

Warsaw, 6 June 2023

KG/ 184 /2023

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

Dear Sir/Madam,

Acting on behalf for: Polski Koncern Naftowy ORLEN Spółka Akcyjna with its registered office in Płock (hereinafter also referred to as: "PKN ORLEN S.A.", "Shareholder"), as a shareholder of ENERGA Spółka Akcyjna with its registered office in Gdańsk (hereinafter also referred to as: "ENERGA S.A.", "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(4) of the Polish Commercial Companies Code:

1. as regards item 13 of the agenda of the Ordinary General Meeting of the Company convened for 15 June 2023: *Passing of a resolution on determination of the number of members of the Supervisory Board of ENERGA S.A. of the new 7th Term of Office*, we request that the number of members of the Supervisory Board of ENERGA S.A. of the new 7th Term of Office be set at a maximum of 9 (say: nine) members, in accordance with the draft resolution published by the Company together with the Announcement of convening of the Ordinary General Meeting for 15 June 2023,
2. as regards item 14 of the agenda of the Ordinary General Meeting of the Company convened for 15 June 2023: *Passing of resolutions on the appointment of members of the Supervisory Board of ENERGA S.A. of the new 7th term of Office* – we propose the candidates for members of the Supervisory Board of ENERGA S.A., in accordance with the draft resolution published by the Company together with the Announcement of convening of the Ordinary General Meeting for 15 June 2023.

Statement of reasons

As regards item 13 of the agenda of the Ordinary General Meeting of the Company: *Passing of a resolution on determination of the number of members of the Supervisory Board of ENERGA S.A. of the new 7th Term of Office*, as part of the draft resolution of the Ordinary General Meeting of ENERGA S.A. (published by the Company) on determination of the number of members of the Supervisory Board of ENERGA S.A., as a Shareholder of the Company, we request that the number of members of the Supervisory Board of ENERGA S.A. of the 7th Term of Office be set at a maximum of 9 (say: nine) members.

Polski Koncern Naftowy ORLEN Spółka Akcyjna with its registered office in Płock
09-411 Płock, ul. Chemików 7, phone: (+48 24) 256 00 00, fax: (+48 24) 367 70 00, www.orlen.pl
entered in the National Court Register kept by the District Court for Łódź-Śródmieście in Łódź,
20th Business Division, with the number: 0000028860
NIP: 774-00-01-454, BDO: 000007103, share/paid capital: in PLN 1,451,177,561.25
www.orlen.pl
Warsaw Office: 00-085 Warsaw, ul. Bielańska 12
Gdańsk Office: 80-718 Gdańsk, ul. Elbląska 135

As regards item 14 of the agenda of the Ordinary General Meeting of the Company: *Passing of resolutions on the appointment of members of the Supervisory Board of ENERGA S.A. of the new 7th term of Office*, as a Shareholder of the Company, we propose the following candidates for members of the Supervisory Board of the Company:

Ms. Agnieszka Terlikowska-Kulesza (candidate for the member of the Supervisory Board meeting the criteria of independence),

Mr. Artur Michalski (candidate for the member of the Supervisory Board meeting the criteria of independence),

Ms. Sylwia Kobyłkiewicz,

Ms. Barbara Hajdas.

All candidates to the Supervisory Board of ENERGA S.A. are members of the current 6th Term of Office of the Supervisory Board of ENERGA S.A. The candidates meet the requirements for supervisory board members specified in § 17 (6) of the Articles of Association of ENERGA S.A.

At the same time, all candidates have submitted the required declaration of a candidate for member of the Supervisory Board of ENERGA S.A. which state that they meet the relevant requirements.

Below we present the information about the candidates:

Agnieszka Terlikowska-Kulesza is a graduate of the Faculty of Agriculture of the Warsaw University of Life Sciences and postgraduate studies at the Warsaw School of Economics in finance and European economic and legal relations. In 1997, she started work at the Ministry of State Treasury, in the Department of Commercialisation and Direct Privatisation in the Tender Privatization Team. Between September 1997 and June 2002, she worked for the Privatisation Agency as the chief specialist and then as the Section Manager in the Tender Team. During that period, she oversaw and executed privatisation projects, verified economic and financial analyses and valuations of privatized companies with State Treasury holdings. Between July 2002 and June 2016, she was the chief specialist in State Treasury-owned corporate supervision departments at the State Treasury Ministry. She supervised companies from the ceramic, construction and vehicle transportation industries. In 2009–2016, she supervised chemical sector companies, including companies from Grupa Azoty S.A.

From July 2016 to November 2019, she was employed as the chief specialist at the Energy Ministry where she supervised strategic companies in the mining sector (KGHM Polska Miedź S.A., PGNiG S.A.). Since December 2019 she has been the chief specialist in the Department of Supervision II at the Ministry of State Assets, where she performs ownership supervision and prepares ownership decisions in relation to supervised companies with State Treasury holdings.

She gathered additional experience by serving in 2001–2016 in supervisory bodies of companies with State Treasury holdings such as: “Chłodnia Szczecińska” Sp. z o.o., Zakłady Ceramiczne “Bolesławiec” w Bolesławcu Sp. z o.o., Przedsiębiorstwo Komunikacji Samochodowej w Białymstoku SA, Przedsiębiorstwo Robót Drogowych Sp. o.o. w Mielcu, Przedsiębiorstwo Elektryfikacji i Robót Instalacyjnych “ELTOR-Warszawa” Sp. z o.o. w Wołominie. Since 2016, she has been a member of the Supervisory Board of ENERGA S.A.

Polski Koncern Naftowy ORLEN Spółka Akcyjna with its registered office in Płock
09-411 Płock, ul. Chemików 7, phone: (+48 24) 256 00 00, fax: (+48 24) 367 70 00, www.orlen.pl
entered in the National Court Register kept by the District Court for Łódź-Śródmieście in Łódź,
20th Business Division, with the number: 0000028860
NIP: 774-00-01-454, BDO: 000007103, share/paid capital: in PLN 1,451,177,561.25
www.orlen.pl

Warsaw Office: 00-085 Warsaw, ul. Bielańska 12
Gdańsk Office: 80-718 Gdańsk, ul. Elbląska 135

She has completed numerous trainings, including evaluating investment projects, company finances, valuations of capital companies.

Artur Szymon Michalski is a graduate of the Electrical Engineering Department at the Częstochowa University of Technology (1999). He graduated from specialist post-graduate programmes, including: Interuniversity Post-Graduate Programme of Natural Resources Assessment and Valuation offered by the Warsaw University of Life Sciences (SGGW) and the Warsaw School of Economics (SGH), the Post Graduate Programme on Natura 2000 Environmental Compensation (SGGW), the International Relations and Diplomacy Programme and the Post-Graduate Programme on Environmental Protection Policy - Ecology and Management. He also graduated from a Post-Graduate Master of Business Administration (MBA) programme.

Between 2006 and 2008, he was the Vice-President of the Management Board of the National Fund for Environmental Protection and Water Management, where earlier he held the function of the Supervisory Board Deputy Chairman. During that same period, he was the Chairman of the Supervisory Board of the Provincial Fund for Environmental Protection and Water Protection in Warsaw; he held that function again from December 2015 until 2022.

In the past, he was an advisor to the Minister of Environment and the head of the Minister's political cabinet. More recently, he served as the Vice-President of the Management Board of Wodociągi Miejskie (the Municipal Water Supply Company) in Radom, and then the President of the Management Board of Zakład Wodociągów i Kanalizacji (Water Supply and Sewage Plant) in Sochaczew. During his career, he also worked as the Head of the Ecological Funds Division as part of the Environment Protection Office at the Warsaw City Hall and in Instytut "Pomnik - Centrum Zdrowia Dziecka" as organisational and technical specialist and the head of the Technical Supervision Department.

Between 2000 and 2001, he worked in the Prime Minister's Office as an advisor to the Secretary of State, the Government Plenipotentiary for UN Climate Convention.

He has been socially engaged in ecological organisations, such as Stowarzyszenie na Rzecz Zrównoważonego Rozwoju Polski (Association for Promoting Sustainable Growth of Poland).

Since 2002, he has been involved in research carried out by the Laboratory for Environment Resources Assessment and Valuation (SGGW). His academic interests include accumulation of carbon by forests and soil (he is currently pursuing a doctorate degree in that area), as well as carbon absorption and use of environmental resources for the economic development of non-urbanised areas, and the utilisation of the UN Climate Convention and the instruments of climate policy for Poland's growth.

He authored or co-authored about a dozen research papers.

He completed multiple training courses and programmes on project management (amongst others) and a cycle of training courses addressed to the staff of institutions involved in the implementation of EU funds and to beneficiaries. He organised or co-organised multiple conferences and seminars, both domestic and international ones.

In 2020, he was honoured by the President of the Republic of Poland with the Medal Commemorating the Centenary of Poland's Independence, and in 2022, he was awarded with the Bronze Cross of Merit. In 2016,

he received the Badge of Honour from Minister of Environment, Professor Jan Szyszko, for his contribution to environment protection and water management. In 2016, he received the highest distinction from the General Director of the State Forests in Poland, notably Kordelas Leśnika Polskiego, or Polish Forester Cutlass, in recognition of his outstanding contribution and services to the forestry.

Currently, as the Vice-President of the Management Board of the National Fund for Environmental Protection and Water Management, he supervises a division that is responsible for energy transformation, heat engineering, energy efficiency, as well as innovations and electromobility development.

Sylwia Kobyłkiewicz is a graduate of the Częstochowa University of Technology, where she majored in corporate finance management, corporate financial analysis and took post-graduate studies in the fields of tax and accounting. A graduate of Executive MBA at the University of Commerce and Services in Poznań. From 1992 to 1995 she performed management functions and worked as the Chief Accountant and served as a member of the Management Board in commercial companies. She also has extensive professional experience in government and local government administration, where she worked for more than 15 years. From 2001 to 2007, she worked at the Tax Inspection Office in Katowice and obtained a licence of a Tax Inspector. In 2014-2015, she provided consulting services in the area of finance and public procurement, administrative proceedings, as well as tax law for local governments in the Małopolskie voivodeship. At the beginning of 2016, she became acting Head of the Tax Inspection Office in Katowice, and then acting Head of the Tax Inspection Office in Kraków. In 2017, she became the Director of Audit and Security of ENERGA Wytwarzanie S.A. and then worked as the Director of Finance of ENERGA S.A. At PKN ORLEN S.A. she worked as the Director of the Office of Audit, Financial Control and Corporate Risk Management. Between May 2018 and October 2020, she was a Member of the Management Board for Finance of ORLEN Upstream Sp. z o.o., currently she is a President of the Management Board of this company. Sylwia Kobyłkiewicz has completed a number of training courses organised by the Ministry of Finance. Winner of the competition of the Minister of Finance on income tax harmonisation in the light of the principles arising from EU directives.

Barbara Hajdas graduated from the Krakow University of Economics, with a degree in Economics and a major in Economy and Public Administration. She also completed an MBA postgraduate programme for financiers at Kozminski University in Warsaw.

She has many years of experience in finance. From 2004 to 2018, she worked at the Industrial Development Agency as, among others, Deputy Director of the Financial Services Department. Since 2018, she has been with PKN ORLEN S.A. as Executive Director for Business Controlling, in charge of, among others, monitoring the Company's cost budget implementation, financial supervision over ORLEN Group Companies, and development of Investment and Financial Plans. For years, she was a Member of Supervisory Boards of numerous companies, most recently: Unipetrol a.s., Ruch S.A., ORLEN CUK Sp. z o.o., and ANWIL S.A.

For Polski Koncern Naftowy ORLEN S.A.

/stamp:/ Member of the Management Board for Finance

/illegible signature/

Jan Szewczak

/stamp:/ Member of the Management Board for

Corporate Matters

/illegible signature/

Armen Konrad Artwich

Appendices:

1. Printout of the information equivalent to the current record of entries in the Register of Businesses relating to PKN ORLEN S.A. dated 6 June 2023.
2. Draft Resolution of the Ordinary General Meeting of ENERGA Spółka Akcyjna on determination of the number of members of the Supervisory Board of ENERGA S.A. of the new 7th Term of Office.