

RESOLUTION no. 94/19/2011
of the Management Board of PGE Polska Grupa Energetyczna S.A.
of 21 March 2011

concerning a proposal for the distribution of net profit for the financial year 2010
and undistributed profit for the previous years,
the determination of the dividend date and the dividend payment date

Acting pursuant to § 14 clause 1 and clause 3 of the Statutes of PGE Polska Grupa Energetyczna S.A., in accordance with a request of the Accounting Department Director, the Management Board decides as follows:

§ 1.

1. To propose that the Company's net profit for the financial year 2010 in the amount of PLN 2,920,423,465.45 and undistributed profit for the previous years in the amount of PLN 120,474,499.24 be distributed as follows:
 - dividend for Shareholders in the amount of PLN 0.65 per one share,
 - supplementary capital in the amount constituting the remaining part of net profit for the year 2010 and undistributed profit for the previous years.
2. To propose that the dividend day be 15 September 2011,
3. To propose that the dividend payment date be 30 September 2011.

§ 2.

To request that the Supervisory Board evaluate the proposal concerning the distribution of net profit for the financial year 2010 and undistributed profit for the previous years, as well as the determination of the dividend date and the dividend payment date.

§ 3.

The resolution becomes effective as at 23 March 2011.

The Resolution was passed unanimously.

President of the Management Board
Tomasz Zadroga

Vice President of the Management Board
Wojciech Ostrowski

Vice President of the
Management Board
Paweł Skowroński

Vice President of the Management Board
Marek Szostek

Vice President of the
Management Board
Piotr Szymanek