

Warsaw, 13/03/2013

**RESOLUTION No. 65/IX/2013  
of the Supervisory Board of PGE Polska Grupa Energetyczna S.A.  
of 13 March 2013**

**concerning an evaluation of the Management Board's proposal concerning the distribution of net profit for the financial year 2012 and a part of the supplementary capital as well as the determination of the dividend record date and the dividend payment date, and the distribution of retained profit to supplementary capital**

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 of PGE Polska Grupa Energetyczna S.A. 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 2012 in the amount of PLN 783,997,742.44 (say: seven hundred and eighty-three million nine hundred and ninety-seven thousand seven hundred and forty-two 44/100 zlotys) and that part of the supplementary capital which can be allocated for dividend payment in the amount of PLN 823,996,570.50 (say: eight hundred and twenty-three million nine hundred and ninety-six thousand five hundred and seventy 50/000 zlotys):
  - PLN 0.86 per one Company share, i.e. PLN 1,607,994,312.94 (say: one billion six hundred and seven million nine hundred and ninety-four thousand three hundred and twelve 94/100 zlotys) to be allocated for dividend payout to the Company's shareholders.
2. The Supervisory Board evaluates positively the proposed dividend record date at 05 September 2013.
3. The Supervisory Board evaluates positively the proposed dividend payment date at 26 September 2013.
4. The Supervisory Board evaluates positively the proposal that retained profit of PLN 77,552,830.60 (say: seventy-seven million five hundred and fifty-two thousand eight hundred and thirty 60/100 zlotys) resulting from changes in the accounting principles and actuarial losses be allocated to the supplementary capital.

§ 2

The resolution becomes effective as at the day of its adoption.

The Resolution has been voted on in an open ballot.

The resolution has been passed based on the following voting results: 6 votes for the resolution, 0 votes against the resolution, 0 – abstaining votes.

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

Marcin Zieliński

Members of the Supervisory Board:

Maciej Bałtowski .....

Jacek Barylski .....

Małgorzata Dec .....

Czesław Grzesiak \_\_\_\_\_

Grzegorz Krystek .....

Katarzyna Prus .....