Independent Auditors' Review Report on the Interim Condensed Consolidated Financial Statements for the 6-month period ended 30 June 2010

To the Supervisory Board of Grupa LOTOS S.A.

1. We have reviewed the interim condensed consolidated financial statements of The LOTOS Group ('the Group') where Grupa LOTOS S.A. is the dominant entity ('the Company'), and is located in Gdańsk, at 135 Elbląska Street, including the interim condensed consolidated statement of financial position as at 30 June 2010, the interim condensed consolidated statement of comprehensive income, the interim condensed consolidated statement of changes in equity, the interim condensed consolidated statement of cash flows for the period from 1 January 2010 to 30 June 2010 and notes to the interim condensed consolidated financial statements ('the accompanying interim condensed consolidated financial statements').

2. The Company's Management Board is responsible for the compliance of the accompanying interim condensed consolidated financial statements' with International Financial Reporting Standard IAS 34 "Interim financial reporting" as adopted by the European Union ('IAS 34'). Our responsibility was to issue a report on these consolidated financial statements based, on our review.

3. Except for the issue described in point 5 below, we conducted our review in accordance with the provisions of the law binding in Poland and national auditing standards issued by the National Council of Statutory Auditors in Poland. These standards require that we plan and perform our review to obtain moderate assurance as to whether the consolidated financial statements are free of material misstatement. The review was mainly based on applying analytical procedures to the financial data, inspection of accounting records and discussions with the management of the Company as well as its employees. The scope[1] of a review differs significantly from an audit of consolidated financial statements, the objective of which is to express an opinion on whether consolidated financial statements comply with the required applicable accounting policies, and on the truth and fairness[2] of these financial statements. Consequently, the review does not enable us to obtain sufficient assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

4. The consolidated financial statements for the prior financial year ended 31 December 2009 were subject to an audit by an auditor acting for another authorised audit firm who issued a qualified opinion with an emphasis of matter on these financial statements, dated 26 April 2010. The qualification concerned the lack of ability to verify the influence of the issues, which were the subject of the qualifications in the auditors' opinion issued to the consolidated financial statements of the Lithuanian Capital Group of AB Geonafta for the value of the shares held by the Group in the dominant entity of the AB Geonafta Capital Group. The emphasis of matter concerned the assets related to capital expenditures incurred on the exploration of gas fields B-4 and B-6 as well as the costs of drilling in the total amount of PLN 47.8 million. We also refer to the above mentioned issues in the points 5 and 7 of this report.

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[1] Translation of the following expression in Polish language: "*zakres i metoda*"
[2] Translation of the following expression in Polish language: "*rzetelności i jasności*"

5. The Company possesses 40,59% of shares in AB Geonafta located in Lithuania, which is the dominant entity of the AB Geonafta Capital Group („AB Geonafta Group"), valued by equity pickup method in the total amount of PLN 78 million. The consolidated financial statements of the AB Geonafta Group as at 31 December 2009, to which the auditor issued a qualified opinion on 25 March 2010, was the basis for the disclosure of AB Geonafta Group carrying value in accompanying interim condensed consolidated financial statements reflecting the share in the AB Geonafta Group's equity. The qualifications in the auditor's opinion concerned:

   - „As at 31 December 2009 AB Geonafta and the AB Geonafta Group accounts for non-current receivable from UAB LL Investicijos of LTL 13,413 thousand. As at reporting date AB Geonafta and the AB Geonafta Group have not assessed whether there are no objective evidence of impairment of the mentioned non-current receivable. In our opinion, such formal assessment had to be performed in accordance with IAS 39 'Financial Instruments: recognition and measurement'. Consequently, we are not able to determine the adjustments which might be necessary for the net result for the period ended 31 December 2009, non-current receivables and the equity as at 31 December 2009.
   - As at 31 December 2009 the AB Geonafta Group accounts for loans receivable for related parties Amber Trust II SCA ir Firebird Avrora Fund Ltd of LTL 7,553 thousand which should be repaid by June 2010. As at reporting date the AB Geonafta Group have not assessed whether there are no objective evidence of impairment of the mentioned loans receivable. In our opinion, such formal assessment had to be performed in accordance with IAS 39 'Financial Instruments: recognition and measurement'. Consequently, we are not able to determine the adjustments which might be necessary for the net result for the period ended 31 December 2009, consolidated trade and other receivables and the consolidated equity as at 31 December 2009.
   - Due to qualifications issued on the financial statements of the jointly controlled entity UAB Minijos Nafta we could not evaluate whether the value of proportionate part of property, plant and equipment in the mentioned jointly controlled entity recognized in the consolidated financial statements as at 31 December 2009 of LTL 42,900 thousand (31 December 2008 - LTL 49,951 thousand), and thee share profit of the mentioned jointly controlled entity in the consolidated financial statements amounting to LTL 997 thousand for the year ended 31 December 2009 (2008 – LTL 6,497 thousand) are stated correctly."

   The Group does not possess the consolidated financial statements of AB Geonafta Group as well as the standalone financial statements of AB Geonafta for the 6-month period ended 30 June 2010. The value of the shares in the accompanying interim condensed consolidated financial statements have been reduced by the dividend paid in relation to the condensed consolidated financial statements of the Group for the prior financial year ended 31 December 2009. The Company has no influence on the operating activity of AB Geonafta Group as well as limited control over these assets.

   Taking into consideration the limitations resulting from the lack of financial data for the 6-month period ended 30 June 2010 and the qualifications in the auditors' opinion issued to the consolidated financial statements of AB Geonafta Group for the financial year ended 31 December 2009 presented above, as at the date of this report we were unable to assess whether the value of shares in the dominant entity of AB Geonafta Group included in the accompanying interim condensed consolidated financial statements is correct and fully realizable.

6. Based on our review, except for the potential effects of the matter described in paragraph 5 above, nothing has come to our attention that causes us to believe that the accompanying interim condensed consolidated financial statements are not in accordance, in all material respects, with IAS 34.

7. Without further qualifying our review report, we draw attention that as presented in Note 17.1 to the accompanying interim condensed consolidated financial statements, the Group presents assets resulting from the expenditures incurred for the exploration of gas fields B-4 and B-6 in the total amount of PLN 47.8 million. The Group deputed the feasibility study on further development of these fields. The results of the analysis indicate that significant capital expenditures are required in order to achieve positive recoverability from their exploration. The scale of future economic benefits may vary depending on future market conditions and actions taken by the Group as well as ability to arrange financing or find the business partner.

on behalf of
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Key Certified Auditor

Marcin Zieliński
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Warsaw, 23 August 2010