVA 以下) 発電機の販売オファーを拡大する誘因となった。

最初のオファーは、個人顧客や小企業の高い関心を呼び、本年度に注文を得て、最初の生産を開始するに至った。

市場に相当の需要がある以上、競合できる価格と高い品質であれば、当社が発電機市場に一定のシェアを獲得する現実的チャンスがあると思われる。これまでの市場調査によれば、この生産から少なくとも7%の利益が実現できると推測される。生産開始に必要な投資額が低いことも経済的魅力であり、この計画の実現上のリスクは大変少ないと思われる。

2. 診察車の生産・販売の開始

診察車生産の単価が一台当り120,700ズウォッティ、販売価格が一台当り125,000ズウォッティと見積もられる。また、救急車の装備費用の削減や輸入部品の段階的除去 (ABSからのライニングを除く) といった可能性という形での備えもある。国内部品の適用範囲は、顧客の要求と経済的条件 (匹敵する品質で低価格) 次第である。

救急車一台当りの計画利益 (5,000ズウォッティ) によって、診察車の次のロットを販売する際に、生産開始関連経費がまかなえるはずである。

次に示すのが、不可欠な経費 (約359,600ズウォッティ) である。

- ・公式認証
- ・2台の試作品の変形
- ・試作品税
- ・トレーニング費 (ALBRACOのインストラクター)
- ・生産スペースの改造と装備
- ・生産開始にかかわるその他の費用

最初の25台の診察車の販売の際に、損失は130,482ズウォッティ程度にのぼっていると見積もられる。すなわち、一台当たり120,700ズウォッティの生産単価を25台分かけ算すると、3,017,500ズウォッティとなる。販売価格と生産原価の差額は157,500ズウォッティとなり、救急車の次のロットの費用と販売利益を生み出す。ここで生産原価と販売価格はインフレに比例していくものと仮定している。この計算では、前述の費用削減の可能性を考慮に入れていない。

新製品の生産と販売の開始によって、基本予想より高い利益を上げる可能性が生じる。この場合、費用合計に占める変動費の割合は増大傾向にあり、57.58%にのぼる。

表1 予想売上 (単位: 1,000ズウォッティ)

番号	内 訳	1995年		1996年予想I		1996年予想II		1996年予想III	
		売上台数	売上高	売上台数	売上高	売上台数	売上高	売上台数	売上高
1	修理エンジン ー 合計	1,339	23,368.2	1,401	29,723.3	1,112	23,755.9	1,401	29,723.3
	そのうち、国内	1,297	22,706.5	1,306	27,839.1	1,077	22,929.3	1,306	27,839.1
	輸出	42	661.7	95	1,884.2	35	826.6	95	1,884.2
2	修理エンジン	328	2,677.7	300	2,579.2	300	2,579.2	300	2,579.2
3	出力の大きい発電機	19	962.5	50	3,055.1	50	3,055.1	50	3,055.1
4	出力の小さい発電機							200	5,862.0
5	SWの一部とサービスマ		8,076.9		8,401.3		8,401.3		8,401.3
6	診察車							25	3,125.0
	製品売上合計		35,085.3		43,759.4		37,782.0		52,746.4
	その他の売上		3,196.6		3,060.6		3,060.6		3,060.6
	総売上		38,281.9		46,820.0		40,842.5		55,807.0

表2 予想経費 (単位:ズウォッチタイ)

科目番号	科目	1995年		1996年予想I		1996年予想II		1996年予想III	
		予想額	全体に占める割合	予想額	全体に占める割合	予想額	全体に占める割合	予想額	全体に占める割合
407	減価償却費	2,066,750	5.8	2,500,900	5.61	2,500,000	6.05	2,500,900	4.69
411	資材消費	18,295,556	51.5	21,971,800	49.32	18,738,300	45.54	29,749,862	55.84
419	エネルギー	1,166,630	3.3	1,530,000	3.43	1,501,000	3.65	1,530,000	2.87
426	輸送サービス	198,474	0.5	191,100	0.43	184,100	0.45	191,100	0.36
427	修理サービス	1,039,126	2.9	1,525,000	3.42	1,525,000	3.77	1,525,000	2.85
428	機器サービス (リース)	152,272	0.4	885,600	1.99	885,600	2.15	885,600	1.65
429	その他の仕入税役務	1,802,793	5.1	2,495,600	5.47	2,305,600	5.60	3,388,820	6.36
431	給与	6,108,524	17.1	7,440,200	16.70	7,440,200	18.08	7,440,200	13.96
441	保険料及び資金	2,867,418	8.0	3,586,200	8.05	3,586,200	8.71	3,586,200	6.73
445	基礎控除	163,249	0.5	213,800	0.48	213,800	0.52	213,800	0.40
449	Equivalent for washing	240,555	0.7	280,000	0.63	280,000	0.68	280,000	0.53
461	資産税	255,490	0.7	306,700	0.69	306,700	0.75	306,700	0.58
462	買戻となる付加価値税	89,617	0.2	100,000	0.22	100,000	0.24	100,000	0.19
464	科目に課される税金と手数料	219,118	0.6	254,300	0.57	254,300	0.62	254,300	0.48
465	銀行手数料	39,103	0.1	46,900	0.11	46,900	0.11	46,900	0.09
466	出張費	216,458	0.6	252,100	0.57	252,100	0.61	252,100	0.47
468	代理店及び広告費	261,823	0.7	545,000	1.22	545,000	1.37	545,000	1.02
469	その他の費用	481,590	1.3	483,600	1.09	483,600	1.18	483,600	0.91
合計	経費合計	35,663,373	100.00	44,548,800	100.00	41,149,300	100.00	53,280,982	100.00
	そのうち: 固定費	18,152,673	50.9	22,157,628	49.74	22,157,628	53.85	22,517,228	42.26
	変動費	17,510,700	49.1	22,391,172	50.26	18,991,672	46.15	30,762,854	57.74
	売上合計	38,281,900		46,820,000		40,852,600		55,807,000	
	総利益	2,144,300		2,271,200		(-)296,700		2,526,918	
	総収益性	5.60		4.85				4.53	

表3 研究開発業務を除く1996年の設備投資(単位: 1,000ズウォッティ)

番号	内 訳	年間合計	第1四半期	第2四半期	第3四半期	第4四半期
1	H-15A投資の継続	270.0	130.0	120.0	20.0	
2	コンピューター・システム	113.2	14.3	47.4	19.8	31.7
	そのうち、コンピューター機器	61.1	8.7	20.3	17.3	14.8
	プログラミング	52.1	5.6	17.1	2.6	16.9
3	機械設備	634.6	96.4	164.9	153.5	119.8
	そのうち、燃料遠心分離機(1台)	50.0			50.0	
	リフトGPM-2009(3台)	127.5		42.5	42.5	42.5
	ジャッキSDO-14(1台)	35.0	17.5	17.5		
	ブレーキの近代化(4台)	66.0	16.5	16.5	16.5	16.5
	合 計	917.8	240.7	332.3	193.3	151.5

購入(リース)予定固定資産:

-コンピューター機器	134.0
-プログラミング	22.7
-工具	50.0
-旋盤TZC32N3	240.0
-縦型フライス盤	75.0
-自動車STAR743	53.9
合 計	575.6

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