

Resolution No. 1
of the Extraordinary General Meeting
of ENERGA Spółka Akcyjna with its registered office in Gdańsk
of 29 October 2020

on: the election of the Chairperson of the Extraordinary General Meeting

Acting pursuant to Article 409 § 1 of the Polish Code of Commercial Companies and § 5 Section 3 of the Regulations of the General Meeting of ENERGA Spółka Akcyjna with its registered office in Gdańsk, the Extraordinary General Meeting of ENERGA Spółka Akcyjna with its registered office in Gdańsk ("Company") hereby resolves as follows:

§ 1

The Extraordinary General Meeting hereby elects Mr. Radosław L. Kwaśnicki to be the Chairperson of the Extraordinary General Meeting of the Company.

§ 2

This Resolution shall enter into force upon its adoption.

Resolution No. 1 was adopted in a secret ballot by 496 691 894 votes FOR, with 848 580 votes AGAINST and 56 300 votes ABSTAINED, for the total number of 497 596 774 valid votes cast from 352 668 774 shares constituting 85.17% in the Company's share capital.

Resolution No. 2
of the Extraordinary General Meeting
of ENERGA Spółka Akcyjna with its registered office in Gdańsk
of 29 October 2020

on: the adoption of the agenda of the Extraordinary General Meeting of ENERGA S.A.

Acting pursuant to Article 409 § 2 of the Polish Code of Commercial Companies and § 6 Section 1 of the Regulations of the General Meeting of ENERGA Spółka Akcyjna with its registered office in Gdańsk, the Extraordinary General Meeting of ENERGA Spółka Akcyjna with its registered office in Gdańsk ("Company") hereby resolves as follows:

§ 1

The Extraordinary General Meeting of the Company resolves to adopt the following agenda:

1. Opening of the Extraordinary General Meeting.
2. Election of the Chairperson of the Extraordinary General Meeting.
3. Stating that the Extraordinary General Meeting has been duly convened and is capable of adopting binding resolutions.
4. Adoption of the agenda of the Extraordinary General Meeting.
5. Adoption of a resolution regarding the withdrawal of shares of ENERGA S.A. (ISIN: PLENERG00022) from trading on the regulated market operated by Giełda Papierów Wartościowych w Warszawie S.A. (Warsaw Stock Exchange).
6. Adoption of a resolution regarding the appointment of the entity keeping the register of shareholders.
7. Adoption of a resolution regarding the Company's costs of convening and holding the Extraordinary General Meeting.
8. Closure of the Extraordinary General Meeting.

§ 2

This Resolution shall enter into force upon its adoption.

Resolution No. 2 was adopted in an explicit ballot by 496 700 440 votes FOR, with 912 017 votes AGAINST and 3 300 votes ABSTAINED, for the total number of 497 615 757 valid votes cast from 352 687 757 shares constituting 85.18% in the Company's share capital.

Resolution No. 3
of the Extraordinary General Meeting
of ENERGA Spółka Akcyjna with its registered office in Gdańsk
of 29 October 2020

on: withdrawal of shares of ENERGA Spółka Akcyjna (ISIN: PLENERG00022) from trading on the regulated market operated by Giełda Papierów Wartościowych w Warszawie S.A. (Warsaw Stock Exchange)

Acting pursuant to Article 91(3) of the Act of 29 July 2005 on the Public Offering, Conditions Governing the Introduction of Financial Instruments to Organized Trading and on Public Companies (consolidated text of 22 February 2019; OJ [Dz. U.] of 2019, item 623, as amended) ("Offering Act"), the Extraordinary General Meeting of ENERGA Spółka Akcyjna with its registered office in Gdańsk ("Company") hereby resolves as follows:

§ 1

The Extraordinary General Meeting of the Company resolves to withdraw from trading on the regulated market operated by Giełda Papierów Wartościowych w Warszawie S.A. (Warsaw Stock Exchange, "WSE") 269,139,114 (in words: two hundred and sixty nine million one hundred and thirty nine thousand one hundred and fourteen) AA series ordinary bearer shares of the Company, with a par value of PLN 10.92 (in words: ten zlotys and ninety two groszy) each, marked by Krajowy Depozyt Papierów Wartościowych S.A. ("KDPW") with the ISIN code: PLENERG00022 ("Shares").

§ 2

The Extraordinary General Meeting of the Company hereby authorizes and obliges the Management Board of the Company to:

- 1) file an application with the Polish Financial Supervision Authority ("PFSA"), pursuant to Article 91(1) of the Offering Act, for a permission to withdraw the Shares from trading on the regulated market operated by the WSE;
- 2) take all the legal and factual steps necessary to withdraw the Shares from trading on the regulated market operated by the WSE, including in particular to take any and all factual and legal steps necessary in this respect before the PFSA, the KDPW and the WSE.

§ 3

The resolution shall enter into force upon its adoption, however, the withdrawal of the Shares from trading on the regulated market shall take place on the date indicated in the PFSA's decision on their withdrawal.

Resolution No. 3 was adopted in an explicit ballot by 478 542 680 votes FOR, with 19 054 094 votes AGAINST and 0 votes ABSTAINED, for the total number of 497 596 774 valid votes cast from 352 688 774 shares constituting 85.17% in the Company's share capital.

Resolution No. 4
of the Extraordinary General Meeting
of ENERGA Spółka Akcyjna with its registered office in Gdańsk
of 29 October 2020

on: the appointment of the entity keeping the register of shareholders

Acting pursuant to Article 17 of the Act of 30 August 2019 on the Amendment to the Act - Commercial Companies Code and Certain Other Acts (Journal of Laws of 2019, item 1798, as amended) and in connection with Resolution No. 3 of the Extraordinary General Meeting of ENERGA Spółka Akcyjna with its registered office in Gdańsk ("**Company**") on withdrawal of the Company's shares (ISIN: PLENERG00022) from trading on the regulated market operated by Giełda Papierów Wartościowych w Warszawie S.A. ("**WSE**"), the Extraordinary General Meeting of the Company, resolves as follows:

§1

The Extraordinary General Meeting of the Company selects: Bank Polska Kasa Opieki SA with its registered office in Warsaw, address: ul. Grzybowska 53/57, 00-950 Warsaw, entered in the Register of Entrepreneurs – National Court Register under number 0000014843, registration files kept by the District Court for the Capital City of Warsaw, XIII Commercial Division of the National Court Register, NIP [Tax ID No.]: 5260006841, REGON [Statistical ID No.]: 000010205, share capital of PLN 262 470 034.00 (paid up in full) - Biuro Maklerskie Pekao, ul. Wołoska 18, 02-675 Warsaw, as the entity keeping the register of the Company's shareholders after deregistration of the Company's shares withdrawn from trading on the regulated market operated by the WSE from the depository operated by Krajowy Depozyt Papierów Wartościowych S.A. Financial instruments issued by the Company which according to the law are subject to registration in the register of shareholders shall also be registered in the register of shareholders kept by the entity referred to in the preceding sentence.

§2

The Extraordinary General Meeting of Shareholders of the Company authorises the Management Board of the Company to perform any and all legal and actual actions necessary for the proper performance of this Resolution, including concluding an agreement on keeping the register of shareholders with the entity indicated in §1 of this Resolution, as well as making changes to this agreement.

§3

The Resolution shall come into force on the date of withdrawal of the Company's shares from trading on the regulated market operated by the WSE, indicated in the decision of the Polish Financial Supervision Authority granting permission to withdraw the Company's shares from trading on the regulated WSE market.

Resolution No. 4 was adopted in an explicit ballot by 476 705 252 votes FOR, with 19 016 361 votes AGAINST and 1 865 911 votes ABSTAINED, for the total number of 497 587 524 valid votes cast from 352 659 524 shares constituting 85.17% in the Company's share capital.

**Resolution No. 5
of the Extraordinary General Meeting
of ENERGA Spółka Akcyjna with its registered office in Gdańsk
of 29 October 2020**

on: on covering by the Company the expenses incurred to convene and hold the Extraordinary General Meeting

Acting under Article 400 § 4 of the Polish Code of Commercial Companies, the Extraordinary General Meeting of ENERGA Spółka Akcyjna with its registered office in Gdańsk ("Company") hereby resolves as follows:

§ 1

The expenses incurred to convene and hold the Extraordinary General Meeting shall be covered by the Company.

§ 2

This Resolution shall enter into force upon its adoption.

Resolution No. 5 was adopted in an explicit ballot by 494 424 396 votes FOR, with 3 119 828 votes AGAINST and 53 300 votes ABSTAINED, for the total number of 497 597 524 valid votes cast from 352 669 524 shares constituting 85.17% in the Company's share capital.