

Resolution No. 1
adopted by the Annual General Meeting
of the Company operating under the business name of:
ENERGA Spółka Akcyjna with its registered office in Gdańsk
on 20 May 2014

to elect the Chairperson of the Annual General Meeting

Acting pursuant to Art. 409 § 1 of the Commercial Companies Code, it is hereby resolved as follows:

§ 1

The Annual General Meeting elects Monika Kacprzyk-Wojdyga for the Chairperson of the Company's Annual General Meeting.

§ 2

The resolution comes into force on the date of its adoption.

Resolution No. 1 was adopted in a secret ballot with 395,380,197 votes FOR, with no votes AGAINST and no ABSTAIN votes for a total number of 395,380,197 valid votes cast, representing 250,452,197 of shares constituting 60.5% of the Company's share capital.

Resolution No. 2
adopted by the Annual General Meeting
of the Company operating under the business name of:
ENERGA Spółka Akcyjna with its registered office in Gdańsk
on 20 May 2014

to accept the agenda of the Annual General Meeting of ENERGA SA

The following is hereby resolved:

§ 1

The Annual General Meeting hereby adopts the following agenda of the Annual General Meeting:

1. Open the Annual General Meeting.
2. Elect the Chairperson of the Annual General Meeting.
3. Assert that the Meeting has been convened correctly and is capable of adopting binding resolutions.
4. Adopt the agenda of the Annual General Meeting.
5. Review and approve the Management Board report on the activity of ENERGA Spółka Akcyjna in 2013.
6. Review and approve the standalone financial statements of the Company for the year ended 31 December 2013.
7. Adopt a resolution to distribute the net profit earned in 2013 and set the dividend record date and the dividend payment date.
8. Adopt resolutions to grant a discharge on the performance of duties by Management Board Members in 2013.
9. Adopt resolutions to grant a discharge on the performance of duties by Supervisory Board Members in 2013.
10. Review and approve the consolidated Management Board report on the activity of the ENERGA SA Capital Group in 2013.
11. Review and approve the consolidated financial statements of the ENERGA SA Capital Group for the year ended 31 December 2013.
12. Adopt a resolution to set the number of members of the ENERGA SA Supervisory Board of the 4th Term of Office.
13. Adopt a resolution to appoint Members of the ENERGA SA Supervisory Board for the 4th Term of Office.
14. Adjourn the Annual General Meeting.

§ 2

The resolution will come into force on the date of its adoption.

Resolution No. 2 was adopted in an explicit ballot with 395,380,197 votes FOR, with no votes AGAINST and no ABSTAIN votes for a total number of 395,380,197 valid votes cast, representing 250,452,197 of shares constituting 60.5% of the Company's share capital.

Resolution No. 3
adopted by the Annual General Meeting
of the Company operating under the business name of:
ENERGA Spółka Akcyjna with its registered office in Gdańsk
on 20 May 2014

to review and approve the Management Board report on the activity of ENERGA Spółka Akcyjna in 2013

Acting pursuant to Article 393.1 and Article 395 § 2.1 of the Commercial Companies Code, the Annual General Meeting hereby resolves to:

§ 1

Approve the Management Board activity report on the activity of ENERGA Spółka Akcyjna for the financial year from 1 January 2013 to 31 December 2013.

§ 2

The resolution comes into force on the date of its adoption.

Resolution No. 3 was adopted in an explicit ballot with 395,255,059 votes FOR, with no votes AGAINST and 125,138 ABSTAIN votes for a total number of 395,380,197 valid votes cast, representing 250,452,197 of shares constituting 60.5% of the Company's share capital.

Resolution No. 4
adopted by the Annual General Meeting
of the Company operating under the business name of:
ENERGA Spółka Akcyjna with its registered office in Gdańsk
on 20 May 2014

to approve the standalone financial statements of the Company prepared in accordance with the EU IFRS for the financial year 2013

Acting pursuant to Article 393.1 and Article 395 § 2.1 of the Commercial Companies Code, the Annual General Meeting hereby resolves to:

§ 1

Approve the standalone financial statements of ENERGA SA prepared in accordance with the EU IFRS for the period from 1 January 2013 to 31 December 2013, which include:

- 1) standalone profit and loss account showing a net profit of PLN 499,049 thousand (four hundred ninety nine million forty nine thousand zloty),
- 2) standalone statement of financial position showing assets and liabilities and equity of PLN 11,565,087 thousand (eleven billion five hundred sixty five million eighty seven thousand zloty),
- 3) standalone statement of changes in equity showing an increase in equity in the amount of PLN 28,745 thousand (twenty eight million seven hundred forty five thousand zloty),
- 4) standalone cash flow statement showing a net cash increase of PLN 29,232 thousand (twenty nine million two hundred thirty two thousand zloty),
- 5) notes and explanations.

§ 2

The resolution comes into force on the date of its adoption.

Resolution No. 4 was adopted in an explicit ballot with 395,255,059 votes FOR, with no votes AGAINST and 125,138 ABSTAIN votes for a total number of 395,380,197 valid votes cast, representing 250,452,197 of shares constituting 60.5% of the Company's share capital.

Resolution No. 5
adopted by the Annual General Meeting
of the Company operating under the business name of:
ENERGA Spółka Akcyjna with its registered office in Gdańsk
on 20 May 2014

to distribute the net profit for the financial year from 1 January 2013 to 31 December 2013 and set the dividend record date and the dividend payment date

Acting pursuant to Article 395 § 2.2 and Article 348 § 3 of the Commercial Companies Code and § 26 sec. 1.7 of the Company's Articles of Association, the following is hereby resolved:

§ 1

The net profit for the financial year 2013 in the amount of PLN 499,048,758.09 (four hundred ninety nine million forty eight thousand seven hundred fifty eight 09/100) shall be allocated as follows:

- 1) Shareholders' dividend – PLN 414,067,114.00 (four hundred fourteen million sixty seven thousand one hundred fourteen zloty), i.e. PLN 1.00 (one zloty) per share.
- 2) supplementary capital – PLN 84,981,644.09 (eighty four million nine hundred eighty one thousand six hundred forty four 09/100).

§ 2

The dividend record date is set at 27 May 2014 and the dividend payment date at 10 June 2014.

§ 3

The resolution comes into force on the date of its adoption.

Resolution No. 5 was adopted in an explicit ballot with 395,380,197 votes FOR, with no votes AGAINST and no ABSTAIN votes for a total number of 395,380,197 valid votes cast, representing 250,452,197 of shares constituting 60.5% of the Company's share capital.

Resolution No. 6
adopted by the Annual General Meeting
of the Company operating under the business name of:
ENERGA Spółka Akcyjna with its registered office in Gdańsk
on 20 May 2014

to grant a discharge to Mr. Mirosław Kazimierz Bieliński on the performance of his duties as the President of the Management Board in 2013

Acting pursuant to Article 393.1 and Article 395 § 2.3 of the Commercial Companies Code, the following is hereby resolved:

§ 1

Mr. Mirosław Kazimierz Bieliński is hereby granted a discharge on the performance of his duties as the President of the Management Board in the period from 1 January 2013 to 31 December 2013.

§ 2

The resolution comes into force on the date of its adoption.

Resolution No. 6 was adopted in a secret ballot with 395,255,059 votes FOR, with no votes AGAINST and 125,138 ABSTAIN votes for a total number of 395,380,197 valid votes cast, representing 250,452,197 of shares constituting 60.5% of the Company's share capital.

Resolution No. 7
adopted by the Annual General Meeting

**of the Company operating under the business name of:
ENERGA Spółka Akcyjna with its registered office in Gdańsk
on 20 May 2014**

to grant a discharge to Mr. Roman Szyszko on the performance of his duties as the Executive Vice President of the Management Board, Chief Financial Officer in 2013

Acting pursuant to Article 393.1 and Article 395 § 2.3 of the Commercial Companies Code, the following is hereby resolved:

§ 1

Mr. Roman Szyszko is hereby granted a discharge on the performance of his duties as the Executive Vice President of the Management Board, Chief Financial Officer, in the period from 1 January 2013 to 31 December 2013.

§ 2

The resolution comes into force on the date of its adoption.

Resolution No. 7 was adopted in a secret ballot with 395,255,059 votes FOR, with no votes AGAINST and 125,138 ABSTAIN votes for a total number of 395,380,197 valid votes cast, representing 250,452,197 of shares constituting 60.5% of the Company's share capital.

**Resolution No. 8
adopted by the Annual General Meeting
of the Company operating under the business name of:
ENERGA Spółka Akcyjna with its registered office in Gdańsk
on 20 May 2014**

to grant a discharge to Mr. Wojciech Topolnicki on the performance of his duties as the Executive Vice President of the Management Board, Growth Strategy in 2013

Acting pursuant to Article 393.1 and Article 395 § 2.3 of the Commercial Companies Code, the following is hereby resolved:

§ 1

Mr. Wojciech Topolnicki is hereby granted a discharge on the performance of his duties as the Executive Vice President of the Management Board, Growth Strategy, in the period from 1 January 2013 to 31 December 2013.

§ 2

The resolution comes into force on the date of its adoption.

Resolution No. 8 was adopted in a secret ballot with 395,255,059 votes FOR, with no votes AGAINST and 125,138 ABSTAIN votes for a total number of 395,380,197 valid votes cast, representing 250,452,197 of shares constituting 60.5% of the Company's share capital.

**Resolution No. 9
adopted by the Annual General Meeting
of the Company operating under the business name of:
ENERGA Spółka Akcyjna with its registered office in Gdańsk
on 20 May 2014**

to grant a discharge to Mr. Zbigniew Wtulich on the performance of his duties as the Chairman of the Supervisory Board in 2013

Acting pursuant to Article 393.1 and Article 395 § 2.3 of the Commercial Companies Code, the following is hereby resolved:

§ 1

Mr. Zbigniew Wtulich is hereby granted a discharge on the performance of his duties as the Chairman of the Supervisory Board in the period from 1 January 2013 to 31 December 2013.

§ 2

The resolution comes into force on the date of its adoption.

Resolution No. 9 was adopted in a secret ballot with 395,255,059 votes FOR, with no votes AGAINST and 125,138 ABSTAIN votes for a total number of 395,380,197 valid votes cast, representing 250,452,197 of shares constituting 60.5% of the Company's share capital.

Resolution No. 10
adopted by the Annual General Meeting
of the Company operating under the business name of:
ENERGA Spółka Akcyjna with its registered office in Gdańsk
on 20 May 2014

to grant a discharge to Mr. Marian Gawrylczyk on the performance of his duties as the Deputy Chairman of the Supervisory Board w 2013

Acting pursuant to Article 393.1 and Article 395 § 2.3 of the Commercial Companies Code, the following is hereby resolved:

§ 1

Mr. Marian Gawrylczyk is hereby granted a discharge on the performance of his duties as the Deputy Chairman of the Supervisory Board in the period from 1 January 2013 to 31 December 2013.

§ 2

The resolution comes into force on the date of its adoption.

Resolution No. 10 was adopted in a secret ballot with 395,255,059 votes FOR, with no votes AGAINST and 125,138 ABSTAIN votes for a total number of 395,380,197 valid votes cast, representing 250,452,197 of shares constituting 60.5% of the Company's share capital.

Resolution No. 11
adopted by the Annual General Meeting
of the Company operating under the business name of:
ENERGA Spółka Akcyjna with its registered office in Gdańsk
on 20 May 2014

to grant a discharge to Ms. Agnieszka Poloczek on the performance of her duties as the Secretary of the Supervisory Board in 2013

Acting pursuant to Article 393.1 and Article 395 § 2.3 of the Commercial Companies Code, the following is hereby resolved:

§ 1

Ms. Agnieszka Poloczek is hereby granted a discharge on the performance of her duties as the Secretary of the Supervisory Board in the period from 1 January 2013 to 31 December 2013.

§ 2

The resolution comes into force on the date of its adoption.

Resolution No. 11 was adopted in a secret ballot with 395,255,059 votes FOR, with no votes AGAINST and 125,138 ABSTAIN votes for a total number of 395,380,197 valid votes cast, representing 250,452,197 of shares constituting 60.5% of the Company's share capital.

Resolution No. 12
adopted by the Annual General Meeting
of the Company operating under the business name of:
ENERGA Spółka Akcyjna with its registered office in Gdańsk
on 20 May 2014

to grant a discharge to Ms. Iwona Zatorska-Pańtak on the performance of her duties of a Supervisory Board Member in 2013

Acting pursuant to Article 393.1 and Article 395 § 2.3 of the Commercial Companies Code, the following is hereby resolved:

§ 1

Ms. Iwona Zatorska-Pańtak is hereby granted a discharge on the performance of her duties of a Supervisory Board Member in the period from 1 January 2013 to 31 December 2013.

§ 2

The resolution comes into force on the date of its adoption.

Resolution No. 12 was adopted in a secret ballot with 395,255,059 votes FOR, with no votes AGAINST and 125,138 ABSTAIN votes for a total number of 395,380,197 valid votes cast, representing 250,452,197 of shares constituting 60.5% of the Company's share capital.

Resolution No. 13
adopted by the Annual General Meeting
of the Company operating under the business name of:
ENERGA Spółka Akcyjna with its registered office in Gdańsk
on 20 May 2014

to grant a discharge to Mr. Roman Jacek Kuczkowski on the performance of his duties Supervisory Board Member in 2013

Acting pursuant to Article 393.1 and Article 395 § 2.3 of the Commercial Companies Code, the following is hereby resolved:

§ 1

Mr. Roman Jacek Kuczkowski is hereby granted a discharge on the performance of his duties of a Supervisory Board Member in the period from 1 January 2013 to 31 December 2013.

§ 2

The resolution comes into force on the date of its adoption.

Resolution No. 13 was adopted in a secret ballot with 395,255,059 votes FOR, with no votes AGAINST and 125,138 ABSTAIN votes for a total number of 395,380,197 valid votes cast, representing 250,452,197 of shares constituting 60.5% of the Company's share capital.

Resolution No. 14
adopted by the Annual Shareholder Meeting
of the Company operating under the business name of:
ENERGA Spółka Akcyjna with its registered office in Gdańsk
on 20 May 2014

to grant a discharge to Mr. Mirosław Szreder on the performance of his duties of a Supervisory Board Member in 2013

Acting pursuant to Article 393.1 and Article 395 § 2.3 of the Commercial Companies Code, the following is hereby resolved:

§ 1

Mr. Mirosław Szreder is hereby granted a discharge on the performance of his duties of a Supervisory Board Member for the period from 1 January 2013 to 31 December 2013.

§ 2

The resolution comes into force on the date of its adoption.

Resolution No. 14 was adopted in a secret ballot with 395,255,059 votes FOR, with no votes AGAINST and 125,138 ABSTAIN votes for a total number of 395,380,197 valid votes cast, representing 250,452,197 of shares constituting 60.5% of the Company's share capital.

Resolution No. 15
adopted by the Annual Shareholder Meeting
of the Company operating under the business name of:
ENERGA Spółka Akcyjna with its registered office in Gdańsk
on 20 May 2014

to approve the ENERGA SA Management Board Report on the activity of the Capital Group in 2013
Acting pursuant to Article 63c.4 of the Accountancy Act of 29 September 1994 and Article 395 § 5 of the Commercial Companies Code, the Annual General Meeting hereby resolves to:

§ 1

Approve the ENERGA SA Management Board Report on the activity of the ENERGA Spółka Akcyjna Capital Group for the financial year from 1 January 2013 to 31 December 2013.

§ 2

The resolution will come into force on the date of its adoption.

Resolution No. 15 was adopted in an explicit ballot with 395,255,059 votes FOR, with no votes AGAINST and 125,138 ABSTAIN votes for a total number of 395,380,197 valid votes cast, representing 250,452,197 of shares constituting 60.5% of the Company's share capital.

Resolution No. 16
adopted by the Annual General Meeting
of the Company operating under the business name of:
ENERGA Spółka Akcyjna with its registered office in Gdańsk
on 20 May 2014

to approve the consolidated financial statements of the ENERGA SA Capital Group prepared in accordance with the International Financial Reporting Standards as adopted by the European Union for the year ended 31 December 2013

Acting pursuant to Article 63c.4 of the Accountancy Act of 29 September 1994 and Article 395 § 5 of the Commercial Companies Code, the Ordinary Shareholder Meeting hereby resolves to:

§ 1

Approve the consolidated financial statements of the ENERGA SA Capital Group prepared in accordance with the International Financial Reporting Standards as adopted by the European Union, for the financial year from 1 January 2013 to 31 December 2013, which include:

- 1) consolidated profit and loss account showing a net profit of PLN 742,978 thousand (seven hundred forty two million nine hundred seventy eight thousand zloty),
- 2) consolidated statement of financial position showing assets and liabilities and equity of PLN 17,084,556 thousand (seventeen billion eighty four million five hundred fifty six thousand zloty),
- 3) consolidated statement of changes in equity showing an increase in equity in the amount of PLN 329,773 thousand (three hundred twenty nine million seven hundred seventy three thousand zloty),
- 4) consolidated cash flow statement showing a net cash increase of PLN 321,340 thousand (three hundred twenty one million three hundred forty thousand zloty),
- 5) notes and explanations.

§ 2

The resolution comes into force on the date of its adoption.

Resolution No. 16 was adopted in an explicit ballot with 395,255,059 votes FOR, with no votes AGAINST and 125,138 ABSTAIN votes for a total number of 395,380,197 valid votes cast, representing 250,452,197 of shares constituting 60.5% of the Company's share capital.

Resolution No. 17
adopted by the Annual General Meeting
of the Company operating under the business name of:
ENERGA Spółka Akcyjna with its registered office in Gdańsk
on 20 May 2014

to set the number of members of the ENERGA SA Supervisory Board

Acting pursuant to Article 385 § 1 of the Commercial Companies Code and § 18.1 and § 18.2 of the Company's Articles of Association, the Annual General Meeting hereby resolves as follows:

§ 1

The Supervisory Board of ENERGA SA shall be comprised of 7 (in words: seven) members.

§ 2

The resolution comes into force on the date of its adoption.

Resolution No. 17 was adopted in an explicit ballot with 391,402,811 votes FOR, with 144,416 votes AGAINST and 3,832,970 ABSTAIN votes for a total number of 395,380,197 valid votes cast, representing 250,452,197 of shares constituting 60.5% of the Company's share capital.

Resolution No. 18
adopted by the Annual Shareholder Meeting
of the Company operating under the business name of:
ENERGA Spółka Akcyjna with its registered office in Gdańsk
on 20 May 2014

to appoint a Member of the ENERGA SA Supervisory Board for the 4th Term of Office, meeting the independence criteria

Acting pursuant to Article 385 § 1 of the Commercial Companies Code and § 18.2 and § 18.6 of the Company's Articles of Association, the Annual General Meeting hereby resolves as follows:

§ 1

Appoint Mr. Mirosław Szreder to the position of a Member of the ENERGA SA Supervisory Board for the 4th joint Term of Office, meeting the independence criteria as set forth in § 23b.2 of the Articles of Association of ENERGA SA.

§ 2

The resolution comes into force on the date of its adoption.

Resolution No. 18 was adopted in a secret ballot with 361,353,277 votes FOR, with 30,173,731 votes AGAINST and 3,853,189 ABSTAIN votes for a total number of 395,380,197 valid votes cast, representing 250,452,197 of shares constituting 60.5% of the Company's share capital.

Resolution No. 19
adopted by the Annual Shareholder Meeting
of the Company operating under the business name of:
ENERGA Spółka Akcyjna with its registered office in Gdańsk
on 20 May 2014

to appoint a Member of the ENERGA SA Supervisory Board for the 4th Term of Office, meeting the independence criteria

Acting pursuant to Article 385 § 1 of the Commercial Companies Code and § 18.2 and § 18.6 of the Company's Articles of Association, the Annual General Meeting hereby resolves as follows:

§ 1

Appoint Mr. Marian Gawrylczyk to the position of a Member of the ENERGA SA Supervisory Board for the 4th joint Term of Office, meeting the independence criteria as set forth in § 23b.2 of the Articles of Association of ENERGA SA.

§ 2

The resolution comes into force on the date of its adoption.

Resolution No. 19 was adopted in a secret ballot with 361,353,277 votes FOR, with 30,173,731 votes AGAINST and 3,853,189 ABSTAIN votes for a total number of 395,380,197 valid votes cast, representing 250,452,197 of shares constituting 60.5% of the Company's share capital.

Resolution No. 20
adopted by the Annual Shareholder Meeting
of the Company operating under the business name of:
ENERGA Spółka Akcyjna with its registered office in Gdańsk
on 20 May 2014

to appoint a Member of the ENERGA SA Supervisory Board for the 4th Term of Office, meeting the independence criteria

Acting pursuant to Article 385 § 1 of the Commercial Companies Code and § 18.2 and § 18.6 of the Company's Articles of Association, the Annual General Meeting hereby resolves as follows:

§ 1

Appoint Mr. Jarosław Mioduszewski to the position of a Member of the ENERGA SA Supervisory Board for the 4th joint Term of Office, meeting the independence criteria as set forth in § 23b.2 of the Articles of Association of ENERGA SA.

§ 2

The resolution comes into force on the date of its adoption.

Resolution No. 20 was adopted in a secret ballot with 361,353,277 votes FOR, with 30,173,731 votes AGAINST and 3,853,189 ABSTAIN votes for a total number of 395,380,197 valid votes cast, representing 250,452,197 of shares constituting 60.5% of the Company's share capital.