

*(This is a translation of the document issued originally in Polish language.
The Polish original should be referred to in matters of interpretation.)*

**Content of draft resolutions of the Extraordinary General Meeting of
Zespół Elektrowni "Pątnów-Adamów-Konin" S.A.
convened at 21 October 2017**

To item 2 of the agenda

**Resolution No ...
of the Extraordinary General Meeting of
Zespół Elektrowni "Pątnów-Adamów-Konin" Spółka Akcyjna
seated in Konin
of ... 2017**

on: election of the Chairman of the Extraordinary General Meeting

The Extraordinary General Meeting of Zespół Elektrowni "Pątnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article 409 § 1 of the Code of Commercial Companies and § 13 of the articles of association of the Company adopts as follows:

§ 1

To the position of Chairman of the Extraordinary General Meeting the following is elected _____

§ 2

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

To item 4 of the agenda

**Resolution No ...
of the Extraordinary General Meeting of
Zespół Elektrowni "Pątnów-Adamów-Konin" Spółka Akcyjna
seated in Konin
of ... 2017**

on: adoption of the agenda

The Extraordinary General Meeting of Zespół Elektrowni "Pątnów-Adamów-Konin" Spółka Akcyjna ("**the Company**" or "**ZE PAK S.A.**") adopts as follows:

§ 1

The agenda of this Extraordinary General Meeting is adopted in the following wording:

1. Opening of the General Meeting.
2. Election of Chairman of the General Meeting.
3. Confirmation of the correctness of convening the General Meeting and its capacity to adopt resolutions.
4. Adoption of the agenda
5. Determining the number of members of the Supervisory Board of the Company for the seventh term
6. Changes in the composition of the Supervisory Board of the Company
7. Closing of the sessions

§ 2

This Resolution comes into force upon adoption.

To item 5 of the agenda

**Resolution No ...
of the Extraordinary General Meeting of
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna
seated in Konin
of ... 2017**

on determination of the number of members of the Supervisory Board of VII term of office.

§ 1

The Extraordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), determines that the Supervisory Board of the Company of the VII term of office will count ▸ _____ members.

§ 2

This Resolution comes into force upon adoption.

To item 6 of the agenda

**Resolution No ...
of the Extraordinary General Meeting of
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna
seated in Konin
of ... 2017**

w sprawie: Change into composition of Supervisory Board of the Company

Extraordinary General Meeting of Pątnów-Adamów-Konin Power Plant ("**the Company**") acting pursuant to art. 385 § 1 of the Code of Commercial Companies and § 14 para. 1 point 7 and § 16 sec. 3 of the Company's Articles of Association, adopts the following:

§ 1

The Extraordinary General Meeting cancels/appoints from/to the Supervisory Board members of the Supervisory Board Mr/Mrs _____

§ 2

1. The resolution was adopted by secret ballot.
2. This Resolution shall enter into force upon its adoption.