



Polskie Górnictwo Naftowe i Gazownictwo SA
Centrala Spółki

Warsaw, September 9th 2016

**Resolutions adopted after break in the Extraordinary General Meeting of PGNiG
SA convened for August 25th 2016**

Current Report No. 86/2016

The Management Board of Polskie Górnictwo Naftowe i Gazownictwo SA ("PGNiG" or the "Company") is publishing resolutions adopted by the PGNiG Extraordinary General Meeting convened for August 25th 2016 after a break, about which the Company informed in Current Report No. 81/2016.

RESOLUTION No. 8/VIII/2016
of the Extraordinary General Meeting
of Polskie Górnictwo Naftowe i Gazownictwo SA
dated August 25th 2016

to authorise the absence of certain members of the Management Board and Supervisory Board of PGNiG S.A. from this General Meeting

§ 1

The Extraordinary General Meeting of PGNiG S.A. resolves to authorise the absence of the following members of the Company's Management Board and Supervisory board from this General Meeting:

members of the Company's Management Board, i.e:

1. Mr Piotr Woźniak – President of the PGNiG Management Board
2. Mr Maciej Woźniak – Vice-President of the PGNiG Management Board,
3. Mr Janusz Kowalski – Vice-President of the PGNiG Management Board,
4. Mr Łukasz Kroplewski – Vice-President of the PGNiG Management Board,
5. Mr Bogusław Marzec – Vice-President of the PGNiG Management Board
6. Mr Waldemar Wójcik – Vice-President of the PGNiG Management Board,

and

members of the Company's Supervisory Board, i.e:

1. Mr Andrzej Gonet – Member of the PGNiG Supervisory Board,
2. Mr Piotr Sprzączak – Member of the PGNiG Supervisory Board,
3. Mr Ryszard Wąsowicz – Member of the PGNiG Supervisory Board,
4. Ms Anna Wellisz – Member of the PGNiG Supervisory Board,
5. Mr Sławomir Borowiec – Member of the PGNiG Supervisory Board.

§ 2

The resolution comes into force as of the moment of its adoption.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,606,349,859
Percentage of share capital represented by the shares on which valid votes were cast	78.07 %
Total number of valid votes	4,606,349,859
including votes:	
in favour	4,202,000,004
against	0
abstentions	404,349,855

RESOLUTION No 9/VIII/2016
of the Extraordinary General Meeting of the Company
Polskie Górnictwo Naftowe i Gazownictwo S.A.
held on August 25th, 2016

concerning: determination of rules of remuneration for the Supervisory Board members

Acting pursuant to Art. 46.3 and Art. 56.4.8 of the Company's Articles of Association, the General Meeting resolves as follows:

Section 1

The monthly remuneration for the Supervisory Board members shall equal the average monthly remuneration in the enterprise sector (net of bonuses paid from profit) in the fourth quarter of the preceding year, as announced by the President of the Central Statistical Office (GUS), multiplied by the following factors:

- for the Chairman of the Supervisory Board – 1.7
- for the Deputy Chairman and the Secretary of the Supervisory Board – 1.6
- for other members of the Supervisory Board – 1.5

Section 2

The resolution becomes effective as of the day on which the Act on Rules of Remunerating Persons Who Manage Certain Companies, of June 9th 2016, comes into force.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,625,180,829
Percentage of share capital represented by the shares on which valid votes were cast	78.39%
Total number of valid votes	4,625,180,829
including votes: in favour	4,254,559,362
against	269,125,025
abstentions	101,496,442

Legal basis: Par. 38.1.3 of the Minister of Finance's Regulation on current and periodic information to be published by issuers of securities and conditions for recognition as equivalent of information whose disclosure is required under the laws of a non-member state, dated February 19th 2009 (Dz.U. No. 33, item 259).