

Polish Oil and Gas Company (PGNiG SA)
Head Office

Warsaw, July 20th 2018

**Resolutions adopted by the Annual General Meeting of PGNiG SA convened for
June 29th 2018 and ended on July 20th 2018**

Current Report No. 41/2018

The Management Board of Polskie Górnictwo Naftowe i Gazownictwo SA (“PGNiG” or the “Company”) is publishing resolutions adopted by the Annual General Meeting of PGNiG convened for June 29th 2018 and ended on July 20th 2018.

The resolutions adopted before the adjournment were published in Current Report No. 36/2018 and No. 38/2018.

Legal basis:

Par. 19.1.6 of the Minister of Finance's Regulation on current and periodic information to be published by issuers of securities and conditions for recognition as equivalent of information whose disclosure is required under the laws of a non-member state, dated March 29th 2018 (Dz.U. 2018, item 757).

**Resolution No. 5 / 2018
of the General Meeting of
the Company under the business name of
Polskie Górnictwo Naftowe i Gazownictwo SA
of Warsaw
dated July 20th 2018**

concerning: review and approval of the financial statements of PGNiG SA for 2017.

Section 1

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

1. Financial statements of PGNiG SA prepared in accordance with the International Financial Reporting Standards for the financial year from January 1st to December 31st 2017, including:
 - a) statement of profit or loss for the period from January 1st to December 31st 2017, showing net profit of PLN 2,034m,
 - b) statement of comprehensive income for the period from January 1st to December 31st 2017, showing net comprehensive income of PLN 1,961m,
 - c) statement of financial position as at December 31st 2017, showing total assets of PLN 33,447m,
 - d) statement of cash flows for the period from January 1st to December 31st 2017, showing a net decrease in cash of PLN 3,243m,
 - e) statement of changes in equity for the period from January 1st to December 31st 2017, showing an increase in equity of PLN 805m,
 - f) supplementary information, comprising an introduction and notes to the financial statements.

Section 2

This Resolution has been passed by secret ballot and shall come into force as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,591,954,242
Percentage of share capital represented by the shares on which valid votes were cast	79.47%
Total number of valid votes	4,591,954,242
including votes:	
in favour	4,582,623,999
Against	270,834
Abstentions	9,059,409

**Resolution No. 6 / 2018
of the General Meeting of
the Company under the business name of
Polskie Górnictwo Naftowe i Gazownictwo SA
of Warsaw
dated July 20th 2018**

concerning: review and approval of the consolidated financial statements of the PGNiG Group for 2017 and the Directors' Report on the Operations of PGNiG SA and the PGNiG Group in 2017.

Section 1

Acting pursuant to Art. 56.2.2 of the Company's Articles of Association, the General Meeting of Polskie Górnictwo Naftowe i Gazownictwo SA resolves to approve:

1. Consolidated financial statements of the PGNiG Group prepared in accordance with the International Financial Reporting Standards for the financial year from January 1st to December 31st 2017, including:
 - a) consolidated statement of profit or loss for the period from January 1st to December 31st 2017, showing net profit of PLN 2,921m,
 - b) consolidated statement of comprehensive income for the period from January 1st to December 31st 2017, showing net comprehensive income of PLN 2,767m,
 - c) consolidated statement of financial position as at December 31st 2017, showing total assets of PLN 48,203m,
 - d) consolidated statement of cash flows for the period from January 1st to December 31st 2017, showing a net decrease in cash of PLN 3,251m,
 - e) consolidated statement of changes in equity for the period from January 1st to December 31st 2017, showing an increase in equity of PLN 1,611m,
 - f) supplementary information, comprising an introduction and notes to the consolidated financial statements.
2. Directors' Report on the Operations of PGNiG SA and the PGNiG Group in 2017.

Section 2

This Resolution has been passed by secret ballot and shall come into force as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,591,954,242
Percentage of share capital represented by the shares on which valid votes were cast	79.47%
Total number of valid votes	4,591,954,242
including votes:	
in favour	4,582,623,999
against	270,834
abstentions	9,059,409

**Resolution No. 7 / 2018
of the General Meeting of
the Company under the business name of
Polskie Górnictwo Naftowe i Gazownictwo SA
of Warsaw
dated July 20th 2018**

concerning: granting discharge to Piotr Woźniak, President of the PGNiG Management Board, in respect of performance of his duties in the financial year 2017.

Section 1

Acting pursuant to Art. 393.1 of the Commercial Companies Code, Art. 395.2.3 of the Commercial Companies Code, and Art. 56.1.2 of the Company's Articles of Association, the Annual General Meeting of PGNiG SA grants discharge to Piotr Woźniak, President of the PGNiG Management Board from January 1st to December 31st 2017, in respect of performance of his duties in the financial year 2017.

Section 2

This Resolution has been passed by secret ballot and shall come into force as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,591,954,242
Percentage of share capital represented by the shares on which valid votes were cast	79.47%
Total number of valid votes	4,591,954,242
including votes: in favour	4,582,051,135
against	843,698
abstentions	9,059,409

**Resolution No. 8 / 2018
of the General Meeting of
the Company under the business name of
Polskie Górnictwo Naftowe i Gazownictwo SA
of Warsaw
dated July 20th 2018**

concerning: granting discharge to Radosław Bartosik, Vice President of the PGNiG Management Board, Chief Operating Officer, in respect of performance of his duties in the financial year 2017.

Section 1

Acting pursuant to Art. 393.1 of the Commercial Companies Code, Art. 395.2.3 of the Commercial Companies Code, and Art. 56.1.2 of the Company's Articles of Association, the Annual General Meeting of PGNiG SA grants discharge to Radosław Bartosik, Vice President of the PGNiG Management Board, Chief Operating Officer, from January 1st to December 31st 2017, in respect of performance of his duties in the financial year 2017.

Section 2

This Resolution has been passed by secret ballot and shall come into force as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,591,954,242
Percentage of share capital represented by the shares on which valid votes were cast	79.47%
Total number of valid votes	4,591,954,242
including votes:	
in favour	4,582,051,135
against	843,698
abstentions	9,059,409

**Resolution No. 9 / 2018
of the General Meeting of
the Company under the business name of
Polskie Górnictwo Naftowe i Gazownictwo SA
of Warsaw
dated July 20th 2018**

concerning: granting discharge to Łukasz Kroplewski, Vice President of the PGNiG Management Board, Development, in respect of performance of his duties in the financial year 2017.

Section 1

Acting pursuant to Art. 393.1 of the Commercial Companies Code, Art. 395.2.3 of the Commercial Companies Code, and Art. 56.1.2 of the Company's Articles of Association, the Annual General Meeting of PGNiG SA grants discharge to Łukasz Kroplewski, Vice President of the PGNiG Management Board, Development, from January 1st to December 31st 2017, in respect of performance of his duties in the financial year 2017.

Section 2

This Resolution has been passed by secret ballot and shall come into force as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,591,954,242
Percentage of share capital represented by the shares on which valid votes were cast	79.47%
Total number of valid votes	4,591,954,242
including votes:	
in favour	4,582,051,135
against	843,698
abstentions	9,059,409

**Resolution No. 10 / 2018
of the General Meeting of
the Company under the business name of
Polskie Górnictwo Naftowe i Gazownictwo SA
of Warsaw
dated July 20th 2018**

concerning: granting discharge to Michał Pietrzyk, Vice President of the PGNiG Management Board, Finance, in respect of performance of his duties in the financial year 2017.

Section 1

Acting pursuant to Art. 393.1 of the Commercial Companies Code, Art. 395.2.3 of the Commercial Companies Code, and Art. 56.1.2 of the Company's Articles of Association, the Annual General Meeting of PGNiG SA grants discharge to Michał Pietrzyk, Vice President of the PGNiG Management Board, Finance, from January 1st to December 31st 2017, in respect of performance of his duties in the financial year 2017.

Section 2

This Resolution has been passed by secret ballot and shall come into force as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,591,954,242
Percentage of share capital represented by the shares on which valid votes were cast	79.47%
Total number of valid votes	4,591,954,242
including votes:	
in favour	4,582,051,135
against	843,698
abstentions	9,059,409

**Resolution No. 11 / 2018
of the General Meeting of
the Company under the business name of
Polskie Górnictwo Naftowe i Gazownictwo SA
of Warsaw
dated July 20th 2018**

concerning: granting discharge to Maciej Woźniak, Vice President of the PGNiG Management Board, Trade, in respect of performance of his duties in the financial year 2017.

Section 1

Acting pursuant to Art. 393.1 of the Commercial Companies Code, Art. 395.2.3 of the Commercial Companies Code, and Art. 56.1.2 of the Company's Articles of Association, the Annual General Meeting of PGNiG SA grants discharge to Maciej Woźniak, Vice President of the PGNiG Management Board, Trade, from January 1st to December 31st 2017, in respect of performance of his duties in the financial year 2017.

Section 2

This Resolution has been passed by secret ballot and shall come into force as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,591,954,242
Percentage of share capital represented by the shares on which valid votes were cast	79.47%
Total number of valid votes	4,591,954,242
including votes:	
in favour	4,582,051,135
against	843,698
abstentions	9,059,409

**Resolution No. 12 / 2018
of the General Meeting of
the Company under the business name of
Polskie Górnictwo Naftowe i Gazownictwo SA
of Warsaw
dated July 20th 2018**

concerning: granting discharge to Waldemar Wójcik, Vice President of the PGNiG Management Board, in respect of performance of his duties in the financial year 2017.

Section 1

Acting pursuant to Art. 393.1 of the Commercial Companies Code, Art. 395.2.3 of the Commercial Companies Code, and Art. 56.1.2 of the Company's Articles of Association, the Annual General Meeting of PGNiG SA grants discharge to Waldemar Wójcik, Vice President of the PGNiG Management Board from January 1st to March 6th 2017, in respect of performance of his duties in the financial year 2017.

Section 2

This Resolution has been passed by secret ballot and shall come into force as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,591,954,242
Percentage of share capital represented by the shares on which valid votes were cast	79.47%
Total number of valid votes	4,591,954,242
including votes:	
in favour	4,582,051,135
against	843,698
abstentions	9,059,409

**Resolution No. 13 / 2018
of the General Meeting of
the Company under the business name of
Polskie Górnictwo Naftowe i Gazownictwo SA
of Warsaw
dated July 20th 2018**

concerning: granting discharge to Magdalena Zegarska, Vice President of the PGNiG Management Board, in respect of performance of her duties in the financial year 2017.

Section 1

Acting pursuant to Art. 393.1 of the Commercial Companies Code, Art. 395.2.3 of the Commercial Companies Code, and Art. 56.1.2 of the Company's Articles of Association, the Annual General Meeting of PGNiG SA grants discharge to Waldemar Wójcik, Vice President of the PGNiG Management Board from March 6th to December 31st 2017, in respect of performance of her duties in the financial year 2017.

Section 2

This Resolution has been passed by secret ballot and shall come into force as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,591,954,242
Percentage of share capital represented by the shares on which valid votes were cast	79.47%
Total number of valid votes	4,591,954,242
including votes: in favour	4,582,051,135
against	843,698
abstentions	9,059,409

**Resolution No. 14 / 2018
of the General Meeting of
the Company under the business name of
Polskie Górnictwo Naftowe i Gazownictwo SA
of Warsaw
dated July 20th 2018**

concerning: granting discharge to Bartłomiej Nowak, Chairman of the PGNiG Supervisory Board, in respect of performance of his duties in the financial year 2017.

Section 1

Acting pursuant to Art. 393.1 of the Commercial Companies Code, Art. 395.2.3 of the Commercial Companies Code, and Art. 56.1.2 of the Company's Articles of Association, the Annual General Meeting of PGNiG SA grants discharge to Bartłomiej Nowak, Chairman of the PGNiG Supervisory Board from January 1st to December 31st 2017, in respect of performance of his duties in the financial year 2017.

Section 2

This Resolution has been passed by secret ballot and shall come into force as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,591,954,242
Percentage of share capital represented by the shares on which valid votes were cast	79.47%
Total number of valid votes	4,591,954,242
including votes:	
in favour	4,582,051,135
against	843,698
abstentions	9,059,409

**Resolution No. 15 / 2018
of the General Meeting of
the Company under the business name of
Polskie Górnictwo Naftowe i Gazownictwo SA
of Warsaw
dated July 20th 2018**

concerning: granting discharge to Wojciech Bieńkowski, Deputy Chairman of the PGNiG Supervisory Board, in respect of performance of his duties in the financial year 2017.

Section 1

Acting pursuant to Art. 393.1 of the Commercial Companies Code, Art. 395.2.3 of the Commercial Companies Code, and Art. 56.1.2 of the Company's Articles of Association, the Annual General Meeting of PGNiG SA grants discharge to Wojciech Bieńkowski, Member of the PGNiG Supervisory Board from January 1st to June 28th 2017, and Deputy Chairman of the PGNiG Supervisory Board from January 1st 2017, in respect of performance of his duties in the financial year 2017.

Section 2

This Resolution has been passed by secret ballot and shall come into force as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,591,954,242
Percentage of share capital represented by the shares on which valid votes were cast	79.47%
Total number of valid votes	4,591,954,242
including votes:	
in favour	4,582,051,135
against	843,698
abstentions	9,059,409

**Resolution No. 16 / 2018
of the General Meeting of
the Company under the business name of
Polskie Górnictwo Naftowe i Gazownictwo SA
of Warsaw
dated July 20th 2018**

concerning: granting discharge to Mr Sławomir Borowiec, Member of the PGNiG Supervisory Board, in respect of performance of his duties in the financial year 2017.

Section 1

Acting pursuant to Art. 393.1 of the Commercial Companies Code, Art. 395.2.3 of the Commercial Companies Code, and Art. 56.1.2 of the Company's Articles of Association, the Annual General Meeting of PGNiG SA grants discharge to Mr Sławomir Borowiec, Member of the PGNiG Supervisory Board from January 1st to December 31st 2017, and Secretary of the PGNiG Supervisory Board from March 6th to December 31st 2017, in respect of performance of his duties in the financial year 2017.

Section 2

This Resolution has been passed by secret ballot and shall come into force as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,591,954,242
Percentage of share capital represented by the shares on which valid votes were cast	79.47%
Total number of valid votes	4,591,954,242
including votes:	
in favour	4,582,051,135
against	843,698
abstentions	9,059,409

**Resolution No. 17 / 2018
of the General Meeting of
the Company under the business name of
Polskie Górnictwo Naftowe i Gazownictwo SA
of Warsaw
dated July 20th 2018**

concerning: granting discharge to Mr Mateusz Boznański, Member of the PGNiG Supervisory Board, in respect of performance of his duties in the financial year 2017.

Section 1

Acting pursuant to Art. 393.1 of the Commercial Companies Code, Art. 395.2.3 of the Commercial Companies Code, and Art. 56.1.2 of the Company's Articles of Association, the Annual General Meeting of PGNiG SA grants discharge to Mr Mateusz Boznański, Member of the PGNiG Supervisory Board from January 1st to June 28th 2017, in respect of performance of his duties in the financial year 2017.

Section 2

This Resolution has been passed by secret ballot and shall come into force as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,591,954,242
Percentage of share capital represented by the shares on which valid votes were cast	79.47%
Total number of valid votes	4,591,954,242
including votes:	
in favour	4,582,051,135
against	843,698
abstentions	9,059,409

**Resolution No. 18 / 2018
of the General Meeting of
the Company under the business name of
Polskie Górnictwo Naftowe i Gazownictwo SA
of Warsaw
dated July 20th 2018**

concerning: granting discharge to Mr Piotr Sprzączak, Deputy Chairman of the PGNiG Supervisory Board, in respect of performance of his duties in the financial year 2017.

Section 1

Acting pursuant to Art. 393.1 of the Commercial Companies Code, Art. 395.2.3 of the Commercial Companies Code, and Art. 56.1.2 of the Company's Articles of Association, the Annual General Meeting of PGNiG SA grants discharge to Mr Piotr Sprzączak, Member of the PGNiG Supervisory Board from January 1st to December 31st 2017, and Deputy Chairman of the PGNiG Supervisory Board from June 29th to December 31st 2017, in respect of performance of his duties in the financial year 2017.

Section 2

This Resolution has been passed by secret ballot and shall come into force as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,591,954,242
Percentage of share capital represented by the shares on which valid votes were cast	79.47%
Total number of valid votes	4,591,954,242
including votes:	
in favour	4,582,051,135
against	843,698
abstentions	9,059,409

**Resolution No. 19 / 2018
of the General Meeting of
the Company under the business name of
Polskie Górnictwo Naftowe i Gazownictwo SA
of Warsaw
dated July 20th 2018**

concerning: granting discharge to Mr Andrzej Gonet, Member of the PGNiG Supervisory Board, in respect of performance of his duties in the financial year 2017.

Section 1

Acting pursuant to Art. 393.1 of the Commercial Companies Code, Art. 395.2.3 of the Commercial Companies Code, and Art. 56.1.2 of the Company's Articles of Association, the Annual General Meeting of PGNiG SA grants discharge to Mr Andrzej Gonet, Member of the PGNiG Supervisory Board from January 1st to December 31st 2017, in respect of performance of his duties in the financial year 2017.

Section 2

This Resolution has been passed by secret ballot and shall come into force as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,591,954,242
Percentage of share capital represented by the shares on which valid votes were cast	79.47%
Total number of valid votes	4,591,954,242
including votes:	
in favour	4,582,051,135
against	843,698
abstentions	9,059,409

**Resolution No. 20 / 2018
of the General Meeting of
the Company under the business name of
Polskie Górnictwo Naftowe i Gazownictwo SA
of Warsaw
dated July 20th 2018**

concerning: granting discharge to Mr Piotr Broda, Member of the PGNiG Supervisory Board, in respect of performance of his duties in the financial year 2017.

Section 1

Acting pursuant to Art. 393.1 of the Commercial Companies Code, Art. 395.2.3 of the Commercial Companies Code, and Art. 56.1.2 of the Company's Articles of Association, the Annual General Meeting of PGNiG SA grants discharge to Mr Piotr Broda, Member of the PGNiG Supervisory Board from June 28th to December 31st 2017, in respect of performance of his duties in the financial year 2017.

Section 2

This Resolution has been passed by secret ballot and shall come into force as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,591,954,242
Percentage of share capital represented by the shares on which valid votes were cast	79.47%
Total number of valid votes	4,591,954,242
including votes:	
in favour	4,582,051,135
against	843,698
abstentions	9,059,409

**Resolution No. 21 / 2018
of the General Meeting of
the Company under the business name of
Polskie Górnictwo Naftowe i Gazownictwo SA
of Warsaw
dated July 20th 2018**

concerning: granting discharge to Mr Mieczysław Kawecki, Member of the PGNiG Supervisory Board, in respect of performance of his duties in the financial year 2017.

Section 1

Acting pursuant to Art. 393.1 of the Commercial Companies Code, Art. 395.2.3 of the Commercial Companies Code, and Art. 56.1.2 of the Company's Articles of Association, the Annual General Meeting of PGNiG SA grants discharge to Mr Mieczysław Kawecki, Member of the PGNiG Supervisory Board from June 28th to December 31st 2017, in respect of performance of his duties in the financial year 2017.

Section 2

This Resolution has been passed by secret ballot and shall come into force as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,591,954,242
Percentage of share capital represented by the shares on which valid votes were cast	79.47%
Total number of valid votes	4,591,954,242
including votes:	
in favour	4,582,051,135
against	843,698
abstentions	9,059,409

**Resolution No. 22 / 2018
of the General Meeting of
the Company under the business name of
Polskie Górnictwo Naftowe i Gazownictwo SA
of Warsaw
dated July 20th 2018**

concerning: granting discharge to Mr Stanisław Sieradzki, Member of the PGNiG Supervisory Board, in respect of performance of his duties in the financial year 2017.

Section 1

Acting pursuant to Art. 393.1 of the Commercial Companies Code, Art. 395.2.3 of the Commercial Companies Code, and Art. 56.1.2 of the Company's Articles of Association, the Annual General Meeting of PGNiG SA grants discharge to Mr Stanisław Sieradzki, Member of the PGNiG Supervisory Board from June 28th to December 31st 2017, in respect of performance of his duties in the financial year 2017.

Section 2

This Resolution has been passed by secret ballot and shall come into force as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,591,954,242
Percentage of share capital represented by the shares on which valid votes were cast	79.47%
Total number of valid votes	4,591,954,242
including votes:	
in favour	4,582,051,135
against	843,698
abstentions	9,059,409

**Resolution No. 23 / 2018
of the General Meeting of
the Company under the business name of
Polskie Górnictwo Naftowe i Gazownictwo SA
of Warsaw
dated July 20th 2018**

concerning: granting discharge to Mr Grzegorz Tchorek, Member of the PGNiG Supervisory Board, in respect of performance of his duties in the financial year 2017.

Section 1

Acting pursuant to Art. 393.1 of the Commercial Companies Code, Art. 395.2.3 of the Commercial Companies Code, and Art. 56.1.2 of the Company's Articles of Association, the Annual General Meeting of PGNiG SA grants discharge to Mr Grzegorz Tchorek, Member of the PGNiG Supervisory Board from June 28th to December 31st 2017, in respect of performance of his duties in the financial year 2017.

Section 2

This Resolution has been passed by secret ballot and shall come into force as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,591,954,242
Percentage of share capital represented by the shares on which valid votes were cast	79.47%
Total number of valid votes	4,591,954,242
including votes:	
in favour	4,582,051,135
against	843,698
abstentions	9,059,409

Resolution No. 24 / 2018
of the General Meeting of
the Company under the business name of
Polskie Górnictwo Naftowe i Gazownictwo SA
of Warsaw
dated July 20th 2018

concerning: granting discharge to Ms Anna Wellisz, Member of the PGNiG Supervisory Board, in respect of performance of her duties in the financial year 2017.

Section 1

Acting pursuant to Art. 393.1 of the Commercial Companies Code, Art. 395.2.3 of the Commercial Companies Code, and Art. 56.1.2 of the Company's Articles of Association, the Annual General Meeting of PGNiG SA grants discharge to Ms Anna Wellisz, Member of the PGNiG Supervisory Board from January 1st to June 28th 2017, in respect of performance of her duties in the financial year 2017.

Section 2

This Resolution has been passed by secret ballot and shall come into force as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,591,954,242
Percentage of share capital represented by the shares on which valid votes were cast	79.47%
Total number of valid votes	4,591,954,242
including votes:	
in favour	4,582,051,135
against	843,698
abstentions	9,059,409

**Resolution No. 25 / 2018
of the General Meeting of
the Company under the business name of
Polskie Górnictwo Naftowe i Gazownictwo SA
of Warsaw
dated July 20th 2018**

concerning: granting discharge to Mr Ryszard Wąsowicz, Member of the PGNiG Supervisory Board, in respect of performance of his duties in the financial year 2017.

Section 1

Acting pursuant to Art. 393.1 of the Commercial Companies Code, Art. 395.2.3 of the Commercial Companies Code, and Art. 56.1.2 of the Company's Articles of Association, the Annual General Meeting of PGNiG SA grants discharge to Mr Ryszard Wąsowicz, Member of the PGNiG Supervisory Board from January 1st to May 30th 2017, in respect of performance of his duties in the financial year 2017.

Section 2

This Resolution has been passed by secret ballot and shall come into force as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,591,954,242
Percentage of share capital represented by the shares on which valid votes were cast	79.47%
Total number of valid votes	4,591,954,242
including votes: in favour	4,582,051,135
against	843,698
abstentions	9,059,409

**Resolution No. 26 / 2018
of the General Meeting of
the Company under the business name of
Polskie Górnictwo Naftowe i Gazownictwo SA
of Warsaw
dated July 20th 2018**

concerning: granting discharge to Magdalena Zegarska, Secretary of the PGNiG Supervisory Board, in respect of performance of her duties in the financial year 2017.

Section 1

Acting pursuant to Art. 393.1 of the Commercial Companies Code, Art. 395.2.3 of the Commercial Companies Code, and Art. 56.1.2 of the Company's Articles of Association, the Annual General Meeting of PGNiG SA grants discharge to Ms Magdalena Zegarska, Secretary of the PGNiG Supervisory Board from January 1st to March 5th 2017, in respect of performance of her duties in the financial year 2017.

Section 2

This Resolution has been passed by secret ballot and shall come into force as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,591,954,242
Percentage of share capital represented by the shares on which valid votes were cast	79.47%
Total number of valid votes	4,591,954,242
including votes:	
in favour	4,582,051,135
against	843,698
abstentions	9,059,409

**Resolution No. 27 / 2018
of the General Meeting of
the Company under the business name of
Polskie Górnictwo Naftowe i Gazownictwo SA
of Warsaw
dated July 20th 2018**

concerning: allocation of the Company's net profit for 2017 and setting the dividend record date and the dividend payment date.

Acting pursuant to Art. 395.2.2 and Art. 348.3 of the Commercial Companies Code, and pursuant to Art. 56.1.3 and 56.1.4 of the Company's Articles of Association, the Annual General Meeting of PGNiG SA hereby resolves:

Section 1

- 1) To allocate the net profit of PGNiG SA for 2017 of PLN 2,034,103,359.30 as follows:
 - a) PLN 866,747,228.55 shall be distributed to the Company's shareholders as dividend (PLN 0.15 per share),
 - b) PLN 1,167,356,130.75 shall be transferred to the Company's statutory reserve funds.
- 2) The dividend record date shall be set for July 19th 2018.
- 3) The dividend payment date shall be set for August 3rd 2018.

Section 2

This Resolution shall come into force as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,591,954,242
Percentage of share capital represented by the shares on which valid votes were cast	79.47%
Total number of valid votes	4,591,954,242
including votes:	
in favour	177,956,418
against	4,153,706,158
abstentions	260,291,666

The Resolution hasn't been passed

**Resolution No. 28 / 2018
of the General Meeting of
the Company under the business name of
Polskie Górnictwo Naftowe i Gazownictwo SA
of Warsaw
dated July 20th 2018**

concerning: allocation of the Company's net profit for 2017.

Acting pursuant to Art. 395.2.2 and Art. 348.3 of the Commercial Companies Code, and pursuant to Art. 56.1.3 and 56.1.4 of the Company's Articles of Association, the Annual General Meeting of PGNiG SA hereby resolves:

Section 1

To allocate the net profit of PGNiG SA for 2017 of PLN 2,034,103,359.30 as follows:

- c) PLN 866,747,228.55 shall be transferred to the Company's statutory reserve funds intended for the expansion and modernization of the national gas distribution network,
- d) PLN 1,167,356,130.75 shall be transferred to the Company's statutory reserve funds.

Section 2

This Resolution has been passed by secret ballot and shall come into force as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,591,954,242
Percentage of share capital represented by the shares on which valid votes were cast	79.47%
Total number of valid votes	4,591,954,242
including votes:	
in favour	4,413,997,824
against	83,500,000
abstentions	95,456,418

**Resolution No. 29 / 2018
of the Annual General Meeting of
the Company under the business name of
Polskie Górnictwo Naftowe i Gazownictwo S.A.
of Warsaw
dated July 20th 2018**

concerning: Resolution to amend the Company's Articles of Association.

Acting pursuant to Art. 430.1 of the Commercial Companies Code and Art. 56.4.6 of the Company's Articles of Association, the Annual General Meeting of PGNiG S.A. resolves as follows:

Section 1

The Annual General Meeting of PGNiG S.A. resolves to amend the Company's Articles of Association as follows:

1. Art. 37.1 shall be amended to read as follows:

"If the Supervisory Board consists of up to six members, two members shall be appointed from among persons elected by the Company's employees and employees of all of its subsidiaries. If the Supervisory Board consists of seven to nine members, three members shall be appointed from among persons elected by the Company's employees and employees of all of its subsidiaries.

2. Art. 37.2 shall be amended to read as follows:

"The candidates for the position of the Supervisory Board members elected by the Company's employees and employees of all of its subsidiaries shall be persons who have received no less than 50% plus 1 vote validly cast in the election. The result of the voting shall be binding on the General Meeting, provided that at least 50% of all employees of the Company and its subsidiaries take part in the voting."

3. Art. 37.3 shall be amended to read as follows:

"The voting shall be held by secret ballot and shall have the form of a general and direct election managed by Election Committees appointed by the Supervisory Board from among the Company's employees and employees of all of its subsidiaries. A candidate for the election may not be a member of an Election Committee.

4. Art. 37.4 shall be amended to read as follows:

"Candidates for the Supervisory Board shall be elected by employees of the Company and of all its subsidiaries in the electoral districts defined in the Election Rules approved by the Company's Supervisory Board by way of a resolution."

5. Art. 37.5 shall be amended to read as follows:

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“Election of candidates to the Supervisory Board shall be called by the Supervisory Board. The provisions of Article 26 and Article 27 shall apply accordingly in this respect.

6. Art. 37.6 shall be added, reading as follows:

When calling an election, the Supervisory Board shall adopt the Election Rules, setting forth the detailed procedure for the election and removal of the Supervisory Board members appointed from among persons elected by the employees of the Company and all of its subsidiaries. The Election Rules shall specify the subsidiaries comprising individual electoral districts.”

7. Art. 38 shall be amended to read as follows:

Upon a written request by at least 15% of all employees of the Company and its subsidiaries, the Supervisory Board shall call a vote on removal of an employees’ representative from the Supervisory Board. The result of the vote shall be binding on the General Meeting, provided that at least 50% of all employees of the Company and its subsidiaries take part in the voting and that the same majority of votes is obtained as is required for election.”

8. Art. 39 shall be amended to read as follows:

“In the event of removal, resignation or death of a Supervisory Board member appointed from among the persons elected by employees of the Company and all of its subsidiaries, the person who has obtained the next largest number of votes in the most recent election shall be appointed to the Supervisory Board in a given electoral district. If this is impracticable, a by-election shall be held, in which case the provisions of Article 27.3 and 27.4 and Article 37.5 shall apply accordingly.”

9. After Art. 65.12, the following Art. 65.13 shall be added:

“Whenever these Articles of Association refer to employees of a subsidiary, it shall mean employees of a subsidiary within the meaning of Art. 3.1.39 of the Accounting Act of September 29th 1994.”

Section 2

This Resolution has been passed by secret ballot and shall come into force as of its date.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast	4,591,954,242
Percentage of share capital represented by the shares on which valid votes were cast	79.47%
Total number of valid votes	4,591,954,242
including votes:	
in favour	4,327,019,774
against	0
abstentions	264,934,468