

**RESOLUTION NO 116/14/2010**

**of the Management Board of PGE Polska Grupa Energetyczna S.A.**

**dated March 15, 2010**

**regarding proposed split of the net profit for year 2009**

Acting pursuant to § 15 sec. 1 and 3 of the Company's Statutes and in line with the motion of Director of Accounting Department, the Management Board decides to:

**§ 1**

1. Propose the split of the net profit for year 2009 in amount PLN 1,440,497,736.84 in a following way:

- PLN 125,629,336.84 for the reserve capital,
- PLN 1,314,868,400.00 for a dividend for shareholders

2. apply to the Ordinary General Meeting of the Company to accept the split of the net profit for year 2009, after taking prior the Supervisory Board's opinion.

**§ 2**

The resolution was passed unanimously.

Signatures of:

Tomasz Zadroga – President of the Management Board

Marek Szostek – Vice- President of the Management Board

Piotr Szymanek - Vice- President of the Management Board

Wojciech Topolnicki - Vice- President of the Management Board

Marek Trawiński - Vice- President of the Management Board