

RESOLUTION NO. 322/III/2012
of the Management Board of TAURON Polska Energia S.A.
of 9 October 2012

on: motion to the General Meeting of TAURON Polska Energia S.A. to amend the Articles of Association of TAURON Polska Energia S.A. and motion to the Supervisory Board to evaluate it.

Acting pursuant to § 14 section 2 item 15) in reference to § 35 section 1 item 18) of the Articles of Association of TAURON Polska Energia S.A. and § 17 section 1 item 11) of the By-laws of the Management Board of TAURON Polska Energia S.A., the Management Board resolve as follows:

§ 1

In order to adjust the provisions of the Articles of Association of TAURON Polska Energia S.A. to the requirements defined in amended Best Practices of WSE Listed Companies which are enclosed with Resolution No. 20/1287/2011 of the Council of the WSE of 19 October 2011 concerning Shareholders' participation in General Meeting using electronic means of communication, the Management Board presents a motion to the General Meeting of TAURON Polska Energia S.A. to adopt amendments to the Company's Articles of Association in the scope defined in the enclosure herewith, subject to provisions of § 2.

§ 2

Acting pursuant to § 36 section 1 of the Company's Articles of Association, the Management Board presents a motion to the Supervisory Board of TAURON Polska Energia S.A. to evaluate the motion addressed to the General Meeting of TAURON Polska Energia S.A. to amend the Company's Articles of Association referred to in § 1.

§ 3

Execution of this resolution is hereby assigned to the Director of Corporate Bodies Department.

§ 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 4 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 Zawadzki