



Warsaw, 30 April 2020

**NOTIFYING ENTITY:**

**POLSKI KONCERN NAFTOWY ORLEN SPÓŁKA AKCYJNA**

ul. Chemików 7

09-411 Płock

Register number (KRS): 0000028860

Business statistical number (REGON): 610188201

Tax ID number (NIP): 7740001454

**ENERGA SPÓŁKA AKCYJNA**

Al. Grunwaldzka 472

80-309 Gdańsk

**NOTIFICATION OF ESTABLISHMENT OF PARENT-SUBSIDIARY RELATIONSHIP**

Acting on the basis of Article 6(1) of the Commercial Companies Code of 15 September 2000 (consolidated text of 15 March 2019; Journal of Laws 2019, item 505, as amended; the "**CCC**"), POLSKI KONCERN NAFTOWY ORLEN Spółka Akcyjna with its registered office in Płock (the "**Company**") hereby notifies that, on 30 April 2020, the Company became the parent company of ENERGA Spółka Akcyjna with its registered office in Gdańsk ("**Energa**").

The parent-subsiary relationship was established as a result of settlement of all the transactions of purchase of shares covered by subscriptions made as part of the tender offer announced by the Company on 5 December 2019 to subscribe for the sale of shares in Energa, as amended by the announcement of 26 March 2020 and the announcement of 15 April 2020 (the "**Tender Offer**"). The transactions covered by the Tender Offer involved:

- (i) 33,533,320 dematerialized Energa's shares carrying 33,533,320 votes (representing 6.00% of the total number of votes); the transaction was effected on the Warsaw Stock Exchange on 21 April 2020, and it was settled on 24 April 2020;
- (ii) 152,851,762 dematerialized Energa's shares carrying 152,851,762 votes (representing 27.34% of the total number of votes); the transaction was effected on the Warsaw Stock Exchange on 27 April 2020, and it was settled on 30 April 2020;
- (iii) 144,928,000 non-dematerialized Energa's shares carrying 289,856,000 (representing 51.85% of the total number of votes); the transaction was effected under a civil law contract on 27 April 2020, and it was settled on 30 April 2020.

Therefore, effective from 30 April 2020, the Company has held 331,313,082 Energa's shares in total, representing 80.01% of Energa's share capital, and carrying 476,241,082 votes, representing 85.20% of the total number of votes.

Thus, effective from 30 April 2020, the Company has directly held a majority of votes at Energa's general meeting; therefore, it is Energa's parent company within the meaning of Article 4(1)(4)(a) of the Commercial Companies Code.

**POLSKI KONCERN NAFTOWY ORLEN SPÓŁKA AKCYJNA**

/stamp:/ Member of the Management Board,  
Communication and Marketing

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Adam Burak

/stamp:/ Member of the Management Board, Corporate  
Affairs

**Polski Koncern Naftowy ORLEN Spółka Akcyjna with its registered office in Płock**

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Armen Konrad Artwich