

## **Share transfer request and call for PETROLINVEST S.A. share offer**

*Legal basis: Art. 56.1.1 of the Act on public offering—inside information*

With reference to current report no. 4/2009 of 14 January 2009 in which the Company announced that it had entered into a significant agreement with PROKOM Investments S.A. (“Prokom”) (the “Agreement”) on 13 January 2009, the Management Board of PETROLINVEST S.A. (the “Company”) announces that on 31 July 2009 the Company received from Prokom:

1. a request to transfer to Prokom a number of shares that corresponds to the quotient of (i) the aggregate amount of interest payable on Accounts Receivable from the Loans extended by Prokom accrued from 28 January 2009 to 30 July 2009 and (ii) the average closing price of one Company share on the WSE in the last 3 months preceding the date of placing the request, i.e. Petrolinvest share price quote of PLN 49.4060, and
2. a call to offer to Prokom, within five days from 31 July 2009, to take up:
  - a) 2,720,716 ordinary bearer Petrolinvest shares at an issue price of PLN 45.9387 per share, that is for a total consideration of PLN 124,986,156.11,
  - b) 58,275 ordinary bearer Petrolinvest shares at an issue price of PLN 49.4060 per share, that is for a total consideration of PLN 2,879,134.65,that is on aggregate 2,778,991 ordinary bearer Petrolinvest shares at a weighted average issue price of PLN 46.0114 per share.

In the statement delivered to the Company Prokom indicated that the aggregate amount of the accounts receivable, which served as the basis for calculating the number of shares participating in the call referred to in this here report:

- in point 2a) above, totalling PLN 124,986,163.01, comprised:
  - (i) all accounts receivable by Prokom from the Company under the Loans extended by Prokom together with interest accrued to 28 January 2009, totalling PLN 124,976,468.68, which comprise the principal amount of PLN 107,599,770.75 and interest of PLN 17,376,697.93;
  - (ii) interest on trade accounts receivable by Prokom from the Company which arose in the course of regular business activities of both companies accrued for the period from 13 January 2009 to 28 January 2009 totalling PLN 9,694.33,
- in point 2b) above, interest payable on Accounts Receivable from the Loans defined in appendix no. 1 to the agreement dated 13 January 2009 accrued for the period from 28 January 2009 to 30 July 2009 totalling PLN 2,879,175.04.

*31 July 2009*

*/-/ Paweł Gricuk – President of the Management Board*

*/-/ Marcin Balicki – Vice President of the Management Board*