



Enclosure no. 1 to the announcement about convening the Extraordinary General Meeting of PGE Polska Grupa Energetyczna S.A. for February 6th, 2014

Information concerning proposed changes in the Company Statutes

Below please find a specification of the current provisions of the Company Statutes and the proposed changes to the text of the selected provisions of the Company Statutes.

I. It is proposed that § 20 clause 1 of the Company Statues be changed as follows:

The current text:

"§ 20

1. The Supervisory Board shall consist of from five to nine members. The number of members of the Supervisory Board shall always be an odd number. The Supervisory Board elected by way of group voting shall consist of five members. The number of members of the Supervisory Board shall be determined by the General Meeting in a separate resolution."

The proposed new text:

"§ 20

1. The Supervisory Board shall consist of from five to nine members. The Supervisory Board elected by way of group voting shall consist of five members. "

II. It is proposed that § 20 clause 3 of the Company Statues be changed as follows:

The current text:

"§ 20.

3. A half of members of the Supervisory Board, including Chairperson of the Supervisory Board, appointed by the General Meeting shall be elected from among persons identified by a shareholder specified in § 46 clause 2."

The proposed new text:

"§ 20.

3. At least half of members of the Supervisory Board, appointed by the General Meeting shall be elected from among persons identified by a shareholder specified in § 46 clause 2."

III. It is proposed that § 22 of the Company Statutes be changed as follows:

The current text:

"§ 22

1. The Supervisory Board shall elect its Vice Chairperson and Secretary from among its members.
2. The Supervisory Board may elect a new Vice Chairperson or Secretary of the Board at any time.
3. Meetings of the Supervisory Board shall be chaired by its Chairperson and in the event of his/her absence the Vice Chairperson.
4. Declarations addressed to the Supervisory Board between its meetings shall be submitted to the Chairperson of the Board, and if it is not possible, to the Vice Chairperson of the Board or its Secretary."

The proposed new text:

"§ 22

1. The Supervisory Board shall elect its Chairperson, Vice Chairperson and Secretary from among its members.
2. The Supervisory Board may elect a new Chairperson, Vice Chairperson or Secretary of the Board at any time.
3. The Chairperson of the Supervisory Board is elected from among persons identified by a shareholder specified in § 46 clause 2.
4. Meetings of the Supervisory Board shall be chaired by its Chairperson and in the event of his/her absence the Vice Chairperson.
5. Declarations addressed to the Supervisory Board between its meetings shall be submitted to the Chairperson of the Board, and if it is not possible, to the Vice Chairperson of the Board or its Secretary."