

ENERGA Spółka Akcyjna
Ordinary General Meeting of Shareholders
convened for 27 June 2018

PROXY FORM

I (We), the undersigned shareholder/representative of a shareholder** of ENERGA Spółka Akcyjna with its registered office in Gdańsk (**“the Company”**), hereby declare that:

_____ (**“the Shareholder”**)

(forename and surname/business name and registered office of the Shareholder)

holds: _____ shares of the Company
(number)

and I/We authorise hereby*:

Ms/Mr _____, holding identity card/passport/other official identification document** number _____, issued by _____ (**“the Proxy”**), to act in accordance with the voting instructions provided below / at the Proxy's discretion**, within the scope described below.

or:

_____ (*name/business name*), with the registered office at _____,

address: _____, entered in the National Court Register – Register of Entrepreneurs, by the _____ Court, _____ Commercial Division of the National Court Register under number KRS _____, with a share capital of _____ (**“the Proxy”**), to act in accordance with the voting instructions provided below / at the Proxy's discretion**, within the scope described below.

Does the proxy have the right to appoint further proxies*? Yes / No

Scope of authorisation: The Proxy is authorised to represent the Shareholder at the Ordinary Meeting of Shareholders of the Company convened for **27 June 2018, at 12.00**, in Gdańsk, at al. Grunwaldzka 472, in the building Olivia Tower, 12th floor, in the Olivia Sky Club Hall (**“the Meeting”**), and in particular to participate in and take the floor at the Meeting, to sign the list of attendance, to exercise voting rights arising from the shares held by the Shareholder on behalf and for the Shareholder, and to take any other actions necessary in connection with the Meeting.

Does this proxy encompass all shares held by the Shareholder*? Yes/No

This proxy encompasses _____ (*quantity*) shares held by the Shareholder***.

Details of the Shareholder / persons authorised to represent the Shareholder:

Forename and surname: _____	Forename and surname: _____
Business name: _____	Business name: _____
Function: _____	Function: _____
Address: _____	Address: _____
Signature: _____	Signature: _____
Place: _____	Place: _____
Date: _____	Date: _____

* check the applicable box

** delete as necessary

*** fill out only if this proxy does not encompass all shares held by the Shareholder

ADDITIONAL INFORMATION

1. Identification

In order to identify the Shareholder granting a proxy and the Proxy representing such a Shareholder, the document granting a proxy should be accompanied by the following:

- a) if the Shareholder is a natural person – a copy of the identity card or passport pages that enable identification or any other official document that identifies the Shareholder;
- b) if the Shareholder is not a natural person – a valid copy of the relevant register or any other document that proves the existence of the Shareholder and the right of the Shareholder's representative or representatives to represent it, along with copies of the identity card or passport pages that enable identification or any other official document that identifies the representative or representatives authorised to represent the Shareholder;
- c) if the Proxy is a natural person – a copy of the identity card or passport pages that enable identification or any other official document that identifies the Proxy;
- d) if the Proxy is not a natural person – a valid copy of the relevant register or any other documents that proves the existence of the Proxy, and the right of the Proxy's representative or representatives to represent it, along with copies of the identity card or passport pages that enable identification or any other official document that identifies the representative or representatives authorised to represent the Proxy.

In the case of foreign entities domiciled in countries where no relevant registers are maintained, the valid copies of the register, referred to in points b) and d) above, should be replaced by a copy of a document confirming the existence of the entity and the right of its representative or representatives to represent it.

In the event of any doubt as to the genuineness of the documents referred to above, the Company or the person designated to register Shareholders may request, before the General Meeting begins, that the original documents or their copies attested by a notary public, a legal counsel or any other entity authorised to certify a copy as a true copy of the original be presented. If such documents are not presented, the Shareholder's Proxy may not be permitted to participate in the Meeting.

Where the documents referred to above are made in a foreign language, they should be accompanied by the appropriate certified translation into Polish made by a sworn translator.

If the proxy form authorising to participate in the meeting and exercise voting rights at the Meeting granted by the Shareholder is conditional, then the evidence that the condition has been fulfilled should also be attached.

In the event that the Shareholder issues a proxy form containing voting instructions, the Company will not verify whether or not the Proxies exercise the voting right in accordance with the instructions received from the Shareholders. Accordingly, the voting instructions should be given only to the Proxy.

2. Electronic proxy form

The proxy form authorising its holder to participate in the Meeting and exercise voting rights may be granted electronically. Such proxy granted electronically does not require a secure electronic signature verifiable with a valid qualified certificate. The Management Board should be notified about granting proxy powers electronically using the means of electronic communication. Such notification may be sent

to the Company's e-mail address: wz@energa.pl. A scan of the proxy form and a scan of the documents referred to in points a-d of paragraph 1 above should be attached to the notification. The notification should also specify the e-mail address at which the Company may contact the Shareholder and the Proxy. The Management Board shall have the right to verify the received notifications and to take actions in order to identify the Shareholder and the Proxy, and to confirm the relevant authorisation. Such verification may involve in particular asking a verification question by phone or e-mail to the Shareholder or Proxy. The above principles shall be applied *mutatis mutandis* when changing or revoking the proxy. The notifications that do not meet the above-mentioned requirements shall not give rise to any legal consequences for the Company. The Company shall not be liable for any errors or mistakes when completing the proxy form or for the actions of persons who use the proxies. The Proxy appearing at the Meeting is required to present, at the request of the Company or person appointed to register the Shareholders, the original documents attached to the notification referred to above.

In the case of foreign entities domiciled in countries where no relevant registers are maintained, the valid scan of the register should be replaced by a scan of a document confirming the existence of the entity and the right of its representative or representatives to represent it.

In the event of any doubt as to the genuineness of the documents referred to above, the Company or the person designated to register Shareholders may request, before the Meeting begins, that the original documents or their copies attested by a notary public, a legal counsel or any other entity authorised to certify a copy as a true copy of the original be presented. If such documents are not presented, the Shareholder's Proxy may not be permitted to participate in the Meeting.

Where the documents referred to above are made in a foreign language, they should be accompanied by the appropriate certified translation into Polish made by a sworn translator.

3. Important note

IN THE EVENT OF DISCREPANCIES BETWEEN THE SHAREHOLDER'S DETAILS PROVIDED IN THE PROXY FORM AND DETAILS IN THE LIST OF SHAREHOLDERS PREPARED ON THE BASIS OF THE RECORDS RECEIVED FROM THE DEPOSITARY OF SECURITIES AND PROVIDED TO THE COMPANY PURSUANT TO ART. 406³ OF THE CODE OF COMMERCIAL COMPANIES, THE SHAREHOLDER MAY NOT BE PERMITTED TO PARTICIPATE IN THE MEETING.

THE COMPANY DOES NOT REQUIRE THE PROXY TO BE GIVEN ON THE ABOVE FORM.