

**RESOLUTION NO. [●]  
of the Extraordinary General Meeting  
of "PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 1 March 2016**

*concerning the election of Chairperson of the Extraordinary General Meeting*

Acting pursuant to article 409 § 1 of the Commercial Companies Code and § 32 of the Company Statutes, the Extraordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with its registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

The Extraordinary General Meeting elects Mr/Ms [●] as Chairperson of the Extraordinary General Meeting of the Company.

**§ 2**

The resolution becomes effective as at the time of its adoption.

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in a secret ballot.

**RESOLUTION NO. [●]  
of the Extraordinary General Meeting  
of "PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 1 March 2016**

*concerning the adoption of the agenda of the Extraordinary General Meeting*

The Extraordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with its registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

The Extraordinary General Meeting of the Company adopts the following agenda of the Extraordinary General Meeting:

- 1) The opening of the General Meeting.
- 2) The election of Chairperson of the General Meeting.
- 3) The ascertainment of the correctness of convening the General Meeting and its capability of adopting binding resolutions.
- 4) The adoption of the agenda of the General Meeting.
- 5) The adoption of a decision not to elect the Returning Committee.
- 6) The adoption of resolutions concerning changes in the composition of the Supervisory Board of PGE Polska Grupa Energetyczna Spółka Akcyjna with its registered office in Warsaw.
- 7) The adoption of a resolution concerning the payment of the costs related to the convening and holding of the General Meeting.
- 8) The closing of the General Meeting.

**§ 2**

The resolution becomes effective as at the time of its adoption.

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in an open ballot.

**RESOLUTION NO. [●]**  
**of the Extraordinary General Meeting**  
**of "PGE Polska Grupa Energetyczna Spółka Akcyjna"**  
**of 1 March 2016**  
*concerning the adoption of a decision not to elect the Returning*  
*Committee*

Acting pursuant to § 16 clause 6 of the Regulations of the General Meeting of PGE Polska Grupa Energetyczna S.A., The Extraordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with its registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

The Extraordinary General Meeting decides not to elect the Returning Committee.

**§ 2**

The resolution becomes effective as at the time of its adoption.

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in an open ballot.

**RESOLUTION NO. [●]  
of the Extraordinary General Meeting  
of "PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 1 March 2016**

*concerning changes in the composition of the Supervisory Board*

Acting pursuant to Article 385 § 1 of the Commercial Companies Code and § 20 clause 2 of the Statutes of PGE Polska Grupa Energetyczna S.A., The Extraordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with its registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

The Extraordinary General Meeting dismisses Ms/Mr [●] from the position of Member of the Supervisory Board of the tenth term of office as of .... 2016.

**§ 2**

The resolution becomes effective as at the time of its adoption.

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in a secret ballot.

**RESOLUTION NO. [●]  
of the Extraordinary General Meeting  
of "PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 1 March 2016**

*concerning changes in the composition of the Supervisory Board*

Acting pursuant to Article 385 § 1 of the Commercial Companies Code and § 20 clause 2 of the Statutes of PGE Polska Grupa Energetyczna S.A., The Extraordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with its registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

The Extraordinary General Meeting appoints Ms/Mr [●] as Member of the Supervisory Board of the tenth term of office as of ..... 2016.

**§ 2**

The resolution becomes effective as at the time of its adoption.

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in a secret ballot.

**RESOLUTION NO. [●]  
of the Extraordinary General Meeting of  
“PGE Polska Grupa Energetyczna Spółka Akcyjna”  
of 1 March 2016**

*concerning the payment of the costs related to the convening and holding  
of the Extraordinary General Meeting*

Acting pursuant to Article 400 § 4 of the Commercial Companies Code, the Extraordinary General Meeting of “PGE Polska Grupa Energetyczna Spółka Akcyjna” with its registered office in Warsaw (“**Company**”) adopts as follows:

**§ 1**

The Extraordinary General Meeting decides that the costs related to the convening and holding of this Extraordinary General Meeting are to be borne by the Company.

**§ 2**

The resolution becomes effective as at the time of its adoption.

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in an open ballot.