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The Polish original should be referred to in matters of interpretation)*

**Resolutions adopted by Extraordinary General Meeting
of Zespół Elektrowni Pątnów-Adamów-Konin SA
on 15 April 2019**

**Resolution no. 3
of the Extraordinary General Meeting
of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna
based in Konin
of 15 April 2019**

on: adoption of the agenda

The Extraordinary General Meeting of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna ("the Company") adopts as follows:

§ 1

The agenda of this Extraordinary General Meeting is adopted as follows:

1. Opening of the Extraordinary General Meeting.
2. Election of Chairman of the Extraordinary General Meeting.
3. Confirmation of the correctness of convening the Extraordinary General Meeting and its ability to adopt Resolutions.
4. Adoption of the agenda.
5. Changes in the composition of the Supervisory Board of the Company.
6. Election of the members of the Supervisory Board of the Company by voting in separate groups pursuant to art. 385 §3-9 of the Commercial Companies Code:
 - a) Election of the members of the Supervisory Board of the Company by voting in separate groups;
 - b) Appointment of other members of the Company's Supervisory Board.
7. Adoption of a resolution regarding the remuneration for members of the Company's Supervisory Board.
8. Adoption of a resolution regarding coverage of the costs of the Extraordinary General Meeting by Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna.
9. Closing the Extraordinary General Meeting.

§ 2

This Resolution comes into force upon adoption.

The number of shares from which valid votes were cast is 42 685 001. The percentage of those shares in the share capital amounts to 83.99%. The total number of valid votes is 42 685 001, of which 42 572 198 votes were cast „for”, 0 votes were cast „against” and 112 803 votes were cast “abstentions”.

**Resolution no. 4
of the Extraordinary General Meeting
of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna
based in Konin
of 15 April 2019**

on: determining the number of members of the Company's Supervisory Board for the purposes of electing members of the Company's Supervisory Board by voting in separate groups

§ 1

The Extraordinary General Meeting of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna ("Company") determines, for the purposes of electing members of the Company's Supervisory Board by voting in separate groups, that the Supervisory Board of the Company will have 9 (nine) members.

§ 2

The Resolution comes into force upon adoption.

The number of shares from which valid votes were cast is 42 685 001. The percentage of those shares in the share capital amounts to 83.99%. The total number of valid votes is 42 685 001, of which 41 182 198 votes were cast „for”, 59 929 votes were cast „against” and 1 442 874 votes were cast “abstentions”.

**Resolution
of Shareholders forming Group no. 1
of 15 April 2019**

on: election of Members of the Supervisory Board by voting in separate groups

§1

Based on Article 385 §3 and §5 of the Code of Commercial Companies Shareholders forming group no. 1 representing a total of 7 430 156 shares at this Extraordinary General Meeting of the Company appoints Piotr Stępniaak as a member of the Supervisory Board.

§2

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.

The number of shares of Group no. 1 from which valid votes were cast is 7 430 156. The percentage of those shares in the share capital amounts to 14.62%. The total number of valid votes is 7 430 156, of which 7 430 156 votes were cast „for”, 0 votes were cast „against” and 0 votes were cast “abstentions”.

**Resolution
of Shareholders forming Group no. 2
of 15 April 2019**

on: election of Members of the Supervisory Board by voting in separate groups

§1

Based on Article 385 §3 and §5 of the Code of Commercial Companies Shareholders forming group no. 2 representing a total of 8 931 392 shares at this Extraordinary General Meeting of the Company appoints Grzegorz Krystek as a member of the Supervisory Board.

§2

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.

The number of shares of Group no. 2 from which valid votes were cast is 8 931 392. The percentage of those shares in the share capital amounts to 17.57%. The total number of valid votes is 8 931 392, of which 8 931 392 votes were cast „for”, 0 votes were cast „against” and 0 votes were cast “abstentions”.

**Resolution no. 5
of the Extraordinary General Meeting
of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna
based in Konin
of 15 April 2019**

on: complementing the composition of the Supervisory Board

§ 1

Based on Article 385 §6 of the Code of Commercial Companies, the Extraordinary General Meeting of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna hereby appoints Wojciech Piskorz as a member of the Supervisory Board of the Company.

§ 2

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.

The number of shares from which valid votes were cast is 26 323 453. The percentage of those shares in the share capital amounts to 51.79%. The total number of valid votes is 26 323 453, of which 26 200 867 votes were cast „for”, 59 929 votes were cast „against” and 62 657 votes were cast “abstentions”.

**Resolution no. 6
of the Extraordinary General Meeting
of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna
based in Konin
of 15 April 2019**

on: complementing the composition of the Supervisory Board

§ 1

Based on Article 385 §6 of the Code of Commercial Companies, the Extraordinary General Meeting of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna hereby appoints Henryk Sobierajski as a member of the Supervisory Board of the Company.

§ 2

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.

The number of shares from which valid votes were cast is 26 323 453. The percentage of those shares in the share capital amounts to 51.79%. The total number of valid votes is 26 323 453, of which 26 204 200 votes were cast „for”, 59 929 votes were cast „against” and 59 324 votes were cast “abstentions”.

**Resolution no. 7
of the Extraordinary General Meeting
of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna
based in Konin
of 15 April 2019**

on: complementing the composition of the Supervisory Board

§ 1

Based on Article 385 §6 of the Code of Commercial Companies, the Extraordinary General Meeting of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna hereby appoints Sławomir Sykucki as a member of the Supervisory Board of the Company.

§ 2

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.

The number of shares from which valid votes were cast is 26 323 453. The percentage of those shares in the share capital amounts to 51.79%. The total number of valid votes is 26 323 453, of which 26 204 200 votes were cast „for”, 59 929 votes were cast „against” and 59 324 votes were cast “abstentions”.

**Resolution no. 8
of the Extraordinary General Meeting
of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna
based in Konin
of 15 April 2019**

on: complementing the composition of the Supervisory Board

§ 1

Based on Article 385 §6 of the Code of Commercial Companies, the Extraordinary General Meeting of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna hereby appoints Tomasz Szelağ as a member of the Supervisory Board of the Company.

§ 2

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.

The number of shares from which valid votes were cast is 26 323 453. The percentage of those shares in the share capital amounts to 51.79%. The total number of valid votes is 26 323 453, of which 26 204 200 votes were cast „for”, 59 929 votes were cast „against” and 59 324 votes were cast “abstentions”.

**Resolution no. 9
of the Extraordinary General Meeting
of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna
based in Konin
of 15 April 2019**

on: complementing the composition of the Supervisory Board

§ 1

Based on Article 385 §6 of the Code of Commercial Companies, the Extraordinary General Meeting of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna hereby appoints Wiesław Walendziak as a member of the Supervisory Board of the Company.

§ 2

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.

The number of shares from which valid votes were cast is 26 323 453. The percentage of those shares in the share capital amounts to 51.79%. The total number of valid votes is 26 323 453, of which 26 204 200 votes were cast „for”, 59 929 votes were cast „against” and 59 324 votes were cast “abstentions”.

**Resolution no. 10
of the Extraordinary General Meeting
of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna
based in Konin
of 15 April 2019**

on: complementing the composition of the Supervisory Board

§ 1

Based on Article 385 §6 of the Code of Commercial Companies, the Extraordinary General Meeting of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna hereby appoints Leszek Wysocki as a member of the Supervisory Board of the Company.

§ 2

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.

The number of shares from which valid votes were cast is 26 323 453. The percentage of those shares in the share capital amounts to 51.79%. The total number of valid votes is 26 323 453, of which 26 200 867 votes were cast „for”, 59 929 votes were cast „against” and 62 657 votes were cast “abstentions”.

**Resolution no. 11
of the Extraordinary General Meeting
of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna
based in Konin
of 15 April 2019u**

on: complementing the composition of the Supervisory Board

§ 1

Based on Article 385 §6 of the Code of Commercial Companies, the Extraordinary General Meeting of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna hereby appoints Sławomir Zakrzewski as a member of the Supervisory Board of the Company.

§ 2

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.

The number of shares from which valid votes were cast is 26 323 453. The percentage of those shares in the share capital amounts to 51.79%. The total number of valid votes is 26 323 453, of which 26 200 867 votes were cast „for”, 59 929 votes were cast „against” and 62 657 votes were cast “abstentions”.

**Resolution no. 12
of the Extraordinary General Meeting
of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna
based in Konin
of 15 April 2019**

on: determination of remuneration for members of the Supervisory Board

§ 1

The Extraordinary General Meeting of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna hereby sets the monthly remuneration for the Members of the Company's Supervisory Board in the amount of:

1. Chairman of the Supervisory Board – 15 000 (in words: fifteen thousand zlotys);
2. Deputy Chairman of the Supervisory Board – 12 000 (in words: twelve thousand zlotys);
3. Member of the Supervisory Board – 10 000 (in words: ten thousand zlotys).

§ 2

The remuneration referred to in § 1 is paid in arrears by the 10th day of each month.

§ 3

Previously binding rules and amounts of remuneration for the members of the Supervisory Board of the Company lose their validity.

§ 4

This Resolution comes into force upon adoption.

The number of shares from which valid votes were cast is 42 685 001. The percentage of those shares in the share capital amounts to 83.99%. The total number of valid votes is 42 685 001, of which 41 172 415 votes were cast „for”, 69 712 votes were cast „against” and 1 442 874 votes were cast “abstentions”.

**Resolution no. 13
of the Extraordinary General Meeting
of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna
based in Konin
of 15 April 2019**

on: coverage of the costs of the Extraordinary General Meeting by Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna

The Extraordinary General Meeting of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna ("the Company") pursuant to art. 400 § 4 of the Code of Commercial Companies, adopts as follows:

§ 1

The costs of convening and holding this Extraordinary General Meeting shall be borne by the Company.

§ 2

This Resolution comes into force upon adoption.

The number of shares from which valid votes were cast is 42 685 001. The percentage of those shares in the share capital amounts to 83.99%. The total number of valid votes is 42 685 001, of which 42 569 168 votes were cast „for”, 109 383 votes were cast „against” and 6 450 votes were cast “abstentions”.