

**Resolution No. ...
adopted by the Ordinary 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 Company 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.

Justification for adopting this resolution:

Pursuant to Article 55.2 of the Accountancy Act of 29 September 1994 (Journal of Laws 2013 Item 330), the Management Board Report on the activity of the ENERGA SA Capital Group for the financial year 2013 was adopted by the Company's Management Board in Resolution No. 670/III/2014 of 6 March 2014.

The Supervisory Board of ENERGA SA, in its Resolution No. 18/III/2014 of 7 March 2014, issued a positive opinion on the report in question and put forward a motion for the Ordinary Shareholder Meeting to approve it.

This Management Board Report on the activity of the ENERGA SA Capital Group is subject to a review and approval by the Company's Shareholder Meeting pursuant to Article 63c.4, in conjunction with Article 55.2, of the Accountancy Act of 29 September 1994