

MINISTER OF ENERGY

Warsaw, 9 June 2017

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IK: 104290

ENERGA SA
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80-309 Gdańsk
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Dear Sirs and Madams,

In reference to my letter of 5 June 2017 regarding the insertion of additional items to the agenda of the upcoming Annual General Meeting of ENERGA S.A., appended hereto please find draft resolutions in matters covered by our request, namely:

- 1) Draft resolution to amend Resolution No. 27 adopted by the Extraordinary General Meeting on 15 December 2016 on the rules for defining the executive compensation of the Management Board Members of ENERGA Spółka Akcyjna with its registered office in Gdańsk.
- 2) Draft resolutions to amend the Articles of Association of ENERGA S.A.
- 3) Resolutions to be adopted on:
 - a) rules of procedure applicable to the execution of agreements on the provision of legal services, marketing services, public relations and social communication services and management consulting services as well as amendments to such agreements,
 - b) rules and procedure applicable to the disposal of fixed assets,
 - c) obligation to submit a report on representation expenses and expenses incurred on the purchase of legal services, marketing services, public relations and social communication services and management consulting services,
 - d) specification of requirements for candidates for a member of the Company's Management Board,
 - e) appointment of a member of the Management Board and recruitment procedure for a member of the Management Board,
 - f) fulfillment of the obligations arising out of Article 17 Section 7, Article 18 Section 2, Article 20 and Article 23 of the State Property Management Act.

At the same time, in reference to item 3 of my letter of 5 June 2017 regarding the adoption of a resolution on the disposal of non-current assets and a resolution on the rules of procedure applicable to the Company's execution of donation agreements, debt forgiveness agreements or other agreements of a similar effect, I hereby inform you that the State Treasury as a shareholder of ENERGA S.A. will refrain from proposing the adoption of resolutions in these matters.

Respectfully yours,

[illegible signature]
Krzysztof Tchórzewski
Minister of Energy