

RESOLUTION NO. 28/III/2013
of the Supervisory Board of TAURON Polska Energia S.A.
of 17 April 2013

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 2012 and specifying the amount to be allocated for payment of dividend to shareholders.

Acting pursuant to Article 382 § 3 of the Commercial Companies Code and § 20 section 1 item 1) 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. 132/III/2013 of 11 April 2013 and concerning the distribution of net profit for the financial year 2012 in the amount of PLN 1,435,187,647.37 (say one billion four hundred thirty five million one hundred eighty seven thousand six hundred forty seven PLN and 37/100) 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) 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 1,172,305,238.27 (say one billion one hundred seventy two million three hundred five thousand two hundred thirty eight and 27/100) to reserve capital;
3. to determine the dividend record day for 3 June 2013;
4. to determine the dividend payment day for 18 June 2013.

§ 2

The resolution comes into force as of its adoption date.

The resolution was adopted pursuant to § 27 section 4 of the Company's Articles of Association and § 17 section 1 of the By-laws of the Supervisory Board in an open, written ballot with votes for, votes against and votes abstaining.

Chairman of the Supervisory Board
TAURON Polska Energia S.A.
Professor Antoni Tajduś, D. Sc., Eng.

RATIONALE

The resolution was adopted in a written ballot to meet the deadlines required to convene the Ordinary General Meeting of TAURON Polska Energia S.A., considering particular duties of the Supervisory Board members referred to in Article 382 § 3 of Commercial Companies Code.