

RESOLUTION No. 1
of the Extraordinary General Meeting of Shareholders of ENEA S.A.
held on 8 January 2010
on the election of the Chairman of the Extraordinary General Meeting of Shareholders

Acting pursuant to Article 409 par. 1 of the Commercial Companies Code and Article 29 par. 5 of the Statute of the Company, the Extraordinary General Meeting of Shareholders of ENEA S.A. resolves as follows: -----

§ 1

The Extraordinary General Meeting of Shareholders of ENEA S.A. elects Mr **Jacek Mariusz Czajka** as Chairman of the Extraordinary General Meeting of Shareholders. -----

§ 2

This resolution comes into effect from the moment it is adopted. -----

The following number of votes were cast in a secret ballot: -----

Total number of valid votes	– 420,022,001 -----
Number of votes "for"	– 420,022,001 -----
Number of votes "against"	– 0 -----
Number of abstentions	– 0 -----

The person opening the Meeting stated that the above resolution had been adopted by a majority of 100.00 per cent of the votes cast. -----

RESOLUTION No. 2
of the Extraordinary General Meeting of Shareholders of ENEA S.A.
held on 8 January 2010
on acceptance of the agenda of the Extraordinary General Meeting of Shareholders

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

§ 1

The Extraordinary General Meeting of Shareholders of ENEA S.A. approves the following agenda of the Extraordinary General Meeting of Shareholders of ENEA S.A.: -----

1. Opening of the Extraordinary General Meeting of Shareholders. -----
2. Election of the Chairman of the Extraordinary General Meeting of Shareholders. -----
3. Determining that the Extraordinary General Meeting of Shareholders has been duly convened and is capable of adopting resolutions. -----
4. Approval of the agenda. -----
5. Approval of the Regulations of the General Meeting of Shareholders. -----
6. Amendments to the Company's Statute. -----
7. Granting the President of the Management Board of ENEA S.A. an additional consideration. -----
8. Closing of the Meeting. -----

§ 2

This resolution comes into effect from the moment it is adopted. -----

The following number of votes were cast in open voting: -----

Total number of valid votes	– 420,022,001 -----
Number of votes "for"	– 420,022,001 -----
Number of votes "against"	– 0 -----
Number of abstentions	– 0 -----

The Chairman of the Meeting stated that the above resolution had been adopted by a majority of 100.00 per cent of the votes cast. -----

RESOLUTION No. 3
of the Extraordinary General Meeting of Shareholders of ENEA S.A.
held on 8 January 2010
on approval of the Regulations of the General Meeting of Shareholders of ENEA S.A.

Acting pursuant to Article 33 par. 2 of the Statute of the Company, after familiarising itself with the opinion of the Supervisory Board of ENEA S.A. presented in Resolution No. 27/VII/2009 of 10 October 2009 concerning the matter in question, the General Meeting of Shareholders of ENEA S.A. approves the Regulations of the General Meeting of Shareholders of ENEA S.A. in the wording constituting an attachment to this resolution. -----

The following number of votes were cast in a secret ballot: -----

Total number of valid votes	– 420,022,001 -----
Number of votes "for"	– 420,022,001 -----
Number of votes "against"	– 0 -----
Number of abstentions	– 0 -----

The Chairman of the Meeting stated that the above resolution had been adopted by a majority of 100.00 per cent of the votes cast. -----

RESOLUTION No. 4
of the Extraordinary General Meeting of Shareholders of ENEA S.A.
held on 8 January 2010
on the amendment of the Statute of ENEA S.A.

Acting pursuant to Article 430 par. 1 of the Commercial Companies Code, after familiarising itself with the opinion of the Supervisory Board of ENEA S.A. presented in Resolution No. 34/VII/2009 of 19 November 2009 on the matter in question, the General Meeting of Shareholders of ENEA S.A. amends the Statute of ENEA S.A. in the following manner: -----

1. In Article 5: -----
 - a) point 52 is added with the following wording: “52. Activities of head offices and holding companies, excluding financial holding companies 70.10.Z” -----
 - b) point 53 is added with the following wording: “53. Public relations and communication 70.21.Z” -----
 - c) point 54 is added with the following wording: “54. Other consultancy in conducting business activity and management 70.22.Z” -----
2. In Article 29 par. 5, “401 par. 1” is replaced by “400 par. 3” -----
3. In Article 31 par. 1, “400 par. 2” is replaced by “400 par. 1” -----

The following number of votes were cast in open voting: -----

Total number of valid votes	– 420,022,001 -----
Number of votes "for"	– 420,022,001 -----
Number of votes "against"	– 0 -----
Number of abstentions	– 0 -----

The Chairman of the Meeting stated that the above resolution had been adopted by a majority of 100.00 per cent of the votes cast. -----

RESOLUTION No. 5
of the Extraordinary General Meeting of Shareholders of ENEA S.A.
held on 8 January 2010
on granting the President of the Management Board of ENEA S.A. an additional
consideration

§ 1

Acting pursuant to Clause 3 par. 1 pt. 1 of the Regulation of the President of the Council of Ministers of 21 March 2003 on a detailed list of additional considerations which can be granted to persons directing some legal entities and the procedure according to which they are granted (Journal of Laws No. 14 item 139), the Extraordinary General Meeting of Shareholders of ENEA S.A., in connection with the motion of the Supervisory Board of the Company of 6 November 2009, grants the President of the Management Board of the Company, Mr Maciej Owczarek, an additional consideration in the form of the return of part of the costs of using an apartment, in the amount of 99 per cent. -----

§ 2

This resolution comes into effect from the moment it is adopted. -----

At the request of the shareholder Vattenfall Aktiebolag, the Chairman of the Meeting ordered a reconsideration of this resolution. -----

The following number of votes were cast in a secret re-vote: -----

Total number of valid votes	– 420,022,001 -----
Number of votes "for"	– 337,626,428 -----
Number of votes "against"	– 0 -----
Number of abstentions	– 82,395,573 -----

The Chairman of the Meeting stated that the above resolution had been adopted by a majority of 80.38 per cent of the votes cast. -----