

**The resolutions adopted by the Extraordinary General Meeting of**  
**Shareholders of ENEA S.A. on 12 March 2012**

**Resolution No. 1**

**of the Extraordinary General Meeting of Shareholders of the Company**  
**ENEA Spolka Akcyjna having its registered office in Poznan**  
**dated 12 March 2012**

**regarding selection of the Chairman of the Extraordinary General Meeting of**  
**Shareholders**

Acting under Article 409 § 1 of the Commercial Companies Code and § 29 item 5 of the Company's Statute, the Extraordinary General Meeting of ENEA S.A. resolves as follows:

§ 1

The Extraordinary General Meeting of Shareholders of ENEA S.A. hereby appoints Ms. Anna Irena Kowalik the Chairman of the Extraordinary General Meeting of Shareholders.

§ 2

The Resolution enters into force when adopted.

The following number of votes were cast in secret balloting:

Total number of shares from which valid votes were cast – 259,111,740

The share of the aforementioned shares in the share capital of ENEA S.A. – 58.7 per cent

Total number of valid votes – 259,111,740

Number of votes „for” – 259,111,740

Number of votes „against” – 0

Number of votes „abstained” – 0

The person opening the Meeting stated that above resolution was adopted by a 100 per cent majority of votes.

**Resolution No. 2**  
**of the Extraordinary General Meeting of Shareholders of the Company**  
**ENEA Spolka Akcyjna having its registered office in Poznan**  
**dated 12 March 2012**  
**regarding adoption of the agenda of the Extraordinary Meeting of Shareholders**

The Extraordinary Meeting of Shareholders of ENEA S.A. hereby resolves as follows:

§ 1

The Extraordinary General Meeting of Shareholders of ENEA SA having its registered office in Poznan accepts the agenda of the Extraordinary General Meeting of Shareholders proposed by the Management Board in the announcement convening of the Company's the Extraordinary General Meeting of Shareholders.

§ 2

The Resolution enters into force when adopted.

The following number of votes were cast in open voting:

Total number of shares from which valid votes were cast – 259,111,740

The share of the aforementioned shares in the share capital of ENEA S.A. – 58.7 per cent

Total number of valid votes – 259,111,740

Number of votes „for” – 259,111,740

Number of votes „against” – 0

Number of votes „abstained” – 0

The Meeting Chairman stated that above resolution was adopted by a 100 per cent majority of votes.

**Resolution No. 3**  
**of the Extraordinary General Meeting of Shareholders of the Company**  
**ENEA Spolka Akcyjna having its registered office in Poznan**  
**dated 12 March 2012**  
**regarding appointment of a member of the Supervisory Board of ENEA S.A.**

Acting under Article 385 § 1 of the Code of Commercial Companies and § 33 item 1 of the Company's Statute, the Extraordinary General Meeting ENEA S.A. resolves as follows:

§ 1

The Extraordinary General Meeting of of ENEA S.A. nominates Mr. Sławomir Brzeziński into the composition of the Supervisory Board of ENEA S.A. for the VII common term.

§ 2

The Resolution enters into force when adopted.

The following number of votes were cast in secret balloting:

Total number of shares from which valid votes were cast – 259,111,740

The share of the aforementioned shares in the share capital of ENEA S.A. – 58.7 per cent

Total number of valid votes – 259,111,740

Number of votes „for” – 248.840.037

Number of votes „against” – 271.703

Number of votes „abstained” – 10.000.000

The Meeting Chairman stated that above resolution was adopted by a 96.0358 per cent majority of votes.