

Resolution No. ...
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 Company 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 will come into force on the date of its adoption.

Justification for adopting this resolution:

Pursuant to Article 52 of the Accountancy Act of 29 September 1994 (Journal of Laws 2013 Item 330), the standalone financial statements of ENERGA SA prepared in accordance with the International Financial Reporting Standards for the year ended 31 December 2013 were adopted by the Company's Management Board with Resolution No. 669/III/2014 of 6 March 2014.

The Supervisory Board of ENERGA SA, in its Resolution no. 9/III/2014 of 7 March 2014, issued a positive opinion on the statements in question regarding their consistency with the ledgers and documents and with the facts and put forward a motion for the Annual General Meeting to approve them.

These financial statements are subject to a review and approval by the Company's Shareholder Meeting pursuant to Article 393.1 of the Commercial Company Code and Article 53.1 of the Accountancy Act.