



**"PGE Polska Grupa Energetyczna Spółka Akcyjna"**  
**The Ordinary General Meeting**  
**convened for 23 June 2010**

**PROXY FORM**

I (We), the undersigned shareholder / representative of the shareholder\*\* of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with the registered office in Warsaw ("**Company**"), hereby declare that:

\_\_\_\_\_ ("**Shareholder**")  
(name and surname / business name and registered office of Shareholder)

holds: \_\_\_\_\_ shares in the Company  
(number)

**and hereby appoint\*:**

☐ Ms/Mr \_\_\_\_\_, holding identity card/passport/any other official identity document\*\* number \_\_\_\_\_, issued by \_\_\_\_\_ ("**Proxy**") to act in accordance with the voting instruction included below / the Proxy's own discretion\*\*, in the scope described below.

**Or:**  
☐ \_\_\_\_\_ (name/business name), with the registered office in \_\_\_\_\_,

address: \_\_\_\_\_ ("**Proxy**") to act in accordance with the voting instruction included below / at the Proxy's own discretion\*\*, in the scope described below.

Does the Proxy have the right to grant further proxies\*? Yes ☐ No ☐

Scope of authority: The Proxy is authorized to represent the Shareholder at the Ordinary General Meeting of the Company to be held at 12.00 p.m. on 23 June 2010,

in Warsaw, in the headquarters of the **Business Centre Club**, at 10 Żelaznej Bramy Square, 00-136 Warsaw.

("General Meeting"), and in particular to participate in the General Meeting and take the floor in its debates, to sign the attendance list, to exercise the voting rights related to the shares held by the Shareholder for and on behalf of the Shareholder and to perform any other necessary acts in connection with the General Meeting.

Does this proxy cover all shares held by the Shareholder\*? Yes ☐ No ☐

This proxy covers \_\_\_\_\_ (number) shares held by the Shareholder\*\*\*.

**Data of the Shareholder / persons authorized to represent the Shareholder:**

Name and surname: \_\_\_\_\_ Name and surname: \_\_\_\_\_

Business name: \_\_\_\_\_ Business name: \_\_\_\_\_

Position: \_\_\_\_\_ Position: \_\_\_\_\_

Address: \_\_\_\_\_ Address: \_\_\_\_\_

Signature: \_\_\_\_\_ Signature: \_\_\_\_\_

Place: \_\_\_\_\_ Place: \_\_\_\_\_

Date: \_\_\_\_\_ Date: \_\_\_\_\_

\* Mark as applicable

\*\* Delete as applicable

\*\*\* Fill in only if this proxy does not cover all shares held by the Shareholder.

## ADDITIONAL INFORMATION

### Identification:

In order to identify the Shareholder granting a proxy and the Proxy representing such Shareholder, a document granting a proxy should be accompanied by the following:

- a) in the case of the Shareholder who is a natural person – a copy of their identify card, pages from a passport allowing identification or any other official document certifying such Shareholder's identity;
- b) in the case of the Shareholder who is not a natural person - a copy of a current extract from a proper register or any other document certifying the existence of such Shareholder or the right of its representative or representatives to represent such Shareholder, together with copies of an identity card, pages from a passport allowing identification or any other official document certifying the identity of such representative or representatives authorized to represent such Shareholder;
- c) in the case of the Proxy who is a natural person – a copy of their identify card, pages from a passport allowing identification or any other official document certifying such Proxy's identity;
- d) in the case of the Proxy who is not a natural person - a copy of a current extract from a proper register or any other document certifying the existence of such Proxy or the right of its representative or representatives to represent such Proxy, together with copies of an identity card, pages from a passport allowing identification or any other official document certifying the identity of such representative or representatives authorized to represent such Proxy;

In the case of foreign entities in whose countries of registration relevant registers are not kept, instead of a copy of a current extract from a register referred to in letters b) and d) above, a copy of a document certifying the existence of a given entity or the right of its representative or representatives to represent such entity should be presented.

In the event of doubts concerning the authenticity of the copies of the documents referred to above, the Company or a person appointed by the Company to register the Shareholders reserves the right to demand before the beginning of the General Meeting the presentation of the originals of the said documents or their copies certified by a notary public or any other entity authorized to certify true copies of documents. If such documents are not presented, a Proxy of the Shareholder may not be allowed to participate in the General Meeting.

All documents referred to above which are drawn up in a foreign language should be accompanied by a proper certified translation into the Polish language drawn up by a sworn translator.

If a proxy to participate in the General Meeting and exercise the voting right granted by the Shareholder is a conditional proxy, it should be accompanied by a documentary evidence that a particular condition has been fulfilled.

### A proxy granted in the electronic format:

A proxy to participate in the General Meeting and exercise the voting right may be granted in an electronic format. A proxy granted in an electronic format shall not have to be accompanied by a secure electronic signature verified by means of a valid qualified certificate. The Management Board should be notified of the fact of granting a proxy in an electronic format using the electronic means of communication. Such notification may be sent by electronic mail to the Company's e-mail address: [wza@pgesa.pl](mailto:wza@pgesa.pl). Such notification should be accompanied by a scanned copy of a granted proxy and scanned copies of the documents referred to in letters a), b), c) and d) above. Such notification should also include also an electronic mail address at which the Company may contact the Shareholder or the Proxy. The Management Board shall have the right to verify submitted notifications and to take action aiming at the identification of the Shareholder or the Proxy and the confirmation of their authorization. Such verification may consist, in particular, in asking questions of the Shareholder or the Proxy by telephone or electronic mail. The above principles shall apply to a change in or revocation of the granted proxy. Notifications which do not meet the requirements referred to above shall not result in any legal consequences for the Company. The Company shall not be liable for any errors in proxy forms or actions of people using proxies. At the request of the Company or a person (persons) appointed by the Company to register the Shareholders, a Proxy appearing in the General Meeting is obliged to present the originals of the documents attached to the notification referred to above.

In the case of foreign entities in whose countries of registration relevant registers are not kept, instead of a scanned copy of a current extract from a register, a scanned copy of a document certifying the existence of a given entity or the right of its representative or representatives to represent such entity should be presented.

In the event of doubts concerning the authenticity of the documents referred to above, the Company or a person appointed by the Company to register the Shareholders reserves the right to demand before the beginning of the General Meeting the presentation of the originals of the said documents or their copies certified by a notary public or any other entity authorized to certify true copies of documents. If such documents are not presented, a Proxy of the Shareholder may not be allowed to participate in the General Meeting.

All documents referred to above which are drawn up in a foreign language should be accompanied by a proper certified translation into the Polish language drawn up by a sworn translator.

If the Shareholder grants a proxy together with a voting instruction, the Company will not verify if Proxies exercise the voting rights in accordance with instructions received from the Shareholders. Therefore, a voting instruction should be given to the Proxy only.

#### **IMPORTANT INFORMATION:**

**IN THE EVENT OF ANY DIFFERENCES BETWEEN THE DATA OF THE SHAREHOLDER INCLUDED IN THE PROXY AND THE DATA INCLUDED IN THE LIST OF THE SHAREHOLDERS DRAWN UP ON THE BASIS OF A SPECIFICATION RECEIVED BY THE COMPANY FROM THE ENTITY RESPONSIBLE FOR THE DEPOSIT OF SECURITIES UNDER ARTICLE 406<sup>3</sup> OF THE COMMERCIAL COMPANIES CODE, SUCH SHAREHOLDER MAY NOT BE ALLOWED TO PARTICIPATE IN THE GENERAL MEETING.**

**THE COMPANY DOES NOT IMPOSE AN OBLIGATION TO GRANT A PROXY ON THE PROXY FORM PRESENTED ABOVE.**

**PROXY VOTING RIGHT  
EXERCISE FORM**

**The General Meeting of the Company to be held** in Warsaw, in the headquarters of the **Business Centre Club**, at 10 Żelaznej Bramy Square, 00-136 Warsaw, at 12.00 p.m. on 23 June 2010.

**Notes:**

1. This form is not used to verify how the Proxy exercises the voting right on behalf of the Shareholder.
2. This form does not substitute the proxy granted to the Proxy by the Shareholder.
3. The Shareholder is not obliged to use the form prepared by the Company. The use of the form is not a necessary condition for the Proxy to exercise the voting right.
4. The manner of the Proxy's exercise of the voting right depends on the scope of the proxy granted by the Shareholder.

**Item 2 of the agenda: The election of a Chairperson of the General Meeting - Enclosure no. 1**

**Votes\***

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstaining	<input type="checkbox"/> At Proxy's discretion
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**Item 4 of the agenda: The adoption of a decision not to elect the Returning Committee – Enclosure no. 2**

**Votes\***

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstaining	<input type="checkbox"/> At Proxy's discretion
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**Item 5 of the agenda: The adoption of the agenda of the General Meeting – Enclosure no. 3**

**Votes\***

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstaining	<input type="checkbox"/> At Proxy's discretion
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**Item 6 of the agenda: The adoption of a resolution concerning the consideration and approval of the financial statements of PGE Polska Grupa Energetyczna S.A. for the year 2009 – Enclosure no. 4**

**Votes\***

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstaining	<input type="checkbox"/> At Proxy's discretion
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**Item 7 of the agenda: The adoption of a resolution concerning the consideration and approval of the Management Board's report on the activities of PGE Polska Grupa Energetyczna S.A. for the year 2009 – Enclosure no. 5**

**Votes\***

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstaining	<input type="checkbox"/> At Proxy's discretion
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**Item 8 of the agenda: The adoption of a resolution concerning the consideration and approval of the consolidated financial statements consistent with IFRS of the PGE Polska Grupa Energetyczna Capital Group for the year 2009 – Enclosure no. 6**

**Votes\***

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstaining	<input type="checkbox"/> At Proxy's discretion
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**Item 9 of the agenda: The adoption of a resolution concerning the consideration and approval of the Management Board's consolidated report on the activities of the PGE Polska Grupa Energetyczna Capital Group for the year 2009 – Enclosure no. 7**

**Votes\***

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstaining	<input type="checkbox"/> At Proxy's discretion
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**Item 10 of the agenda: The adoption of a resolution concerning the distribution of the Company's net profit for the financial year 2009 as well as the determination of the dividend date and the dividend payment date – Enclosure no. 8**

**Votes\***

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstaining	<input type="checkbox"/> At Proxy's discretion
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**Item 11 of the agenda: the adoption of a resolution concerning the granting of discharge for the year 2009 – Enclosure no. 9**

**Votes\***

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstaining	<input type="checkbox"/> At Proxy's discretion
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**Item 11 of the agenda: the adoption of a resolution concerning the granting of discharge for the year 2009 – Enclosure no. 10**

**Votes\***

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstaining	<input type="checkbox"/> At Proxy's discretion
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**Item 11 of the agenda: the adoption of a resolution concerning the granting of discharge for the year 2009 – Enclosure no. 11**

**Votes\***

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstaining	<input type="checkbox"/> At Proxy's discretion
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**Item 11 of the agenda: the adoption of a resolution concerning the granting of discharge for the year 2009 – Enclosure no. 12**

**Votes\***

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstaining	<input type="checkbox"/> At Proxy's discretion
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**Item 11 of the agenda: the adoption of a resolution concerning the granting of discharge for the year 2009** – Enclosure no. 13

**Votes\***

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstaining	<input type="checkbox"/> At Proxy's discretion
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**Item 11 of the agenda: the adoption of a resolution concerning the granting of discharge for the year 2009** – Enclosure no. 14

**Votes\***

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstaining	<input type="checkbox"/> At Proxy's discretion
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**Item 11 of the agenda: the adoption of a resolution concerning the granting of discharge for the year 2009** – Enclosure no. 15

**Votes\***

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstaining	<input type="checkbox"/> At Proxy's discretion
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**Item 11 of the agenda: the adoption of a resolution concerning the granting of discharge for the year 2009** – Enclosure no. 16

**Votes\***

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstaining	<input type="checkbox"/> At Proxy's discretion
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**Item 11 of the agenda: the adoption of a resolution concerning the granting of discharge for the year 2009** – Enclosure no. 17

**Votes\***

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstaining	<input type="checkbox"/> At Proxy's discretion
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**Item 11 of the agenda: the adoption of a resolution concerning the granting of discharge for the year 2009** – Enclosure no. 18

**Votes\***

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstaining	<input type="checkbox"/> At Proxy's discretion
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**Item 11 of the agenda: the adoption of a resolution concerning the granting of discharge for the year 2009** – Enclosure no. 19

**Votes\***

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstaining	<input type="checkbox"/> At Proxy's discretion
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**Item 11 of the agenda: the adoption of a resolution concerning the granting of discharge for the year 2009** – Enclosure no. 20

**Votes\***

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstaining	<input type="checkbox"/> At Proxy's discretion
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**Item 11 of the agenda: the adoption of a resolution concerning the granting of discharge for the year 2009** – Enclosure no. 21

**Votes\***

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstaining	<input type="checkbox"/> At Proxy's discretion
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**Item 11 of the agenda: the adoption of a resolution concerning the granting of discharge for the year 2009** – Enclosure no. 22

**Votes\***

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstaining	<input type="checkbox"/> At Proxy's discretion
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**Item 11 of the agenda: the adoption of a resolution concerning the granting of discharge for the year 2009** – Enclosure no. 23

**Votes\***

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstaining	<input type="checkbox"/> At Proxy's discretion
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**Item 11 of the agenda: the adoption of a resolution concerning the granting of discharge for the year 2009** – Enclosure no. 24

**Votes\***

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstaining	<input type="checkbox"/> At Proxy's discretion
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**Item 12 of the agenda: the adoption of a resolution concerning the granting of an annual award for the year 2009 to President of the Management Board** – Enclosure no. 25

**Votes\***

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstaining	<input type="checkbox"/> At Proxy's discretion
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**Item 13 of the agenda: the adoption of a resolution concerning changes in the Company Statutes** – Enclosure no. 26

**Votes\***

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstaining	<input type="checkbox"/> At Proxy's discretion
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**Others** (*in the event of submitting draft resolutions other than those proposed by the Management Board*)

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstaining	<input type="checkbox"/> At Proxy's discretion
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**Data of the Shareholder / persons authorized to represent the Shareholder:**

Name and surname: \_\_\_\_\_ Name and surname: \_\_\_\_\_

Business name: \_\_\_\_\_ Business name: \_\_\_\_\_

Position: \_\_\_\_\_ Position: \_\_\_\_\_

Address: \_\_\_\_\_ Address: \_\_\_\_\_

Signature: \_\_\_\_\_ Signature: \_\_\_\_\_

Place: \_\_\_\_\_ Place: \_\_\_\_\_

Date: \_\_\_\_\_ Date: \_\_\_\_\_

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\*Mark as applicable



## **NOTES**

The Shareholders who want to give a voting instruction are asked to do it by putting "X" in the correct field.

In the event of marking "others", the Shareholders are asked to put in this field a detailed instruction concerning the exercise of the voting right by the Proxy in case other draft resolutions are proposed by the Shareholders attending the General Meeting.

If the Shareholder decides to vote differently on a particular resolution, the Shareholder is asked to specify in the correct field the numbers of shares with respect to which the Proxy is to vote for or against a resolution, or to abstain from voting. If such numbers of shares are not specified, it is presumed that the Proxy is entitled to vote in a given manner with respect to all shares held by the Shareholder. In no event can the sum of the shares in the Company covered by an instruction concerning different voting exceed the total number of shares held by the Shareholder.

The drafts of the resolutions to be adopted with respect to the particular items of the agenda of the General Meeting constitute enclosures to these instructions.

The drafts of the resolutions attached to these instructions may be different from the drafts of the resolutions submitted for voting at the Ordinary General Meeting. In order to avoid doubts concerning the manner of voting by the Proxy, the Shareholders are asked to specify in the field "others" how the Proxy should act in the situation referred to above.

**ENCLOSURE NO. 1**

**RESOLUTION NO. [●]  
of the Ordinary General Meeting of  
"PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 23 June 2010**

*concerning the election of Chairperson of the Ordinary General Meeting*

The Ordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with the registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

Acting pursuant to article 409 § 1 of the Commercial Companies Code and § 32 of the Company Statutes, the Ordinary General Meeting of the Company elects Mr/Ms [●] as Chairperson of the Ordinary General Meeting of the Company.

**§ 2**

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

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in a secret ballot.

**ENCLOSURE NO. 2**

**RESOLUTION NO. [●]  
of the Ordinary General Meeting of  
"PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 23 June 2010**

*concerning the adoption of a decision not to elect the Returning Committee*

The Ordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with the registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

Acting pursuant to § 16 clause 6 of the Regulations of the General Meeting of PGE Polska Grupa Energetyczna S.A., the Ordinary General Meeting adopts a decision not to elect the Returning Committee.

**§ 2**

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

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in an open or secret ballot.

### ENCLOSURE NO. 3

**RESOLUTION NO. [●]**  
**of the Ordinary General Meeting of**  
**"PGE Polska Grupa Energetyczna Spółka Akcyjna"**  
**of 23 June 2010**  
*concerning the adoption of the agenda of the Ordinary General Meeting*

The Ordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with the registered office in Warsaw ("**Company**"), adopts as follows:

#### § 1

The Ordinary General Meeting of the Company adopts the following agenda of the Ordinary General Meeting:

1. The opening of the General Meeting.
2. The election of a Chairperson of the General Meeting.
3. The ascertainment of the correctness of convening the General Meeting and its capability of adopting binding resolutions.
4. The adoption of a decision not to elect the Returning Committee.
5. The adoption of the agenda of the General Meeting.
6. The adoption of a resolution concerning the consideration and approval of the financial statements of PGE Polska Grupa Energetyczna S.A. for the year 2009.
7. The adoption of a resolution concerning the consideration and approval of the Management Board's report on the activities of PGE Polska Grupa Energetyczna S.A. for the year 2009.
8. The adoption of a resolution concerning the consideration and approval of the consolidated financial statements consistent with IFRS of the PGE Polska Grupa Energetyczna Capital Group for the year 2009.
9. The adoption of a resolution concerning the consideration and approval of the Management Board's consolidated report on the activities of the PGE Polska Grupa Energetyczna Capital Group for the year 2009.
10. The adoption of a resolution concerning the distribution of the Company's net profit for the financial year 2009 as well as the determination of the dividend date and the dividend payment date.
11. The adoption of a resolution concerning the granting of discharge to the members of the Management Board and Supervisory Board.
12. The adoption of a resolution concerning the granting of an annual award to President of the Management Board for the year 2009.
13. The adoption of a resolution concerning changes in the Company's Statutes.
14. The closing of the General Meeting.

#### § 2

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

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in an open ballot.

## ENCLOSURE NO. 4

### RESOLUTION NO. [●] of the Ordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" of 23 June 2010

*concerning the consideration and approval of the financial statements of PGE Polska Grupa Energetyczna S.A. for the year 2009.*

The Ordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with the registered office in Warsaw ("**Company**"), adopts as follows:

#### § 1

Acting pursuant to article 395 § 2 item 1 of the Commercial Companies Code, the Ordinary General Meeting approves the financial statements of PGE Polska Grupa Energetyczna S.A. for the year ended 31 December 2009 comprising the following elements audited by a certified auditor:

- a balance sheet drawn up as at 31 December 2009, showing the total balance of assets and liabilities in the amount of PLN 25,956,484,942.85 (say: twenty-five billion nine hundred and fifty-six million four hundred and eighty-four thousand nine hundred and forty-two zloty 85/100);
- a profit and loss statement for the period from 1 January 2009 to 31 December 2009, showing a net profit of PLN 1,440,497,736.84 (say: one billion four hundred and forty million four hundred and ninety-seven thousand seven hundred and thirty-six zloty 84/100);
- a statement of changes in equity for the period from 1 January 2009 to 31 December 2009 showing an increase in equity in the amount of PLN 6,400,701,902.61 (say: six billion four hundred million seven hundred and one thousand nine hundred and two zloty 61/100);
- a cash flow statement for the period from 1 January 2009 to 31 December 2009, showing an increase in cash during the course of the financial year in the amount of PLN 3,173,435,210.45 (say: three billion one hundred and seventy-three million four hundred and thirty-five thousand two hundred and ten zloty 45/100);
- additional information and notes.

#### § 2

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

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in an open ballot.

**ENCLOSURE NO. 5**

**RESOLUTION NO. [●]  
of the Ordinary General Meeting of  
"PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 23 June 2010**

*concerning the consideration and approval of the Management Board's report on the activities of PGE Polska Grupa Energetyczna S.A. for the year 2009.*

The Ordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with the registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

Acting pursuant to article 395 § 2 item 1 of the Commercial Companies Code, the Ordinary General Meeting approves the Management Board's report on the activities of PGE Polska Grupa Energetyczna S.A. for the year 2009.

**§ 2**

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

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in an open ballot.

## ENCLOSURE NO. 6

**RESOLUTION NO. [●]  
of the Ordinary General Meeting of  
"PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 23 June 2010**

*concerning the consideration and approval of the consolidated financial statements consistent with IFRS of the PGE Polska Grupa Energetyczna Capital Group for the year 2009.*

The Ordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with the registered office in Warsaw ("**Company**"), adopts as follows:

### § 1

Acting pursuant to article 395 § 5 of the Commercial Companies Code, the Ordinary General Meeting approves the consolidated financial statements consistent with IFRS of the PGE Polska Grupa Energetyczna Capital Group for the year 2009 comprising the following elements audited by a certified auditor:

- a consolidated financial position statement drawn up as at 31 December 2009 showing the total balance of assets and liabilities in the amount of PLN 54,447,798,000 (say: fifty-four billion four hundred and forty-seven million seven hundred and ninety-eight thousand zloty),
- a consolidated profit and loss statement for the period ended 31 December 2009, showing a net profit of PLN 4,337,223,000 (say: four billion three hundred and thirty-seven million two hundred and twenty-three thousand zloty) and a consolidated statement of total income for the year ended 31 December 2009, showing a total income of PLN 4,296,508,000 (say: four billion two hundred and ninety-six million five hundred and eight thousand zloty),
- a consolidated statement of changes in equity for the year ended 31 December 2009, showing an increase in equity in the amount of PLN 8,674,174,000 (say: eight billion six hundred and seventy-four million one hundred and seventy-four thousand zloty),
- a consolidated cash flow statement showing an increase in cash and cash equivalents during the course of the financial year ended 31 December 2009 in the amount of PLN 5,568,617,000 (say: five billion five hundred and sixty-eight million six hundred and seventeen thousand zloty),
- a description of the accounting principles (policies) and additional information and notes.

### § 2

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

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in an open ballot.



**ENCLOSURE NO. 7**

**RESOLUTION NO. [●]  
of the Ordinary General Meeting of  
"PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 23 June 2010**

*concerning the consideration and approval of the Management Board's consolidated report on the activities of the PGE Polska Grupa Energetyczna Capital Group for the year 2009.*

The Ordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with the registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

Acting pursuant to article 395 § 5 of the Commercial Companies Code, the Ordinary General Meeting approves the Management Board's consolidated report on the activities of PGE Polska Grupa Energetyczna S.A. Capital Group for the year 2009.

**§ 2**

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

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in an open ballot.

**ENCLOSURE NO. 8**

**RESOLUTION NO. [●]  
of the Ordinary General Meeting of  
"PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 23 June 2010**

*concerning the distribution of the Company's net profit for the financial year 2009 as well as the determination of the dividend date and the dividend payment date.*

The Ordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with the registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

Acting pursuant to article 395 § 2 item 2 of the Commercial Companies Code, the Ordinary General Meeting decides to distribute the net profit for the period from 1 January 2009 to 31 December 2009 in the amount of PLN 1,440,497,736.84 as follows:

- |                              |                      |
|------------------------------|----------------------|
| ▪ the supplementary capital: | PLN 125,629,336.84   |
| ▪ dividend for Shareholders: | PLN 1,314,868,400.00 |

**§ 2**

Acting pursuant to article 348 § 3 of the Commercial Companies Code and § 43 clause 5 of the Company Statutes, the Ordinary General Meeting determines:

- the dividend date for 22 September 2010
- the dividend payment date for 12 October 2010

**§ 3**

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

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in an open ballot.

**ENCLOSURE NO. 9**

**RESOLUTION NO. [●]  
of the Ordinary General Meeting of  
"PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 23 June 2010**

*concerning the granting of discharge for the year 2009*

The Ordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with the registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

Acting pursuant to article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Meeting grants discharge to Mr Marcin Zieliński for the financial year 2009 in connection with his performance of the duties of Chairperson of the Supervisory Board in the period from 1 January 2009 to 31 December 2009.

**§ 2**

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

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in a secret ballot.

**ENCLOSURE NO. 10**

**RESOLUTION NO. [●]  
of the Ordinary General Meeting of  
"PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 23 June 2010  
*concerning the granting of discharge for the year 2009***

The Ordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with the registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

Acting pursuant to article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Meeting grants discharge to Mr Maciej Bałtowski for the financial year 2009 in connection with his performance of the duties of Vice Chairperson of the Supervisory Board in the period from 1 January 2009 to 31 December 2009.

**§ 2**

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

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in a secret ballot.

**ENCLOSURE NO. 11**

**RESOLUTION NO. [●]  
of the Ordinary General Meeting of  
"PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 23 June 2010  
*concerning the granting of discharge for the year 2009***

The Ordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with the registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

Acting pursuant to article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Meeting grants discharge to Mr Wojciech Cichoński for the financial year 2009 in connection with his performance of the duties of Secretary of the Supervisory Board in the period from 1 January 2009 to 31 December 2009.

**§ 2**

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

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in a secret ballot.

**ENCLOSURE NO. 12**

**RESOLUTION NO. [●]  
of the Ordinary General Meeting of  
"PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 23 June 2010  
*concerning the granting of discharge for the year 2009***

The Ordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with the registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

Acting pursuant to article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Meeting grants discharge to Mr Jacek Barylski for the financial year 2009 in connection with his performance of the duties of Member of the Supervisory Board in the period from 1 January 2009 to 31 December 2009.

**§ 2**

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

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in a secret ballot.

**ENCLOSURE NO. 13**

**RESOLUTION NO. [●]  
of the Ordinary General Meeting of  
"PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 23 June 2010  
*concerning the granting of discharge for the year 2009***

The Ordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with the registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

Acting pursuant to article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Meeting grants discharge to Mr Mikołaj Budzanowski for the financial year 2009 in connection with his performance of the duties of Member of the Supervisory Board in the period from 1 January 2009 to 20 July 2009.

**§ 2**

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

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in a secret ballot.

**ENCLOSURE NO. 14**

**RESOLUTION NO. [●]  
of the Ordinary General Meeting of  
"PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 23 June 2010  
*concerning the granting of discharge for the year 2009***

The Ordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with the registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

Acting pursuant to article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Meeting grants discharge to Ms Małgorzata Dec for the financial year 2009 in connection with her performance of the duties of Member of the Supervisory Board in the period from 30 July 2009 to 31 December 2009.

**§ 2**

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

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in a secret ballot.



**ENCLOSURE NO. 15**

**RESOLUTION NO. [●]  
of the Ordinary General Meeting of  
"PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 23 June 2010  
*concerning the granting of discharge for the year 2009***

The Ordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with the registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

Acting pursuant to article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Meeting grants discharge to Mr Ryszard Malarski for the financial year 2009 in connection with his performance of the duties of Member of the Supervisory Board in the period from 14 January 2009 to 31 December 2009.

**§ 2**

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

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in a secret ballot.

**ENCLOSURE NO. 16**

**RESOLUTION NO. [●]  
of the Ordinary General Meeting of  
"PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 23 June 2010**

*concerning the granting of discharge for the year 2009*

The Ordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with the registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

Acting pursuant to article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Meeting grants discharge to Ms Katarzyna Prus for the financial year 2009 in connection with her performance of the duties of Member of the Supervisory Board in the period from 1 January 2009 to 31 December 2009.

**§ 2**

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

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in a secret ballot.

**ENCLOSURE NO. 17**

**RESOLUTION NO. [●]  
of the Ordinary General Meeting of  
"PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 23 June 2010  
*concerning the granting of discharge for the year 2009***

The Ordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with the registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

Acting pursuant to article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Meeting grants discharge to Mr Zbigniew Szmuniowski for the financial year 2009 in connection with his performance of the duties of Member of the Supervisory Board in the period from 1 January 2009 to 31 December 2009.

**§ 2**

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

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in a secret ballot.

**ENCLOSURE NO. 18**

**RESOLUTION NO. [●]  
of the Ordinary General Meeting of  
"PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 23 June 2010**

*concerning the granting of discharge for the year 2009*

The Ordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with the registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

Acting pursuant to article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Meeting grants discharge to Mr Tomasz Zadroga for the financial year 2009 in connection with his performance of the duties of President of the Management Board in the period from 1 January 2009 to 31 December 2009.

**§ 2**

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

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in a secret ballot.

**ENCLOSURE NO. 19**

**RESOLUTION NO. [●]  
of the Ordinary General Meeting of  
"PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 23 June 2010**

*concerning the granting of discharge for the year 2009*

The Ordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with the registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

Acting pursuant to article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Meeting grants discharge to Mr Adam Cichocki for the financial year 2009 in connection with his performance of the duties of Vice President of the Management Board in the period from 1 January 2009 to 27 February 2009.

**§ 2**

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

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in a secret ballot.

**ENCLOSURE NO. 20**

**RESOLUTION NO. [●]  
of the Ordinary General Meeting of  
"PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 23 June 2010  
*concerning the granting of discharge for the year 2009***

The Ordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with the registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

Acting pursuant to article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Meeting grants discharge to Mr Henryk Majchrzak for the financial year 2009 in connection with his performance of the duties of Vice President of the Management Board in the period from 1 January 2009 to 27 February 2009.

**§ 2**

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

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in a secret ballot.

**ENCLOSURE NO. 21**

**RESOLUTION NO. [●]  
of the Ordinary General Meeting of  
"PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 23 June 2010  
*concerning the granting of discharge for the year 2009***

The Ordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with the registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

Acting pursuant to article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Meeting grants discharge to Mr Marek Szostek for the financial year 2009 in connection with his performance of the duties of Vice President of the Management Board in the period from 3 August 2009 to 31 December 2009.

**§ 2**

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

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in a secret ballot.

**ENCLOSURE NO. 22**

**RESOLUTION NO. [●]  
of the Ordinary General Meeting of  
"PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 23 June 2010**

*concerning the granting of discharge for the year 2009*

The Ordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with the registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

Acting pursuant to article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Meeting grants discharge to Mr Piotr Szymanek for the financial year 2009 in connection with his performance of the duties of Vice President of the Management Board in the period from 1 January 2009 to 31 December 2009.

**§ 2**

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

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in a secret ballot.



**ENCLOSURE NO. 23**

**RESOLUTION NO. [●]  
of the Ordinary General Meeting of  
"PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 23 June 2010**

*concerning the granting of discharge for the year 2009*

The Ordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with the registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

Acting pursuant to article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Meeting grants discharge to Mr Wojciech Topolnicki for the financial year 2009 in connection with his performance of the duties of Vice President of the Management Board in the period from 1 January 2009 to 31 December 2009.

**§ 2**

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

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in a secret ballot.

**ENCLOSURE NO. 24**

**RESOLUTION NO. [●]  
of the Ordinary General Meeting of  
"PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 23 June 2010**

*concerning the granting of discharge for the year 2009*

The Ordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with the registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

Acting pursuant to article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Meeting grants discharge to Mr Marek Trawiński for the financial year 2009 in connection with his performance of the duties of Vice President of the Management Board in the period from 1 January 2009 to 31 December 2009.

**§ 2**

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

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in a secret ballot.

**ENCLOSURE NO. 25**

**RESOLUTION NO. [●]  
of the Ordinary General Meeting of  
"PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 23 June 2010**

*concerning the granting of an annual award to President of the Management Board for the year 2009.*

The Ordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with the registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

Acting pursuant to article 10 clause 2 of the Act on remuneration of persons managing some legal entities, the Ordinary General Meeting grants Mr Tomasz Zadroga, President of the Management Board, an annual award for the year 2009 in the amount of his 3 average monthly salaries.

**§ 2**

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

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in a secret ballot.

**ENCLOSURE NO. 26**

**RESOLUTION NO. [●]  
of the Ordinary General Meeting of  
"PGE Polska Grupa Energetyczna Spółka Akcyjna"  
of 23 June 2010  
concerning changes in the Company's Statutes.**

The Ordinary General Meeting of "PGE Polska Grupa Energetyczna Spółka Akcyjna" with the registered office in Warsaw ("**Company**"), adopts as follows:

**§ 1**

Acting pursuant to articles 430 § 1 and 415 § 1 of the Commercial Companies Code as well as § 37 clause 1 item 8 of the Company Statutes, after reviewing the Supervisory Board's opinion on the subject matter included in resolution no. 147/VIII/2010 of 12 April 2010, the Ordinary General Meeting hereby decides to effect the following changes in the Company Statutes:

1. § 18 clause 1 item 9 of the Company Statutes will read as follows:  
*"9) determining the amount of remuneration and other conditions of agreements as well as entering into agreements with members of the Management Board (including President of the Management Board), subject to the competence of the General Meeting as provided for in the mandatory provisions of the law,"*
2. § 37 clause 1 item 10 of the Company Statutes will be deleted.

**§ 2**

The General Meeting adopts the consolidated text of the Company's Statutes, which constitutes an enclosure to this resolution.

**§ 3**

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

The total number of valid votes cast: [●]

The number of votes cast for the resolution: [●]

The number of votes cast against the resolution: [●]

The number of abstaining votes: [●]

The resolution was adopted in an open ballot.