



Polish Oil and Gas Company (PGNiG SA)  
Head Office

Warsaw, June 6th 2012

**Resolutions passed by the Annual General Shareholders Meeting of PGNiG  
convened for June 6th 2012**

Current report no. 90/2012

The Management Board of Polskie Górnictwo Naftowe i Gazownictwo SA ("PGNiG", "the Company") hereby publishes resolutions passed by the Annual General Shareholders Meeting of PGNiG convened for June 6th 2012.

**Resolution No. 1/VI/2012  
of the Annual General Shareholders Meeting  
of Polskie Górnictwo Naftowe i Gazownictwo Spółka Akcyjna  
of Warsaw  
dated June 6th 2012**

**concerning:** Adoption of the agenda of the Annual General Shareholders Meeting.

Par. 1

Annual General Shareholders Meeting of PGNiG SA decides to adopt the following agenda of the Annual General Shareholders Meeting:

1. Opening of the Meeting,
2. Appointment of the Chair of the General Meeting,
3. Confirmation that the General Meeting has been duly convened and has the capacity to adopt resolutions,
4. Approval of the agenda,
5. Preparation of the attendance list,
6. Examination and approval of PGNiG SA's financial statements for 2011, prepared in accordance with the International Financial Reporting Standards, and of the Directors' Report on the Company's operations in 2011,
7. Examination and approval of the PGNiG Group's consolidated financial statements for 2011, prepared in accordance with the International Financial Reporting Standards, and of the Directors' Report on the Group's operations in 2011,
8. Adoption of resolutions concerning granting discharge to members of the Management Board of PGNiG SA in respect to their duties in financial year 2011,
9. Adoption of resolutions concerning granting discharge to members of the Supervisory Board of PGNiG SA in respect to their duties in financial year 2011,

10. Adoption of a resolution on distribution of profit for the financial year 2011, allocation of retained earnings, setting the dividend record date and the dividend payment date,
11. Adoption of a resolution on approval of purchase and acquisition by PGNiG SA of 100 shares in the company under the name of PGNiG SPV 4 Sp. z o.o. of Warsaw, with a par value of PLN 50 per share, as well as the acquisition of up to 19,900 shares in the company, with a value of up to PLN 995,000, as part of an increase of the company's share capital up to PLN 1,000,000,
12. Adoption of a resolution on approval of the establishment of a company under the name of PGNiG Poszukiwania SA of Warsaw and acquisition of shares in the company by PGNiG SA,
13. Adoption of a resolution on approval of purchase and acquisition by PGNiG SA of 100 shares in the company under the name of PGNiG Serwis Sp. z o.o. of Warsaw, with a par value of PLN 50 per share, as well as the acquisition of up to 199,900 shares in the company, with a value of up to PLN 9,995,000, as part of an increase of the company's share capital up to PLN 10,000,000,
14. Closing of the General Meeting.

Par. 2

This Resolution shall take effect as of its adoption date.

**Additional information concerning the Resolution:**

Number of shares on which valid votes were cast	4 625 633 171
% of share capital represented by the shares on which valid votes were cast	78.40%
Total number of valid votes	4 625 633 171
including votes: for	4 624 512 872
against	0
abstaining	1 120 299

**Resolution No. 2/VI/2012**  
**of the Annual General Shareholders Meeting**  
**of Polskie Górnictwo Naftowe i Gazownictwo Spółka Akcyjna**  
**of Warsaw**  
**dated June 6th 2012**

**concerning:** examination and approval of PGNiG SA's financial statements for 2011 prepared in accordance with the International Financial Reporting Standards and of the Directors' Report on the Company's operations in 2011.

Par. 1

Acting pursuant to Par. 56.1.1 of the Company's Articles of Association, the General Shareholders Meeting of Polskie Górnictwo Naftowe i Gazownictwo SA hereby resolves to approve:

1. PGNiG SA's financial statements prepared in accordance with the International Financial Reporting Standards for the financial year January 1st – December 31st 2011, comprising:
  - Income statement for the period January 1st – December 31st 2011, showing a net profit of PLN 1,615,690,672.36,
  - Statement of comprehensive income for the period January 1st – December 31st 2011, showing comprehensive income of PLN 1,691,894,680.98,
  - Statement of financial position as at December 31st 2011, showing a balance-sheet total of PLN 28,486,739,857.76,
  - Cash-flow statement for the period January 1st – December 31st 2011, showing a net increase in cash of PLN 368,761,403.00,
  - Statement of changes in equity for the period January 1st – December 31st 2011, showing a increase in equity of PLN 983,894,680.98,
  - Supplementary information.
  
2. Directors' Report on the Company's operations in 2011.

Par. 2

This Resolution shall take effect as of its adoption date.

**Additional information concerning the Resolution:**

Number of shares on which valid votes were cast	4 625 633 173
% of share capital represented by the shares on which valid votes were cast	78 .40%
Total number of valid votes	4 625 633 173
including votes: for	4 624 512 874
against	0
abstaining	1 120 299

**Resolution No. 3/VI/2012  
of the Annual General Shareholders Meeting  
of Polskie Górnictwo Naftowe i Gazownictwo Spółka Akcyjna  
of Warsaw  
dated June 6th 2012**

**concerning:** adoption of a resolution concerning consideration and approval of the 2011 consolidated financial statements of the PGNiG Group prepared in accordance with the International Financial Reporting Standards and of the Directors' Report on the operations of the PGNiG Group in 2011.

Par. 1

Acting pursuant to Par. 56.1.2 of the Company's Articles of Association, the General Shareholders Meeting of Polskie Górnictwo Naftowe i Gazownictwo SA hereby resolves to approve:

1. The PGNiG Group's consolidated financial statements prepared in accordance with the International Financial Reporting Standards for the financial year January 1st – December 31st 2011, comprising:
  - Consolidated income statement for the period January 1st – December 31st 2011 showing a net profit of PLN 1,626,184 thousand,
  - Consolidated statement of comprehensive income for the period January 1st – December 31st 2011, showing comprehensive income of PLN 1,690,190 thousand,
  - Consolidated statement of financial position as at December 31st 2011, showing a balance-sheet total of PLN 37,964,374 thousand,
  - Consolidated cash-flow statement for the period January 1st – December 31st 2011, showing a net increase in cash of PLN 130,885 thousand,
  - Consolidated statement of changes in equity for the period January 1st – December 31st 2011, showing a increase in equity of PLN 977,190 thousand,
  - Supplementary information.
  
2. Directors' Report on the Group's operations in 2011.

Par. 2

This Resolution shall take effect as of its adoption date.

**Additional information concerning the Resolution:**

Number of shares on which valid votes were cast	4 625 633 173
% of share capital represented by the shares on which valid votes were cast	78.40%
Total number of valid votes	4 625 633 173
including votes: for	4 624 512 872
against	0
abstaining	1 120 301

**Resolution No. 4/VI/2012**  
**of the Annual General Shareholders Meeting**  
**of Polskie Górnictwo Naftowe i Gazownictwo Spółka Akcyjna**  
**of Warsaw**  
**dated June 6th 2012**

**concerning:** granting discharge to Mr Michał Szubski, President of the Management Board of PGNiG SA, in respect of his duties in the financial year 2011.

Par. 1

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and Par. 56.1.2 of the Company's Articles of Association, the Annual General Shareholders Meeting of PGNiG SA hereby grants discharge to Mr Michał Szubski, President of the Management Board of PGNiG SA from January 1st 2011 to December 31st 2011, in respect of his duties in the financial year 2011.

Par. 2

This Resolution has been passed in secret ballot shall take effect as of its adoption date.

**Additional information concerning the Resolution:**

Number of shares on which valid votes were cast	4 625 633 173
% of share capital represented by the shares on which valid votes were cast	78.40%
Total number of valid votes	4 625 633 173
including votes: for	4 624 512 872
against	0
abstaining	1 120 301

**Resolution No. 5/VI/2012**  
**of the Annual General Shareholders Meeting**  
**of Polskie Górnictwo Naftowe i Gazownictwo Spółka Akcyjna**  
**of Warsaw**  
**dated June 6th 2012**

**concerning:** granting discharge to Mr Radosław Dudziński, Member of the Management Board of PGNiG SA, in respect of his duties in the financial year 2011.

Par. 1

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and Par. 56.1.2 of the Company's Articles of Association, the Annual General Shareholders Meeting of PGNiG SA hereby grants discharge to Mr Radosław Dudziński, Vice-President of the Management Board of PGNiG SA from January 1st 2011 to December 31st 2011, in respect of his duties in the financial year 2011.

Par. 2

This Resolution has been passed in secret ballot shall take effect as of its adoption date.

**Additional information concerning the Resolution:**

Number of shares on which valid votes were cast	4 625 633 173
% of share capital represented by the shares on which valid votes were cast	78.40%
Total number of valid votes	4 625 633 173
including votes: for	4 624 512 872
against	0
abstaining	1 120 301



**Resolution No. 6/VI/2012**  
**of the Annual General Shareholders Meeting**  
**of Polskie Górnictwo Naftowe i Gazownictwo Spółka Akcyjna**  
**of Warsaw**  
**dated June 6th 2012**

**concerning:** granting discharge to Mr Sławomir Hinc, Member of the Management Board of PGNiG SA, in respect of his duties in the financial year 2011.

Par. 1

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and Par. 56.1.2 of the Company's Articles of Association, the Annual General Shareholders Meeting of PGNiG SA hereby grants discharge to Mr Sławomir Hinc, Vice-President of the Management Board of PGNiG SA from January 1st 2011 to December 31st 2011, in respect of his duties in the financial year 2011.

Par. 2

This Resolution has been passed in secret ballot shall take effect as of its adoption date.

**Additional information concerning the Resolution:**

Number of shares on which valid votes were cast	4 625 633 173
% of share capital represented by the shares on which valid votes were cast	78.40%
Total number of valid votes	4 625 633 173
including votes: for	4 624 512 872
against	0
abstaining	1 120 301

**Resolution No. 7/VI/2012**  
**of the Annual General Shareholders Meeting**  
**of Polskie Górnictwo Naftowe i Gazownictwo Spółka Akcyjna**  
**of Warsaw**  
**dated June 6th 2012**

**concerning:** granting discharge to Mr Marek Karabuła, Member of the Management Board of PGNiG SA, in respect of his duties in the financial year 2011.

Par. 1

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and Par. 56.1.2 of the Company's Articles of Association, the Annual General Shareholders Meeting of PGNiG SA hereby grants discharge to Mr Marek Karabuła, Vice-President of the Management Board of PGNiG SA from January 1st 2011 to December 31st 2011, in respect of his duties in the financial year 2011.

Par. 2

This Resolution has been passed in secret ballot shall take effect as of its adoption date.

**Additional information concerning the Resolution:**

Number of shares on which valid votes were cast	4 625 633 173
% of share capital represented by the shares on which valid votes were cast	78.40%
Total number of valid votes	4 625 633 173
including votes: for	4 624 512 872
against	0
abstaining	1 120 301

**Resolution No. 8/VI/2012**  
**of the Annual General Shareholders Meeting**  
**of Polskie Górnictwo Naftowe i Gazownictwo Spółka Akcyjna**  
**of Warsaw**  
**dated June 6th 2012**

**concerning:** granting discharge to Mr Mirosław Szkałuba, Member of the Management Board of PGNiG SA, in respect of his duties in the financial year 2011.

Par. 1

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and Par. 56.1.2 of the Company's Articles of Association, the Annual General Shareholders Meeting of PGNiG SA hereby grants discharge to Mr Mirosław Szkałuba, Vice-President of the Management Board of PGNiG SA from January 1st 2011 to December 31st 2011, in respect of his duties in the financial year 2011.

Par. 2

This Resolution has been passed in secret ballot shall take effect as of its adoption date.

**Additional information concerning the Resolution:**

Number of shares on which valid votes were cast	4 625 633 173
% of share capital represented by the shares on which valid votes were cast	78.40%
Total number of valid votes	4 625 633 173
including votes: for	4 624 512 872
against	0
abstaining	1 120 301

**Resolution No. 9/VI/2012**  
**of the Annual General Shareholders Meeting**  
**of Polskie Górnictwo Naftowe i Gazownictwo Spółka Akcyjna**  
**of Warsaw**  
**dated June 6th 2012**

**concerning:** granting discharge to Mr Stanisław Rychlicki, Member of the Supervisory Board of PGNiG SA, in respect of his duties in the financial year 2011.

Par. 1

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and Par. 56.1.2 of the Company's Articles of Association, the Annual General Shareholders Meeting of PGNiG SA hereby grants discharge to Mr Stanisław Rychlicki, Chairman of the Supervisory Board of PGNiG SA from January 1st 2011 to December 31st 2011, in respect of his duties in the financial year 2011.

Par. 2

This Resolution has been passed in secret ballot shall take effect as of its adoption date.

**Additional information concerning the Resolution:**

Number of shares on which valid votes were cast	4 625 633 173
% of share capital represented by the shares on which valid votes were cast	78.40%
Total number of valid votes	4 625 633 173
including votes: for	4 624 512 872
against	0
abstaining	1 120 301

**Resolution No. 10/VI/2012**  
**of the Annual General Shareholders Meeting**  
**of Polskie Górnictwo Naftowe i Gazownictwo Spółka Akcyjna**  
**of Warsaw**  
**dated June 6th 2012**

**concerning:** granting discharge to Mr Marcin Moryń, Member of the Supervisory Board of PGNiG SA, in respect of his duties in the financial year 2011.

Par. 1

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and Par. 56.1.2 of the Company's Articles of Association, the Annual General Shareholders Meeting of PGNiG SA hereby grants discharge to Mr Marcin Moryń, Deputy Chairman of the Supervisory Board of PGNiG SA from January 1st 2011 to December 31st 2011, in respect of his duties in the financial year 2011.

Par. 2

This Resolution has been passed in secret ballot shall take effect as of its adoption date.

**Additional information concerning the Resolution:**

Number of shares on which valid votes were cast	4 625 633 173
% of share capital represented by the shares on which valid votes were cast	78.40%
Total number of valid votes	4 625 633 173
including votes: for	4 624 512 872
against	0
abstaining	1 120 301

**Resolution No. 11/VI/2012**  
**of the Annual General Shareholders Meeting**  
**of Polskie Górnictwo Naftowe i Gazownictwo Spółka Akcyjna**  
**of Warsaw**  
**dated June 6th 2012**

**concerning:** granting discharge to Mr Mieczysław Kawecki, Member of the Supervisory Board of PGNiG SA, in respect of his duties in the financial year 2011.

Par. 1

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and Par. 56.1.2 of the Company's Articles of Association, the Annual General Shareholders Meeting of PGNiG SA hereby grants discharge to Mr Mieczysław Kawecki, Secretary of the Supervisory Board of PGNiG SA from January 1st 2011 to December 31st 2011, in respect of his duties in the financial year 2011.

Par. 2

This Resolution has been passed in secret ballot shall take effect as of its adoption date.

**Additional information concerning the Resolution:**

Number of shares on which valid votes were cast	4 625 633 173
% of share capital represented by the shares on which valid votes were cast	78.40%
Total number of valid votes	4 625 633 173
including votes: for	4 624 512 872
against	0
abstaining	1 120 301

**Resolution No. 12/VI/2012**  
**of the Annual General Shareholders Meeting**  
**of Polskie Górnictwo Naftowe i Gazownictwo Spółka Akcyjna**  
**of Warsaw**  
**dated June 6th 2012**

**concerning:** granting discharge to Mr Grzegorz Banaszek, Member of the Supervisory Board of PGNiG SA, in respect of his duties in the financial year 2011.

Par. 1

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and Par. 56.1.2 of the Company's Articles of Association, the Annual General Shareholders Meeting of PGNiG SA hereby grants discharge to Mr Grzegorz Banaszek, Member of the Supervisory Board of PGNiG SA from January 1st 2011 to December 31st 2011, in respect of his duties in the financial year 2011.

Par. 2

This Resolution has been passed in secret ballot shall take effect as of its adoption date.

**Additional information concerning the Resolution:**

Number of shares on which valid votes were cast	4 625 633 173
% of share capital represented by the shares on which valid votes were cast	78.40%
Total number of valid votes	4 625 633 173
including votes: for	4 624 512 872
against	0
abstaining	1 120 301

**Resolution No. 13/VI/2012  
of the Annual General Shareholders Meeting  
of Polskie Górnictwo Naftowe i Gazownictwo Spółka Akcyjna  
of Warsaw  
dated June 6th 2012**

**concerning:** granting discharge to Ms Agnieszka Chmielarz, Member of the Supervisory Board of PGNiG SA, in respect of her duties in the financial year 2011.

Par. 1

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and Par. 56.1.2 of the Company's Articles of Association, the Annual General Shareholders Meeting of PGNiG SA hereby grants discharge to Ms Agnieszka Chmielarz, Member of the Supervisory Board of PGNiG SA from January 1st 2011 to December 31st 2011, in respect of her duties in the financial year 2011.

Par. 2

This Resolution has been passed in secret ballot shall take effect as of its adoption date.

**Additional information concerning the Resolution:**

Number of shares on which valid votes were cast	4 625 633 173
% of share capital represented by the shares on which valid votes were cast	78.40%
Total number of valid votes	4 625 633 173
including votes: for	4 624 512 872
against	0
abstaining	1 120 301



**Resolution No. 14/VI/2012**  
**of the Annual General Shareholders Meeting**  
**of Polskie Górnictwo Naftowe i Gazownictwo Spółka Akcyjna**  
**of Warsaw**  
**dated June 6th 2012**

**concerning:** granting discharge to Mr Mieczysław Puławski Member of the Supervisory Board of PGNiG SA, in respect of his duties in the financial year 2011.

Par. 1

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and Par. 56.1.2 of the Company's Articles of Association, the Annual General Shareholders Meeting of PGNiG SA hereby grants discharge to Mr Mieczysław Puławski, Member of the Supervisory Board of PGNiG SA from January 1st 2011 to December 31st 2011, in respect of his duties in the financial year 2011.

Par. 2

This Resolution has been passed in secret ballot shall take effect as of its adoption date.

**Additional information concerning the Resolution:**

Number of shares on which valid votes were cast	4 625 633 173
% of share capital represented by the shares on which valid votes were cast	78.40%
Total number of valid votes	4 625 633 173
including votes: for	4 624 512 872
against	0
abstaining	1 120 301

**Resolution No. 15/VI/2012**  
**of the Annual General Shareholders Meeting**  
**of Polskie Górnictwo Naftowe i Gazownictwo Spółka Akcyjna**  
**of Warsaw**  
**dated June 6th 2012**

**concerning:** granting discharge to Ms Jolanta Siergiej, Member of the Supervisory Board of PGNiG SA, in respect of her duties in the financial year 2011.

Par. 1

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and Par. 56.1.2 of the Company's Articles of Association, the Annual General Shareholders Meeting of PGNiG SA hereby grants discharge to Ms Jolanta Siergiej, Member of the Supervisory Board of PGNiG SA from January 1st 2011 to December 31st 2011, in respect of her duties in the financial year 2011.

Par. 2

This Resolution has been passed in secret ballot shall take effect as of its adoption date.

**Additional information concerning the Resolution:**

Number of shares on which valid votes were cast	4 625 633 173
% of share capital represented by the shares on which valid votes were cast	78.40%
Total number of valid votes	4 625 633 173
including votes: for	4 624 512 872
against	0
abstaining	1 120 301

**Resolution No. 16/VI/2012  
of the Annual General Shareholders Meeting  
of Polskie Górnictwo Naftowe i Gazownictwo Spółka Akcyjna  
of Warsaw  
dated June 6th 2012**

**concerning:** distribution of profit for the financial year 2011, allocation of retained earnings, and on setting the dividend record date and the dividend payment date,

Par. 1

Acting on the basis of Art. 395.2.2 of the Commercial Companies Code and Par. 56.1.3 of the Company's Articles of Association, the Annual General Shareholders Meeting of PGNiG SA hereby resolves to:

1. allocate the 2011 balance-sheet profit of PLN 1,615,690,672.36 to the Company's statutory reserve funds,
2. allocate retained earnings of PLN 72,471,800.88 to the Company's statutory reserve funds.

Par. 2

This Resolution has been passed in secret ballot shall take effect as of its adoption date.

**Additional information concerning the Resolution:**

Number of shares on which valid votes were cast	4 625 633 173
% of share capital represented by the shares on which valid votes were cast	78.40%
Total number of valid votes	4 625 633 173
including votes: for	4 624 512 874
against	0
abstaining	1 120 299

**Resolution No. 17/VI/2012**  
**of the Annual General Shareholders Meeting**  
**of Polskie Górnictwo Naftowe i Gazownictwo Spółka Akcyjna**  
**of Warsaw**  
**dated June 6th 2012**

**concerning:** approval of purchase and acquisition by PGNiG SA of 100 shares in the company under the name of PGNiG SPV 4 Sp. z o.o. of Warsaw, with a par value of PLN 50 per share, as well as acquisition of up to 19,900 shares in the company, with a value of up to PLN 995,000, as part of an increase of the company's share capital of up to PLN 1,000,000.

Acting pursuant to Article 56.6 of the Company's Articles of Association and having taken into consideration the opinion of the PGNiG SA's Supervisory Board on the Management Board's proposal No. 199/2012 of April 17th 2012, which opinion is expressed in Resolution No. 53/VI/2012 of April 23rd 2012, the General Meeting hereby resolves as follows:

Par. 1

The General Meeting approves the purchase and acquisition by PGNiG SA of 100 (one hundred) shares in PGNiG SPV 4 Sp. z o.o. of Warsaw with a par value of PLN 50 (fifty złoty) per share, and with a total par value of PLN 5,000 (five thousand złoty).

Par. 2

The General Meeting approves PGNiG SA's acquisition of up to 19,900 (nineteen thousand, nine hundred) new shares in the increased share capital of PGNiG SPV 4 Sp. z o.o. of Warsaw, with a par value of PLN 50 (fifty złoty) per share, up to a total value of PLN 995,000 (nine hundred and ninety-five thousand złoty), with all new shares paid for with cash.

Par. 3

This Resolution shall take effect as of its date.

**Additional information concerning the Resolution:**

Number of shares on which valid votes were cast	4 625 633 173
% of share capital represented by the shares on which valid votes were cast	78.40%
Total number of valid votes	4 625 633 173
including votes: for	4 623 309 365
against	1 203 507
abstaining	1 120 301

**Resolution No. 18/VI/2012**  
**of the Annual General Shareholders Meeting**  
**of Polskie Górnictwo Naftowe i Gazownictwo Spółka Akcyjna**  
**of Warsaw**  
**dated June 6th 2012**

**concerning:** approval of establishment of a company under the name of PGNiG Poszukiwania SA of Warsaw and PGNiG SA's acquisition of shares in the company

Acting pursuant to Articles 56.4.5 and 56.6 of the Company's Articles of Association and having taken into consideration the opinion of PGNiG SA's Supervisory Board on the Management Board's proposal No. 222/2012 of April 24th 2012, which opinion is expressed in Resolution No. 76/VI/2012 of May 9th 2012, the General Meeting hereby resolves as follows:

Par. 1

The General Meeting approves the establishment of a company under the name of PGNiG Poszukiwania SA of Warsaw, with the share capital of PLN 10,000,000 (ten million złoty), divided into 10,000,000 (ten million) registered shares with a par value of PLN 1 (one złoty) per share.

Par. 2

The General Meeting approves the acquisition by PGNiG SA of 10,000,000 (ten million) registered shares with a total par value of PLN 10,000,000 (ten million złoty) in a newly established company under the name of PGNiG Poszukiwania SA of Warsaw, at the par value of the shares, to be paid for with cash.

Par. 3

The General Meeting approves the acquisition by PGNiG SA of 1,990,000,000 (one billion, nine hundred and ninety million) registered shares with a total par value of up to PLN 1,990,000,000 (one billion, nine hundred and ninety million złoty) in the increased share capital of the company under the name of PGNiG Poszukiwania SA of Warsaw, at the par value of the shares, to be paid for with a non-cash contribution in the form of shares in the following companies:

- 1) 100,000,000 shares in Poszukiwania Nafty i Gazu Jasło SA of Jasło;
- 2) 105,231,000 shares in Poszukiwania Nafty i Gazu Kraków SA of Kraków;
- 3) 60,000,000 shares in Poszukiwania Nafty i Gazu NAFTA SA of Piła;
- 4) 62,000 shares in Poszukiwania Naftowe Diament Sp. z o.o. of Zielona Góra;
- 5) 26,903 shares in Zakład Robót Górniczych Krosno Sp. z o.o. of Krosno.

The shares specified above shall be contributed at their respective values determined by way of a valuation.

Par. 4

This Resolution shall take effect as of its date.

**Additional information concerning the Resolution:**

Number of shares on which valid votes were cast	4 625 633 173
% of share capital represented by the shares on which valid votes were cast	78.40%
Total number of valid votes	4 625 633 173
including votes: for	4 623 309 365
against	1 203 507
abstaining	1 120 301

**Resolution No. 19/VI/2012  
of the Annual General Shareholders Meeting  
of Polskie Górnictwo Naftowe i Gazownictwo Spółka Akcyjna  
of Warsaw  
dated June 6th 2012**

**concerning:** approval of PGNiG SA's purchase and acquisition of 100 shares in PGNiG Serwis Sp. z o.o. of Warsaw, with a par value of PLN 50 per share, and acquisition of up to 199,900 shares in the same company, with a value of up to PLN 9,995,000, as part of an increase of the company's share capital up to PLN 10,000,000

Acting pursuant to Article 56.6 of the Company's Articles of Association and having taken into consideration the opinion of PGNiG SA's Supervisory Board on the Management Board's proposal No. 198/2012 of April 17th 2012, which opinion is expressed in Resolution No. 53/VI/2012 of April 23rd 2012, the General Meeting hereby resolves as follows:

Par. 1

The General Meeting approves PGNiG SA's purchase and acquisition of 100 (one hundred) shares in PGNiG Serwis Sp. z o.o. of Warsaw with a par value of PLN 50 (fifty złoty) per share, and with a total par value of PLN 5,000 (five thousand złoty).

Par. 2

The General Meeting approves PGNiG SA's acquisition of up to 199,900 (one hundred and ninety-nine thousand, nine hundred) new shares in the increased share capital of PGNiG Serwis Sp. z o.o. of Warsaw with a par value of PLN 50 (fifty złoty) per share, and with a total par value of up to PLN 9,995,000 (nine million, nine hundred and ninety-five thousand złoty), with all new shares paid for with cash.

Par. 3

This Resolution shall take effect as of its date.

**Additional information concerning the Resolution:**

Number of shares on which valid votes were cast	4 625 633 173
% of share capital represented by the shares on which valid votes were cast	78.40%
Total number of valid votes	4 625 633 173
including votes: for	4 623 309 365
against	1 203 507
abstaining	1 120 301