

Warsaw, 29 April 2022

KG/63/2022

**Management Board of
ENERGA Spółka Akcyjna
Al. Grunwaldzka 472
80-309 Gdańsk**

**MOTION BY A SHAREHOLDER REPRESENTING AT LEAST ONE-TWENTIETH OF THE SHARE
CAPITAL TO PUT CERTAIN ITEMS ON THE AGENDA OF THE ANNUAL GENERAL MEETING
CONVENED FOR 20 MAY 2022**

Acting for: Polski Koncern Naftowy ORLEN Spółka Akcyjna with its registered office in Płock (hereinafter also referred to as: "PKN ORLEN S.A."), as a shareholder of ENERGA Spółka Akcyjna with its registered office in Gdańsk (hereinafter also referred to as: "ENERGA S.A.", the "Company"), holding the total of 376,488,640 shares, which represent 90.92% of the share capital of ENERGA S.A. and carry 521,416,640 votes, which represent 93.28% of the total number of votes, i.e., which individually represents at least one-twentieth of the share capital of ENERGA S.A. under Article 401(1) of the Polish Commercial Companies Code, we move that the following item 17 be put on the agenda of the Annual General Meeting convened for 20 May 2022, following item "16. Adoption of a resolution on the establishment of the principles of setting the remuneration of Members of the Supervisory Board of ENERGA Spółka Akcyjna and on repealing Resolution 34 of the Annual General Meeting of 29 June 2020.":

"17. Changes to the composition of the Supervisory Board of ENERGA Spółka Akcyjna."

Statement of reasons

The putting of an item concerning changes to the composition of the Supervisory Board on the agenda of the Annual General Meeting of ENERGA Spółka Akcyjna stems from the power of the General Meeting to appoint and dismiss Members of the Supervisory Board of the Company and aims to strengthen corporate governance. Under Article 385 of the Commercial Companies Code, the supervisory board shall be made up of at least three members and, in public companies, at least five members who, unless otherwise provided in the articles of association, are appointed and dismissed by the general meeting.

Under Article 17(1) of the Company's Articles of Association, the Supervisory Board shall consist of five to nine members. Members of the Supervisory Board shall be appointed and dismissed by the General Meeting, subject to paragraph 3, i.e., personal powers to appoint and dismiss members of the Supervisory Board, which are vested in PKN ORLEN S.A.

The terms of office of Members of the Supervisory Board shall run concurrently and end as of the date of the General Meeting approving the financial statements for the second full financial year during their terms of office.

For Polski Koncern Naftowy ORLEN S.A.

/stamp:/ Member of the Management Board,
Corporate Affairs
/illegible signature/
Armen Konrad Artwich

/stamp:/ Member of the Management Board, Retail
Sales
/illegible signature/
Patrycja Klarecka

Appendices:

1. Draft Resolutions of the Annual General Meeting of ENERGA Spółka Akcyjna on dismissing/appointing a Member of the Supervisory Board of ENERGA S.A.,
2. Printout of the information equivalent to the current record of entries in the Register of Businesses relating to PKN ORLEN S.A. dated 29 April 2022.