



Information concerning changes in the Company Statutes

The changes of the Statutes of PGE Polska Grupa Energetyczna S.A. effected by resolutions no. 35 and 36 of the Ordinary General Meeting of May 30, 2012.

I. Previous content of § 7 of the Company Statutes:

"§ 7

The Company's share capital shall equal PLN 18,697,837,270 (say: eighteen billion six hundred and ninety-seven million eight hundred and thirty-seven thousand two hundred and seventy zloty) and shall be divided into 1,869,783,727 (say: one billion eight hundred and sixty-nine million seven hundred and eighty-three thousand seven hundred and twenty-seven) shares with a par value of PLN10 (ten zloty) each, including:

- 1) 1,470,576,500 series "A" bearer shares,*
- 2) 259,513,500 series "B" bearer shares,*
- 3) 73,241,482 series C bearer shares,*
- 4) 66,452,245 series D bearer shares."*

Hereby amended as follows:

"§ 7

The Company's share capital shall equal PLN 18,697,608,290 (say: eighteen billion six hundred and ninety-seven million six hundred and eight thousand two hundred and ninety zloty) and shall be divided into 1,869,760,829 (say: one billion eight hundred and sixty-nine million seven hundred and sixty thousand eight hundred and twenty-nine) shares with a par value of PLN10 (ten zloty) each, including:

- 1) 1,470,576,500 series "A" bearer shares,*
- 2) 259,513,500 series "B" bearer shares,*
- 3) 73,228,888 series "C" bearer shares,*
- 4) 66,441,941 series "D" bearer shares.*

II. Previous content of § 42 of the Company Statutes:

"§ 42

The Management Board shall be obliged:

- 1) to draw up the Company's separate financial statements together with a report on the Company's activities in a previous financial year within three months from the balance sheet date,*
- 2) to draw up consolidated financial statements of the PGE Capital Group together with a report on the Capital Group's activities in a previous financial year within six months from the balance sheet date,*
- 3) to have financial statements audited by a certified auditor,*
- 4) to submit documents referred to in items 1 and 2 together with an opinion and report prepared by a certified auditor to the Supervisory Board for evaluation, not later than*

within fourteen days from receiving a certified auditor's opinion on given financial statements."

Hereby amended as follows:

"§ 42

The Management Board shall be obliged:

- 1) to draw up the Company's separate financial statements together with a report on the Company's activities in a previous financial year within three months from the balance sheet date,*
- 2) to draw up consolidated financial statements of the PGE Capital Group together with a report on the Capital Group's activities in a previous financial year within three months from the balance sheet date,*
- 3) to have financial statements audited by a certified auditor,*
- 4) to submit documents referred to in items 1 and 2 together with an opinion and report prepared by a certified auditor to the Supervisory Board for evaluation, not later than within fourteen days from receiving a certified auditor's opinion on given financial statements."*