

**RESOLUTION NO. 39/III/2014**  
**of the Supervisory Board of TAURON Polska Energia S.A.**  
**of 18 April 2014**

***on: evaluation of the motion of the Management Board to the General Meeting of TAURON Polska Energia S.A. concerning distribution of profit for the financial year 2013 and specifying the amount to be allocated for payment of dividend to shareholders.***

Acting pursuant to Article 382 § 3 of Commercial Companies Code and § 20 section 1 item 2) of the Company's Articles of Association, the Supervisory Board of TAURON Polska Energia S.A. resolves as follows:

**§ 1**

The Supervisory Board positively evaluates the motion of the Management Board to the General Meeting expressed in the Management Board's resolution No. 103/IV/2014 of 15 April 2014 and concerning the distribution of net profit for the financial year 2013 in the amount of PLN 1,688,971,471.53 (say one billion six hundred eighty eight million nine hundred seventy one thousand four hundred seventy one PLN and 53/100) and specifying the amount to be allocated for payment of dividend to shareholders, requesting the following:

1. to allocate the amount of PLN 262,882,409.10 (say two hundred sixty two million eight hundred eighty two thousand four hundred nine PLN and 10/100) from net profit for the financial year 2013 for payment of dividend to shareholders, which means that the dividend per share is PLN 0.15 (say fifteen grosz);
2. to allocate the amount of PLN 1,426,089,062.43 (say one billion four hundred twenty six million eighty nine thousand sixty two and 43/100) from net profit for the financial year 2013 to reserve capital;
3. to determine the dividend record day for 14 August 2014;
4. to determine the dividend payment day for 4 September 2014.

**§ 2**

The resolution comes into force as of its adoption date.

***The resolution was adopted in an open ballot by 7 votes for, 0 votes against and 1 vote abstaining.***