

**Independent Auditor's Review Report
on the condensed interim financial statements
for the period from 1 January 2010 to 30 June 2010**

for the Shareholders of Petrolinvest S.A.

We have reviewed the accompanying condensed interim financial statements of Petrolinvest S.A. with its registered office in Gdynia, ul. Podolska 21, consisting of:

- the balance sheet prepared as at 30 June 2010, showing total assets and liabilities of **1 179 169** thousand zł;
- the profit and loss account for the period from 1 January 2010 to 30 June 2010, showing a net profit of **7 016** thousand zł;
- the statement of comprehensive income for the period from 1 January 2010 to 30 June 2010, showing a total comprehensive income of **7 016** thousand zł;
- the statement of changes in shareholders' equity for the period from 1 January 2010 to 30 June 2010, showing an increase in shareholders' equity of **234 538** thousand zł;
- the cash flow statement for the period from 1 January 2010 to 30 June 2010, showing a net cash increase of **20 699** thousand zł;
- notes to the financial statements.

The Management Board of Petrolinvest S.A. is responsible for the preparation of these condensed interim financial statements in accordance with International Accounting Standard 34 "Interim Financial Reporting", which has been approved by the European Union, as well as with other binding regulations.

Our responsibility was to perform a review of these financial statements.

We performed the review in accordance with the provisions of the professional auditing standards issued by the Polish National Chamber of Certified Auditors. These standards require us to plan and perform the review to obtain moderate assurance that the financial statements are free of material misstatements.

We conducted the review mainly by analyzing the data presented in the financial statements, examining the books of account and using information provided by the management and employees in charge of the entity's finances and accounting.

The scope and methodology of a review of condensed interim financial statements differ significantly from that of an audit based on which an opinion is issued on the truth and fairness of annual financial statements. Accordingly, we are unable to express such an opinion on the accompanying financial statements.

As described in Note 27.2 to the accompanying condensed financial statements, the Company concluded agreements to secure a credit with companies belonging to its main shareholder's group, stipulating the right to demand a conversion of the debt into equity in the Company (call option). In previous years the Company had also concluded other agreements with its main shareholder containing embedded derivative instruments. The Company has not performed a valuation of the above derivative instruments. Such a valuation would have an effect on the Company's current and comparative financial results.

Except for the effects of the matter described above, based on our review nothing has come to our attention that would prevent us from finding that the condensed interim financial statements have been prepared, in all material respects, in accordance with the requirements of International Accounting Standard 34 "Interim Financial Reporting", which has been approved by the European Union.

Without expressing any further qualifications, we draw your attention to the following matters:

- 1) Under its non-current and current assets the Company lists interests in subsidiary and co-subsiary entities, as well as granted loans reduced by the value of impairment write downs. In addition to its standalone financial statements the Company also prepares consolidated financial statements of the group, in which it is the holding company, which is the reason why the presented financial statements are standalone financial statements and cannot constitute the only basis for assessing the financial position of the Company, which is the holding company of a group. The consolidated financial statements prepared on 31 August 2010 for the 6-month period ended 30 June 2010 showed a net loss of 86 930 thousand zł, consolidated shareholders' equity of 564 649 thousand zł, and consolidated assets of 1 320 611 thousand zł.

The assumptions used to conduct impairment testing of the entity's assets, i.e. shares of subsidiary and co-subsiary entities and granted loans, are based on the Company's knowledge and on work performed by an independent expert. These assumptions depend on future events, which makes it impossible to determine their effect on the tests, and thus on the Company's financial results.

- 2) As described in Note 2 to the accompanying condensed financial statements, the Management has indicated potential threats to the Company's going concern. The goal of the Company's and group's operations is the exploration for and mining of hydrocarbons. The Company's operation and growth depend on the realization of this goal. The realization of this goal depends on obtaining sufficient external financing. In 2010 the Company signed two agreements for partial financing, containing conditions precedent, as described in Note 2 to the accompanying condensed financial statements. Failure to obtain sufficient sources of financing will lead to an inability to realize the investment plan and will have a negative effect on the Company's financial position and ability to continue as a going concern. The Company's Management has prepared the financial statements on a going concern basis. The Company's Management believes that the sources of financing it has obtained will enable the Company to continue as a going concern for at least 12 months of the balance sheet date.

Warsaw, 31 August 2010

BDO Sp. z o.o.
ul. Postępu 12
02-676 Warszawa
Authorized Audit Company No. 3355

Auditor in charge:

On behalf of BDO Sp. z o.o.:

Piotr Świętochowski
Certified Auditor No. 90039

André Helin, PhD
Senior Partner & CEO
Certified Auditor No. 90004