

*(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 Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" S.A.  
convened at 28 June 2016**

**To item 2 of the agenda**

**Resolution No ...  
of the Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna  
seated in Konin  
of ... 2016**

**on:** election of the Chairman of the Ordinary General Meeting

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-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 Ordinary 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 Ordinary General Meeting of  
Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna  
seated in Konin  
of ... 2016**

**on:** adoption of the agenda

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

**§ 1**

The agenda of this Ordinary 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. Examination of the Management Board's Report From The Company Operations in 2015 and of the Standalone Financial Statement of the Company for financial year 2015.
6. Examination of the Management Board's Report From The Capital Group's Operations in 2015 and of the Consolidated Financial Statement for the financial year 2015.
7. Examination of the Statement of Operations of the Supervisory Board of ZE "PAK" SA in 2015, containing, among others, the report on results of the assessment of the Standalone Financial Statement for the financial year 2015, the Management Board's Report From The Company Operations in 2015 and the request of the Management Board concerning cover of the loss for the year 2015.
8. Adoption of resolutions on:
  - a. approval of the Management Board's Report From The Company Operations in 2015,
  - b. approval of the Standalone Financial Statement for the financial year 2015,
  - c. cover of the loss for the year 2015,
  - d. approval of the Management Board's Report From The Capital Group's Operations in 2015,
  - e. approval of the Consolidated Financial Statement for the financial year 2015,
  - f. approval of the annual Statement of Operations of the Supervisory Board of ZE "PAK" S.A. in 2015,
  - g. granting the vote of approval to members of the Management Board of the Company for fulfilment of their obligations in 2015,
  - h. granting the vote of approval to members of the Supervisory Board of the Company for fulfilment of their obligations in 2015.
9. Changes in composition of the Supervisory Board of ZE PAK S.A.
10. Closing of the sessions.

## § 2

This Resolution comes into force upon adoption.

### To item 8 subitem a) of the agenda

Resolution No ...  
of the Ordinary General Meeting of  
**Zespół Elektrowni "Państwów-Adamów-Konin" Spółka Akcyjna**  
seated in Konin  
of ... 2016

on approval of the Management Board's Report From The Company Operations in 2015

The Ordinary General Meeting of Zespół Elektrowni "Państw-Adamów-Konin" Spółka Akcyjna ("the Company"), acting on the basis of Article. 395 § 2 item 1 of the Code of Commercial Companies and § 14 section 1 item 1 of the articles of association of the Company adopts as follows:

### § 1

The Ordinary General Meeting, having examined the Management Board's Report From The Company Operations in 2015, taking account of the evaluation of this report made by the Supervisory Board of the Company, decides to approve the Management Board's Report From The Company Operations in 2015.

### § 2

This Resolution comes into force upon adoption.

### To item 8 subitem b) of the agenda

**Resolution No ...  
of the Ordinary General Meeting of  
Zespół Elektrowni "Państw-Adamów-Konin" Spółka Akcyjna  
seated in Konin  
of ... 2016**

on approval of the Standalone Financial Statement for the financial year 2015

The Ordinary General Meeting of Zespół Elektrowni "Państw-Adamów-Konin" Spółka Akcyjna ("the Company"), acting on the basis of Article. 395 § 2 item 1 of the Code of Commercial Companies and § 14 section 1 item 1 of the articles of association of the Company adopts as follows:

### § 1

The Ordinary General Meeting, having examined the financial statement of Zespół Elektrowni Państw-Adamów-Konin S.A. for the year ending on 31 December 2015, covering:

- 1) introduction to the financial statement and additional information and explanations;
- 2) balance sheet drawn up as at 31 December 2015, which presents the total balance of assets, equity and liabilities in the amount of PLN thousand 2 649 371 (in words: two billion six hundred forty nine million three hundred seventy one thousand Polish zloty);
- 3) income statement for the period from 1 January 2015 to 31 December 2015, which presents net loss in the amount of PLN thousand 1 515 850 (in words: one billion five hundred fifteen million eight hundred fifty thousand Polish zloty);
- 4) statement of changes in equity for the period from 1 January 2015 to 31 December 2015, which presents increase in equity by the amount of PLN thousand 1 635 529 (in words: one billion six hundred thirty five million five hundred twenty nine thousand Polish zloty);
- 5) cash flow statement for the period from 1 January 2015 to 31 December 2015, which presents increase in cash during the financial year by the net amount of PLN thousand 9 750 (in words: nine million seven hundred fifty thousand Polish zloty),

and having read the opinion and report of the Certified Auditor – Ernst & Young Audyt Polska spółka z ograniczoną odpowiedzialnością sp.k. of audit of this statement, taking account of the evaluation of the statement made by the Supervisory Board of the Company, decides to approve the financial statement of Zespół Elektrowni Państw-Adamów-Konin S.A. for the year ending on 31 December 2015.

## § 2

This Resolution comes into force upon adoption.

### To item 8 subitem c) of the agenda

Resolution No ...  
of the Ordinary General Meeting of  
**Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna**  
seated in Konin  
of ... 2016

on cover of the loss for the year 2015

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("the Company"), acting on the basis of Article 395 of § 2 section 2 of the Code of Commercial Companies and § 14 section 1 item 2 of the Articles of Association of the Company adopts as follows:

### § 1

The Ordinary General Meeting decides about cover of the net loss for the year 2015 in amount of 1 515 850 561,87 PLN (in words: one billion five hundred fifteen million eight hundred fifty thousand five hundred and sixty one 87/100) as follows:

- a) cover of the net loss for the 2015 from reserve capital in amount of 2 404 906,00 PLN (in words: two million four hundred four thousand nine hundred and six 00/100 PLN);
- b) cover of the net loss for the year 2015 from the supplementary capital in amount of 1 513 445 655,87 PLN (in words: one billion five hundred thirteen million four thousand forty five thousand six hundred fifty five 87/100 PLN).

### § 2

This Resolution comes into force upon adoption.

### To item 8 subitem d) of the agenda

Resolution No ...  
of the Ordinary General Meeting of  
**Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna**  
seated in Konin  
of ... 2016

on approval of the report of the Management Board's Report From The Capital Group's Operations in 2015.

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("the Company"), acting on the basis of Article 55 and Article 63c section 4 of the Act of 29 September 1994 on Accounting (consolidated text: Journal of Laws of 2013 item 330 as amended) adopts as follows:

## § 1

The Ordinary General Meeting, having examined the Management Board's Report From The Capital Group's Operations in 2015 decides to approve this statement.

## § 2

This Resolution comes into force upon adoption.

### To item 8 subitem e) of the agenda

Resolution No ...  
of the Ordinary General Meeting of  
**Zespół Elektrowni "Państwów-Adamów-Konin" Spółka Akcyjna**  
seated in Konin  
of ... 2016

on approval of the Consolidated Financial Statement of the "ZE PAK" Group for the financial year 2015

The Ordinary General Meeting of Zespół Elektrowni "Państwów-Adamów-Konin" Spółka Akcyjna ("the Company"), acting on the basis of Article 55 and Article 63c section 4 of the Act of 29 September 1994 on Accounting (consolidated text: Journal of Laws of 2013 item 330 as amended) adopts as follows:

## § 1

The Ordinary General Meeting, having examined the consolidated financial statement of the Zespół Elektrowni Państwów-Adamów-Konin S.A. Group for the year ending on 31 December 2014, covering:

- 1) consolidated balance sheet prepared as at 31 December 2015 which presents the total balance of assets, equity and liabilities in the amount of PLN thousand 4 974 381 (in words: four billion nine hundred seventy four million three hundred eighty one thousand Polish zloty),
- 2) consolidated income statement for the year ended 31 December 2015, which presents net loss in the amount of PLN thousand 1 879 808 (in words: one billion eight hundred seventy nine million eight hundred eight thousand Polish zloty),
- 3) consolidated comprehensive income statement for the year ended 31 December 2015, which presents comprehensive income in the amount of PLN thousand 1 873 706 (in words: minus one billion eight hundred thousand seventy three million seven hundred six thousand Polish zloty),
- 4) statement of changes in the consolidated equity for the year ended 31 December 2015, which presents decrease in equity by the amount of PLN thousand 1 934 894 (in words: one billion nine hundred thirty four million eight hundred ninety four thousand Polish zloty),
- 5) consolidated cash flow statement for the year ended 31 December 2015, which presents increase in net cash by the amount of PLN thousand 28 050 thousand (in words: twenty eight million fifty thousand Polish zloty),
- 6) additional information

and having read the opinion and report of the Certified Auditor – Ernst & Young Audyt Polska spółka z ograniczoną odpowiedzialnością sp.k. of audit of this statement decides to approve the consolidated financial statement of the Zespół Elektrowni Państwów-Adamów-Konin S.A. Group for the year ending on 31 December 2015.

§ 2

This Resolution comes into force upon adoption.

To item 8 subitem f) of the agenda

Resolution No ...  
of the Ordinary General Meeting of  
**Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna**  
seated in Konin  
of ... 2016

on approval of the annual statement of the Supervisory Board of operations in 2015

§ 1

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("the Company"), having examined the statement of the Supervisory Board of Zespół Elektrowni "Pałnów-Adamów-Konin" S.A. in 2015 containing, among others, the evaluation of the financial statement of the Company for the financial year 2015, the statement of the Management Board's Report From The Company Operations in 2015, and the request of the Management Board concerning cover of the net loss for the year 2015, decides to approve this statement.

§ 2

This Resolution comes into force upon adoption.

To item 8 subitem g) of the agenda

Resolution No ...  
of the Ordinary General Meeting of  
**Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna**  
seated in Konin  
of ... 2016

on granting Ms. Katarzyna Muszkat the vote of approval for fulfilment of her obligations in 2015

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("the Company"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

§ 1

The Ordinary General Meeting grants Ms. Katarzyna Muszkat the vote of approval for fulfilment of the obligations of President of the Management Board during the period from 01.01.2015 to 02.10.2015.

§ 2

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

To item 8 subitem g) of the agenda

Resolution No ...  
of the Ordinary General Meeting of  
**Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna**  
seated in Konin  
of ... 2016

on granting Ms. Anna Strzyżk the vote of approval for fulfilment of her obligations in 2015

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("the **Company**"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

§ 1

The Ordinary General Meeting grants Ms. Anna Strzyżk the vote of approval for fulfilment of the obligations of Vice President of the Management Board during the period from 01.01.2015 to 02.10.2015.

§ 2

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

To item 8 subitem g) of the agenda

Resolution No ...  
of the Ordinary General Meeting of  
**Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna**  
seated in Konin  
of ... 2016

on granting Mr. Piotr Jarosz the vote of approval for fulfilment of his obligations in 2015

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("the **Company**"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

§ 1

The Ordinary General Meeting grants Mr. Piotr Jarosz the vote of approval for fulfilment of the obligations of Vice President of the Management Board during the period from 01.01.2015 to 02.10.2015.

§ 2

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

To item 8 subitem g) of the agenda

Resolution No ...  
of the Ordinary General Meeting of  
**Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna**  
seated in Konin  
of ... 2016

on granting Mr. Sławomir Sykucki the vote of approval for fulfilment of his obligations in 2015

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("the Company"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

§ 1

The Ordinary General Meeting grants Mr. Sławomir Sykucki the vote of approval for fulfilment of the obligations of Vice President of the Management Board during the period from 01.01.2015 to 02.10.2015.

§ 2

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

To item 8 subitem g) of the agenda

Resolution No ...  
of the Ordinary General Meeting of  
**Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna**  
seated in Konin  
of ... 2016

on granting Mr. Janusz Kaliszyk the vote of approval for fulfilment of his obligations in 2015

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("the Company"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

§ 1

The Ordinary General Meeting grants Mr. Janusz Kaliszyk the vote of approval for fulfilment of the obligations of President of the Management Board during the period from 02.10.2015 to 16.11.2015.

§ 2

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

To item 8 subitem g) of the agenda

Resolution No ...  
of the Ordinary General Meeting of  
**Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna**  
seated in Konin  
of ... 2016

on granting Ms. Aneta Lato-Żuchowska the vote of approval for fulfilment of her obligations in 2015

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("the Company"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

§ 1

The Ordinary General Meeting grants Ms. Aneta Lato-Żuchowska the vote of approval for fulfilment of the obligations of Vice President of the Management Board during the period from 02.10.2015 to 31.12.2015.

§ 2

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

To item 8 subitem g) of the agenda

Resolution No ...  
of the Ordinary General Meeting of  
**Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna**  
seated in Konin  
of ... 2016

on granting Mr. Adrian Kaźmierczak the vote of approval for fulfilment of his obligations in 2015

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("the Company"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

§ 1

The Ordinary General Meeting grants Mr. Adrian Kaźmierczak the vote of approval for fulfilment of the obligations of Vice President of the Management Board during the period from 02.10.2015 to 31.12.2015.

§ 2

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

To item 8 subitem g) of the agenda

Resolution No ...  
of the Ordinary General Meeting of  
**Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna**  
seated in Konin  
of ... 2016

on granting Mr. Tomasz Zadroga the vote of approval for fulfilment of his obligations in 2015

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("the Company"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

§ 1

The Ordinary General Meeting grants Mr. Tomasz Zadroga the vote of approval for fulfilment of the obligations of Vice President of the Management Board during the period from 02.10.2015 to 31.12.2015.

§ 2

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

To item 8 subitem g) of the agenda

Resolution No ...  
of the Ordinary General Meeting of  
**Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna**  
seated in Konin  
of ... 2016

on granting Mr. Zygmunt Artwik the vote of approval for fulfilment of his obligations in 2015

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("the Company"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

§ 1

The Ordinary General Meeting grants Mr. Zygmunt Artwik the vote of approval for fulfilment of the obligations of Vice President of the Management Board during the period from 30.10.2015 to 31.12.2015.

§ 2

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

To item 8 subitem h) of the agenda

Resolution No ...  
of the Ordinary General Meeting of  
**Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna**  
seated in Konin  
of ... 2016

on granting Mr. Zygmunt Solorz-Żak the vote of approval for fulfilment of his obligations in 2015

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

§ 1

The Ordinary General Meeting grants Mr. Zygmunt Solorz-Żak the vote of approval for fulfilment of the obligations of President of the Supervisory Board in 2015.

§ 2

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

To item 8 subitem h) of the agenda

Resolution No ...  
of the Ordinary General Meeting of  
**Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna**  
seated in Konin  
of ... 2016

on granting Mr. Henryk Sobierajski the vote of approval for fulfilment of his obligations in 2015

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

§ 1

The Ordinary General Meeting grants Mr. Henryk Sobierajski the vote of approval for fulfilment of the obligations of Vice President of the Supervisory Board in 2015.

§ 2

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

To item 8 subitem h) of the agenda

Resolution No ...  
of the Ordinary General Meeting of  
**Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna**  
seated in Konin  
of ... 2016

on granting Mr. Leszek Wyslocki the vote of approval for fulfilment of his obligations in 2015

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("the **Company**"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

§ 1

The Ordinary General Meeting grants Mr. Leszek Wyslocki the vote of approval for fulfilment of the obligations of Member of the Supervisory Board in 2015.

§ 2

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

To item 8 subitem h) of the agenda

Resolution No ...  
of the Ordinary General Meeting of  
**Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna**  
seated in Konin  
of ... 2016

on granting Mr. Wojciech Piskorz the vote of approval for fulfilment of his obligations in 2015

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("the **Company**"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

§ 1

The Ordinary General Meeting grants Mr. Wojciech Piskorz the vote of approval for fulfilment of the obligations of Secretary of the Supervisory Board in 2015, including temporary fulfilment of President of the Management Board during 3 months long delegation in 2015 lasting from 17.11.2015 to 31.12.2015.

§ 2

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

To item 8 subitem h) of the agenda

Resolution No ...  
of the Ordinary General Meeting of  
**Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna**  
seated in Konin  
of ... 2016

on granting Mr. Ludwik Sobolewski the vote of approval for fulfilment of his obligations in 2015

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

§ 1

The Ordinary General Meeting grants Mr. Ludwik Sobolewski the vote of approval for fulfilment of the obligations of Member of the Supervisory Board in 2015.

§ 2

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

To item 8 subitem h) of the agenda

Resolution No ...  
of the Ordinary General Meeting of  
**Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna**  
seated in Konin  
of ... 2016

on granting Mr. Tomasz Zadroga the vote of approval for fulfilment of his obligations in 2015

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

§ 1

The Ordinary General Meeting grants Mr. Tomasz Zadroga the vote of approval for fulfilment of the obligations of Member of the Supervisory Board in the period from 01.01.2015 to 02.10.2015.

§ 2

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

To item 8 subitem h) of the agenda

Resolution No ...  
of the Ordinary General Meeting of  
**Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna**  
seated in Konin  
of ... 2016

on granting Mr. Wiesław Walendziak the vote of approval for fulfilment of his obligations in 2015

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

§ 1

The Ordinary General Meeting grants Mr. Wiesław Walendziak the vote of approval for fulfilment of the obligations of Member of the Supervisory Board in 2015.

§ 2

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

To item 8 subitem h) of the agenda

Resolution No ...  
of the Ordinary General Meeting of  
**Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna**  
seated in Konin  
of ... 2016

on granting Mr. Lesław Podkański the vote of approval for fulfilment of his obligations in 2015

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("**the Company**"), acting on the basis of Article 395 § 2 section 3 of the Code of Commercial Companies and § 14 section 1 item 1 of the Articles of Association of the Company adopts as follows:

§ 1

The Ordinary General Meeting grants Mr. Lesław Podkański the vote of approval for fulfilment of the obligations of Member of the Supervisory Board in 2015.

§ 2

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

To item 9 of the agenda

Resolution No ...  
of the Ordinary General Meeting of  
**Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna**  
seated in Konin  
of ... 2016

on change in the composition of Supervisory Board of the Company

The Ordinary General Meeting of Zespół Elektrowni "Pałnów-Adamów-Konin" Spółka Akcyjna ("the **Company**"), acting on the basis of Article 385 § 1 of the Code of Commercial Companies and § 14 section 1 item 7 of the Articles of Association of the Company adopts as follows:

**§ 1**

The Ordinary General Meeting appoints/appeals to/from the composition of the Supervisory Board  
Mr./Ms. \_\_\_\_\_

**§ 2**

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