

RESOLUTION NO. 1
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 Ms Anna Kowalik 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: 1 326 954 618

The number of votes cast for the resolution: 1 326 954 617

The number of votes cast against the resolution: 1

The number of abstaining votes: 0

The resolution was adopted in a secret ballot.

The valid votes was cast from 1 326 954 618 shares accounting for 70,97% in share capital of PGE Polska Grupa Energetyczna S.A.

At this point an objection was raised to the protocol to the above resolution no. 1.

RESOLUTION NO. 2
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: 1 326 954 618

The number of votes cast for the resolution: 1 326 954 617

The number of votes cast against the resolution: 1

The number of abstaining votes: 0

The resolution was adopted in an open ballot.

The valid votes was cast from 1 326 954 618 shares accounting for 70,97% in share capital of PGE Polska Grupa Energetyczna S.A.

At this point an objection was raised to the protocol to the above resolution no. 2.

RESOLUTION NO. 3
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: 1 326 954 617

The number of votes cast for the resolution: 1 326 940 042

The number of votes cast against the resolution: 14 575

The number of abstaining votes: 0

The resolution was adopted in an open ballot.

The valid votes was cast from 1 326 954 617 shares accounting for 70,97% in share capital of PGE Polska Grupa Energetyczna S.A.

RESOLUTION NO. 4
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 Mr Jacek Barylski from the position of Member of the Supervisory Board of the tenth term of office.

§ 2

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

The total number of valid votes cast: 1 326 954 617

The number of votes cast for the resolution: 1 109 618 544

The number of votes cast against the resolution: 156 763 316

The number of abstaining votes: 60 572 757

The resolution was adopted in a secret ballot.

The valid votes was cast from 1 326 954 617 shares accounting for 70,97% in share capital of PGE Polska Grupa Energetyczna S.A.

RESOLUTION NO. 5
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 Małgorzata Molas from the position of Member of the Supervisory Board of the tenth term of office.

§ 2

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

The total number of valid votes cast: 1 326 954 617

The number of votes cast for the resolution: 1 109 618 544

The number of votes cast against the resolution: 156 763 316

The number of abstaining votes: 60 572 757

The resolution was adopted in a secret ballot.

The valid votes was cast from 1 326 954 617 shares accounting for 70,97% in share capital of PGE Polska Grupa Energetyczna S.A.

RESOLUTION NO. 6
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 Mr Jarosław Gołębiewski from the position of Member of the Supervisory Board of the tenth term of office.

§ 2

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

The total number of valid votes cast: 1 326 954 617

The number of votes cast for the resolution: 1 109 618 544

The number of votes cast against the resolution: 156 763 316

The number of abstaining votes: 60 572 757

The resolution was adopted in a secret ballot.

The valid votes was cast from 1 326 954 617 shares accounting for 70,97% in share capital of PGE Polska Grupa Energetyczna S.A.

RESOLUTION NO. 7
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 Mr Jacek Fotek from the position of Member of the Supervisory Board of the tenth term of office.

§ 2

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

The total number of valid votes cast: 1 326 954 617

The number of votes cast for the resolution: 1 109 618 544

The number of votes cast against the resolution: 156 763 316

The number of abstaining votes: 60 572 757

The resolution was adopted in a secret ballot.

The valid votes was cast from 1 326 954 617 shares accounting for 70,97% in share capital of PGE Polska Grupa Energetyczna S.A.

RESOLUTION NO. 8
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 Mr Marek Ściążko from the position of Member of the Supervisory Board of the tenth term of office.

§ 2

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

The total number of valid votes cast: 1 326 954 617

The number of votes cast for the resolution: 1 109 618 544

The number of votes cast against the resolution: 156 763 316

The number of abstaining votes: 60 572 757

The resolution was adopted in a secret ballot.

The valid votes was cast from 1 326 954 617 shares accounting for 70,97% in share capital of PGE Polska Grupa Energetyczna S.A.

RESOLUTION NO. 9
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 Janina Goss as Member of the Supervisory Board of the tenth term of office.

§ 2

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

The total number of valid votes cast: 1 326 954 617

The number of votes cast for the resolution: 1 109 618 544

The number of votes cast against the resolution: 156 763 316

The number of abstaining votes: 60 572 757

The resolution was adopted in a secret ballot.

The valid votes was cast from 1 326 954 617 shares accounting for 70,97% in share capital of PGE Polska Grupa Energetyczna S.A.

RESOLUTION NO. 10
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 Mr Mieczysław Edward Sawaryn as Member of the Supervisory Board of the tenth term of office.

§ 2

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

The total number of valid votes cast: 1 326 954 617

The number of votes cast for the resolution: 1 109 618 544

The number of votes cast against the resolution: 156 763 316

The number of abstaining votes: 60 572 757

The resolution was adopted in a secret ballot.

The valid votes was cast from 1 326 954 617 shares accounting for 70,97% in share capital of PGE Polska Grupa Energetyczna S.A.

RESOLUTION NO.11
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 Mr Mateusz Gramza as Member of the Supervisory Board of the tenth term of office.

§ 2

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

The total number of valid votes cast: 1 326 954 617

The number of votes cast for the resolution: 1 109 618 544

The number of votes cast against the resolution: 156 763 316

The number of abstaining votes: 60 572 757

The resolution was adopted in a secret ballot.

The valid votes was cast from 1 326 954 617 shares accounting for 70,97% in share capital of PGE Polska Grupa Energetyczna S.A.

RESOLUTION NO. 12
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 Mr Grzegorz Kuczyński as Member of the Supervisory Board of the tenth term of office.

§ 2

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

The total number of valid votes cast: 1 326 954 617

The number of votes cast for the resolution: 1 109 618 544

The number of votes cast against the resolution: 156 763 316

The number of abstaining votes: 60 572 757

The resolution was adopted in a secret ballot.

The valid votes was cast from 1 326 954 617 shares accounting for 70,97% in share capital of PGE Polska Grupa Energetyczna S.A.

RESOLUTION NO. 13
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 Mr Jarosław Głowacki as Member of the Supervisory Board of the tenth term of office.

§ 2

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

The total number of valid votes cast: 1 326 954 617

The number of votes cast for the resolution: 1 109 618 544

The number of votes cast against the resolution: 156 763 316

The number of abstaining votes: 60 572 757

The resolution was adopted in a secret ballot.

The valid votes was cast from 1 326 954 617 shares accounting for 70,97% in share capital of PGE Polska Grupa Energetyczna S.A.

RESOLUTION NO. 14
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 Mr Artur Składanek as Member of the Supervisory Board of the tenth term of office.

§ 2

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

The total number of valid votes cast: 1 326 954 617

The number of votes cast for the resolution: 1 109 618 544

The number of votes cast against the resolution: 156 763 316

The number of abstaining votes: 60 572 757

The resolution was adopted in a secret ballot.

The valid votes was cast from 1 326 954 617 shares accounting for 70,97% in share capital of PGE Polska Grupa Energetyczna S.A.

RESOLUTION NO. 15
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: 1 326 954 617

The number of votes cast for the resolution: 1 183 370 543

The number of votes cast against the resolution: 143 584 074

The number of abstaining votes: 0

The resolution was adopted in an open ballot.

The valid votes was cast from 1 326 954 617 shares accounting for 70,97% in share capital of PGE Polska Grupa Energetyczna S.A.