

Changes in the statute of the NG2 S.A.

amended to include a new §6a and §6b in the following wording:

„§ 6a

1. The Executive Board shall have the right to increase the share capital of the Company by issuing new shares of total nominal value not higher than 384,000 PLN (three hundred eighty-four thousand zlotys) by way of one or several increases of the share capital within the limits defined above (authorized capital). The authorization of the Executive Board to increase the share capital and to issue new shares within the authorized capital shall expire at the end of 3 (three) years from the date of entering into the Register of Business Entities of the amendment to Articles of Association introduced by the resolution No. 3 of the Extraordinary General Meeting of 12 November 2009.

2. Subject to par. 3 and 4 below and unless otherwise provided in the Code of Commercial Partnerships and Companies, the Executive Board shall decide about all matters related to the increase of the share capital within the limits of authorized capital. In particular, the Executive Board shall be empowered to:

1) set the issue price of the shares, upon approval by the Supervisory Board of the Company; however, the issue price of each share issue carried out within the limits of authorized capital defined above in case of exclusion of the pre-emptive right of current shareholders of the Company cannot be lower than the arithmetic mean of average, daily weighted prices of the Company's stock trading volume at the Warsaw Stock Exchange from the period of 3 (three) months preceding directly the resolution of the Executive Board concerning this matter,

2) issue by offering the shares to current shareholders of the Company within the scope of the pre-emptive right or, upon obtaining approval of the Supervisory Board of the Company, with the withdrawal of the pre-emptive right of current shareholders in whole or in part; if the Executive Board takes a decision on the exclusion of the pre-emptive right in relation to a particular share issue, the Executive Board shall be bound to offer the shares issued in the first place to those shareholders, identified by it on the basis of the list of shareholders entitled to participation in the last General Meeting preceding passing by the Executive Board of the resolution on increase of the share capital, who are qualified investors within the meaning of article 8 par. 1 of the Act of 29 July 2005 on Public Offering, Conditions for Introducing Financial Instruments to an Organized Trading System, and on Public Companies (Polish Journal of Laws No. 184, item 1539, as amended),

3) conclude investment or firm commitment underwriting agreements or other agreements securing the success of share issue as well as conclude agreements on the strength of which depository receipts would be issued outside of the territory of the Republic of Poland,

4) take action aiming at dematerialization of pre-emptive rights to shares, rights to shares and shares as well as to conclude agreements with the National Depository for Securities (Krajowy Depozyt Papierów Wartościowych S.A.) on the registration of pre-emptive rights to shares, rights to shares and shares,

5) take action aiming at share issue by way of public offering or applying for admittance of preemptive rights to shares, rights to shares and shares to trading on the regulated market.

3. Shares issued within the limits of authorized capital may be taken up in exchange for contributions in cash or in kind. Resolutions of the Executive Board concerning the issue of shares in exchange for contributions in kind shall require an approval by the Supervisory Board.

4. Within the scope of the authorization to increase the share capital within the limits of authorized capital, the Executive Board shall be empowered to issue subscription warrants mentioned in article 453 § 2 of the Code of Commercial Partnerships and Companies with the subscription date expiring not later than the period for which the authorization has been given. Upon approval by the Supervisory Board, the Executive Board may withdraw in whole or in part the pre-emptive right of shareholders to subscription warrants entitling to subscription for shares.”

„§ 6b

1. The share capital has been increased conditionally by not more than 76,800 PLN (seventy-six thousand eight hundred zlotys) and is divided into not more than 768,000 (seven hundred sixtyeight thousand) common series E bearer shares with the nominal value of 0.10 PLN (one tenth of a zloty) each.

2. The aim of the conditional increase of share capital mentioned in par. 1 above is to grant the rights to take up series E shares to holders of subscription warrants issued pursuant to the Resolution No. 4 of the Extraordinary General Meeting of 12 November 2009.

3. Persons entitled to take up series E shares shall be the holders of subscription warrants issued by the Company pursuant to the Resolution No. 4 of the Extraordinary General Meeting of 12 November 2009.

4. The holders of subscription warrants mentioned in par. 3 above shall be entitled to exercise the right to take up series E shares by 30 June 2016.

5. Series E shares shall be paid up by contributions in cash.”