

### **Share transfer requests and calls 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. 45/2009 of 15 May 2009 in which the Company announced, among other things, that on 14 May 2009 it had entered into an agreement with Prokom Investments S.A. (“Prokom”), setting forth the terms on which Prokom makes its assets available to the Company to use as security for the credit facility extended under the agreement dated 21 March 2007 by the consortium of PKO Bank Polska S.A. and Bank Gospodarstwa Krajowego (the “Facility Agreement”) (the “Agreement with Prokom”), and an agreement with AGRO JAZOWA S.A. (“Agro Jazowa”), setting forth the terms on which Agro Jazowa makes its assets available to the Company to use as security for the credit facility extended under the Facility Agreement (the “Agreement with Agro Jazowa”), the Management Board of PETROLINVEST S.A. (the “Company”) announces that on 25 February 2010 the Company received from Prokom, filed in accordance with the Agreement with Prokom and in accordance with the Agreement with Agro Jazowa:

- 1) a request to transfer to Prokom a number of shares that corresponds to the quotient of (i) the account payable to Prokom by the Company for the prepayments defined in the Agreement with Prokom and listed in the request, totalling PLN 28,726,325.21 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 21.8654; and
- 2) a call to offer to Prokom, within five days from 25 February 2010, 1,313,780 ordinary bearer Petrolinvest shares, at an issue price of PLN 21.8654 per share, i.e. for a total consideration of PLN 28,726,325.21.

The liabilities referred to in the request and the call arose in execution of the Agreement with Prokom and the Agreement with Agro Jazowa. After the merger, Prokom became the legal successor of Agro Jazowa.

The Company also announces that in compliance with the above-mentioned Agreements of 14 May 2009, the above-mentioned accounts payable could have been satisfied with cash. The payment of those accounts through a share issue, at a market price higher than currently quoted, is a favourable solution from the Company’s perspective, taking into account the Company’s financial needs.

*25 February 2010*

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

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