

ADOPTED RESOLUTIONS OF THE ANNUAL GENERAL MEETING
of the company
BGS Energy Plus a.s.

with its registered office in Světlá nad Sázavou, Zámecká 7, postal code 582 91
company number 28089880,
registered in the company register held by the County Court in Hradec Králové, section B, file 2840

The Board of Directors of the company BGS Energy Plus a.s. (hereinafter just "Company") convenes ANNUAL GENERAL MEETING of the Company, which was held on 30 June 2014 at 11:00 a.m. in Horní Bohušice 853, Světlá nad Sázavou, Czech Republic.

The agenda of the Annual General Meeting was as follows:

1. Opening and check of the quorum of the General Meeting
 2. Election of the bodies of the General Meeting
 3. Resolution upon change of Articles of Association
 4. Report by the Board of Directors on the Company's business activities and its assets for the year 2013, submitting of the regular (annual) and consolidated balance sheet reports for the year 2013 including auditor's statement, proposal by the Board of Directors for the approval of the regular (annual) and consolidated balance sheet reports for the year 2013, and report on controlling relationship for the year 2013 pursuant Article 66a Section 9 of the Czech commercial code and proposal of the Board of Directors for the allocation of the financial result for the year 2013
 5. Report by the Supervisory Board on its controlling activity in the year 2013, statement by the Supervisory Board to regular (annual) and consolidated balance sheet reports for the year 2013, statement by the Supervisory Board to the proposal the Board of Director's for the allocation of the financial result for the year 2013 and opinion of the Supervisory Board on report on controlling relationships pursuant Article 66a Section 9 of the Czech commercial code
 6. GM resolution on the Company's regular (annual) and consolidated balance sheet reports for the year 2013
 7. GM resolution on the Board of Director's proposal for the allocation of the financial result for the year 2013, resolution upon cancelation of reserve fund
 8. GM resolution on approval upon agreement on performance of an office of a member of the supervisory board
 9. Closing
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Resolutions:

ad 1)

No resolution.

ad 2)

Bodies of the Annual General Meeting, i.e. chairman, clerk, two verifiers of the minutes and scrutineer as follows:

- *chairman: Mgr. Štěpán Schenk*

- *minutes writer: Aleš Radil*

- *minutes verifiers: Radim Hruža, JUDr. Ing. Zdeněk Radil*

- *scrutineer: Hana Kohoutová*

ad 3)

The Annual General Meeting decided that pursuant to § 777 paragraph 5 of the ZOK the Articles of Association are subordinated to the ZOK as a whole.

The Annual General Meeting resolved that the Articles of Association of the Company with effect from the date of adoption of the decision shall be - except for the subordination provisions of the ZOK, which comes into force upon publication of this fact in the commercial register- changed and completely replaced by a new full text of the Articles of Association which shall be annexed to the minutes of the Annual General Meeting and the notarial deed, which will be written about this decision of the Annual General Meeting. (text of the draft amendments of the Articles of Association constitutes an Appendix 1 to this invitation)

ad 4)

No resolution.

ad 5)

No resolution.

ad 6)

a) *The Annual General Meeting approves the annual financial statements prepared as at December 31, 2013 as submitted to the Annual General Meeting.*

b) *The Annual General Meeting approves the consolidated financial statements prepared as at December 31, 2013 as submitted to the Annual General Meeting.*

c) *The Annual General Meeting takes into account the report of the Board of Directors on the Company's business results for 2013 and its assets in the present text.*

d) *The Annual General Meeting takes into account the report of the Supervisory Board on its activities for 2013, including the opinion of the Supervisory Board on the annual and consolidated financial statements for 2013 and comments on the review of the report on relations between related parties in accordance with § 66a paragraph 9 of the Commercial Code for the year 2013.*

ad 7)

The Annual General Meeting decided to distribute the profit achieved in 2013 in the amount of CZK 3,273,407.24 as follows:

- The amount of CZK 3,273,407.24 - will be transferred to the account 428 - undistributed profit from previous years.

The Annual General Meeting decided to cancel the reserve fund, which is equal to 504 654, - CZK booked on the account No. 421 and this amount of the canceled reserve fund shall be transferred to the account 428 - undistributed profit from previous years.

ad 8)

The Annual General Meeting approves the draft of the agreement on performance of an office of a member of the supervisory board as presented by the Board of Director, including remuneration amounting to 1.500, - CZK per month.

In Světlá nad Sázavou on 30th of May 2014

The Board of Directors