

**RESOLUTION NO. 76/III/2012**  
**of the Management Board of TAURON Polska Energia S.A.**  
**of 6 March 2012**

***on: adoption 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 2011.***

Acting pursuant to §14 section 2 item 15) in connection with § 20 section 1 item 1) and § 35 section 1 item 1) of the Articles of Association of TAURON Polska Energia S.A. and Article 55 section 1 and Article 63c section 4 of the Accounting Act dated 29 September 1994 (uniform text Journal of Laws of 2009, No. 152, item 1223), the Management Board resolve as follows:

**§ 1**

1. To adopt 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 2011, that includes:

- consolidated statement of comprehensive income showing total revenues after tax in the amount of PLN 1,239,718 thousand,
- consolidated statement of financial position showing on the side of assets and liabilities the amount of PLN 28,413,531 thousand,
- consolidated statement of changes in equity showing an increase of equity in the amount of PLN 926,997 thousand,
- consolidated statement of cash flows showing decrease of net cash in the amount of PLN 965,844 thousand,
- summary of significant accounting policies and other explanatory notes.

2. The financial statements referred to in section 1 are enclosed herewith.

**§ 2**

1. Acting pursuant to § 20 section 1 item 1) of the Company's Articles of Association, a motion is submitted to the Supervisory Board to evaluate the consolidated financial statements referred to in § 1 hereof in terms of their conformity with the ledgers, documents and actual state of affairs.

2. Acting pursuant to Article 63c section 4 of the Accounting Act of 20 September 2009, a motion is submitted to the General Meeting to examine and approve the consolidated financial statements referred to in § 1 hereof, after the evaluation referred to in section 1 has been completed.

**§ 3**

Execution of this resolution is hereby assigned, according to the scope of responsibilities, to:

- 1) Director of the Accounting and Taxes Department, Łukasz Brzózka,
- 2) Director of Corporate Bodies Department, Jarosław Obrzud,
- 3) Director of Communication and PR Department, Paweł Gniadek.

**§ 4**

Execution of this resolution will be supervised by the President of the Management Board, Dariusz Lubera.

**§ 5**

The resolution comes into force as of its adoption date.

***The resolution was adopted in an open ballot with 5 votes for.***

**Signatures of Members of the Management Board attending the meeting:**

President of the Management Board	Dariusz Lubera
Vice-President of the Management Board	Joanna Schmid
Vice-President of the Management Board	Dariusz Stolarczyk
Vice-President of the Management Board	Krzysztof Zamasz
Vice-President of the Management Board	Krzysztof Zawadzki