

RESOLUTION NO. 104/IV/2017
of the Management Board of TAURON Polska Energia S.A.
of 13 March 2017

concerning: the approval of the “Consolidated financial statements of TAURON Polska Energia S.A. Capital Group for the year ended 31 December 2016 prepared in accordance with International Financial Reporting Standards approved by the European Union” and the “Consolidated Report of TAURON Polska Energia S.A. Capital Group on payments to governments for the year ended 31 December 2016”

Acting pursuant to § 14(2)(15) in conjunction with § 20(1)(1) and § 35 (1)(1) of the Articles of Association of TAURON Polska Energia S.A., and Article 55(1) and Article 63c(4) and Article 63g(1) and (4) of the Accounting Act of 29 September 1994 (uniform text, Journal of Laws of 2016, item 1047 as amended), the Management Board of the Company resolves as follows:

§1

The Management Board of the Company adopts:

1. the *“Consolidated financial statements of TAURON Polska Energia S.A. Capital Group for the year ended 31 December 2016 prepared in accordance with International Financial Reporting Standards approved by the European Union”*, constituting Appendix no. 1 hereto, comprising:
 - 1) Consolidated statement of comprehensive income for the year ended on 31 December 2016 showing comprehensive income in the amount of PLN 647,885 thousand and net profit for the financial year 2016 in the amount of PLN 370,137 thousand,
 - 2) Consolidated statement of financial standing as at 31 December 2016, which indicates the total balance of assets and liabilities in the amount of PLN 33,456,894,
 - 3) Consolidated statement of changes in equity for the year ended on 31 December 2016 showing equity increase by the amount of PLN 631,161 thousand,
 - 4) Consolidated statement of cash flows for the year ended on 31 December 2016 showing net cash flow increase by the amount of PLN 27,018 thousand,
 - 5) Accounting principles (policy) and additional explanatory notes,
2. The *“Consolidated Report of TAURON Polska Energia S.A. Capital Group on payments to governments for the year ended 31 December 2016”*, constituting Appendix no. 2 hereto.

§2

1. Pursuant to § 20 (1)(1) of the Company Articles of Association, the Supervisory Board of TAURON Polska Energia S.A. is hereby requested to perform the evaluation of:
 - 1) the *Consolidated financial statements of TAURON Polska Energia S.A. Capital Group for the year ended 31 December 2016 prepared in accordance with International Financial Reporting Standards approved by the European Union*, referred to in §1(1) hereof, in terms of their compliance with the ledgers, documents and the actual state of affairs,

2) The *Consolidated Report of TAURON Polska Energia S.A. Capital Group on payments to governments for the year ended 31 December 2016*, referred to in §1(2) hereof.

2. Pursuant to Article 63c(4) of the Accounting Act of 29 September 1994 and the Company Articles of Association, the Ordinary General Meeting of TAURON Polska Energia S.A. is hereby requested to examine and approve the *Consolidated financial statements of TAURON Polska Energia S.A. Capital Group*

for the year ended 31 December 2016 prepared in accordance with International Financial Reporting Standards approved by the European Union and the Consolidated Report of TAURON Polska Energia S.A. Capital Group on payments to governments for the year ended 31 December 2016, referred to in § 1 hereof, following the evaluation referred to in Section 1.

§ 3

The execution of this resolution is entrusted, respectively to the scope of responsibilities, to:

- 1) Executive Director for Accounting and Taxes,
- 2) Executive Director for Legal Affairs,
- 3) Executive Director for Public Relations.

§4

The President of the Management Board, Filip Grzegorzczyk will supervise the execution of this resolution.

§5

The Resolution shall enter into force as of its adoption date.

The resolution was adopted in an open ballot by 4 votes for.