



Polish Oil and Gas Company (PGNiG SA)
Head Office

Warsaw, March 25th 2014

**Draft Resolutions for the Extraordinary General Meeting of PGNiG SA convened
for April 24th 2014**

Current Report No. 32/2014

The Management Board of Polskie Górnictwo Naftowe i Gazownictwo SA ("PGNiG" or the "Company") is publishing draft resolutions to be submitted to the Extraordinary General Meeting of PGNiG convened for April 24th 2014.

Resolution No. ____
of the Extraordinary General Meeting of
Polskie Górnictwo Naftowe i Gazownictwo SA
dated April 24th 2014

concerning: adoption of the agenda for the Extraordinary General Meeting of PGNiG SA

Section 1

The Extraordinary General Meeting of PGNiG SA resolves to adopt the following agenda:

1. Opening of the Meeting
2. Appointment of the Chairperson of the Meeting
3. Preparation of the attendance list
4. Confirmation that the Meeting has been duly convened and has the capacity to adopt resolutions
5. Approval of the agenda
6. Adoption of a resolution to approve the contribution in kind, to PGNiG Obrót Detaliczny Sp. z o.o., of PGNiG SA's organised part of business, within the meaning of Art. 55.¹ of the Polish Civil Code, under the name Retail Trading Segment, by way of transfer of assets forming the organised part of business to PGNiG Obrót Detaliczny Sp. z o.o.
7. Closing of the Meeting.

Section 2

This Resolution shall be effective as of its date.

Resolution No. ____
of the Extraordinary General Meeting of
Polskie Górnictwo Naftowe i Gazownictwo SA
dated April 24th 2014

Acting pursuant to Art. 56.3.1, Art. 56.3.3, Art. 56.3.3a and Art. 57.1 of the Company's Articles of Association and considering the opinion of the PGNiG Supervisory Board contained in Resolution No. of on the Management Board's proposal No.of, the General Meeting hereby resolves as follows:

Section 1

The General Meeting approves the contribution in kind, to PGNiG Obrót Detaliczny Sp. z o.o., of PGNiG SA's organised part of business, within the meaning of Art. 55.¹ of the Polish Civil Code, under the name Retail Trade Segment, including the properties listed in Schedule 1 to this Resolution, to be effected by way of transfer of assets forming the organised part of business to PGNiG Obrót Detaliczny Sp. z o.o. of Warsaw, at a value determined based on a valuation by an expert appraiser, but not higher than PLN 2,615,000,000.00 (two billion, six hundred and fifteen million złoty).

Section 2

This Resolution shall be effective as of its date.

Schedule 1: List of properties contributed to PGNiG OD and a description of their legal status

GROUND

The share capital of PGNiG Obrót Detaliczny Sp. z o.o. of Warsaw ("PGNiG OD") is PLN 1,000,000 and is divided into 10,000 shares with a par value of PLN 100 per share. PGNiG OD was established on October 31st 2013 and registered with the National Court Register on December 3rd 2013.

Polskie Górnictwo Naftowe i Gazownictwo S.A. holds all the 10,000 shares in PGNiG Obrót Detaliczny Sp. z o.o. of Warsaw.

The Extraordinary General Meeting will be held pursuant to Art. 240 of the Commercial Companies Code, i.e. without being formally convened.

The agenda of the Extraordinary General Meeting includes the adoption of a resolution to increase the share capital of PGNiG Obrót Detaliczny Sp. z o.o., amend its Articles of Association, and approve the consolidated text of its Articles of Association.

Pursuant to Art. 6.2 of the Articles of Association of PGNiG Obrót Detaliczny Sp. z o.o., a share capital increase up to PLN 2,615,000,000 by way of a resolution adopted within 15 years of the company's establishment does not require an amendment to its Articles of Association.

However, considering that the shares in the increased share capital are to be acquired in exchange for an in-kind contribution and that, in accordance with Art. 261 in conjunction with Art. 158 of the Commercial Companies Code, if a contribution made to a company in exchange for its shares is to be, in whole or in part, a non-cash (in-kind) contribution, the company's articles of association should describe in detail the contributed assets and specify the shareholder making the in-kind contribution, as well as the number and par value of the shares acquired in exchange for the contribution.

In view of the above, the Articles of Association of PGNiG Obrót Detaliczny Sp. z o.o. will have to be amended in connection with the share capital increase to be covered with an in-kind contribution.

Following an amendment to the Polish Energy Law (Dz.U. of 2013, item 984), a legal obligation has been imposed on Polskie Górnictwo Naftowe i Gazownictwo S.A. ("PGNiG", the "Company") to sell gas through the power exchange (the "exchange sale requirement"). The amendment is a part of wider change in the Polish energy legislation, intended to implement to a greater degree the EU laws promoting the use of energy from renewable sources and setting down the common rules for the internal market in electricity and natural gas.

It should be noted that if an energy company fails to meet the requirement to sell gas through the power exchange, the President of the Energy Regulatory Office may impose on that company a fine of ... Given that PGNiG currently controls 97% of the Polish gas market, the Company needs to reorganise its gas trading segment to be able to meet the exchange sale requirement. It is due to the fact that the obligations imposed by the exchange sale requirement can only be fulfilled if there is a party (buyer) willing to buy the gas volumes offered by PGNiG at the power exchange.

Therefore, as part of the restructuring effort designed to ensure that the exchange sale requirement can be fulfilled, the Company has taken steps to spin off its retail trade business.

As a result, the retail trading segment (forming a separate, organised part of business) will be transferred to PGNiG Obrót Detaliczny sp. z o.o. in the form of an in-kind contribution. The share capital of PGNiG OD is to be increased on July 1st 2014.

PGNiG OD will buy natural gas at the power exchange in volumes sufficient to ensure that PGNiG is able to meet its exchange sale obligation.

The organisational separation of the retail trading segment was preceded by the adoption of relevant resolutions by the PGNiG Management Board:

1. Resolution No. 505/2013 of the Management Board of PGNiG S.A. dated July 4th 2013 concerning: adoption of a decision relating to the development of a general concept for meeting the exchange sale requirement.

2. Resolution No. 630/2013 of the Management Board of PGNiG S.A. dated August 14th 2013 concerning: transformation of the gas trading segment with a view to meeting the obligations arising in connection with the exchange sale requirement, and appointment of the Project Committee.
3. Resolution No. 730/2013 of the Management Board of PGNiG S.A. dated October 8th 2013 concerning: transformation of the gas trading segment with a view to meeting the obligations arising in connection with the exchange sale requirement, the purpose of which would be to implement the Management Board's Resolutions No. 505/2013 and No. 630/2013 (approval of the concept and establishment of a company).
4. Resolution No. 877/2013 of the Management Board of PGNiG S.A. dated December 3rd 2013 concerning: organisational separation of the retail trading segment within PGNiG S.A.'s business

Assets to be allocated to the retail trading segment will include agreements with the Company's existing customers which have been used in its retail trading activities (excluding agreements with customers who will be served by the Trading Division of PGNiG).

In addition, the retail trading segment has had and will continue to have the possibility of purchasing goods and services for its own needs independently, depending on its requirements and within the segment's budget for a given period.

The planned allocation of human resources and assets will provide for continuity of the customer service processes and for fully independent operation of the retail trading segment as a separate part of the Company's business.

At present, retail trade in natural gas is conducted within PGNiG through:

- Six Trading Divisions located in all regions of Poland:
 - Mazovian Trading Division (Mazowiecki Oddział Handlowy, MOH),
 - Lower Silesian Trading Division (Dolnośląski Oddział Handlowy, DOH),
 - Upper Silesian Trading Division (Górnośląski Oddział Handlowy, GOH),
 - Carpathian Trading Division (Karpacki Oddział Handlowy, KOH),
 - Pomeranian Trading Division (Pomorski Oddział Handlowy, POH),
 - Greater Poland Trading Division (Wielkopolski Oddział Handlowy, WOH),and
- a part of the Retail Trading Department at the PGNiG Head Office which is responsible for coordinating the Company's activities in the area of retail trading.

The Divisions listed above, each of them in its own region, and the part of the Retail Trading Department, independently serve the Company's retail customers (i.e. households, business customers and other legal persons not engaged in business activity). The activity in this area is functionally centralised and makes up a separate retail trading segment within the Company's structures.

Therefore, the separated trading segment, which is to be contributed to PGNiG OD (with the exceptions indicated below), comprises all PGNiG operations related to retail gas trading, along with the necessary infrastructure and resources required to support these operations, including:

- Assets of the Trading Divisions and Retail Trading Department associated with retail trade; and
- Employees of the Trading Divisions and Retail Trading Department responsible for retail trade.

The Company expects that the newly established PGNiG OD will take over all functions currently carried out by PGNiG's retail trading segment, including:

- Core processes (purchase of gas fuel and gas transmission and distribution services under comprehensive contracts with customers, sales of gas fuel, winning and retaining customers, post-sales customer service, billing, collection of receivables, sales control, product management and pricing policy), most of which will be carried out using the retail trading segment's current resources.
- Support processes (accounting and controlling, HR and payroll, IT management, procurement and asset management – currently the responsibility of the Trading Divisions and the PGNiG Head Office), which will be carried out under agreements with third parties (including PGNiG S.A.) or by PGNiG OD's own organisational units.

Presented below are intangible and tangible assets comprising the retail trading segment, associated with the retail operations or required to conduct them, broken down into categories.

1. Rights and obligations under agreements with retail customers

The rights and obligations under PGNiG's agreements with ca. 6.5m retail customers are to be transferred to the newly established PGNiG OD. PGNiG OD will be responsible for sales of ca. 64% of PGNiG's total gas sales volume, exceeding the 55% exchange sale requirement threshold.

Consequently, the customer base allocation between PGNiG and PGNiG OD should ensure that PGNiG OD is able to meet the exchange sale requirement.

2. Legal titles to real property used directly for the purposes of retail trading

Assets transferred to PGNiG OD will include perpetual usufruct rights to land currently used by the Trading Divisions and ownership rights to real property currently owned by PGNiG, including buildings where the offices of individual Trading Divisions and Customer Service Centres material to the operating activities are located.

A detailed list of real properties to be transferred to PGNiG OD, with information on their legal status, has been prepared.

The other real properties currently used in the retail trading segment and owned by PGNiG will be excluded from the contribution and will remain the Company's property.

Thus, uninterrupted operation of the Trading Divisions and Customer Service Centres within the structures of PGNiG OD will be guaranteed by either transferring the relevant rights to real property to that company or by making real property available to that company under lease agreements.

Together with the buildings/structures, the directly associated infrastructure will also be transferred to PGNiG OD.

3. Tangible assets

Tangible assets forming part of the contribution include:

- Land, perpetual usufruct rights to land,
- Buildings and structures,
- Electronic equipment,
- Office equipment (including office furniture, computers, telephone sets, etc.),
- Vehicles,
- Investments in third-party property, plant and equipment,
- Other tangible assets material to the operations of the retail trading segment.

4. Tangible assets under construction

Selected tangible assets under construction will be transferred to PGNiG OD.

5. Intangible assets

Selected intangible assets associated with the retail trading operations will be transferred to PGNiG OD, including:

- Selected IT systems supporting the retail trading operations (PGNiG OD's uninterrupted operations in the IT area will be guaranteed by either transferring relevant rights to IT systems to that company as part of the contribution, or by making them available to that company by PGNiG S.A. under relevant agreements),
- Copyrights to albums, photos and films,
- Visual branding systems,
- Other intangible assets material to the operations of the retail trading segment.

6. Other assets, including trade receivables related to gas supplies

The contribution to PGNiG OD will include:

- Trade receivables related to sales/supplies of gas and electricity, material to the operations of the retail trading segment,
- Other receivables and cash.

7. Liabilities

The contribution to PGNiG OD will include:

- Liabilities to employees (including provisions for unused holiday entitlement, length-of-service awards, retirement severance payments, and annual bonuses, as well as contributions to the Company Social Benefits Fund),
- Provisions for liabilities associated with day-to-day operations (white and "colour" certificates),
- Other liabilities and provisions for liabilities,
- Liabilities under prepaid gas and electricity supplies not yet delivered.

With a centralised model of gas procurement in place at the Company, liabilities under gas and electricity purchase transactions will be excluded from the contribution.

8. Key contracts and agreements

Key contracts and agreements connected with the retail trading operations will be transferred to PGNiG OD, including:

- Contracts for the supply of gas to customers Property lease agreements,
- Agreements for the provision of IT services,
- Other contracts and agreements material to the retail trading operations.

9. PGNiG employees engaged in the retail trading operations

Employees engaged in the Company's retail trading operations will be transferred to PGNiG OD in accordance with Art. 23¹ of the Labour Code. The transfer will cover:

- Employees of PGNiG's Trading Divisions responsible for the retail functions, including customer service and gas marketing,
- Employees of the Retail Trading Department of the PGNiG Head Office performing tasks related to retail trading (excluding a group of employees who will handle the marketing processes allocated to the Wholesale Trading Division of the PGNiG Head Office).

It is assumed that employees of the Trading Divisions performing certain support functions, including accounting, procurement, and, partly, HR, payroll and IT, will not be transferred to PGNiG OD. These employees, currently employed in the Trading Divisions, will remain employed within the PGNiG Head Office, from which they will perform support functions for PGNiG OD.

10. Internal procedures governing the operation of the retail trading segment

Internal procedures governing the operation of the retail trading segment will be transferred to PGNiG OD, including:

- Procedures for core business processes, defined separately for the following service areas:
 - gas customers (including Business Customer Service and Household Customer Service procedures),
 - electricity customers.

- Other supporting procedures, including:
 - procurement supporting procedure,
 - internal audit supporting procedure.

Financial separation of the Organised Part of the Company's of Business under the name 'Retail Trading Segment'

Apart from the organisational and functional separation, the spun-off part of PGNiG's business will also be a separate financial entity.

In particular, PGNiG's accounting IT system is to enable:

- recording of economic events in a uniform chart of accounts adopted for the entire PGNiG Group
- allocation of income and expenses associated with the retail trading operations,
- allocation of assets, equity and liabilities associated with the retail trading operations,
- generation of financial information in the form of reports prepared separately for the retail trading segment, including in particular preparation of income statements and statements of financial position for management accounting purposes.

The Organised Part of Business being transferred as a contribution in kind will have separate cost centres and separate bank accounts, in which funds related to the OPB's operations will be deposited and from which the OPB's liabilities will be paid. The bank accounts will ultimately be transferred to PGNiG OD.

Also, separate budgets and financial plans are developed for the retail trading segment.

Appendix 1 to Resolution of the General Meeting of PGNiG S.A. No., dated

List of properties contributed to PGNiG OD and description of their legal status

1. Lower Silesian Trading Division (Dolnośląski Oddział Handlowy, DOH)

- 1.1 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District Court of Wałbrzych maintains Land and Mortgage Register entry No. SW1W/00057842/7, comprising land plots No. 349 and 350, with a total area of 0.1421 ha, located in Wałbrzych, municipality of Wałbrzych, county of Wałbrzych, province of Wrocław, along with the ownership right to the buildings and structures situated thereon.
- 1.2 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District Court of Wałbrzych maintains Land and Mortgage Register entry No. SW1W/00059438/6, comprising land plot No. 351, with a total area of 0.0802 ha, located in Wałbrzych, municipality of Wałbrzych, county of Wałbrzych, province of Wrocław, along with the ownership right to the buildings and structures situated thereon.
- 1.3 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District Court of Zielona Góra maintains Land and Mortgage Register entry No. ZG1E/00092081/8, comprising land plot No. 189/14, with a total area of 0.1995 ha, located in Zielona Góra, municipality of Zielona Góra, county of Zielona Góra, province of Zielona Góra/Gorzów Wielkopolski, along with the ownership right to the buildings and structures situated thereon.
- 1.4 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District Court of Wrocław-Krzyki in Wrocław maintains Land and Mortgage Register entry No. WR1K/00057098/7, comprising land plot No. 1/20, located in Wrocław, municipality of Wrocław, county of Wrocław, province of Wrocław, along with the ownership right to the buildings and structures situated thereon.

2 Upper Silesian Trading Division (Górnośląski Oddział Handlowy, GOH)

- 2.1 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District Court of Zabrze maintains Land and Mortgage Register entry No. GL1Z/00047661/5, comprising land plot No. 417/22, with a total area of 0.3556 ha, located in Zabrze, municipality of Zabrze, county of Zabrze, province of Katowice, along with the ownership right to the buildings and structures situated thereon.
- 2.2 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District

Court of Katowice-Wschód in Katowice maintains Land and Mortgage Register entry No. KA1K/00026480/8, comprising land plots No. 1805/113, 1806/113 and 1807/113, with a total area of 2.0042 ha, located in Katowice, municipality of Katowice, county of Katowice, province of Katowice, along with the ownership right to the buildings and structures situated thereon.

- 2.3 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District Court of Katowice-Wschód in Katowice maintains Land and Mortgage Register entry No. KA1K/00063444/5, comprising land plot No. 1041/92, with a total area of 0.2660 ha, located in Katowice, municipality of Katowice, county of Katowice, province of Katowice, along with the ownership right to the buildings and structures situated thereon.
- 2.4 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District Court of Chorzów maintains Land and Mortgage Register entry No. KA1C/00011267/3, comprising land plot No. 1299/102, with a total area of 0.0393 ha, located in Świętochłowice, municipality of Świętochłowice, county of Świętochłowice, province of Katowice, along with the ownership right to the buildings and structures situated thereon.
- 2.5 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District Court of Chorzów maintains Land and Mortgage Register entry No. KA1C/00011272/1, comprising land plots No. 3467/107, 3469/107, 3471/103, 3473/103, 448/99, 363/101, 1293/102, 1295/102, 969/103, 970/103, and 1297/102, located in Świętochłowice, municipality of Świętochłowice, county of Świętochłowice, province of Katowice, along with the ownership right to the buildings and structures situated thereon.
- 2.6 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District Court of Tarnowskie Góry maintains Land and Mortgage Register entry No. KW40030, comprising land plots No. 443/64 and 444/64, with a total area of 0.3634 ha, located in Piekary Śląskie, municipality of Piekary Śląskie, county of Piekary Śląskie, province of Katowice, along with the ownership right to the buildings and structures situated thereon.
- 2.7 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District Court of Wodzisław Śląski maintains Land and Mortgage Register entry No. GL1W/00000789/5, comprising land plot No. 1451/134, with a total area of 0.2500 ha, located in Wodzisław Śląski, municipality of Wodzisław Śląski, county of Wodzisław Śląski, province of Katowice, along with the ownership right to the buildings and structures situated thereon.
- 2.8 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District Court of Opole maintains Land and Mortgage Register entry No.

OP1O/00079063/8, comprising land plot No. 165, with a total area of 0.2153 ha, located in Opole, municipality of Opole, county of Opole, province of Opole, along with the ownership right to the buildings and structures situated thereon.

3 Carpathian Trading Division (Karpacki Oddział Handlowy, KOH)

- 3.1 An interest of 3479/4023 in the right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District Court of Kraków-Podgórze in Kraków maintains Land and Mortgage Register entry No. KR1P/00407033/8, comprising land plot No. 136/4, with a total area of 0.4023 ha, located in Kraków, municipality of Kraków, county of Kraków, province of Kraków, along with an interest of 3479/4023 in the ownership right to the buildings and structures situated thereon (along with the right to enter into an agreement on the division of property for use (quoad usum)).
- 3.2 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District Court of Kraków-Podgórze in Kraków maintains Land and Mortgage Register entry No. KR1P/00010651/6, comprising land plot No. 316/1, with a total area of 0.1113 ha, located in Kraków, municipality of Kraków, county of Kraków, province of Kraków, along with the ownership right to the buildings and structures situated thereon.
- 3.3 Ownership title to business premises located in Kraków at ul. Trynatarska 15/1, owned by Polskie Górnictwo Naftowe i Gazownictwo S.A., with a floor area of 295.9 sq m, for which the District Court of Kraków-Podgórze in Kraków maintains Land and Mortgage Register entry No. KR1P/00260617/3, along with an interest of 2959/12559 in the common parts of the property (land and buildings) for which the Court maintains Land and Mortgage Register entry No. KR1P/00222568/6.
- 3.4 Ownership title to residential premises located in Kraków at ul. Trynatarska 15/10, owned by Polskie Górnictwo Naftowe i Gazownictwo S.A., with a floor area of 43.39 sq m, for which the District Court of Kraków-Podgórze in Kraków maintains Land and Mortgage Register entry No. KR1P/00457373/8, along with an interest of 571/12559 in the common parts of the property (land and buildings) for which the Court maintains Land and Mortgage Register entry No. KR1P/00222568/6.
- 3.5 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District Court of Lublin-Zachód in Lublin maintains Land and Mortgage Register entry No. LU1I/00255959/7, comprising land plot No. 65/6, with a total area of 0.5323 ha, located in Lublin, municipality of Lublin, county of Lublin, province of Lublin, along with the ownership right to the buildings and structures situated thereon.
- 3.6 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District Court of Rzeszów maintains Land and Mortgage Register entry No.

RZ1Z/00184307/1, comprising land plots No. 474/3 and 474/7, with a total area of 0.3664 ha, located in Rzeszów, municipality of Rzeszów, county of Rzeszów, province of Rzeszów, along with the ownership right to the buildings and structures situated thereon.

- 3.7 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District Court of Kielce maintains Land and Mortgage Register entry No. K11L/00140352/2, comprising land plot No. 768/6, with a total area of 0.1149 ha, located in Kielce, municipality of Kielce, county of Kielce, province of Kielce, along with the ownership right to the buildings and structures situated thereon.
- 3.8 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District Court of Sandomierz maintains Land and Mortgage Register entry No. K11S/00077370/7, comprising land plot No. 809/1, with a total area of 0.1129 ha, located in Sandomierz, municipality of Sandomierz, county of Sandomierz, province of Kielce, along with the ownership right to the buildings and structures situated thereon.
- 3.9 Ownership title to land property owned by Polskie Górnictwo Naftowe i Gazownictwo S.A. for which the District Court of Tarnów maintains Land and Mortgage Register entry No. TR1T/00030626/9, comprising land plots No. 19/2 and 19/3, with a total area of 0.0577 ha, located in Tarnów, municipality of Tarnów, county of Tarnów, province of Kraków.
- 3.10 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District Court of Tarnów maintains Land and Mortgage Register entry No. TR1T/00143056/7, comprising land plot No. 15/27, with a total area of 0.1166 ha, located in Tarnów, municipality of Tarnów, county of Tarnów, province of Kraków, along with the ownership right to the buildings and structures situated thereon.
- 3.11 An interest of $\frac{1}{2}$ held by Polskie Górnictwo Naftowe i Gazownictwo S.A. in the ownership title to real property for which the District Court of Puławy maintains Land and Mortgage Register entry No. LU1P/00034789/6, comprising land plot No. 1413, with a total area of 0.1524 ha, located in Kazimierz Dolny, municipality of Kazimierz Dolny, county of Puławy, province of Lublin.

4 Mazovian Trading Division (Mazowiecki Oddział Handlowy, MOH)

- 4.1 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District Court of Warszawa-Mokotów in Warsaw maintains Land and Mortgage Register entry No. WA4M/00200591/6, comprising land plot No. 53, with a total area of 0.2657 ha, located in Warsaw, municipality of Warsaw, county of Warsaw, province of Warsaw, along with the ownership right to the buildings and structures situated thereon.
- 4.2 Ownership title to premises located in Warsaw at ul. Kobielska 23/B18,

owned by Polskie Górnictwo Naftowe i Gazownictwo S.A., for which the District Court for Warszawa-Mokotów in Warsaw maintains Land and Mortgage Register entry No. WA6M/00482841/8, with a floor area of 204.62 sq m, along with an interest of 20462/2886264 in the common part of the property for which the Court maintains Land and Mortgage Register entry No. WA6M/00323455/3.

5 Pomeranian Trading Division (Pomorski Oddział Handlowy, POH)

- 5.1 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District Court of Gdańsk-Północ in Gdańsk maintains Land and Mortgage Register entry No. GD1G/00241142/1, comprising land plots No. 209/1, 209/2, 210/7 and 210/12, with a total area of 0.3758 ha, located in Gdańsk, municipality of Gdańsk, county of Gdańsk, province of Gdańsk, along with the ownership right to the buildings and structures situated thereon.
- 5.2 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property comprising land plot No. 210/13, with a total area of 0.0322 ha, located in Gdańsk, municipality of Gdańsk, county of Gdańsk, province of Gdańsk, along with the ownership right to the buildings and structures situated thereon (real property acquired from PSG sp. z o.o. on December 18th 2013 – a new Land and Mortgage Register entry will be created).
- 5.3 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District Court of Olsztyn maintains Land and Mortgage Register entry No. OL1O/00065252/7, comprising land plots No. 14/2 and 16/3, with a total area of 0.0720 ha, located in Olsztyn, municipality of Olsztyn, county of Olsztyn, province of Olsztyn, along with the ownership right to the buildings and structures situated thereon.
- 5.4 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District Court of Olsztyn maintains Land and Mortgage Register entry No. OL1O/00062344/8, comprising land plot No. 15, with a total area of 0.0251 ha, located in Olsztyn, municipality of Olsztyn, county of Olsztyn, province of Olsztyn, along with the ownership right to the buildings and structures situated thereon.

6 Greater Poland Trading Division (Wielkopolski Oddział Handlowy, WOH)

- 6.1 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District Court of Poznań-Stare Miasto in Poznań maintains Land and Mortgage Register entry No. PO1P/00277373/1, comprising land plot No. 56/1, with a total area of 0.2654 ha, located in Poznań, municipality of Poznań, county of Poznań, province of Poznań, along with the

- ownership right to the buildings and structures situated thereon.
- 6.2 Ownership title to real property, i.e. business premises with a floor area of 57.1 sq m, located in Poznań at ul. Grobla 13A/1, owned by Polskie Górnictwo Naftowe i Gazownictwo S.A., for which the District Court of Poznań-Stare Miasto in Poznań maintains Land and Mortgage Register Entry No. PO1P/00137703/1, along with an interest of 5710/136310 in the common parts of the property, including in the perpetual usufruct right to land plot No. 50/1 with a total area of 0.0716 ha, located in Poznań, municipality of Poznań, county of Poznań, province of Poznań.
 - 6.3 Ownership title to real property, i.e. business premises with a floor area of 74.8 sq m, located in Poznań at ul. Grobla 13A/2, owned by Polskie Górnictwo Naftowe i Gazownictwo S.A., for which the District Court of Poznań-Stare Miasto in Poznań maintains Land and Mortgage Register Entry No. PO1P/00137704/8, along with an interest of 7480/136310 in the common parts of the property, including in the perpetual usufruct right to land plot No. 50/1 with a total area of 0.0716 ha, located in Poznań, municipality of Poznań, county of Poznań, province of Poznań.
 - 6.4 Ownership title to real property, i.e. business premises with a floor area of 65.5 sq m, located in Poznań at ul. Grobla 13B/3, owned by Polskie Górnictwo Naftowe i Gazownictwo S.A., for which the District Court of Poznań-Stare Miasto in Poznań maintains Land and Mortgage Register Entry No. PO1P/00137705/5, along with an interest of 6550/136310 in the common parts of the property, including in the perpetual usufruct right to land plot No. 50/1 with a total area of 0.0716 ha, located in Poznań, municipality of Poznań, county of Poznań, province of Poznań.
 - 6.5 Ownership title to real property, i.e. business premises with a floor area of 53.8 sq m, located in Poznań at ul. Grobla 13B/4, owned by Polskie Górnictwo Naftowe i Gazownictwo S.A., for which the District Court of Poznań-Stare Miasto in Poznań maintains Land and Mortgage Register Entry No. PO1P/00137706/2, along with an interest of 5380/136310 in the common parts of the property, including in the perpetual usufruct right to land plot No. 50/1 with a total area of 0.0716 ha, located in Poznań, municipality of Poznań, county of Poznań, province of Poznań.
 - 6.6 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District Court of Kalisz maintains Land and Mortgage Register entry No. KZ1A/00072354/9, comprising land plot No. 4/15, with a total area of 0.146 ha, located in Kalisz, municipality of Kalisz, county of Kalisz, province of Poznań, along with the ownership right to the buildings and structures situated thereon.
 - 6.7 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District Court of Koszalin maintains Land and Mortgage Register entry No. KO1K/00083515/2, comprising land plot No. 37/9, with a total area of 0.3236 ha, located in Koszalin, municipality of Koszalin, county of Koszalin, province of Szczecin, along with the ownership right to the

- buildings and structures situated thereon.
- 6.8 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District Court of Szczecin-Prawobrzeże i Zachód in Szczecin maintains Land and Mortgage Register entry No. SZ1S/00215667/5, comprising land plot No. 1/53, with a total area of 0.2759 ha, located in Szczecin, municipality of Szczecin, county of Szczecin, province of Szczecin, along with the ownership right to the buildings and structures situated thereon.
- 6.9 Right of perpetual usufruct established in favour of Polskie Górnictwo Naftowe i Gazownictwo S.A. over land property for which the District Court of Gorzów Wielkopolski maintains Land and Mortgage Register entry No. GW1G/00045519/2, comprising land plot No. 1211/3, with a total area of 0.0906 ha, located in Gorzów Wielkopolski, municipality of Gorzów Wielkopolski, county of Gorzów Wielkopolski, province of Zielona Góra/Gorzów Wielkopolski , along with the ownership right to the buildings and structures situated thereon.