

Warsaw, 13 March 2012

**RESOLUTION NO. 368/VIII/2012
of the Supervisory Board of PGE Polska Grupa Energetyczna S.A.
of 13 March 2012**

**concerning an evaluation of the Management Board's proposal concerning the
distribution of net profit for the financial year 2011, the dividend date and the dividend
payment date**

Acting pursuant to article 382 § 3 of the Commercial Companies Code and § 18 clause 1
item 2 and item 10 of the Company Statutes, the Supervisory Board decides as follows:

§ 1

1. The Supervisory Board evaluates positively the Management Board's proposal concerning the following distribution of the Company's net profit for the financial year 2011 in the amount of PLN 4,556,115,489.08:
 - dividend for Shareholders in the amount of 1 zloty 32 grosz per one share,
 - supplementary capital in the amount constituting the remaining part of net profit for the year 2011.
2. The Supervisory Board evaluates positively the proposed dividend date at 22 August 2012.
3. The Supervisory Board evaluates positively the proposed dividend payment date at 6 September 2012.

§ 2

The resolution becomes effective as at the day of its adoption.
The Resolution was voted on in an open ballot.
The Resolution was passed unanimously.

Chairperson of the Supervisory Board
of PGE Polska Grupa Energetyczna S.A.

Mr Marcin Zieliński

Members of the Supervisory Board:

Mr Jacek Barylski
Ms Małgorzata Dec
Mr Grzegorz Krystek
Ms Katarzyna Prus
Mr Zbigniew Szmuniowski