

MINISTRY OF THE TREASURY
Department I for Ownership Supervision and Privatisation

00-522 Warszawa, ul. Krucza 36 / Wspólna 6,
phone: 695 87 92, fax: 629 80 97, telex: 816 521

Warsaw, February 1st, 2008

MSP/DNWiP1/564/08

Mr Krzysztof Głogowski
President of the Management Board of
Polskie Górnictwo Naftowe i Gazownictwo S.A.
01-224 Warszawa
ul. Kasprzaka 25

Fax: (022) 691 81 40

In reply to letter No. BP/PC/23/08 dated January 17th 2008, regarding the convening, at the request of the State Treasury, of an Extraordinary General Shareholders Meeting of PGNiG S.A. in order to change the composition of the Supervisory Board, below I present the relevant draft resolutions.

Please be informed that the motions concerning the proposed changes in the composition of the Supervisory Board will be submitted in accordance with the Company's Articles of Association.

1. Draft resolution concerning removal from office of a Member of PGNiG S.A.'s Supervisory Board

Resolution No. ...
of the Extraordinary General Shareholders Meeting
of Polskie Górnictwo Naftowe i Gazownictwo Spółka Akcyjna
dated

Acting pursuant to Art. 385.1 of the Commercial Companies Code and Par. 56.2.1 of the Company's Articles of Association:

Par. 1

The General Shareholders Meeting hereby removes from the Supervisory Board of Polskie Górnictwo Naftowe i Gazownictwo Spółka Akcyjna.

This Resolution shall become effective as of

2. Draft resolution concerning appointment of a new member to PGNiG S.A.'s Supervisory Board

Resolution No.
of the Extraordinary General Shareholders Meeting
of Polskie Górnictwo Naftowe i Gazownictwo Spółka Akcyjna
dated

concerning: appointment of a new member to PGNiG S.A.'s Supervisory Board

Acting pursuant to Art. 385.1 of the Commercial Companies Code and Par. 56.2.1 of the Company's Articles of Association:

Par. 1

The General Shareholders Meeting hereby appoints ... as member of the Supervisory Board of Polskie Górnictwo Naftowe i Gazownictwo Spółka Akcyjna.

This Resolution shall become effective as of

Jacek A. Goszczyński
Department I for Ownership Supervision and Privatisation