



Polish Oil and Gas Company (PGNiG SA)
Head Office

Warsaw, June 7th 2011

**Resolutions passed by the Extraordinary General Shareholders Meeting
of PGNiG SA on June 7th 2011**

Current report no. 76/2011

The Management Board of Polskie Górnictwo Naftowe i Gazownictwo SA ("PGNiG") hereby releases resolutions passed by the Extraordinary General Shareholders Meeting of PGNiG on June 7th 2011.

**Resolution No. 1/VI/2011
of the Extraordinary General Shareholders Meeting of
Polskie Górnictwo Naftowe i Gazownictwo Spółka Akcyjna of Warsaw
dated June 7th 2011**

concerning: adoption of the agenda of the Extraordinary General Shareholders Meeting.

Par. 1

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

1. Opening of the Meeting;
2. Election of the Chairperson for 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. Adoption of the agenda of the Meeting;
6. Adoption of a resolution concerning sale of legal title to the developed land located in Katowice at Józefa Pukowca 3 St., AM 39, 0001 cadastral district, Śródmieście-Załęże district, i.e. of the perpetual usufruct right to the land comprising plots Nos.: 71/6, 72/5, 73/4, 74/2, 75/2, 76/2, 77/2, 78/2, 79/2, 80/2, 81/2, 82/2 and 83/2, with an aggregate area of 11,837 sq m, and of the ownership title to the buildings and structures erected thereon;
7. Adoption of a resolution concerning acquisition of an exclusive usufruct right to plot No. 56/1 with an area of 2654 sq m, located in Poznań, for which the

District Court for Poznań-Stare Miasto in Poznań maintains Land and Mortgage Register entry No. PO1P/00110034/5, along with the ownership title to the buildings and structures erected thereon, following revocation of the joint perpetual usufruct right and the joint ownership title to the property;

8. Adoption of a resolution concerning award of annual bonus for 2010 to Mr Michał Szubski, President of the Management Board of PGNiG SA;
9. Closing of the Meeting.

Par. 2

This Resolution shall take effect as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,495,693,858
% of share capital represented by the shares on which valid votes were cast	76.20%
Total number of valid votes	4,495,693,858
including votes: for	4,495,693,858
against	0
abstaining	0

**Resolution No. 2/VI/2011
of the Extraordinary General Shareholders Meeting
of Polskie Górnictwo Naftowe i Gazownictwo Spółka Akcyjna of Warsaw
dated June 7th 2011**

concerning: sale of legal title to the developed land located in Katowice at Józefa Pukowca 3 St., AM 39, 0001 cadastral district, Śródmieście-Załęże district, i.e. of the perpetual usufruct right to the land comprising plots Nos.: 71/6, 72/5, 73/4, 74/2, 75/2, 76/2, 77/2, 78/2, 79/2, 80/2, 81/2, 82/2 and 83/2, with an aggregate area of 11,837 sq m, and of the ownership title to the buildings and structures erected thereon.

Par. 1

Pursuant to Art. 393.4 of the Commercial Companies Code and Par. 56.3.3. of the Company's Articles of Association, having considered the proposal submitted under Resolution No. 170/2011 of the PGNiG SA's Management Board, dated April 19th 2011, as well as the positive opinion issued by the Supervisory Board of PGNiG SA in Resolution No. 7/VI/2011 of May 5th 2011, the Extraordinary General Shareholders Meeting of Polskie Górnictwo Naftowe i Gazownictwo SA hereby resolves to approve the sale by way of oral bids in a public auction of the legal title to the developed land located in Katowice at Józefa Pukowca 3 St., AM 39, 0001 cadastral district, Śródmieście-Załęże district, i.e. of the perpetual usufruct right to the land comprising plots Nos.: 71/6, 72/5, 73/4, 74/2, 75/2, 76/2, 77/2, 78/2, 79/2, 80/2, 81/2, 82/2 and 83/2, with an aggregate area of 11,837 sq m, and of the ownership title to the buildings and structures erected thereon, for which the Land and Mortgage Registry Division of the District Court for Katowice-Wschód in Katowice maintains Land and Mortgage Register entry No. KA1K/00018009/4, for no less than PLN 9,418,000.00 (nine million, four hundred and eighteen thousand złoty) VAT exclusive.

Par. 2

This Resolution shall take effect as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,495,693,858
% of share capital represented by the shares on which valid votes were cast	76.20%
Total number of valid votes	4,495,693,858
including votes: for	4,495,693,858
against	0
abstaining	0

Resolution No. 3/VI/2011
of the Extraordinary General Shareholders Meeting
of Polskie Górnictwo Naftowe i Gazownictwo Spółka Akcyjna of Warsaw
dated June 7th 2011

concerning : acquisition of an exclusive usufruct right to plot No. 56/1 with an area of 2654 sq m, located in Poznań, for which the District Court for Poznań-Stare Miasto in Poznań maintains Land and Mortgage Register entry No. PO1P/00110034/5, along with the ownership title to the buildings and structures erected thereon, following revocation of the joint perpetual usufruct right and the joint ownership title to the property.

In view of the fact that the Management Board of Polskie Górnictwo Naftowe i Gazownictwo SA of Warsaw ("PGNiG", the "Company") intends to revoke the joint perpetual usufruct existing between PGNiG and Wielkopolska Spółka Gazownictwa Sp. z o.o. of Poznań ("WSG") to land located in Poznań at Grobla 10-16 St. and Za Groblą 7 St., designated by plot Nos.: 35, 36, 37, 41, 45, 49, 51, 52/2, 53, 54/1, 54/2, 55/1, 55/4, 47/2, 42/3, 44/5, 44/6, 44/8, 44/9, 46/3, 46/5, 48/1, 48/3, 50/3, 32/1, 33/4, 34/3, 34/5, 38/2, 56/1, 56/2, cadastral district 0051 Poznań, map sheet No. 32, with an aggregate area of 46,367 sq m, for which the District Court for Poznań - Stare Miasto in Poznań maintains Land and Mortgage Register entry No. PO1P/00110034/5, and the joint ownership title to the buildings and structures erected thereon (the "Property"), in the following manner:

- a. PGNiG shall acquire the exclusive perpetual usufruct right to plot No. 56/1 with an area of 2654 sq m, along with the exclusive ownership title to the buildings and structures erected thereon, whose the market value - in accordance with the property appraisal report dated February 28th 2011 - is PLN 8,690,522.00, of which the market value of the perpetual usufruct right to plot No. 56/1 is PLN 3,315,377.00,
- b. WSG shall acquire the perpetual usufruct right to plots Nos.: 35, 36, 37, 41, 45, 49, 51, 52/2, 53, 54/1, 54/2, 55/1, 55/4, 47/2, 42/3, 44/5, 44/6, 44/8, 44/9, 46/3, 46/5, 48/1, 48/3, 50/3, 32/1, 33/4, 34/3, 34/5, 38/2, 56/2, with an aggregate area of 43,713 sq m, along with the exclusive ownership title to the buildings and structures erected thereon, whose market value - exclusive of the expenditure incurred on the Cloakroom and Baths ("Szatnia-Łaźnia") building and in accordance with the property appraisal report dated February 28th 2011 - is PLN 25,484,210.00, of which the value of the perpetual usufruct right to land is PLN 18,567,971.00,
- c. in order to ensure equitable distribution of value, WSG shall in addition pay PGNiG an amount of PLN 437,650.25, VAT exclusive, within 14 days from the execution

of the notarial deed revoking the joint perpetual usufruct right and the joint ownership title to the Property.

Par. 1

Pursuant to Par. 56.3.2 of the Company's Articles of Association, the General Shareholders Meeting of Polskie Górnictwo Naftowe i Gazownictwo SA of Warsaw resolves to approve the acquisition by the Company of the exclusive perpetual usufruct right to plot No. 56/1 located in Poznań, with an area of 2654 sq m, for which the District Court of Poznań-Stare Miasto in Poznań maintains Land and Mortgage Register entry No. PO1P/00110034/5, along with the exclusive ownership title to the buildings and structures erected thereon, whose the market value - in accordance with the property appraisal report dated February 28th 2011 - is PLN 8,690,522.00, of which the market value of the perpetual usufruct right to plot No. 56/1 is PLN 3,315,377.00.

Par. 2

This Resolution shall take effect as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,495,693,858
% of share capital represented by the shares on which valid votes were cast	76.20%
Total number of valid votes	4,495,693,858
including votes: for	4,495,693,858
against	0
abstaining	0

**Resolution No. 4/VI/2011
of the Extraordinary General Shareholders Meeting
of Polskie Górnictwo Naftowe i Gazownictwo Spółka Akcyjna of Warsaw
dated June 7th 2011**

concerning: award of annual bonus for 2010 to Mr Michał Szubski, President of the Management Board of PGNiG SA.

Acting on the basis of Arts. 10.1 and 10.2 of the Act on Remuneration of Persons Managing Certain Legal Entities, dated March 3rd 2000 (Dz. U of 2000, No. 26, item 306, as amended):

Par. 1

The Extraordinary General Shareholders Meeting of Polskie Górnictwo Naftowe i Gazownictwo SA hereby resolves to award to Mr Michał Szubski an annual bonus for 2010 in the amount of PLN 62,182.44.

Par. 2

This Resolution shall take effect as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,495,693,858
% of share capital represented by the shares on which valid votes were cast	76.20%
Total number of valid votes	4,495,693,858
including votes: for	4,495,693,858
against	0
abstaining	0