

**Content of draft resolutions of the Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" S.A.  
convened at 25 June 2014**

*(This is a translation of the document issued originally in Polish language.  
The Polish original should be referred to in matters of interpretation.)*

**To item 2 of the agenda**

**Resolution No ...  
of the Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna  
seated in Konin  
of ... 2014**

**on:** election of the Chairman of the Ordinary General Meeting

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article 409 § 1 of the Code of Commercial Companies and § 13 of the articles of association of the Company adopts as follows:

**§ 1**

To the position of Chairman of the Ordinary General Meeting the following is elected \_\_\_\_\_

**§ 2**

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.

**To item 4 of the agenda**

**Resolution No ...  
of the Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna  
seated in Konin  
of ... 2014**

**on:** adoption of the agenda

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company** ") adopts as follows:

## § 1

The agenda of this Ordinary General Meeting is adopted in the following wording:

1. Opening of the General Meeting.
2. Election of Chairman of the General Meeting.
3. Confirmation of the correctness of convening the General Meeting and its capacity to adopt resolutions.
4. Adoption of the agenda.
5. Examination of the Management Board's Report From The Company Operations in 2013 and of the Standalone Financial Statement for 12 months since 1.01.2013 till 31.12.2013.
6. Examination of the Management Board's Report From The Capital Group's Operations in 2013 and of the Consolidated Financial Statement for the financial year ended 31 December 2013.
7. Examination of the Statement of Operations of the Supervisory Board of ZE "PAK" S.A. in 2013, containing, among others, the report on results of the assessment of the Standalone Financial Statement for 12 Months since 1.01.2013 till 31.12.2013, the Management Board's Report From The Company Operations in 2013 and the request of the Management Board concerning distribution of profit for the year 2013.
8. Adoption of resolutions on:
  - a) approval of the Management Board's Report From The Company Operations in 2013,
  - b) approval of the Standalone Financial Statement for 12 months since 1.01.2013 till 31.12.2013,
  - c) distribution of profit of the Company for 2013,
  - d) approval of the Management Board's Report From The Capital Group's Operations in 2013,
  - e) approval of the Consolidated Financial Statement for the financial year ended 31 December 2013,
  - f) approval of the annual Statement of Operations of the Supervisory Board of ZE "PAK" S.A. in 2013,
  - g) granting the vote of approval to members of the Management Board of the Company for fulfilment of their obligations in 2013,
  - h) granting the vote of approval to members of the Supervisory Board of the Company for fulfilment of their obligations in 2013.
9. Closing of the sessions.

## § 2

This Resolution comes into force upon adoption.

### To item 8 subitem a) of the agenda

**Resolution No ...  
of the Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna  
seated in Konin  
of ... 2014**

**on** approval of the Management Board's Report From The Company Operations in 2013

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article. 395 § 2 item 1 of the Code of Commercial Companies and § 14 section 1 item 1 of the articles of association of the Company adopts as follows:

## § 1

The Ordinary General Meeting, having examined the Management Board's Report From The Company Operations in 2013, taking account of the evaluation of this report made by the Supervisory Board of the Company, decides to approve the Management Board's Report From The Company Operations in 2013.

## § 2

This Resolution comes into force upon adoption.

### To item 8 subitem b) of the agenda

**Resolution No ...  
of the Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna  
seated in Konin  
of ... 2014**

**on** approval of the Standalone Financial Statement for 12 months since 1.01.2013 till 31.12.2013

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article. 395 § 2 item 1 of the Code of Commercial Companies and § 14 section 1 item 1 of the articles of association of the Company adopts as follows:

## § 1

The Ordinary General Meeting, having examined the financial statement of Zespół Elektrowni Pałnów-Adamów-Konin S.A. for the year ending on 31 December 2013, covering:

- 1) introduction to the financial statement and additional information and explanations;
- 2) balance sheet drawn up as at 31 December 2013, which presents the total balance of assets, equity and liabilities in the amount of PLN 3,513,120,096.19 (in words: three billion five hundred thirteen million one hundred twenty thousand and ninety-six Polish zloty 19/100);
- 3) income statement for the period from 1 January 2013 to 31 December 2013, which presents net profit in the amount of PLN 231,856,798.62 (in words: two hundred thirty-one million eight hundred fifty-six thousand seven hundred and ninety-eight Polish zloty 62/100);
- 4) statement of changes in equity for the period from 1 January 2013 to 31 December 2013, which presents increase in equity by the amount of PLN 231,856,798.62 (in words: two hundred thirty-one million eight hundred fifty-six thousand seven hundred and ninety-eight Polish zloty 62/100);
- 5) cash flow statement for the period from 1 January 2013 to 31 December 2013, which presents increase in cash during the financial year by the net amount of PLN 109,854,023.27 (in words: one hundred nine million eight hundred fifty-four thousand and twenty-three Polish zloty 27/100),

and having read the opinion and report of the Certified Auditor – Ernst & Young Audit Sp. z o.o. of audit of this statement, taking account of the evaluation of the statement made by the Supervisory Board of the Company, decides to approve the financial statement of Zespół Elektrowni Pałnów-Adamów-Konin S.A. for the year ending on 31 December 2013.

## § 2

This Resolution comes into force upon adoption.

**To item 8 subitem c) of the agenda**

**Resolution No ...  
of the Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna  
seated in Konin  
of ... 2014**

**on** distribution of profit of the Company for the year 2013

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article 395 of § 2 section 2 of the Code of Commercial Companies and § 14 section 1 item 2 of the Articles of Association of the Company adopts as follows:

**§ 1**

The Ordinary General Meeting decides to distribute net profit for the financial year 2013 in the amount of PLN 231,856,798.62 (in words: two hundred thirty-one million eight hundred fifty-six thousand seven hundred and ninety-eight Polish zloty 62/100) fully for supplementary capital.

**§ 2**

This Resolution comes into force upon adoption.

**To item 8 subitem d) of the agenda**

**Resolution No ...  
of the Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna  
seated in Konin  
of ... 2014**

**on** approval of the report of the Management Board's Report From The Capital Group's Operations in 2013.

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article 55 and Article 63c section 4 of the Act of 29 September 1994 on Accounting (consolidated text: Journal of Laws of 2013 item 330 as amended) adopts as follows:

**§ 1**

The Ordinary General Meeting, having examined the Management Board's Report From The Capital Group's Operations in 2013 decides to approve this statement.

**§ 2**

This Resolution comes into force upon adoption.

**To item 8 subitem e) of the agenda**

**Resolution No ...  
of the Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna  
seated in Konin  
of ... 2014**

**on** approval of the Consolidated Financial Statement for the financial year ended 31 December 2013

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article 55 and Article 63c section 4 of the Act of 29 September 1994 on Accounting (consolidated text: Journal of Laws of 2013 item 330 as amended) adopts as follows:

**§ 1**

The Ordinary General Meeting, having examined the consolidated financial statement of the Zespół Elektrowni Pałnów-Adamów-Konin S.A. Group for the year ending on 31 December 2013, covering:

- 1) consolidated balance sheet prepared as at 31 December 2013 which presents the total balance of assets, equity and liabilities in the amount of PLN 6,470,936 thousand (in words: six billion four hundred seventy million nine hundred and thirty-six thousand Polish zloty),
- 2) consolidated income statement for the period from 1 January 2013 to 31 December 2013, which presents net profit in the amount of PLN 231,506 thousand (in words: two hundred thirty- one million five hundred and six thousand Polish zloty),
- 3) consolidated comprehensive income statement for the period from 1 January 2013 to 31 December 2013, which presents comprehensive income in the amount of PLN 240,739 thousand (in words: two hundred forty million seven hundred and thirty-nine thousand Polish zloty),
- 4) statement of changes in the consolidated equity for the period from 1 January 2013 to 31 December 2013, which presents increase in equity by the amount of PLN 240,664 thousand (in words: two hundred forty million six hundred and sixty-four thousand Polish zloty),
- 5) consolidated cash flow statement for the period from 1 January 2013 to 31 December 2013, which presents increase in net cash by the amount of PLN 118,378 thousand (in words: one hundred eighteen million three hundred and seventy-eight thousand Polish zloty),
- 6) accounting rules (policies) and other explanatory notes

and having read the opinion and report of the Certified Auditor – Ernst & Young Audit Sp. z o.o. of audit of this statement decides to approve the consolidated financial statement of the Zespół Elektrowni Pałnów-Adamów-Konin S.A. Group for the year ending on 31 December 2013.

**§ 2**

This Resolution comes into force upon adoption.

**To item 8 subitem f) of the agenda**

**Resolution No ...  
of the Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna  
seated in Konin  
of ... 2014**

**on** approval of the annual Statement of Operations of the Supervisory Board of ZE "PAK" S.A. in 2013

**§ 1**

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), having examined the statement of the Supervisory Board of Zespół Elektrowni "Pałnów-Adamów-Konin" S.A. in 2013 containing, among others, the evaluation of the Standalone Financial Statement for 12 months since 1.01.2013 till 31.12.2013, the statement of the Management Board's Report From The Company Operations in 2013, and the request of the Management Board concerning distribution of net profit of the Company earned in 2013, decides to approve this statement.

**§ 2**

This Resolution comes into force upon adoption.

**To item 8 subitem g) of the agenda**

**Resolution No ...  
of the Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna  
seated in Konin  
of ... 2014**

**on** granting Ms. Katarzyna Muszkat the vote of approval for fulfilment of her obligations in 2013

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

**§ 1**

The Ordinary General Meeting grants Ms. Katarzyna Muszkat the vote of approval for fulfilment of the obligations of President of the Management Board in 2013.

**§ 2**

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.

**To item 8 subitem g) of the agenda**

**Resolution No ...  
of the Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna  
seated in Konin  
of ... 2014**

**on** granting Ms. Anna Strzyk the vote of approval for fulfilment of her obligations in 2013

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

**§ 1**

The Ordinary General Meeting grants Ms. Anna Strzyk the vote of approval for fulfilment of the obligations of Vice President of the Management Board in 2013.

**§ 2**

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.

**To item 8 subitem g) of the agenda**

**Resolution No ...  
of the Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna  
seated in Konin  
of ... 2014**

**on** granting Mr. Piotr Jarosz the vote of approval for fulfilment of his obligations in 2013

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

**§ 1**

The Ordinary General Meeting grants Mr. Piotr Jarosz the vote of approval for fulfilment of the obligations of Vice President of the Management Board in 2013.

**§ 2**

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.

**To item 8 subitem h) of the agenda**

**Resolution No ...  
of the Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna  
seated in Konin  
of ... 2014**

**on** granting Mr. Zygmunt Solorz-Żak the vote of approval for fulfilment of his obligations in 2013

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

**§ 1**

The Ordinary General Meeting grants Mr. Zygmunt Solorz-Żak the vote of approval for fulfilment of the obligations of President of the Supervisory Board in 2013.

**§ 2**

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.

**To item 8 subitem h) of the agenda**

**Resolution No ...  
of the Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna  
seated in Konin  
of ... 2014**

**on** granting Mr. Henryk Sobierajski the vote of approval for fulfilment of his obligations in 2013

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

**§ 1**

The Ordinary General Meeting grants Mr. Henryk Sobierajski the vote of approval for fulfilment of the obligations of Vice President of the Supervisory Board in 2013.

**§ 2**

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.



**To item 8 subitem h) of the agenda**

**Resolution No ...  
of the Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna  
seated in Konin  
of ... 2014**

**on** granting Mr. Leszek Wyslocki the vote of approval for fulfilment of his obligations in 2013

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

**§ 1**

The Ordinary General Meeting grants Mr. Leszek Wyslocki the vote of approval for fulfilment of the obligations of Member of the Supervisory Board in 2013.

**§ 2**

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.

**To item 8 subitem h) of the agenda**

**Resolution No ...  
of the Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna  
seated in Konin  
of ... 2014**

**on** granting Mr. Wojciech Piskorz the vote of approval for fulfilment of his obligations in 2013

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

**§ 1**

The Ordinary General Meeting grants Mr. Wojciech Piskorz the vote of approval for fulfilment of the obligations of Member of the Supervisory Board in 2012, including obligations of Secretary of the Supervisory Board in the period from 7 May 2013 to 31 December 2013.

**§ 2**

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.

**To item 8 subitem h) of the agenda**

**Resolution No ...  
of the Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna  
seated in Konin  
of ... 2014**

**on** granting Mr. Ludwik Sobolewski the vote of approval for fulfilment of his obligations in 2013

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

**§ 1**

The Ordinary General Meeting grants Mr. Ludwik Sobolewski the vote of approval for fulfilment of the obligations of Member of the Supervisory Board in the period from 22 March 2013 to 31 December 2013.

**§ 2**

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.

**To item 8 subitem h) of the agenda**

**Resolution No ...  
of the Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna  
seated in Konin  
of ... 2014**

**on** granting Mr. Tomasz Zadroga the vote of approval for fulfilment of his obligations in 2013

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

**§ 1**

The Ordinary General Meeting grants Mr. Tomasz Zadroga the vote of approval for fulfilment of the obligations of Member of the Supervisory Board in the period from 22 March 2013 to 31 December 2013.

**§ 2**

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.

**To item 8 subitem h) of the agenda**

**Resolution No ...  
of the Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna  
seated in Konin  
of ... 2014**

**on** granting Mr. Wiesław Walendziak the vote of approval for fulfilment of his obligations in 2013

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

**§ 1**

The Ordinary General Meeting grants Mr. Wiesław Walendziak the vote of approval for fulfilment of the obligations of Member of the Supervisory Board in the period from 22 March 2013 to 31 December 2013.

**§ 2**

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.

**To item 8 subitem h) of the agenda**

**Resolution No ...  
of the Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna  
seated in Konin  
of ... 2014**

**on** granting Mr. Lesław Podkański the vote of approval for fulfilment of his obligations in 2013

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

**§ 1**

The Ordinary General Meeting grants Mr. Lesław Podkański the vote of approval for fulfilment of the obligations of Member of the Supervisory Board in the period from 7 November 2013 to 31 December 2013.

**§ 2**

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.

**To item 8 subitem h) of the agenda**

**Resolution No ...  
of the Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna  
seated in Konin  
of ... 2014**

**on** granting Mr. Andrzej Mazurek the vote of approval for fulfilment of his obligations in 2013

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

**§ 1**

The Ordinary General Meeting grants Mr. Andrzej Mazurek the vote of approval for fulfilment of the obligations of Secretary of the Supervisory Board in the period from 1 January 2013 to 21 February 2013.

**§ 2**

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.

**To item 8 subitem h) of the agenda**

**Resolution No ...  
of the Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna  
seated in Konin  
of ... 2014**

**on** granting Mr. Sławomir Sykucki the vote of approval for fulfilment of his obligations in 2013

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

**§ 1**

The Ordinary General Meeting grants Mr. Sławomir Sykucki the vote of approval for fulfilment of the obligations of Member of the Supervisory Board in the period from 1 January 2013 to 20 March 2013.

**§ 2**

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.

**To item 8 subitem h) of the agenda**

**Resolution No ...  
of the Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna  
seated in Konin  
of ... 2014**

**on** granting Mr. Marian Eger the vote of approval for fulfilment of his obligations in 2013

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

**§ 1**

The Ordinary General Meeting grants Mr. Marian Eger the vote of approval for fulfilment of the obligations of Member of the Supervisory Board in the period from 1 January 2013 to 21 February 2013.

**§ 2**

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.

**To item 8 subitem h) of the agenda**

**Resolution No ...  
of the Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna  
seated in Konin  
of ... 2014**

**on** granting Mr. Tomasz Klapsa the vote of approval for fulfilment of his obligations in 2013

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

**§ 1**

The Ordinary General Meeting grants Mr. Tomasz Klapsa the vote of approval for fulfilment of the obligations of Member of the Supervisory Board in the period from 1 January 2013 to 21 February 2013.

**§ 2**

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.

To item 8 subitem h) of the agenda

**Resolution No ...  
of the Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna  
seated in Konin  
of ... 2014**

**on** granting Mr. Ireneusz Gołębiak the vote of approval for fulfilment of his obligations in 2013

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

**§ 1**

The Ordinary General Meeting grants Mr. Ireneusz Gołębiak the vote of approval for fulfilment of the obligations of Member of the Supervisory Board in the period from 1 January 2013 to 21 February 2013.

**§ 2**

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.