

## **Resolutions adopted by the Ordinary General Meeting held on 15 May 2014**

### **RESOLUTION No. 1 of the Ordinary General Meeting of TAURON Polska Energia S.A. held on 15 May 2014**

on: the appointment of the Chairman of the Ordinary General Meeting of the Company

Acting pursuant to Article 409 § 1 of the Commercial Companies Code and § 12 section 1 of the By-laws of the General Meeting, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

#### § 1

Mrs. Monika Kacprzyk - Wojdyga is hereby appointed as the Chairman of the Ordinary General Meeting of the Company.

#### § 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 1 037 218 252 (59.18 %).

Total number of valid votes: 1 037 218 252

Votes "for": 1 037 218 252

Votes "against": 0

Abstaining votes: 0

The resolution was adopted in a secret ballot.

**RESOLUTION No. 2  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: adoption of the agenda of the Ordinary General Meeting

The Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

The Ordinary General Meeting adopts the following agenda of the meeting:

1. Opening of the Ordinary General Meeting.
2. Appointment of the Chairperson of the Ordinary General Meeting.
3. Determination as to whether the Ordinary General Meeting has been duly convened and is capable of adopting binding resolutions.
4. Adoption of the agenda of the Ordinary General Meeting.
5. Adoption of a resolution to waive the secrecy of the vote on the committees appointed by the Ordinary General Meeting.
6. Appointment of the Returning Committee of the Ordinary General Meeting.
7. Examination of *Consolidated financial statements of TAURON Polska Energia S.A. Capital Group prepared in accordance with International Financial Reporting Standards for the year ended 31 December 2013.*
8. Examination of the *Report of the Management Board of TAURON Polska Energia on the operations of TAURON Polska Energia S.A. Capital Group for the financial year 2013.*
9. Examination of *Financial statements of TAURON Polska Energia S.A. prepared in accordance with International Financial Reporting Standards for the year ended 31 December 2013.*
10. Examination of the *Report of the Management Board of TAURON Polska Energia S.A. for the financial year 2013.*
11. Examination of the motion of the Management Board concerning distribution of profit for 2013 and determination of the amount of the dividend for shareholders as well as defining the dividend record day and dividend payment day.
12. Presentation of the *Report on the Supervisory Board's activities in the financial year 2013*, including brief evaluation of the Company's standing with regard to internal control system and major risk management system and together with the report on activities of the Supervisory Board's Committees.
13. Presentation of the *Supervisory Board's Reports*:
  - 1) *on evaluation of consolidated financial statements of TAURON Polska Energia S.A. Capital Group for the year ended 31 December 2013 and the Report of the Management Board on operations of TAURON Polska Energia S.A. for the financial year 2013,*
  - 2) *on evaluation of the financial statements of the Company for the financial year ended 31 December 2013, Report of the Management Board on the operations of the Company for the financial year 2013 and the motion of the Management Board concerning distribution of profit for the financial year 2013.*
14. Adoption of resolutions:
  - 1) *on approval of the Consolidated financial statements of TAURON Polska Energia S.A. Capital Group prepared in accordance with International Financial Reporting Standards for the year ended 31 December 2013,*
  - 2) *on approval of the Report of the Management Board on the operations of TAURON Polska Energia S.A. Capital Group for the financial year 2013,*
  - 3) *on approval of the Financial statements of TAURON Polska Energia S.A. prepared in accordance with International Financial Reporting Standards for the year ended 31 December 2013,*

- 4) on approval of the *Report of the Management Board on the operations of TAURON Polska Energia S.A. for the financial year 2013*,
- 5) on distribution of profit for the financial year 2013 and determination of the amount of the dividend for shareholders as well as defining the dividend record day and dividend payment day.
15. Adoption of resolutions to acknowledge the fulfillment of duties by all members of the Company's Management Board who served in the fiscal year 2013.
16. Adoption of resolutions to acknowledge the fulfillment of duties by all members of the Supervisory Board who served in 2013.
17. Adoption of a resolution to determine the number of members of the Supervisory Board.
18. Adoption of a resolution to appoint members of the Supervisory Board for the 4<sup>th</sup> joint term of office.
19. Closure of the Ordinary General Meeting.

## § 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 1 037 218 256 (59.18 %).

Total number of valid votes: 1 037 218 256

Votes "for": 1 037 218 256

Votes "against": 0

Abstaining votes: 0

The resolution was adopted in an open ballot.

**RESOLUTION No. 3  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: waiving the secrecy of the vote on the committees appointed by the Ordinary General Meeting.

Acting pursuant to Article 420 § 3 of the Commercial Companies Code and § 15 section 9 of the By-laws of the General Meeting, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

The secrecy of the vote on the committees appointed by the Ordinary General Meeting is waived.

§ 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 1 037 218 256 (59.18 %).

Total number of valid votes: 1 037 218 256

Votes "for": 1 037 218 256

Votes "against": 0

Abstaining votes: 0

The resolution was adopted in an open ballot.

**RESOLUTION No. 4  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: appointment of the Returning Committee of the Ordinary General Meeting

Acting pursuant to § 15 section 1 of the By-laws of the General Meeting, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

The Returning Committee is appointed composed of:

1. Andrzej Prucnal,
2. Maciej Sierpiński,
3. Marcin Szpopper.

§ 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 1 037 218 256 (59.18 %).

Total number of valid votes: 1 037 218 256

Votes "for": 1 037 218 256

Votes "against": 0

Abstaining votes: 0

The Resolution comes into force as of its adoption date.

**RESOLUTION No. 5  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: approval of *Consolidated financial statements of TAURON Polska Energia S.A. Capital Group prepared in accordance with International Financial Reporting Standards for the year ended 31 December 2013*

Acting pursuant to Article 63 c section 4 of the Accounting Act of 29 September 1994 and Article 395 § 5 of the Commercial Companies Code, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

Having examined and considered the evaluation of the below specified statements, conducted by the Supervisory Board of the Company, the Ordinary General Meeting resolves to approve the *Consolidated financial statements of TAURON Polska Energia S.A. Capital Group prepared in accordance with International Financial Reporting Standards for the year ended 31 December 2013*, which consists of:

- 1) Consolidated statement of comprehensive income for the year ended on 31 December 2013 showing comprehensive income after tax in the amount of PLN 1,389,973 thousand and net profit for the financial year 2013 in the amount of PLN 1,346,485 thousand,
- 2) Consolidated statement of financial position as of 31 December 2013, which shows assets and liabilities in the amount of PLN 32,355,570 thousand,
- 3) Consolidated statement of changes in equity for the year ended on 31 December 2013 showing equity increase of PLN 993,479 thousand,
- 4) Consolidated statement of cash flows for the year ended on 31 December 2013 showing net cash flow decrease of PLN 350,506 thousand,
- 5) Accounting policies (regulations) and other explanatory notes.

§ 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 1 037 218 256 (59.18 %).

Total number of valid votes: 1 037 218 256

Votes "for": 1 014 285 209

Votes "against": 935

Abstaining votes: 22 932 112

The resolution was adopted in an open ballot.

**RESOLUTION No. 6  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: approval of the *Report of the Management Board on the operations of TAURON Polska Energia S.A. Capital Group for the financial year 2013*

Acting pursuant to Article 63 c section 4 in connection with Article 55 section 2 of the Accounting Act of 29 September 1994, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

Having examined and considered the evaluation of the below specified report, conducted by the Supervisory Board of the Company, the Ordinary General Meeting resolves to approve the report of the Management Board on the operations of TAURON Polska Energia S.A. Capital Group for the financial year 2013 covering the period from 1 January 2013 to 31 December 2013.

§ 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 1 037 218 256 (59.18 %).

Total number of valid votes: 1 037 218 256  
Votes "for": 1 014 180 940  
Votes "against": 935  
Abstaining votes: 23 036 381

The resolution was adopted in an open ballot.

**RESOLUTION No. 7  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: approval of *Financial statements of TAURON Polska Energia S.A. prepared in accordance with International Financial Reporting Standards for the year ended 31 December 2013*

Acting pursuant to Article 53 section 1 of the Accounting Act of 29 September 1994 and Article 393 item 1) and Article 395 § 2 item 1) of the Commercial Companies Code and § 35 section 1 item 1) of the Company's Articles of Association, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

Having examined and considered the evaluation of the below specified statements, conducted by the Supervisory Board of the Company, the Ordinary General Meeting resolves to approve the *Financial statements of TAURON Polska Energia S.A. prepared in accordance with International Financial Reporting Standards for the year ended 31 December 2013*, which consist of:

- 1) statement of comprehensive income for the year ended on 31 December 2013 showing comprehensive income after tax in the amount of PLN 1,752,308 thousand and net profit for the financial year 2013 in the amount of PLN 1,688,972 thousand,
- 2) statement of financial position as of 31 December 2013, which shows assets and liabilities in the amount of PLN 27,962,131 thousand,
- 3) statement of changes in equity for the year ended on 31 December 2013 showing equity increase of PLN 1,401,154 thousand,
- 4) statement of cash flows for the year ended on 31 December 2013 showing net cash flow decrease of PLN 804,901 thousand,
- 5) Accounting policies (regulations) and other explanatory notes.

§ 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 1 037 218 256 (59.18 %).

Total number of valid votes: 1 037 218 256  
Votes "for": 1 014 285 209  
Votes "against": 935  
Abstaining votes: 22 932 112

The resolution was adopted in an open ballot.



**RESOLUTION No. 8  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: approval of the *Report of the Management Board on the operations of TAURON Polska Energia S.A. for the financial year 2013*

Acting pursuant to Article 393 item 1) and Article 395 § 2 item 1) of the Commercial Companies Code and § 35 section 1 item 1) of the Company's Articles of Association, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

Having examined and considered the evaluation of the below specified report, conducted by the Supervisory Board of the Company, the Ordinary General Meeting resolves to approve the *Report of the Management Board on the operations of TAURON Polska Energia S.A. for the financial year 2013* covering the period from 1 January 2013 to 31 December 2013.

§ 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 1 037 218 256 (59.18 %).

Total number of valid votes: 1 037 218 256

Votes "for": 1 014 179 462

Votes "against": 935

Abstaining votes: 23 037 859

The resolution was adopted in an open ballot.

**RESOLUTION No. 9  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: distribution of profit for 2013 and determination of the amount of the dividend for shareholders as well as defining the dividend record day and dividend payment day

Acting pursuant to Article 395 § 2 item 2) and Article 348 § 3 of the Commercial Companies Code and § 35 section 1 item 3) and § 40 section 4 of the Company's Articles of Association, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

The Ordinary General Meeting decides to allocate the 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 and 53/100) as follows:

- 1) the amount of PLN 332,984,384.86 (say three hundred thirty two million nine hundred eighty four thousand three hundred eight and 86/100) should be allocated for payment of dividend to the Company's shareholders, which means that the dividend per share is PLN 0.19 (say nineteen grosz),
- 2) the remaining amount of net profit for the year 2013 should be added to reserve capital.

§ 2

The Ordinary General Meeting resolves as follows:

- 1) determine the dividend record day for 14 August 2014,
- 2) determine the dividend payment day for 4 September 2014.

§ 3

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 1 037 218 256 (59.18 %).

Total number of valid votes: 1 037 218 256

Votes "for": 862 089 437

Votes "against": 0

Abstaining votes: 175 128 819

The resolution was adopted in an open ballot.

**RESOLUTION No. 10  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: acknowledgement of fulfillment of duties in the financial year 2013 by the President of the Management Board, Dariusz Lubera

Acting pursuant to Article 393 item 1) and Article 395 § 2 item 3) of the Commercial Companies Code and § 35 section 1 item 2) of the Company's Articles of Association, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

Mr. Dariusz Lubera is released from fulfillment of his duties as the President of the Management Board of TAURON Polska Energia S.A. performed between 1 January 2013 and 31 December 2013.

§ 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 1 037 218 256 (59.18 %).

Total number of valid votes: 1 037 218 256

Votes "for": 1 014 075 193

Votes "against": 935

Abstaining votes: 23 142 128

The resolution was adopted in a secret ballot.

**RESOLUTION No. 11  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: acknowledgement of fulfillment of duties in the financial year 2013 by the Vice-President of the Management Board, Krzysztof Zawadzki

Acting pursuant to Article 393 item 1) and Article 395 § 2 item 3) of the Commercial Companies Code and § 35 section 1 item 2) of the Company's Articles of Association, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

Mr. Krzysztof Zawadzki is released from fulfillment of her duties as the Vice-President of the Management Board of TAURON Polska Energia S.A. performed between 1 January 2013 and 31 December 2013.

§ 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 1 037 218 256 (59.18 %).

Total number of valid votes: 1 037 218 256

Votes "for": 1 014 075 193

Votes "against": 935

Abstaining votes: 23 142 128

The resolution was adopted in a secret ballot.

**RESOLUTION No. 12  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: acknowledgement of fulfillment of duties in the financial year 2013 by Mrs. Joanna Schmid

Acting pursuant to Article 393 item 1) and Article 395 § 2 item 3) of the Commercial Companies Code and § 35 section 1 item 2) of the Company's Articles of Association, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

Mrs. Joanna Schmid is released from fulfillment of her duties as the Vice-President of the Management Board of TAURON Polska Energia S.A. performed between 1 January 2013 and 31 December 2013.

§ 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 1 037 218 256 (59.18 %).

Total number of valid votes: 1 037 218 256

Votes "for": 1 014 076 128

Votes "against": 0

Abstaining votes: 23 142 128

The resolution was adopted in a secret ballot.

**RESOLUTION No. 13  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: acknowledgement of fulfillment of duties in the financial year 2013 by Mr. Dariusz Stolarczyk

Acting pursuant to Article 393 item 1) and Article 395 § 2 item 3) of the Commercial Companies Code and § 35 section 1 item 2) of the Company's Articles of Association, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

Mr. Dariusz Stolarczyk is released from fulfillment of his duties as the Vice-President of the Management Board of TAURON Polska Energia S.A. performed between 1 January 2013 and 31 December 2013.

§ 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 1 037 218 256 (59.18 %).

Total number of valid votes: 1 037 218 256

Votes "for": 1 014 075 193

Votes "against": 935

Abstaining votes: 23 142 128

The resolution was adopted in a secret ballot.

**RESOLUTION No. 14  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: acknowledgement of fulfillment of duties in the financial year 2013 by the Chairman of the Supervisory Board, Antoni Tajduś

Acting pursuant to Article 393 item 1) and Article 395 § 2 item 3) of the Commercial Companies Code and § 35 section 1 item 2) of the Company's Articles of Association, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

Mr. Antoni Tajduś is released from fulfillment of his duties as the Chairman of the Supervisory Board of TAURON Polska Energia S.A. performed between 1 January 2013 and 31 December 2013.

§ 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 1 037 218 256 (59.18 %).

Total number of valid votes: 1 037 218 256

Votes "for": 1 014 075 193

Votes "against": 935

Abstaining votes: 23 142 128

The resolution was adopted in a secret ballot.

**RESOLUTION No. 15  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: acknowledgement of fulfillment of duties in the financial year 2013 by the Secretary of the Supervisory Board, Leszek Koziowski

Acting pursuant to Article 393 item 1) and Article 395 § 2 item 3) of the Commercial Companies Code and § 35 section 1 item 2) of the Company's Articles of Association, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

Mr. Leszek Koziowski is released from fulfillment of his duties as the Secretary of the Supervisory Board of TAURON Polska Energia S.A. performed between 1 January 2013 and 31 December 2013.

§ 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 1 037 218 256 (59.18 %).

Total number of valid votes: 1 037 218 256

Votes "for": 1 014 075 193

Votes "against": 935

Abstaining votes: 23 142 128

The resolution was adopted in a secret ballot.



**RESOLUTION No. 16  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: acknowledgement of fulfillment of duties in the financial year 2013 by the Member of the Supervisory Board, Jacek Kuciński

Acting pursuant to Article 393 item 1) and Article 395 § 2 item 3) of the Commercial Companies Code and § 35 section 1 item 2) of the Company's Articles of Association, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

Mr. Jacek Kuciński is released from fulfillment of his duties as the Member of the Supervisory Board of TAURON Polska Energia S.A. performed between 1 January 2013 and 31 December 2013.

§ 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 1 037 218 256 (59.18 %).

Total number of valid votes: 1 037 218 256

Votes "for": 1 014 075 193

Votes "against": 935

Abstaining votes: 23 142 128

The resolution was adopted in a secret ballot.

**RESOLUTION No. 17  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: acknowledgement of fulfillment of duties in the financial year 2013 by the Member of the Supervisory Board, Marcin Majeranowski

Acting pursuant to Article 393 item 1) and Article 395 § 2 item 3) of the Commercial Companies Code and § 35 section 1 item 2) of the Company's Articles of Association, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

Mr. Marcin Majeranowski is released from fulfillment of his duties as a Member of the Supervisory Board of TAURON Polska Energia S.A. performed between 1 January 2013 and 31 December 2013.

§ 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 1 037 218 256 (59.18 %).

Total number of valid votes: 1 037 218 256

Votes "for": 1 014 075 193

Votes "against": 935

Abstaining votes: 23 142 128

The resolution was adopted in a secret ballot.

**RESOLUTION No. 18  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: acknowledgement of fulfillment of duties in the financial year 2013 by the Member of the Supervisory Board, Jacek Szyke

Acting pursuant to Article 393 item 1) and Article 395 § 2 item 3) of the Commercial Companies Code and § 35 section 1 item 2) of the Company's Articles of Association, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

Mr. Jacek Szyke is released from fulfillment of his duties as a Member of the Supervisory Board of TAURON Polska Energia S.A. performed between 12 December 2013 and 31 December 2013.

§ 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 1 037 218 256 (59.18 %).

Total number of valid votes: 1 037 218 256

Votes "for": 1 014 075 193

Votes "against": 935

Abstaining votes: 23 142 128

The resolution was adopted in a secret ballot.

**RESOLUTION No. 19  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: acknowledgement of fulfillment of duties in the financial year 2013 by the Member of the Supervisory Board, Marek Ściażko

Acting pursuant to Article 393 item 1) and Article 395 § 2 item 3) of the Commercial Companies Code and § 35 section 1 item 2) of the Company's Articles of Association, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

Mr. Marek Ściażko is released from fulfillment of his duties as a Member of the Supervisory Board of TAURON Polska Energia S.A. performed between 1 January 2013 and 31 December 2013.

§ 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 1 037 218 256 (59.18 %).

Total number of valid votes: 1 037 218 256

Votes "for": 1 014 075 193

Votes "against": 935

Abstaining votes: 23 142 128

The resolution was adopted in a secret ballot.

**RESOLUTION No. 20  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: acknowledgement of fulfillment of duties in the financial year 2013 by the Member of the Supervisory Board, Agnieszka Trzaskalska

Acting pursuant to Article 393 item 1) and Article 395 § 2 item 3) of the Commercial Companies Code and § 35 section 1 item 2) of the Company's Articles of Association, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

Mrs. Agnieszka Trzaskalska is released from fulfillment of her duties as a member of the Supervisory Board of TAURON Polska Energia S.A. performed between 1 January 2013 and 31 December 2013.

§ 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 1 037 218 256 (59.18 %).

Total number of valid votes: 1 037 218 256

Votes "for": 1 014 076 128

Votes "against": 0

Abstaining votes: 23 142 128

The resolution was adopted in a secret ballot.

**RESOLUTION No. 21  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: acknowledgement of fulfillment of duties in the financial year 2013 Mr. Rafał Wardziński

Acting pursuant to Article 393 item 1) and Article 395 § 2 item 3) of the Commercial Companies Code and § 35 section 1 item 2) of the Company's Articles of Association, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

Mr. Rafał Wardzinski is released from fulfillment of his duties as Deputy Chairman of the Supervisory Board of TAURON Polska Energia S.A. performed between 1 January 2013 and 31 December 2013.

§ 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 1 037 218 256 (59.18 %).

Total number of valid votes: 1 037 218 256

Votes "for": 1 014 075 193

Votes "against": 935

Abstaining votes: 23 142 128

The resolution was adopted in a secret ballot.

**RESOLUTION No. 22  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: determining the number of members of the Supervisory Board

Acting pursuant to Article 385 § 1 of the Commercial Companies Code, § 22 section 1 of the Company's Articles of Association and § 24 section 1 and 5 of the By-laws of the General Meeting of TAURON Polska Energia S.A., the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

It is decided that the Supervisory Board of TAURON Polska Energia S.A. should be composed of 9 (nine) members of the Supervisory Board.

§ 2

Resolution of the Extraordinary General Meeting of TAURON Polska Energia S.A. No. 6 dated 7 January 2014 becomes null and void.

§ 3

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 1 037 218 256 (59.18 %).

Total number of valid votes: 1 037 218 256

Votes "for": 1 001 480 770

Votes "against": 10 023 492

Abstaining votes: 25 713 994

The resolution was adopted in an open ballot.

**RESOLUTION No. 23  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: appointment of a member of the Supervisory Board of the 4<sup>th</sup> joint term of office

Acting pursuant to Article 385 § 1 of Commercial Companies Code, and § 22 section 1 of the Company's Articles of Association, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

Mr. Jarosław Dominiak is hereby appointed to the Supervisory Board of TAURON Polska Energia S.A. for the 4<sup>th</sup> joint term of office.

§ 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 511 452 785 (29.18 %).

Total number of valid votes: 511 452 785

Votes "for": 228 055 239

Votes "against": 131 983 284

Abstaining votes: 151 414 262

**The resolution was not adopted.**



**RESOLUTION No. 24  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: appointment of a member of the Supervisory Board of the 4<sup>th</sup> joint term of office

Acting pursuant to Article 385 § 1 of Commercial Companies Code, and § 22 section 1 of the Company's Articles of Association, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

Mr. Dariusz Formela is hereby appointed to the Supervisory Board of TAURON Polska Energia S.A. for the 4<sup>th</sup> joint term of office.

§ 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 511 452 785 (29.18 %).

Total number of valid votes: 511 452 785

Votes "for": 131 732 308

Votes "against": 307 306 215

Abstaining votes: 72 414 262

**The resolution was not adopted.**

**RESOLUTION No. 25  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: appointment of a member of the Supervisory Board of the 4<sup>th</sup> joint term of office

Acting pursuant to Article 385 § 1 of Commercial Companies Code, and § 22 section 1 of the Company's Articles of Association, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

Mr. Leszek Kozirowski is hereby appointed to the Supervisory Board of TAURON Polska Energia S.A. for the 4<sup>th</sup> joint term of office.

§ 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 511 452 785 (29.18 %).

Total number of valid votes: 511 452 785

Votes "for": 227 987 251

Votes "against": 131 983 284

Abstaining votes: 151 482 250

**The resolution was not adopted.**

**RESOLUTION No. 26  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: appointment of a member of the Supervisory Board of the 4<sup>th</sup> joint term of office

Acting pursuant to Article 385 § 1 of Commercial Companies Code, and § 22 section 1 of the Company's Articles of Association, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

Mr. Jacek Szyke is hereby appointed to the Supervisory Board of TAURON Polska Energia S.A. for the 4<sup>th</sup> joint term of office.

§ 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 511 452 785 (29.18 %).

Total number of valid votes: 511 452 785

Votes "for": 347 987 247

Votes "against": 132 051 276

Abstaining votes: 31 414 262

The resolution was adopted in a secret ballot.

**RESOLUTION No. 27  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: appointment of a member of the Supervisory Board of the 4<sup>th</sup> joint term of office

Acting pursuant to Article 385 § 1 of Commercial Companies Code, and § 22 section 1 of the Company's Articles of Association, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

Mr. Maciej Tybura is hereby appointed to the Supervisory Board of TAURON Polska Energia S.A. for the 4<sup>th</sup> joint term of office.

§ 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 511 452 785 (29.18 %).

Total number of valid votes: 511 452 785

Votes "for": 227 987 251

Votes "against": 132 051 272

Abstaining votes: 151 414 262

**The resolution was not adopted.**

**RESOLUTION No. 28  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: appointment of a member of the Supervisory Board of the 4<sup>th</sup> joint term of office

Acting pursuant to Article 385 § 1 of Commercial Companies Code, and § 22 section 1 of the Company's Articles of Association, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

Mr. Jarosław Dominiak is hereby appointed to the Supervisory Board of TAURON Polska Energia S.A. for the 4<sup>th</sup> joint term of office.

§ 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 511 452 785 (29.18 %).

Total number of valid votes: 511 452 785

Votes "for": 52 800 300

Votes "against": 131 983 284

Abstaining votes: 326 669 201

**In 2<sup>nd</sup> round the resolution was not adopted.**

**RESOLUTION No. 29  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: appointment of a member of the Supervisory Board of the 4<sup>th</sup> joint term of office

Acting pursuant to Article 385 § 1 of Commercial Companies Code, and § 22 section 1 of the Company's Articles of Association, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

Mr. Dariusz Formela is hereby appointed to the Supervisory Board of TAURON Polska Energia S.A. for the 4<sup>th</sup> joint term of office.

§ 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 511 452 785 (29.18 %).

Total number of valid votes: 511 452 785

Votes "for": 131 732 308

Votes "against": 307 306 215

Abstaining votes: 72 414 262

**In 2<sup>nd</sup> round the resolution was not adopted.**

**RESOLUTION No. 30  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: appointment of a member of the Supervisory Board of the 4<sup>th</sup> joint term of office

Acting pursuant to Article 385 § 1 of Commercial Companies Code, and § 22 section 1 of the Company's Articles of Association, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

Mr. Leszek Koziorowski is hereby appointed to the Supervisory Board of TAURON Polska Energia S.A. for the 4<sup>th</sup> joint term of office.

§ 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 511 452 785 (29.18 %).

Total number of valid votes: 511 452 785

Votes "for": 52 732 312

Votes "against": 131 983 284

Abstaining votes: 326 737 189

**In 2<sup>nd</sup> round the resolution was not adopted.**

**RESOLUTION No. 31  
of the Ordinary General Meeting  
of TAURON Polska Energia S.A.  
held on 15 May 2014**

on: appointment of a member of the Supervisory Board of the 4<sup>th</sup> joint term of office

Acting pursuant to Article 385 § 1 of Commercial Companies Code, and § 22 section 1 of the Company's Articles of Association, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

Mr. Maciej Tybura is hereby appointed to the Supervisory Board of TAURON Polska Energia S.A. for the 4<sup>th</sup> joint term of office.

§ 2

The Resolution comes into force as of its adoption date.

Number of shares under which valid votes were cast (percent in the share capital of the Company): 511 452 785 (29.18 %).

Total number of valid votes: 511 452 785

Votes "for": 227 987 251

Votes "against": 131 983 284

Abstaining votes: 151 482 250

**In 2<sup>nd</sup> round the resolution was not adopted.**