

*(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 Pątnów-Adamów-Konin SA  
convened at 19 June 2020**

**To item 2 of the agenda**

**Resolution No. ...  
of the Ordinary General Meeting of  
Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

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

The Ordinary 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 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 Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**on:** adoption of the agenda

The Ordinary 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 Ordinary General Meeting is adopted in the following wording:

1. Opening of the General Meeting.
2. Election of the 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 2019 and of the Standalone Financial Statement of the Company for financial year 2019.
6. Examination of the Management Board's Report From The ZE PAK S.A. Capital Group's Operations in 2019 and of the Consolidated Financial Statement of the ZE PAK SA Group for the financial year 2019.
7. Consideration of the report on the activities of the Supervisory Board of ZE PAK SA in 2019, including report on the results of the assessment of the Company's financial statements for the financial year 2019, the Management Board's report on the Company's operations in 2019 and the Management Board's proposal to cover the net loss for 2019.
8. Adoption of resolutions on:
  - a) approval of the Management Board's Report From The Company's Operations in 2019,
  - b) approval of the Standalone Financial Statement for the financial year 2019,
  - c) covering the net loss for 2019,
  - d) approval of the Management Board's Report of ZE PAK SA Capital Group's Operations in 2019,
  - e) approval of the Consolidated Financial Statement of ZE PAK SA Capital Group for the financial year 2019,
  - f) approval of the annual Statement of Operations of the Supervisory Board of ZE PAK SA in 2019,
  - g) granting a vote of acceptance to the members of the Management Board of the Company for performing their duties in 2019,
  - h) granting a vote of acceptance to the members of the Supervisory Board of the Company for performing their duties in 2019.
9. Adoption of a resolution regarding an amendment to the Company's Statute and authorization of the Company's Supervisory Board to determine the consolidated text of the amended Company's Statute.
10. Adoption of a resolution on adopting the "Remuneration policy for members of the Management Board and Supervisory Board of ZE PAK SA".
11. Determining the number of members of the Supervisory Board.
12. Change in the composition of the Supervisory Board.
13. Closing 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 Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**on:** approval of the Managements Board's Report From The Company's Operations in 2019

The Ordinary General Meeting of Zespół Elektrowni Pątnów-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's Operations in 2019, 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's Operations in 2019.

**§ 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 Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**on:** approval of the Standalone Financial Statement for the financial year 2019

The Ordinary General Meeting of Zespół Elektrowni Pątnów-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 after considering the financial statements of Zespół Elektrowni Pątnów-Adamów-Konin SA for the year ended 31 December 2019 including:

- 1) introduction to the financial statement and additional information and explanations;
- 2) the balance sheet prepared as at 31 December 2019, which shows an amount of PLN 1 992 032 925.74 on the side of assets and liabilities (in words: one billion nine hundred and ninety two million thirty two thousand and nine hundred and twenty five, 74/100 PLN);
- 3) profit and loss account for the period from January 1, 2019 to December 31, 2019, showing a net loss in the amount of PLN 46 339 418.48 (in words: forty six million three hundred and thirty nine thousand four hundred and eighteen, 48/100 PLN);

- 4) a statement of changes in equity for the period from January 1, 2019 to December 31, 2019 showing a decrease in equity by PLN 46 339 418.48 (in words: forty six million three hundred and thirty nine thousand four hundred and eighteen, 48/100 PLN);
  - 5) cash flow statement for the period from January 1, 2019 to December 31, 2019 showing an increase in cash during the financial year by the net amount of PLN 62 472 639.00 (in words: sixty two million four hundred and seventy two thousand six hundred and thirty nine PLN);
- and having read the report and the opinion of an independent certified auditor acting on behalf of the audit firm PricewaterhouseCoopers Polska spółka z ograniczoną odpowiedzialnością Audyt sp.k. from the examination of this report, decides to approve the financial statements of Zespół Elektrowni Pątnów-Adamów-Konin SA for the year ended on December 31, 2019.

## § 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 Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**on:** covering the net loss for 2019

The Ordinary General Meeting of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna („**the Company**”) acting on the basis of article 395 § 2 item 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 to cover the net loss for 2019 in the amount of PLN 46 339 418.48 (in words: forty six million three hundred and thirty nine thousand four hundred and eighteen, 48/100 PLN) from the profits of future periods.

## § 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 Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**on:** approval of the Management Board's Report of ZE PAK SA Capital Group's Operations in 2019

The Ordinary General Meeting of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna („**the Company**”) acting on the basis of the article 55 and 63c section 4 of the Act of 29 September 1994 on Accounting (consolidated text, JoL of 2019.351 as amended) adopts as follows:

**§ 1**

The Ordinary General Meeting, after considering the Management Board's Report of ZE PAK SA Capital Group's Operations in 2019 decides to approve this report.

**§ 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 Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**on:** approval of the Consolidated Financial Statement of ZE PAK SA Capital Group for the financial year 2019

The Ordinary General Meeting of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna („**the Company**”) acting on the basis of article 55 and 63c section 4 of the Act of 29 September 1994 on Accounting (consolidated text, JoL of 2019.351 as amended) adopts as follows:

**§ 1**

The Ordinary General Meeting after consideration of the consolidated financial statements of the Capital Group of Zespół Elektrowni Pątnów-Adamów-Konin SA for the year ended 31 December 2019 including:

- 1) consolidated statement of financial situation as at 31 December 2019, which shows an amount of PLN 3 118 246 000 (in words: three billion one hundred and eighteen million two hundred and forty six thousand PLN),
- 2) the consolidated profit and loss account for the year ended 31 December 2019 showing a loss in the amount of 446 146 000 (in words: four hundred and forty six million one hundred and forty six thousand PLN),

- 3) the consolidated statement of comprehensive income for the year ended 31 December 2019 showing a total loss in the amount of PLN 448 924 000 (in words: four hundred and forty eight million nine hundred and twenty four thousand PLN),
- 4) consolidated statement of changes in equity for the year ended 31 December 2019 showing a decrease in equity by PLN 448 925 000 (in words: four hundred and forty eight million nine hundred and twenty five thousand PLN),
- 5) the consolidated cash flow statement for the year ended 31 December 2019 showing an increase in net cash balance by PLN 111 318 000 (in words: one hundred and eleven million three hundred and eighteen thousand PLN),
- 6) additional information;

and having read the report and the opinion of an independent certified auditor acting on behalf of the auditing company PricewaterhouseCoopers Polska limited liability company Audyt sp.k. from the audit of this report, decides to approve the consolidated financial statements of the Capital Group of Zespół Elektrowni Pątnów-Adamów-Konin SA for the year ended on December 31, 2019.

## § 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 Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

on: approval of the annual Statement of Operations of the Supervisory Board of ZE PAK SA in 2019

## § 1

Ordinary General Meeting of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna ("the Company") after considering the report on the activities of the Supervisory Board of Zespół Elektrowni Pątnów-Adamów-Konin SA in 2019 containing, among others the assessment of the Company's financial statements for the financial year 2019, the Management Board's report on the Company's operations in 2019 and the Management Board's motion to cover the Company's net loss for 2018 decides to approve this report.

## § 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 Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**on:** granting Mr. Adam Kłapszta the vote of approval for fulfilment of his obligations in 2019

The Ordinary General Meeting of Zespół Elektrowni Pątnów-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. Adam Kłapszta the vote of approval for fulfilment of the obligations of President of the Management Board during the period from 01.01.2019 to 10.01.2019.

**§ 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 Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**on:** granting Ms. Aneta Lato-Żuchowska the vote of approval for fulfilment of his obligations in 2019

The Ordinary General Meeting of Zespół Elektrowni Pątnów-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 01.01.2019 to 12.04.2019.

**§ 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 Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**on:** granting Ms. Elżbieta Niebisz the vote of approval for fulfilment of his obligations in 2019

The Ordinary General Meeting of Zespół Elektrowni Pątnów-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 Elżbieta Niebisz the vote of approval for fulfilment of the obligations of Vice President of the Management Board during the period from 01.01.2019 to 10.01.2019.

**§ 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 Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**on:** granting Mr. Zygmunt Artwik the vote of approval for fulfilment of his obligations in 2019

The Ordinary General Meeting of Zespół Elektrowni Pątnów-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 01.01.2019 to 31.12.2019.

**§ 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 Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**on:** granting Mr. Marcin Ginel the vote of approval for fulfilment of his obligations in 2019

The Ordinary General Meeting of Zespół Elektrowni Pątnów-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. Marcin Ginel the vote of approval for fulfilment of the obligations of Vice President of the Management Board during the period from 01.01.2019 to 12.04.2019.

**§ 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 Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**on:** granting Mr. Paweł Markowski the vote of approval for fulfilment of his obligations in 2019

The Ordinary General Meeting of Zespół Elektrowni Pątnów-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. Paweł Markowski the vote of approval for fulfilment of the obligations of Vice President of the Management Board during the period from 10.01.2019 to 31.12.2019.

**§ 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 Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**on:** granting Mr. Paweł Lisowski the vote of approval for fulfilment of his obligations in 2019

The Ordinary General Meeting of Zespół Elektrowni Pątnów-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. Paweł Lisowski the vote of approval for fulfilment of the obligations of Vice President of the Management Board during the period from 10.05.2019 to 31.12.2019.

**§ 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 Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**on:** granting Mr. Maciej Nietopiel the vote of approval for fulfilment of his obligations in 2019

The Ordinary General Meeting of Zespół Elektrowni Pątnów-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. Maciej Nietopiel the vote of approval for fulfilment of the obligations of Vice President of the Management Board during the period from 02.07.2019 to 31.12.2019.

## § 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 Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**on:** granting Mr. Henryk Sobierajski the vote of approval for fulfilment of his obligations in 2019

The Ordinary General Meeting of Zespół Elektrowni Pątnów-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 President of the Management Board during the period from 10.10.2019 to 31.12.2019.

## § 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 Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**on:** granting Mr. Henryk Sobierajski the vote of approval for fulfilment of his obligations in 2019

The Ordinary General Meeting of Zespół Elektrowni Pątnów-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 Member of the Supervisory Board during the period from 01.01.2019 to 10.10.2019,

including temporary performance of the duties of the President of the Company's Management Board as part of the delegation.

## § 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 Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**on:** granting Mr. Leszek Wysocki the vote of approval for fulfilment of his obligations in 2019

The Ordinary General Meeting of Zespół Elektrowni Pątnów-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 Wysocki the vote of approval for fulfilment of the obligations of Member of the Supervisory Board in 2019.

## § 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 Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**on:** granting Mr. Wojciech Piskorz the vote of approval for fulfilment of his obligations in 2019

The Ordinary General Meeting of Zespół Elektrowni Pątnów-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 a Secretary of the Supervisory Board during the period from 01.01.2019 to 15.04.2019 and the Chairman of the Supervisory Board during the period from 15.04.2019 to 31.12.2019.

## § 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 Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**on:** granting Mr. Sławomir Sykucki the vote of approval for fulfilment of his obligations in 2019

The Ordinary General Meeting of Zespół Elektrowni Pątnów-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 a Member of the Supervisory Board in 2019.

## § 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 Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**on:** granting Mr. Tomasz Szelaż the vote of approval for fulfilment of his obligations in 2019

The Ordinary General Meeting of Zespół Elektrowni Pątnów-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 Szelaż the vote of approval for fulfilment of the obligations of Vice Chairman of the Supervisory Board during the period from 01.01.2019 to 15.04.2019 and the Secretary of the Supervisory Board during the period from 15.04.2019 to 31.12.2019.

## § 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 Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**on:** granting Mr. Wiesław Walendziak the vote of approval for fulfilment of his obligations in 2019

The Ordinary General Meeting of Zespół Elektrowni Pątnów-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 Chairman of the Supervisory Board during the period from 01.01.2019 to 15.04.2019 and the Vice Chairman of the Supervisory Board during the period from 15.04.2019 to 31.12.2019.

## § 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 Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**on:** granting Mr. Lesław Podkański the vote of approval for fulfilment of his obligations in 2019

The Ordinary General Meeting of Zespół Elektrowni Pątnów-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 a Member of the Supervisory Board during the period from 01.01.2019 to 12.04.2019.

## § 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 Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

on: granting Mr. Sławomir Zakrzewski the vote of approval for fulfilment of his obligations in 2019

The Ordinary General Meeting of Zespół Elektrowni Pątnów-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 Zakrzewski the vote of approval for fulfilment of the obligations of a Member of the Supervisory Board in 2019.

## § 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 Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

on: granting Mr. Grzegorz Krystek the vote of approval for fulfilment of his obligations in 2019

The Ordinary General Meeting of Zespół Elektrowni Pątnów-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. Grzegorz Krystek the vote of approval for fulfilment of the obligations of a Member of the Supervisory Board during the period from 15.04.2019 to 31.12.2019.

## § 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 Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**on:** granting Mr. Piotr Stępniaak the vote of approval for fulfilment of his obligations in 2019

The Ordinary General Meeting of Zespół Elektrowni Pątnów-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 Stępniaak the vote of approval for fulfilment of the obligations of a Member of the Supervisory Board during the period from 15.04.2019 to 31.12.2019.

## § 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 Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**on:** amendment to the Company's Statute and authorization of the Company's Supervisory Board to determine the consolidated text of the amended Company's Statute

The Ordinary General Meeting of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna ("**the Company**"), acting pursuant to art. 430 § 1 and § 5 of the Commercial Companies Code, adopts as follows:



## § 1

The scope of the Company's business is expanding, giving § 4 of the Company's Articles of Association the following wording:

„The company's business is:

- 1) production of electricity (PKD 35.11.Z),
- 2) distribution of electricity (PKD 35.13.Z),
- 3) transmission of electricity (PKD 35.12.Z),
- 4) Trade of electricity (PKD 35.14.Z),
- 5) Steam, hot water and air conditioning manufacturing and supply (PKD 35.30.Z),
- 6) Water collection, treatment and supply (PKD 36.00.Z),
- 7) Manufacture of lime and plaster (PKD 23.52.Z),
- 8) logging (PKD 02.20.Z),
- 9) Sewage disposal and treatment (PKD 37.00.Z),
- 10) mining of lignite (PKD 05.20.Z),
- 11) Operation of gravel and sand pits; mining of clays and kaolin (PKD 08.12.Z),
- 12) Extraction of peat (PKD 08.92.Z),
- 13) Support activities for other mining and quarrying (PKD 09.90.Z),
- 14) Manufacture and processing of refined petroleum products (PKD 19.20.Z),
- 15) Repair and maintenance of machinery (PKD 33.12.Z),
- 16) Dismantling of wrecks (PKD 38.31.Z),
- 17) Recovery of sorted materials (PKD 38.32.Z),
- 18) Remediation activities and other waste management services (PKD 39.00.Z),
- 19) Building works related to erection of residential and non-residential buildings (PKD 41.20.Z),
- 20) Works related to construction of roads and motorways (PKD 42.11.Z),
- 21) Works related to construction of railways and underground railways (PKD 42.12.Z),
- 22) Works related to construction of transmission pipelines and distribution networks (PKD 42.21.Z),
- 23) Works related to construction of telecommunications and electricity lines (PKD 42.22.Z),
- 24) Works related to construction of water projects (PKD 42.91.Z),
- 25) Works related to construction of other civil engineering projects not elsewhere classified (PKD 42.99.Z),
- 26) Demolition (PKD 43.11.Z),
- 27) Site preparation (PKD 43.12.Z),
- 28) Test drilling and boring (PKD 43.13.Z),
- 29) Electrical installation (PKD 43.21.Z),
- 30) Plumbing, heat and air-conditioning installation (PKD 43.22.Z),
- 31) Other construction installation (PKD 43.29.Z),
- 32) Other specialised construction activities not elsewhere classified (PKD 43.99.Z),
- 33) Wholesale of waste and scrap (PKD 46.77.Z),
- 34) Other retail sale of new goods in specialised stores (PKD 47.78.Z),
- 35) Other retail sale not in stores, stalls or markets (PKD 47.99.Z),
- 36) Freight rail transport (PKD 49.20.Z),
- 37) Transport via pipeline of other commodities (PKD 49.50.B),
- 38) Warehousing and storage of other goods (PKD 52.10.B),
- 39) Activities of holding companies (PKD 64.20.Z),
- 40) Financial leasing (PKD 64.91.Z),
- 41) Other financial service activities, except insurance and pension funding not elsewhere classified (PKD 64.99.Z),
- 42) Other activities auxiliary to financial services, except insurance and pension funding (PKD 66.19),
- 43) Buying and selling of own real estate (PKD 68.10.Z),

- 44) Engineering activities and related technical consultancy (PKD 71.12.Z),
- 45) Other technical testing and analysis (PKD 71.20.B),
- 46) Collection of non-hazardous waste (PKD 38.11.Z),
- 47) Collection of hazardous waste (PKD 38.12.Z),
- 48) Treatment and disposal of non-hazardous waste (PKD 38.21.Z),
- 49) Hazardous waste processing and neutralizing (PKD 38.22.Z),
- 50) Warehousing and storage of fuel gases (PKD 52.10.A),
- 51) Warehousing and storage of other goods (PKD 52.10.B),
- 52) Service activities incidental to land transportation (PKD 52.21.Z),
- 53) Growing of other perennial crops (PKD 01.29),
- 54) Growing of other non-perennial crops (PKD 01.19),
- 55) Gathering of wild growing forestry products, excluding wood (PKD 02.30.Z),
- 56) Wholesale of fuels and related products (PKD 46.71.Z),
- 57) Accounting, bookkeeping and auditing activities; tax consultancy (PKD 69.20.Z),
- 58) Business and other management consultancy activities (PKD 70.22.Z)."

## § 2

The Ordinary General Meeting acting pursuant to art. 430 § 5 of the Code of Commercial Companies authorizes the Supervisory Board of the Company to prepare the consolidated text of the amended Company Statute, taking into account the change made pursuant to this Resolution.

## § 3

The resolution comes into force upon its adoption, with the proviso that the legal effect in the form of an amendment to the Company's Articles of Association will occur upon entry of the amendment into the Register of Entrepreneurs of the National Court Register.

### To item 10 of the agenda

**Resolution No. ...  
of the Ordinary General Meeting of  
Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**On:** adopting the "Remuneration policy for members of the Management Board and Supervisory Board of ZE PAK SA"

The Ordinary General Meeting of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna ("**the Company**"), acting pursuant to art. 90d item 1 of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies (JoL of 2019 position 623 as amended) adopts as follows:

## § 1

The Ordinary General Meeting adopts the „Remuneration policy for members of the Management Board and Supervisory Board of ZE PAK SA”, the content of which is attached to this resolution.

## § 2

This resolution comes into force upon adoption.

**To item 11 of the agenda**

**Resolution No. ...  
of the Ordinary General Meeting of  
Zespół Elektrowni Państw-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**on:** determining the number of members of the Supervisory Board

The Ordinary General Meeting of Zespół Elektrowni Państw-Adamów-Konin Spółka Akcyjna ("**the Company** ") acting pursuant to art. 385 § 1 of the Commercial Companies Code and § 16 item 1 and § 16 item 2 of the Articles of Association of the Company, adopts as follows:

**§ 1**

The Ordinary General Meeting hereby decides that the Supervisory Board of the 8<sup>th</sup> term will have \_\_\_\_\_ members.

**§ 2**

1. Resolution of the Extraordinary General Meeting of the Company No. 4 of April 15, 2019 is repealed.
2. The resolution comes into force upon adoption.

**To item 12 of the agenda**

**Resolution No. ...  
of the Ordinary General Meeting of  
Zespół Elektrowni Państw-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**on:** change in the composition of the Supervisory Board

The Ordinary General Meeting of Zespół Elektrowni Państw-Adamów-Konin Spółka Akcyjna ("**the Company** ") acting pursuant to art. 385 § 1 of the Commercial Companies Code, § 14 item 1 point 7) and § 16 item 3 of the Articles of Association of the Company, adopts as follows:

**§ 1**

The Ordinary General Meeting dismisses Mr. \_\_\_\_\_ from the Supervisory Board of the Company.

**§ 2**

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

To item 12 of the agenda

**Resolution No. ...  
of the Ordinary General Meeting of  
Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna  
seated in Konin  
of ... 2020**

**on:** change in the composition of the Supervisory Board

The Ordinary General Meeting of Zespół Elektrowni Pątnów-Adamów-Konin Spółka Akcyjna ("**the Company**") acting pursuant to art. 385 § 1 of the Commercial Companies Code, § 14 item 1 point 7) and § 16 item 3 of the Articles of Association of the Company, adopts as follows:

**§ 1**

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

**§ 2**

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