

Resolution No. 1
of the Extraordinary General Meeting of Shareholders of
ENEA Spółka Akcyjna
held on 31 July 2009
concerning the election of the Chairman of the Extraordinary General Meeting of
Shareholders

The Extraordinary General Meeting of Shareholders of ENEA S.A. with its registered office in Poznań resolves to appoint Grzegorz Barszcz as Chairman of the Meeting. -----

The person opening the Meeting stated that the above resolution had been adopted in a secret ballot with 431,061,263 votes in favour, 0 votes against and 0 abstentions. -----

Resolution No. 2
of the Extraordinary General Meeting of Shareholders of
ENEA Spółka Akcyjna
held on 31 July 2009
concerning the approval of the agenda of the Extraordinary General Meeting of
Shareholders

The Extraordinary General Meeting of Shareholders of ENEA S.A. with its registered office in Poznań approves the agenda of the Extraordinary General Meeting of Shareholders as proposed by the Management Board in its announcement on convening the Extraordinary General Meeting of Shareholders. -----

The Chairman of the Meeting stated that the above resolution had been adopted in open voting with 431,060,963 votes in favour, 0 votes against and 300 abstentions. -----

Resolution No. 3
of the Extraordinary General Meeting of Shareholders of
ENEA Spółka Akcyjna
held on 31 July 2009
concerning amendments to the Statute of ENEA S.A.

§1

Acting pursuant to Article 430 par. 1 of the Commercial Companies Code, after familiarising itself with the opinion of the Supervisory Board of ENEA S.A. presented in Resolution No. 64/VI/2009 of 27 June 2009 on the matter in question, the General Meeting of Shareholders of ENEA S.A. consents to the following amendments of the Statute of ENEA S.A.:-----

1. In Article 5: -----
 - a) The wording of pt. 34 is changed and the words: "Other financial intermediation, not elsewhere classified (65.23.Z)", are replaced by the words: "Other forms of granting credit (64.92.Z)" -----
 - b) Pt. 51 is added with the following content: "Other financial services activity, not elsewhere classified, excluding pension insurance and pension funds (64.99.Z)" -----
2. In Article 11, Par. 5 is added with the following content: -----

"5. The Management Board can: -----

 1. hold meetings and adopt resolutions by telephone or by other means of remote communication, in a manner that allows all the members participating in a meeting to communicate directly and simultaneously, -----
 2. adopt resolutions without holding a meeting by placing signatures on the same copy (or copies) of a draft resolution or on separate documents with the same content, where the adoption of a resolution according to this procedure must be justified in writing in advance and the draft resolution must be presented to all members of the Management Board together with the justification." -----

§2

This resolution comes into effect on the day it is passed.-----

The Chairman of the Meeting stated that the above resolution was adopted in open voting with 431,060,963 votes in favour, 0 votes against and 300 abstentions. -----