

**Resolutions adopted by Extraordinary General Meeting of 1 September 2014**

**RESOLUTION NO. 1  
of the Extraordinary General Meeting of  
TAURON Polska Energia Spółka Akcyjna  
with its registered office in Katowice  
of 1 September 2014**

on: the appointment of the Chairperson of the Extraordinary 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 Extraordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

**§ 1**

Mr. **Jarosław Obrzud** is hereby appointed as the Chairperson of the Extraordinary 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): 820 225 111 (46.80 %).

Total number of valid votes: 820 225 111

Votes "for": 820 225 111

Votes "against": 0

Abstaining votes: 0

The resolution was adopted in a secret ballot.

**RESOLUTION NO. 2**  
**of the Extraordinary General Meeting of**  
**TAURON Polska Energia Spółka Akcyjna**  
**with its registered office in Katowice**  
**of 1 September 2014**

on: adoption of the agenda of the Extraordinary General Meeting

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

§ 1

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

1. Opening of the Extraordinary General Meeting.
2. Appointment of the Chairperson of the Extraordinary General Meeting.
3. Determination as to whether the Extraordinary General Meeting has been duly convened and is capable of adopting binding resolutions.
4. Adoption of the agenda of the Extraordinary General Meeting.
5. Adoption of a resolution to waive the secrecy of the vote on the committees appointed by the Extraordinary General Meeting.
6. Appointment of the Returning Committee of the Extraordinary General Meeting.
7. Adoption of a resolution on determining the number of members of the Company's Supervisory Board.
8. Supplementary elections of new members to the Company's Supervisory Board.
9. Closure of the Extraordinary 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): 995 480 050 (56.80 %).

Total number of valid votes: 995 480 050

Votes "for": 995 480 050

Votes "against": 0

Abstaining votes: 0

The resolution was adopted in an open ballot.

**RESOLUTION NO. 3**  
**of the Extraordinary General Meeting of**  
**TAURON Polska Energia Spółka Akcyjna**  
**with its registered office in Katowice**  
**of 1 September 2014**

on: waiving the secrecy of the vote on the committees appointed by the Extraordinary 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 Extraordinary 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 Extraordinary 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): 995 485 050 (56.80 %).

Total number of valid votes: 995 480 050

Votes "for": 995 480 050

Votes "against": 0

Abstaining votes: 0

The resolution was adopted in an open ballot.

**RESOLUTION NO. 4**  
**of the Extraordinary General Meeting of**  
**TAURON Polska Energia Spółka Akcyjna**  
**with its registered office in Katowice**  
**of 1 September 2014**

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

Acting pursuant to § 15 section 1 of the By-laws of the General Meeting, the Extraordinary 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. **Romana Kaczmarek,**
3. **Marcin Szpoper.**

§ 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): 995 480 050 (56.80 %).

Total number of valid votes: 995 480 050

Votes "for": 995 480 050

Votes "against": 0

Abstaining votes: 0

The resolution was adopted in an open ballot.

**RESOLUTION NO. 5**  
**of the Extraordinary General Meeting of**  
**TAURON Polska Energia Spółka Akcyjna**  
**with its registered office in Katowice**  
**of 1 September 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 sections 1 and 5 of the By-laws of the General Meeting of TAURON Polska Energia S.A., the Extraordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

It is agreed that the Supervisory Board of TAURON Polska Energia S.A. will be composed of 9 (say: nine) members of the Supervisory Board.

§ 2

The existing resolution of the Ordinary General Meeting of TAURON Polska Energia S.A. No. 22 dated 15 May 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): 995 480 050 (56.80 %).

Total number of valid votes: 995 480 050

Votes "for": 878 484 661

Votes "against": 116 654 444

Abstaining votes: 340 945

The resolution was adopted in an open ballot.

**RESOLUTION NO. 6**  
**of the Extraordinary General Meeting of**  
**TAURON Polska Energia Spółka Akcyjna**  
**with its registered office in Katowice**  
**of 1 September 2014**

on: appointment of new 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, the Extraordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

§ 1

The following persons are hereby appointed to the Supervisory Board of TAURON Polska Energia S.A. of the fourth term:

1. Mr. Maciej Koński,
2. Mr. Leszek Koziorowski,
3. Mr. Maciej Tybura.

§ 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): 469 714 579 (26.80 %).

Total number of valid votes: 469 714 579

Votes "for": 338 716 824

Votes "against": 130 656 810

Abstaining votes: 340 945

The resolution was adopted in a secret ballot.