

**RESOLUTION NO. [●]**  
**of the Extraordinary General Meeting**  
**of "PGE Polska Grupa Energetyczna Spółka Akcyjna"**  
**of 14 December 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 ("**the 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 a resolution concerning the principles of determining the amount of remuneration for members of the Management Board of the company PGE Polska Grupa Energetyczna S.A.
7. The adoption of a resolution concerning the principles of determining the amount of remuneration for members of the Supervisory Board of the company PGE Polska Grupa Energetyczna S.A.
8. The adoption of a resolution concerning changes in the Company Statutes of PGE Polska Grupa Energetyczna S.A.
9. The adoption of a resolution concerning the payment of the costs related to the convening and holding of the General Meeting.
10. 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.