

**ENERGA Spółka Akcyjna**  
**The Extraordinary General Meeting**  
**convened for 3 September 2018**

**POWER OF ATTORNEY FORM**

I (we), the undersigned, being a shareholder/representing a shareholder\*\* of ENERGA Spółka Akcyjna with its registered office in Gdańsk (the "**Company**"), hereby represent that:

\_\_\_\_\_ ("**Shareholder**")  
(name and surname/business name and registered office of the Shareholder)

holds: \_\_\_\_\_ shares in the  
Company  
(number)

**and I/we\* hereby authorise:**

Ms/Mr \_\_\_\_\_, holder of identity card/passport/another  
official document confirming identity\*\* number \_\_\_\_\_, issued by  
\_\_\_\_\_ ("**Proxy**") to act in accordance with the instructions  
regarding voting contained below / at the Proxy's discretion\*\*, to the extent described below.

**or:**

\_\_\_\_\_ (name/business name), with its registered office in  
\_\_\_\_\_

address: \_\_\_\_\_, entered in the National Court Register  
– Register of Entrepreneurs by the Court \_\_\_\_\_, \_\_\_\_\_  
Commercial Division of the National Court Register under number KRS \_\_\_\_\_, with  
the share capital of \_\_\_\_\_ ("**Proxy**") to act in accordance with the instructions regarding  
voting contained below / at the Proxy's discretion\*\*, to the extent described below.

Is the Proxy authorised to grant further powers of attorney\*? Yes / No

Scope of capacity: The Proxy is authorised to represent the Shareholder at the Extraordinary General Meeting of the Company convened for **3 September 2018 at 2 p.m.** in Warsaw at the registered office of the Company, Giełda Papierów Wartościowych w Warszawie SA, at ul. Książęca 4, in the Quotation Room, (the "**Meeting**"), and, in particular, to participate and speak at the Meeting, to sign the attendance register, to exercise voting rights on behalf and for the Shareholder from the shares held by the Shareholder and to take all other necessary actions in connection with the Meeting.

Does this power of attorney cover all the shares held by the Shareholder\*? Yes / No

This power of attorney covers \_\_\_\_\_ (number) shares held by the Shareholder\*\*\*.

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

Name and surname: \_\_\_\_\_ Name and surname: \_\_\_\_\_

Company: \_\_\_\_\_ Company: \_\_\_\_\_

Function: \_\_\_\_\_ Function: \_\_\_\_\_

Address: \_\_\_\_\_ Address: \_\_\_\_\_

Signature: \_\_\_\_\_ Signature: \_\_\_\_\_

Town: \_\_\_\_\_ Town: \_\_\_\_\_

Date: \_\_\_\_\_ Date: \_\_\_\_\_

\* tick as appropriate

\*\* delete as appropriate

\*\*\* complete only if this power of attorney does not cover all the 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](mailto: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 THE DETAILS CONTAINED IN THE LIST OF SHAREHOLDERS DRAWN UP ON THE BASIS OF A SPECIFICATION RECEIVED FROM THE ENTITY KEEPING THE SECURITIES DEPOSIT AND COMMUNICATED TO THE COMPANY PURSUANT TO ARTICLE 406<sup>3</sup> OF THE COMMERCIAL COMPANIES CODE, THE SHAREHOLDER MAY NOT BE ADMITTED TO THE GENERAL MEETING.**

**THE COMPANY DOES NOT REQUIRE POWERS OF ATTORNEY TO BE GRANTED USING THE ABOVE FORM**