

Draft of GM resolutions of the company BGS Energy Plus a.s.

to be adopted on Annual General Meeting, which will be held on 14 June 2010 at 10:00 a.m. in the registered office of the Company Czech republic, Světlá nad Sázavou, Zámecká 7, PSČ 582 91.

Agenda of the Annual General Meeting:

1. Opening and check of the quorum of the General Meeting
2. Election of the bodies of the General Meeting
3. Report by the Board of Directors on the Company's business activities and its assets for the year 2009, submitting of the regular (annual) and consolidated balance sheet reports for the year 2009 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 2009, and report on controlling relationship for the year 2009 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 2009
4. Report by the Supervisory Board on its controlling activity in the year 2009, statement by the Supervisory Board to regular (annual) and consolidated balance sheet reports for the year 2009, statement by the Supervisory Board to the proposal the Board of Director's for the allocation of the financial result for the year 2009 and opinion of the Supervisory Board on report on controlling relationships pursuant Article 66a Section 9 of the Czech commercial code
5. GM resolution on the Company's regular (annual) and consolidated balance sheet reports for the year 2009
6. GM resolution on the Board of Director's proposal for the allocation of the financial result for the year 2009
7. Conclusion

Draft decisions on the individual items of the Agenda of the General Meeting:

As to Point No. 2. Election of the bodies of the General Meeting

BOD proposal for election of the bodies of the GM is as follows:

Chairman of the GM: Stepan Schenk

Recorder of the minutes: Ales Radil

Verifiers of the minutes: Zdenek Radil, Radim Hruza

Scrutator:(to be added later)

As to Point No. 5. GM resolution on the Company's regular (annual) and consolidated balance sheet reports for the year 2009

The BOD proposes to adopt the following resolutions:

- a) GM approves on the Company's regular (annual) balance sheet report for the year 2009 as submitted
- b) GM approves on the Company's consolidated balance sheet report for the year 2009 as submitted
- c) GM takes into account the report of the Board of Directors on the Company's business activities and its assets for the year 2009
- d) GM takes into account the report of the Board of Directors on controlling relationship for the year 2009 pursuant Article 66a Section 9 of the czech commercial code including the opinion of the Supervisory Board on the same

As to Point No. 6. GM resolution on the Board of Director's proposal for the allocation of the financial result for the year 2009

The BOD proposes to adopt the following resolutions:

GM approves on allocation of the financial result for the year 2009 – the loss amounting to 3.879 ths Czech crowns to be carry over to the account 429 – unsettled loss gained in previous years - and to be covered out of the profit which will be gained in next years.