



*OPINION AND REPORT OF INDEPENDENT
AUDITOR*

on audit of consolidated financial statements of
Capital Group PGNiG

seated in
Warsaw

for the financial year ended 31.12.2015

The opinion contains 2 pages
The report contains 13 pages
Opinion of the independent auditor
and report of audit
of the consolidated financial statements
for the financial year ended
31 December 2015

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OPINION OF THE INDEPENDENT AUDITOR

To the Shareholders and Supervisory Board of Polskie Górnictwo Naftowe i Gazownictwo S.A.

We have audited the accompanying consolidated financial statements of Capital Group PGNiG, seated in Warsaw at M. Kasprzaka 25 ("the Group"), which comprise the consolidated statement of financial position as at 31 December 2015, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated cash flow statement for the year then ended and notes to the consolidated financial statements, comprising of a summary of significant accounting policies and other explanatory information.

Management's and Supervisory Board's Responsibility

Management of the Parent Entity is responsible for the correctness of the accounting records, the preparation and fair presentation of these consolidated financial statements in accordance with International Financial Reporting Standards, as adopted by European Union, the requirements for issuers of securities admitted to trading on an official stock-exchange listing market and other applicable regulations and preparation of the Report on the Group's activities. Management of the Parent Entity is also responsible for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

According to the Accounting Act dated 29 September 1994 (Official Journal from 2013, No. 330 with amendments) ("the Accounting Act"), Management of the Parent Entity and members of the Supervisory Board are required to ensure that the consolidated financial statements and the Report on the Group's activities are in compliance with the requirements set forth in the Accounting Act.

Auditor's Responsibility

Our responsibility, based on our audit, is to express an opinion on these consolidated financial statements and on this consolidated financial statements accordance with the rules demanding to use Group's accounting policy of this consolidated financial statement and whether the consolidated financial statements are derived from properly maintained accounting records. We conducted our audit in accordance with section 7 of the Accounting Act, national standards on auditing issued by Polish National Council of Certified Auditors and in matters not regulated by the national standards on auditing, when determining the detailed methodology for the planning and performing the audit and if in doubt - International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the consolidated financial statements and the accounting records from which they are derived are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the

Capital Group PGNiG

*Opinion on consolidated financial statements
for the financial year ended 31 December 2015*

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consolidated financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide basis for our opinion.

Opinion

In our opinion, the accompanying consolidated financial statements of PGNiG Group have been prepared and present fairly, in all material respects, the financial position of the Group as at 31 December 2015 and its financial performance and its cash flows for the year then ended, in accordance with International Accounting Standards, International Financial Reporting Standards as adopted by the European Union and related interpretations issued in form of regulation of European Commission and to the extent not regulated by those standards – in accordance the Accounting Act and related bylaws, the requirements for issuers of securities admitted to trading on an official stock-exchange listing market, are in compliance with the respective regulations that apply to the consolidated financial statements, applicable to the Group.

Other Matters

As required under the Accounting Act, we also report that the Report on the Group's activities includes, in all material respects, the information required by Art. 49 of the Accounting Act and by the Decree of the Ministry of Finance dated 19 February 2009 on current and periodic information provided by issuers of securities and the conditions for recognition as equivalent information required by the law of a non-Member State (Official Journal from 2014, item 133) and the information is consistent with the consolidated financial statements.

Signed on the Polish original

Mariusz Kuciński
Certified Auditor No. 9802

Group's Key Certified Auditor
On behalf of PKF Consult Spółka z ograniczoną odpowiedzialnością Sp. k.
registration number 477

Orzycka 6 lok. 1B
02 - 695 Warsaw

Warsaw, 19 February 2016



Report of
the audit of consolidated financial statements of

Capital Group PGNiG

seated in
Warsaw

for the financial year ended 31 December 2015

The report supplementing the auditor's opinion
contains 13 pages
Report of the audit of consolidated financial statements
for the financial year ended
31 December 2015

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Report of the audit of consolidated financial statements
for the financial year ended 31 December 2015

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1. General

1.1. General information about the Group

1.1.1. Name of the Group

Capital Group PGNiG

1.1.2. Registered office of the Parent Company of the Group

M. Kasprzaka 25 Street, Warsaw

1.1.3. Registration of the Parent Company in the National Court Register

Registration court: District Court in Warsaw, XII Commercial Department of the National Court Register
Date: 14.11.2001
Registration number: KRS 0000059492
REGON: 012216736
NIP: 525-000-80-28

1.1.4. Share capital structure of the Parent Company

At 31 December 2015 the share capital of the Parent Company in amount of 5 900 000 000,00 PLN was divided as follows:

Name of the Shareholder	Number of shares	Voting rights (%)	Nominal Value PLN '000	Percentage of share
State Treasury	4 178 771 608	70,83%	4 178 771,61	70,83%
Others <5%	1 721 228 392	29,17%	1 721 228,39	29,17%
	5 900 000 000	100,00%	5 900 000,00	100,00%

1.1.5. Information about companies comprising the Group

1.1.5.1. Companies included in the consolidated financial statements

As at 31 December 2015 the following companies were consolidated by the Group:

Parent Company:

- Polskie Górnictwo Naftowe i Gazownictwo S.A.

Subsidiaries consolidated on the full consolidation basis:

- BSiPG Gazoprojekt S.A.
- Exalo Drilling S.A.
- GEOFIZYKA Kraków S.A.
- GEOFIZYKA Toruń S.A.
- Geovita S.A.
- Operator Systemu Magazynowania Sp. z o.o.
- PGNiG Obrót Detaliczny Sp. z o.o.
- PGNiG Serwis Sp. z o.o.
- PGNiG Technologie S.A.

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- PGNiG TERMIKA S.A.
- Polska Spółka Gazownictwa Sp. z o.o.
- PGNiG Finance AB
- PGNiG Supply & Trading GmbH
- PGNiG Upstream International AS
- Polish Oil and Gas Company - Libya B.V.

Indirect subsidiaries included in the consolidation:

- Gaz Sp. z o.o. (subsidiary of Polska Spółka Gazownictwa Sp. z o.o.);
- Powiśle Park Sp. z o.o. (subsidiary of Polska Spółka Gazownictwa Sp. z o.o.);
- Oil Tech International F.Z.E. (subsidiary of Exalo Drilling S.A.);
- Poltava Services LLC (subsidiary of Exalo Drilling S.A.);
- PST Europe Sales GmbH; (subsidiary of PGNiG Supply&Trading GmbH);
- XOOOL GmbH, (subsidiary of PST Europe Sales GmbH).

Joint ventures valued with equity method:

- SGT EUROPOL GAZ S.A.

1.1.5.2. Entities excluded from consolidation

As at 31 December 2015 the following subsidiaries of the Group were not consolidated:

➤ Direct subsidiaries:

- PGNiG SPV 5 Sp. z o.o.
- PGNiG SPV 6 Sp. z o.o.
- PGNiG SPV 7 Sp. z o.o.
- GAS - TRADING S.A.

➤ Indirect subsidiaries:

- CHEMKOP Sp. z o.o.
- Gas Assets Management Sp. z o.o.
- Gas-Trading Podkarpacie Sp. z o.o.
- NYSAGAZ Sp. z o.o.
- Zakład Gospodarki Mieszkaniowej Sp. z o.o.

Subsidiaries listed above, whose financial statements are immaterial for reliable and fair presentation of financial position and financial performance of the Group, have been excluded from consolidation.

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1.1.6. Management of the Parent Company

The Management Board is responsible for management of the Parent Company.

At 31 December 2015, the Management Board of the Company was comprised of the following members:

- Piotr Woźniak – Member of the Supervisory Board delegated to temporarily perform the duties of Chairman of the Management Board;
- Waldemar Wójcik – Vice-Chairman of the Management Board.

On the date of the opinion the Management Board of the Company was comprised of the following members:

- Piotr Woźniak – Chairman of the Management Board,
- Waldemar Wójcik – Vice-Chairman of the Management Board,
- Bogusław Marzec – Vice-Chairman of the Management Board for Financial Affairs,
- Janusz Kowalski – Vice-Chairman of the Management Board for Corporate Affairs,
- Maciej Woźniak – Vice-Chairman of the Management Board for Business Affairs,
- Łukasz Kroplewski – Vice-Chairman of the Management Board for Development Affairs.

Changes in the Management Board during the reporting period to the date of this opinion are described in the notes to the consolidated financial statements, see Note 1.6.

1.2. Auditor information

1.2.1. Key certified auditor information

Name and surname: Mariusz Kuciński
Registration number: 9802

1.2.2. Authorized auditor information

Name: PKF Consult Spółka z ograniczoną odpowiedzialnością Sp. k.
Address: ul. Orzycka 6 lok. 1B, 02-695 Warsaw
Registration number: KRS 0000579479
Registration court: District Court for the Capital City Warsaw in Warsaw, XIII Commercial Department of the National Court Register
NIP number: 521-05-27-710

PKF Consult Spółka z ograniczoną odpowiedzialnością Sp. k. is entered in the register of entities authorised to audit financial statements under number 477.

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The consolidated financial statements have been audited in accordance with the contract dated 5 February 2013, concluded on the basis of the resolution of the Supervisory dated 23 January 2013 on the appointment of the auditor.

On Friday October 9th, 2015 the District Court in Warsaw, XIII Commercial Department of the National Court Register registered a transformation of PKF Consult Sp. z o.o. into PKF Consult Spółka z ograniczoną odpowiedzialnością Sp. k.. In accordance with Article 553.1 Code of commercial Companies PKF Consult Spółka z ograniczoną odpowiedzialnością Sp. k. as a transformed commercial company enjoys all the rights and have all the obligations of the commercial company under transformation.

We audited the consolidated financial statements in the Parent's head office during the period from 18 January 2016 to 19 February 2016.

Key certified auditor and PKF Consult Spółka z ograniczoną odpowiedzialnością Sp. k. fulfill independence requirements as described in Art. 56 points 3 and 4 of the Act on certified auditors and their government, audit firms and public oversight dated 7 May 2009 (Consolidated text, Journal of Laws of 2015, item 1011, as amended).

1.3. Prior period consolidated financial statements

The consolidated financial statements as at and for the year ended 31 December 2014 were audited by PKF Consult Sp. z o.o. and received an unqualified opinion.

The consolidated financial statements were approved at the Shareholders' Meeting on 16 April 2015.

The consolidated financial statements were submitted to the Registry Court on 23 April 2015.

1.4. Audit scope and responsibilities

This report was prepared for the Shareholders' Meeting and Supervisory Board of Polskie Górnictwo Naftowe i Gazownictwo S.A. seated in Warsaw at M. Kasprzaka 25 and relates to the consolidated financial statements comprising: the consolidated statement of financial position as at 31 December 2015, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated cash flow statement for the year then ended and notes to the consolidated financial statements, comprising of a summary of significant accounting policies and other explanatory information.

The Parent Company prepares its consolidated financial statements in accordance with International Financial Reporting Standards as adopted by the European Union on the basis of the decision of General Meeting dated 15 December 2006.

We conducted the audit in accordance with section 7 of the Accounting Act, national standards on auditing issued by Polish National Council of Certified Auditors and in matters not regulated by the national standards on auditing, when determining the detailed methodology for the planning and performing the audit and if in doubt - International Standards on Auditing.

Management of the Parent Company is responsible for the correctness of the accounting records and for the preparation and fair presentation of the consolidated financial statements in accordance with International Financial Reporting Standards as adopted by the European Union, the requirements for issuers of securities admitted to trading on an official stock-

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exchange listing market and with other applicable regulations and preparation of the Report on the Company's activities.

Our responsibility is to express an opinion and to prepare a supplementing report on the consolidated financial statements based on our audit.

The Management Board of the Parent Company submitted a statement, dated the same date as this report, as to the true and fair presentation of the consolidated financial statements presented for audit, which confirmed that there were no undisclosed matters which could significantly influence the information presented in the consolidated financial statements.

All required statements, explanations and information and all our requests for additional documents and information necessary for expressing our opinion and preparing the report have been fulfilled.

The scope of the work planned and performed has not been limited in any way. The method and scope of our audit is detailed in working papers prepared by us and retained in the offices of PKF Consult Spółka z ograniczoną odpowiedzialnością Sp. k.

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1.5. Information on audits of the financial statements of the consolidated companies

The audited consolidated financial statements of the Group consists of the separate financial statements of the Parent Company and subsidiaries as at 31 December 2015, which were audited and given an opinion:

Entity's name	Authorised auditor	Type of auditor's opinion	Method of consolidation
BSiPG Gazoprojekt S.A.	PKF Consult Sp. z o.o. Sp. k.	Unqualified opinion	Full
GK Exalo Drilling	PKF Consult Sp. z o.o. Sp. k.	Unqualified opinion	Full
GEOFIZYKA Kraków S.A.	PKF Consult Sp. z o.o. Sp. k.	Unqualified opinion	Full
GEOFIZYKA Toruń S.A.	PKF Consult Sp. z o.o. Sp. k.	Unqualified opinion	Full
Geovita S.A.	PKF Consult Sp. z o.o. Sp. k.	Unqualified opinion	Full
Operator Systemu Magazynowania Sp. z o.o.	PKF Consult Sp. z o.o. Sp. k.	Unqualified opinion	Full
PGNiG Obrót Detaliczny Sp. z o.o.	PKF Consult Sp. z o.o. Sp. k.	Unqualified opinion	Full
PGNiG Serwis Sp. z o.o.	PKF Consult Sp. z o.o. Sp. k.	Unqualified opinion	Full
PGNiG Technologie S.A.	PKF Consult Sp. z o.o. Sp. k.	Unqualified opinion	Full
PGNiG Termika S.A.	PKF Consult Sp. z o.o. Sp. k.	Unqualified opinion	Full
GK Polska Spółka Gazownictwa	PKF Consult Sp. z o.o. Sp. k.	Unqualified opinion (**)	Full
PGNiG Finance AB	Deloitte AB	Unqualified opinion	Full
GK PGNiG Supply&Trading	PricewaterhouseCoopers Aktiengesellschaft Wirtschaftsprüfungsgesellschaft	Unqualified opinion (*)	Full
PGNiG Upstream International AS	Deloitte AS	Unqualified opinion	Full
Polish Oil and Gas Company – Libya B.V.	-	Not audited (***)	Full

(*) – unqualified opinion from audit on consolidated package of GK PGNiG Supply&Trading.

(**) –an unqualified audit opinion was issued on the stand-alone financial statement of Polska Spółka Gazownictwa Sp. z o.o. and the unqualified review report was issued on the consolidation package of the Group Polska Spółka Gazownictwa.

(***) – assets of Polish Oil and Gas Company – Libya B.V. , expect from cash, are written down

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2. Financial analysis of the Company

2.1. Consolidated statement of financial position

ASSETS	2015-12-31	% of total	2014-12-31	% of total	The change in %
	mln PLN		mln PLN		<u>(BZ - BO)</u> BO)
Non – current assets					
Property, plant and equipment	32 967	66,17%	33 528	68,53%	-1,67%
Investment property	12	0,02%	9	0,02%	33,33%
Intangible assets	1 138	2,28%	1 113	2,27%	2,25%
Investments in equity-accounted entities	840	1,69%	856	1,75%	-1,87%
Other financial assets	275	0,55%	243	0,50%	13,17%
Deferred tax assets	1 575	3,16%	1 783	3,64%	-11,67%
Other non-current assets	152	0,31%	160	0,33%	-5,00%
	36 959	74,18%	37 692	77,04%	-1,94%
Current assets					
Inventories	2 229	4,47%	3 189	6,52%	-30,10%
Trade and other receivables	3 372	6,77%	4 236	8,66%	-20,40%
Current tax assets	7	0,01%	5	0,01%	40,00%
Other assets	146	0,29%	132	0,27%	10,61%
Derivative financial instrument assets	709	1,42%	567	1,16%	25,04%
Cash and cash equivalents	6 239	12,53%	2 958	6,05%	110,92%
Assets held for sale	164	0,33%	147	0,30%	11,56%
	12 866	25,82%	11 234	22,96%	14,53%
Total assets	49 825	100,00%	48 926	100,00%	1,84%

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EQUITY AND LIABILITIES	2015-12-31	% of total	2014-12-31	% of total	The change in %
	mIn PLN		mIn PLN		(BZ - BO)
					BO)
Equity					
Share capital	5 900	11,84%	5 900	12,06%	0,00%
Share premium	1 740	3,49%	1 740	3,56%	0,00%
Accumulated other comprehensive income	-637	-1,28%	-270	-0,55%	135,93%
Retained earnings /(deficit)	23 733	47,64%	22 794	46,59%	4,12%
Equity attributable to owners of the parent	30 736	61,69%	30 164	61,65%	1,90%
Equity attributable to non-controlling interests	5	0,01%	5	0,01%	0,00%
	30 741	61,70%	30 169	61,66%	1,90%
Non-current liabilities					
Borrowings and other debt instruments	5 799	11,64%	5 069	10,36%	14,40%
Employee benefit obligations	565	1,13%	604	1,23%	-6,46%
Provisions	1 728	3,48%	1 803	3,69%	-4,16%
Deferred revenue	1 511	3,03%	1 581	3,23%	-4,43%
Deferred tax liabilities	3 090	6,20%	3 250	6,64%	-4,92%
Other non-current liabilities	102	0,20%	77	0,16%	32,47%
	12 795	25,68%	12 384	25,31%	3,32%
Current liabilities					
Trade and other payables	3 288	6,60%	3 589	7,34%	-8,39%
Borrowings and other debt instruments	583	1,17%	769	1,57%	-24,19%
Derivative financial instrument liabilities	1 165	2,34%	593	1,21%	96,46%
Current tax liabilities	53	0,11%	191	0,39%	-72,25%
Employee benefit obligations	352	0,71%	284	0,58%	23,94%
Provisions	694	1,38%	720	1,47%	-3,61%
Deferred income	154	0,31%	227	0,46%	-32,16%
	6 289	12,62%	6 373	13,03%	-1,32%
Total equity and liabilities	49 825	100,00%	48 926	100,00%	1,84%

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2.2. Consolidated income statement and consolidated statement of comprehensive income

	2015	% of total	2014	% of total	The change in %
	mIn PLN	sales	mIn PLN	sales	(BO - BZ) BO
Revenue	36 464	100,00%	34 304	100,00%	6,30%
Raw materials and consumables used	-24 216	-66,41%	-21 229	-61,88%	14,07%
Employee benefits expense	-2 714	-7,44%	-2 827	-8,24%	-4,00%
Depreciation and amortisation expense	-2 790	-7,65%	-2 502	-7,29%	11,51%
Services	-2 674	-7,33%	-2 843	-8,29%	-5,94%
Work performed by the entity and capitalised	953	2,61%	980	2,86%	-2,76%
Other income and expenses	-1 733	-4,75%	-2 040	-5,95%	-15,05%
Total operating expenses	-33 174	-90,98%	-30 461	-88,80%	8,91%
Operating profit/(loss)	3 290	9,02%	3 843	11,20%	-14,39%
Finance income	80	0,22%	86	0,25%	-6,98%
Finance costs	-305	-0,84%	-432	-1,26%	-29,40%
Share in net profit/loss of equity – accounted entities	-51	-0,14%	129	0,38%	-139,53%
Profit/(loss) before tax	3 014	8,27%	3 626	10,57%	-16,88%
Income tax	-878	-2,41%	-804	-2,34%	9,20%
Net profit/(loss)	2 136	5,86%	2 822	8,23%	-24,31%

	2015	% of total	2014	% of total	The change in %
	mIn zł	sales	mIn zł	sales	(BO - BZ) BO
Net profit/(loss)	2 136	5,86%	2 822	8,23%	-24,31%
Other comprehensive income that will be reclassified to profit or loss if specific conditions are met, relating to:	-334	-0,92%	-197	-0,57%	69,54%
Exchange differences on translating foreign operations	15	0,04%	18	0,05%	-16,67%
Hedge accounting	-431	-1,18%	-265	-0,77%	62,64%
Deferred tax	82	0,22%	50	0,15%	64,00%
Other comprehensive income that will not be reclassified to profit or loss, relating to:	-33	-0,09%	-24	-0,07%	37,50%
Actuarial gains/(losses) on employee benefits	-35	-0,10%	-32	-0,09%	9,38%
Deferred tax	2	0,01%	8	0,02%	-75,00%
Other comprehensive income, net	-367	-1,01%	-221	-0,64%	66,06%
Total comprehensive income	1 769	4,85%	2 601	7,58%	-31,99%

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2.3. Selected financial ratios

		2015	2014	2013
1. Return on sales	%	5,9%	8,2%	6,0%
(result on sale / net revenues)*100				
2. Return on equity	%	6,9%	9,4%	6,7%
(net results / equity) *100				
3. Debtor's days	days	25	37	41
(trade receivables net*365) / net revenues				
4. Debt ratio	%	38,3%	38,3%	41,2%
(liabilities and provisions for liabilities / total equity and liabilities) *100				
5. Current ratio		2,0	1,7	1,4
(current assets/current liabilities)				

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3. Detailed report

3.1. Accounting principles, method of consolidation, correctness of documentation for consolidation

The method of calculating goodwill and arising on consolidation is described in the introduction to the consolidated financial statements.

The Parent Company maintains current documentation describing the accounting principles applied by the Group and adopted by the Management Board of the Parent Company, to the extent required by Art. 10 of the Accounting Act.

The consolidated financial statements were prepared on the basis of the consolidation documentation prepared completely and correctly, in accordance with the requirements of the Decree of the Ministry of Finance dated 25 September 2009 on principles for the preparation of consolidated financial statements of a capital group by companies other than banks and insurance companies (Official Journal from 2015 r., item 1957).

The consolidated financial statements were prepared in accordance with International Financial Reporting Standards as adopted by the European Union and with other applicable regulations. The accounting principles were presented in the notes to the consolidated financial statements to the extent required by International Financial Reporting Standards as adopted by the European Union.

In view of the fact that not all entities being part of the Group apply common accounting principles consistent with the accounting principles applied by the Parent Company, appropriate adjustments to the financial statements of those entities were made to ensure consistency with the accounting principles applied by the Parent Company, for the consolidation purposes.

3.2. Introduction and supplementary information and explanations to the consolidated financial statements

All information included in the introduction and the supplementary information and explanations to the consolidated financial statements is, in all material respects, presented correctly and completely. The introduction and supplementary information and explanations should be read in conjunction with the consolidated financial statements.

3.3. Report on the Group's activities

The Report of the Management Board of the Parent Company on the Group's activities includes, in all material respects, the information required by Art. 49 of the Accounting Act and by the Decree of the Ministry of Finance dated 19 February 2009 on current and periodic information provided by issuers of securities and the conditions for recognition as equivalent information required by the law of a non-Member State (Official Journal from 2014, item 133) and the information is consistent with the consolidated financial statements.

3.4. Consolidation of equity and calculation of minority interest

The share capital of the Group is equal to the share capital of the Parent Company.

Other equity items of the Group are determined by adding the equity balances of subsidiaries included in the consolidated financial statements, in the proportion reflecting the Parent

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for the financial year ended 31 December 2015

This document is a free translation of the Polish original. Terminology current in Anglo-Saxon countries has been used where practicable for the purposes of this translation in order to aid understanding. The binding Polish original should be referred to in matters of interpretation.

Company's share in the subsidiaries' equity as at the balance sheet date to the corresponding positions of the equity of the Parent Company. Only equity of the subsidiaries arising after the Parent Company obtained control of the subsidiary is included in the equity of the Group.

Minority interests in subsidiaries included in the consolidated financial statements were determined based on the minority shareholders' share in the subsidiaries' equity as at the balance sheet date.

3.5. Consolidation eliminations

Intercompany balances within the Group, sales between entities and other intercompany operating revenues and expenses, financial revenues and expenses, unrealized profits which were capitalized, dividends and results of sales of all or part of shares in subsidiaries were eliminated on consolidation.

The consolidation eliminations were based on the accounting records of Polskie Górnictwo Naftowe i Gazownictwo S.A. and agreed with information received from the subsidiaries.

3.6. Information on the opinion of the independent auditor

Based on our audit of the consolidated financial statements of the Group as at and for the year ended 31 December 2015, we have issued an unqualified.

Signed on the Polish original

Mariusz Kuciński
Certified Auditor No. 9802

Group's Key Certified Auditor
On behalf of PKF Consult Spółka z ograniczoną odpowiedzialnością Sp. k.
registration number 477

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Warsaw, 19 February 2016