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*This document is a free translation of the Polish original. Terminology current in Anglo-Saxon countries has been used where practicable for the purposes of this translation in order to aid understanding. The binding Polish original should be referred to in matters of interpretation.*

**INDEPENDENT AUDITORS' REPORT  
ON REVIEW OF THE CONDENSED INTERIM  
CONSOLIDATED FINANCIAL STATEMENTS OF  
PGE POLSKA GRUPA ENERGETYCZNA S.A. GROUP  
FOR THE PERIOD  
FROM 1 JANUARY 2014 TO 30 JUNE 2014**

To the Shareholders of PGE Polska Grupa Energetyczna S.A.

*Introduction*

We have reviewed the accompanying condensed interim consolidated financial statements of PGE Polska Grupa Energetyczna S.A. Group ("the Group"), with its parent company's registered office in Warsaw, Mysia 2 Street as at 30 June 2014 ("the condensed interim consolidated financial statements"), which comprise:

- the consolidated statement of financial position as at 30 June 2014,
- the consolidated statements of comprehensive income for the six- month period ended 30 June 2014,
- the consolidated statement of changes in equity for the six- month period ended 30 June 2014,
- the consolidated statement of cash flows for the six- month period ended 30 June 2014, and
- notes to the condensed interim financial statements.

Management of the parent company is responsible for the preparation and presentation of these condensed interim consolidated financial statements in accordance with the IAS 34 *Interim Financial Reporting* as adopted by the European Union. Our responsibility is to express a conclusion on these condensed interim consolidated financial statements, based on our review.

*Scope of Review*

We conducted our review in accordance with the National Standard on Auditing no. 3 *General principles of review of the financial statements/condensed financial statements and conducting of other assurance services* issued by the National Council of Certified Auditors and the International Standard on Review Engagements 2410 *Review of Interim Financial Information Performed by the Independent Auditor of the Entity*. A review of interim financial statements consists of making inquiries, primarily of persons responsible for financial and accounting

matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with national standards on auditing and International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

*Conclusion*

Based on our review, nothing has come to our attention that causes us to believe that the accompanying condensed interim consolidated financial statements as at 30 June 2014 are not prepared, in all material respects, in accordance with IAS 34 *Interim Financial Reporting* as adopted by the European Union.

*Emphasis of matter*

Without qualifying our conclusion, we draw attention to the information presented in note 26.1 to the condensed interim consolidated financial statements, that the estimates of compensations related to early termination of long-term agreements for the sale of electric power and energy and recognition of related revenues and settlements were based on the PGE Polska Grupa Energetyczna S.A. Group's own interpretations of the Act dated 29 June 2007, on rules of covering producer's costs related to early termination of long-term agreements for the sales of electric power and energy (Official Journal, No. 130, item 905, year 2007) ("LCT Act"), the expectations on the final outcome of the disputes with the President of the Energy Regulatory Office and on a number of significant assumptions, including those outside of the Group's control. The final outcome of disputes with the President of the Energy Regulatory Office with respect to the interpretation of the LTC Act, as presented in note 26.1 to the condensed interim consolidated financial statements, and potential changes in adopted assumptions, may significantly impact the estimates and as consequence may lead to significant changes in the financial position and result of the Group. As of the date of these condensed interim consolidated financial statements, the ultimate outcome of disputes with the President of the Energy Regulatory Office cannot be reasonably determined.

On behalf of KPMG Audyt Spółka z o.o.  
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*Signed on the Polish original*

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Marek Gajdziński  
Key Certified Auditor  
Registration No. 90061  
Limited Liability Partner with power of attorney

26 August 2014