

RESOLUTION No 68/V/2020 of the Supervisory Board of ENERGA Spółka Akcyjna with its registered office in Gdańsk (the Company) of 28 May 2020

on: review of standalone financial statements of ENERGA SA for the year ended on 31 December 2019

Acting pursuant to § 17 (1) (1) of the Company's Articles of Association, Article 382 § 3 in conjunction with Article 395 § 2.1 of the Code of Commercial Companies and Article 53 (1) of the Accounting Act and § 70 (1) (14) of Regulation of the Minister of Finance of 29 March 2018 on current and periodical information submitted by the issuers of securities and conditions for recognizing information required by the laws of a non-Member State as equivalent, having regard to the report prepared by the independent statutory auditor for the General Meeting of Shareholders and the Supervisory Board on the audit of the annual standalone financial statements of ENERGA SA for the financial year ending on 31 December 2019 and the opinion from the Audit Committee of the Supervisory Board expressed in Resolution No 5/2020 of 28 May 2020,

The Supervisory Board resolves as follows:

§1

1 To pass a positive opinion on the standalone financial statements of ENERGA SA prepared in accordance with the International Financial Reporting Standards as endorsed by the European Union, for the year ended 31 December 2019, consisting of:

- 1) A standalone statement of profit or loss showing the loss after tax of PLN 374,000,000 (say zlotys: three hundred seventy four million),
 - 2) A standalone statement of comprehensive income showing a negative comprehensive income of PLN 392,000,000 PLN (say zlotys: three hundred ninety two million),
 - 3) A standalone statement of financial position showing balance-sheet total of PLN 13,573,000,000 (say zlotys: thirteen billion five hundred seventy three million),
 - 4) A standalone statement of changes in equity showing a decrease in equity by PLN 392,000,000 (say zlotys: three hundred ninety two million),
 - 5) A standalone statement of cash flows showing a decrease in net cash by PLN 1,239,000,000 (say zlotys: one billion two hundred thirty nine million),
 - 6) Accounting principles (policy) and additional explanatory notes, confirming its compliance with books and documents, as well as with the actual state of affairs.
2. Reasoning for the review referred to in subpar. 1 above constitutes an Appendix to this resolution.
3. Standalone financial statements of ENERGA SA referred to in subpar. 1 above are attached as an Appendix to this resolution.

§2

The Resolution comes into effect upon its adoption.

Voting was carried out by e-mail and telephone.

All Members of the Supervisory Board were notified of the content of the resolution.
Number of voters: 6.

This resolution was adopted with the following number of votes:

6 in favour,

0 against,

0 abstaining.

*/stamp:/ Chairman of the Supervisory Board
of ENERGA SA
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Paula Ziemiecka-Księżak*

RESOLUTION No 69/V/2020 of the Supervisory Board of ENERGA Spółka Akcyjna with its registered office in Gdańsk (the Company) of 28 May 2020

on: review of consolidated financial statements of the ENERGA Group for the year ended on 31 December 2019

Acting pursuant to § 17 (1) (1) of the Company's Articles of Association in connection with Article 395 § 5 of the Code of Commercial Companies and Article 63c (4) of the Accounting Act and § 71 (1) (12) of Regulation of the Minister of Finance of 29 March 2018 on current and periodical information submitted by the issuers of securities and conditions for recognizing information required by the laws of a non-Member State as equivalent, having regard to the report prepared by the independent statutory auditor for the General Meeting of Shareholders and the Supervisory Board on the audit of the annual consolidated financial statements of the ENERGA Group for the financial year ending on 31 December 2019 and the opinion from the Audit Committee of the Supervisory Board expressed in Resolution No 5/2020 of 28 May 2020,

The Supervisory Board resolves as follows:

§1

- 1 To pass a positive opinion on the consolidated financial statements of the ENERGA Group prepared in accordance with the International Financial Reporting Standards as endorsed by the European Union, for the year ended 31 December 2019, consisting of:
 - 1) A consolidated statement of profit or loss showing the loss after tax of PLN 1,001,000,000 (say zlotys: one billion one million),
 - 2) A consolidated statement of comprehensive income showing a negative comprehensive income of PLN 1,092,000,000 (say zlotys: one billion ninety two million),
 - 3) A consolidated statement of financial position showing balance-sheet total of PLN 20,967,000,000 (say zlotys: twenty billion nine hundred sixty seven million),
 - 4) A consolidated statement of changes in equity showing a decrease in consolidated equity by PLN 1,092,000,000 (say zlotys: one billion ninety two million),
 - 5) A consolidated statement of cash flows showing a decrease in net cash by PLN 1,269,000,000 PLN (say zlotys: one billion two hundred sixty nine million),
 - 6) Accounting principles (policy) and additional notes.confirming its compliance with books and documents, as well as with the actual state of affairs.
2. Reasoning for the review referred to in subpar. 1 above constitutes an Appendix to this resolution.
3. Consolidated financial statements of the ENERGA Group referred to in subpar. 1 above are attached as an Appendix to this resolution.

§2

The Resolution comes into effect upon its adoption.

Voting was carried out by e-mail and telephone.

All Members of the Supervisory Board were notified of the content of the resolution.
Number of voters: 6.

This resolution was adopted with the following number of votes:

6 in favour,

0 against,

0 abstaining.

*/stamp:/ Chairman of the Supervisory Board of
ENERGA SA
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Paula Ziemiecka-Księżak*

RESOLUTION No 70/V/2020 of the Supervisory Board of ENERGA Spółka Akcyjna with its registered office in Gdańsk (the Company) of 28 May 2020

on: review of the Report of the Management Board of ENERGA SA on the activities of ENERGA Group and ENERGA SA for the year 2019

Acting pursuant to § 17 (1) (1) of the Company's Articles of Association in connection with Article 382 § 3 and Article 395 § 5 of the Code of Commercial Companies and Article 55 (2a) of the Accounting Act and § 70 (1) (14) and § 71 (1) (12) of Regulation of the Minister of Finance of 29 March 2018 on current and periodical information submitted by the issuers of securities and conditions for recognizing information required by the laws of a non-Member State as equivalent, having regard to the report prepared by the independent statutory auditor for the General Meeting of Shareholders and the Supervisory Board on the audit of the annual standalone financial statements of ENERGA SA and the annual consolidated financial statements of the ENERGA Group for the financial year ending on 31 December 2019 and the opinion from the Audit Committee of the Supervisory Board expressed in Resolution No 5/2020 of 28 May 2020,

The Supervisory Board resolves as follows:

§1

1. To pass a positive opinion on the report by the Management Board of ENERGA SA on the activities of the ENERGA Group and ENERGA SA for the year 2019, confirming its compliance with books and documents, as well as with the actual state of affairs.
2. Reasoning for the review referred to in subpar. 1 above constitutes an Appendix to this resolution.
3. The report by the Management Board of ENERGA SA on the activities of the ENERGA Group and ENERGA SA for the year 2019 is attached as an Appendix to this resolution.

§2

The Resolution comes into effect upon its adoption.

Voting was carried out by e-mail and telephone.

All Members of the Supervisory Board were notified of the content of the resolution.
Number of voters: 6.

This resolution was adopted with the following number of votes:

6 in favour,

0 against,

0 abstaining.

*/stamp:/ Chairman of the Supervisory Board of
ENERGA SA
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Paula Ziemiecka-Księżak*

RESOLUTION No 75/V/2020 of the Supervisory Board of ENERGA Spółka Akcyjna with its registered office in Gdańsk (the Company) of 1 June 2020

on: review of the motion by the Management Board to the General Meeting of Shareholders of ENERGA SA concerning coverage of the loss after tax for the financial year of 2019

Acting pursuant to Article § 17.1.1 of the Company's Articles of Association and Article 382 § 3 of the Code of Commercial Companies in connection with Article 395 § 2 (2) of the Code of Commercial Companies, the Supervisory Board has resolved as follows:

§1

To pass a positive opinion on the motion by the Management Board to the General Meeting of Shareholders of ENERGA SA concerning coverage of the loss after tax for the financial year of 2019 covering the period from 1 January 2019 to 31 December 2019 at PLN 374,000,000 (say zlotys: three hundred seventy four million) entirely with the share premium of the Company.

§2

The Resolution comes into effect upon its adoption.

Number of attendees: 6.

This resolution was adopted in an open voting, with the following number of votes:

6 in favour,

0 against,

0 abstaining.

Signatures of Members of the Supervisory Board present

1. Paula Ziemiecka-Księżak	<i>/illegible signature/</i>
2. Zbigniew Wtulich	<i>/illegible signature/</i>
3. Agnieszka Terlikowska-Kulesza	<i>/illegible signature/</i>
4. Andrzej Powalowski	<i>/illegible signature/</i>
5. Trajan Szuladziński	<i>/illegible signature/</i>
6. Maciej Żółtkiewicz	<i>/illegible signature/</i>

RESOLUTION No 76/V/2020 of the Supervisory Board of ENERGA Spółka Akcyjna with its registered office in Gdańsk (the Company) of 1 June 2020

on: passing an opinion to the Ordinary General Meeting of Shareholders on granting a vote of acceptance to Ms Alicja Barbara Klimiuk to confirm the discharge of her duties as Vice-President of the Management Board for Operations in 2019

Acting pursuant to Article § 17.1.6 of the Company's Articles of Association in connection with Article 395 § 2 (3) of the Code of Commercial Companies, having reviewed:

- 1) standalone financial statements of ENERGA SA for the year ended on 31 December 2019,
- 2) the consolidated financial statements of the ENERGA Group for the year ended on 31 December 2019,
- 3) a report by the Management Board on the activities of the ENERGA Group and ENERGA SA for the year 2019,

The Supervisory Board resolves as follows:

§1

To pass a positive opinion to the Ordinary General Meeting of Shareholders of the Company on granting a vote of acceptance to Ms Alicja Barbara Klimiuk to confirm the discharge of her duties as Vice-President of the Management Board for Operations in the period from 1 January to 30 May 2019.

§2

The Resolution comes into effect upon its adoption.

Number of attendees: 6.

This resolution has been adopted unanimously in a secret vote, with the following number of votes cast:

6 in favour,

0 against,

0 abstaining.

Signatures of Members of the Supervisory Board present:

1. Paula Ziemiecka-Księżak	<i>/illegible signature/</i>	4. Andrzej Powalowski	<i>/illegible signature/</i>
2. Zbigniew Wtulich	<i>/illegible signature/</i>	5. Trajan Szuladziński	<i>/illegible signature/</i>
3. Agnieszka Terlikowska-Kulesza	<i>/illegible signature/</i>	6. Maciej Żótkiewicz	<i>/illegible signature/</i>

RESOLUTION No 77/V/2020 of the Supervisory Board of ENERGA Spółka Akcyjna with its registered office in Gdańsk (the Company) of 1 June 2020

on: passing an opinion to the Ordinary General Meeting of Shareholders on granting a vote of acceptance to Mr Jacek Kościelniak to confirm the discharge of his duties as Vice-President of the Management Board for Finance in 2019

Acting pursuant to Article § 17.1.6 of the Company's Articles of Association in connection with Article 395 § 2 (3) of the Code of Commercial Companies, having reviewed:

- 1) standalone financial statements of ENERGA SA for the year ended on 31 December 2019,
- 2) the consolidated financial statements of the ENERGA Group for the year ended on 31 December 2019,
- 3) a report by the Management Board on the activities of the ENERGA Group and ENERGA SA for the year 2019,

The Supervisory Board resolves as follows:

§1

To pass a positive opinion to the Ordinary General Meeting of Shareholders of the Company on granting a vote of acceptance to Mr Jacek Kościelniak to confirm the discharge of his duties as Vice-President of the Management Board for Finance in the period from 1 January to 31 December 2019.

§2

The Resolution comes into effect upon its adoption.

Number of attendees: 6.

This resolution has been adopted in a secret vote, with the following number of votes cast:

6 in favour,

0 against,

0 abstaining

Signatures of Members of the Supervisory Board present:

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|----------------------------------|------------------------------|
| 1. Paula Ziemiecka-Księżak | <i>/illegible signature/</i> |
| 2. Zbigniew Wtulich | <i>/illegible signature/</i> |
| 3. Agnieszka Terlikowska-Kulesza | <i>/illegible signature/</i> |
| 4. Andrzej Powalowski | <i>/illegible signature/</i> |
| 5. Trajan Szuladziński | <i>/illegible signature/</i> |
| 6. Maciej Żółtkiewicz | <i>/illegible signature/</i> |

RESOLUTION No 78/V/2020 of the Supervisory Board of ENERGA Spółka Akcyjna with its registered office in Gdańsk (the Company) of 1 June 2020

on: passing an opinion to the Ordinary General Meeting of Shareholders on granting a vote of acceptance to Mr Grzegorz Ksepko to confirm the discharge of his duties as Vice-President of the Management Board for Corporate Matters in 2019

Acting pursuant to Article § 17.1.6 of the Company's Articles of Association in connection with Article 395 § 2 (3) of the Code of Commercial Companies, having reviewed:

- 1) standalone financial statements of ENERGA SA for the year ended on 31 December 2019,
- 2) the consolidated financial statements of the ENERGA Group for the year ended on 31 December 2019,
- 3) a report by the Management Board on the activities of the ENERGA Group and ENERGA SA for the year 2019,

The Supervisory Board resolves as follows:

§1

To pass a positive opinion to the Ordinary General Meeting of Shareholders of the Company on granting a vote of acceptance to Mr Grzegorz Ksepko to confirm the discharge of his duties as Vice-President of the Management Board for Corporate Matters in the period from 1 January to 31 December 2019.

§2

The Resolution comes into effect upon its adoption.

Number of attendees: 6.

This resolution has been adopted in a secret vote, with the following number of votes cast:

6 in favour,

0 against,

0 abstaining

Signatures of Members of the Supervisory Board present:

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|----------------------------------|------------------------------|
| 1. Paula Ziemiecka-Księżak | <i>/illegible signature/</i> |
| 2. Zbigniew Wtulich | <i>/illegible signature/</i> |
| 3. Agnieszka Terlikowska-Kulesza | <i>/illegible signature/</i> |
| 4. Andrzej Powalowski | <i>/illegible signature/</i> |
| 5. Trajan Szuladziński | <i>/illegible signature/</i> |
| 6. Maciej Żółtkiewicz | <i>/illegible signature/</i> |

RESOLUTION No 79/V/2020 of the Supervisory Board of ENERGA Spółka Akcyjna with its registered office in Gdańsk (the Company) of 1 June 2020

on: passing an opinion to the Ordinary General Meeting of Shareholders on granting a vote of acceptance to Mr Dominik Wadecki to confirm the discharge of his duties as Vice-President of the Management Board for Operations in 2019

Acting pursuant to Article § 17.1.6 of the Company's Articles of Association in connection with Article 395 § 2 (3) of the Code of Commercial Companies, having reviewed:

- 1) standalone financial statements of ENERGA SA for the year ended on 31 December 2019,
- 2) the consolidated financial statements of the ENERGA Group for the year ended on 31 December 2019,
- 3) a report by the Management Board on the activities of the ENERGA Group and ENERGA SA for the year 2019,

The Supervisory Board resolves as follows:

§1

To pass a positive opinion to the Ordinary General Meeting of Shareholders of the Company on granting a vote of acceptance to Mr Dominik Wadecki to confirm the discharge of his duties as Vice-President of the Management Board for Operations in the period from 31 May to 31 December 2019.

§2

The Resolution comes into effect upon its adoption.

Number of attendees: 6.

This resolution has been adopted in a secret vote, with the following number of votes cast:

6 in favour,

0 against,

0 abstaining

Signatures of Members of the Supervisory Board present:

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|----------------------------------|------------------------------|
| 1. Paula Ziemiecka-Księżak | <i>/illegible signature/</i> |
| 2. Zbigniew Wtulich | <i>/illegible signature/</i> |
| 3. Agnieszka Terlikowska-Kulesza | <i>/illegible signature/</i> |
| 4. Andrzej Powalowski | <i>/illegible signature/</i> |
| 5. Trajan Szuladziński | <i>/illegible signature/</i> |
| 6. Maciej Żółtkiewicz | <i>/illegible signature/</i> |

RESOLUTION No 80/V/2020 of the Supervisory Board of ENERGA Spółka Akcyjna with its registered office in Gdańsk (the Company) of 1 June 2020

on: passing an opinion to the Ordinary General Meeting of Shareholders on granting a vote of acceptance to Ms Adrianna Sikorska to confirm the discharge of her duties as the Vice-President of the Management Board for Communications in 2019

Acting pursuant to Article § 17.1.6 of the Company's Articles of Association in connection with Article 395 § 2 (3) of the Code of Commercial Companies, having reviewed:

- 1) standalone financial statements of ENERGA SA for the year ended on 31 December 2019,
- 2) the consolidated financial statements of the ENERGA Group for the year ended on 31 December 2019,
- 3) a report by the Management Board on the activities of the ENERGA Group and ENERGA SA for the year 2019,

The Supervisory Board resolves as follows:

§1

To pass a positive opinion to the Ordinary General Meeting of Shareholders of the Company on granting a vote of acceptance to Adrianna Sikorska to confirm the discharge of her duties as the Vice-President of the Management Board for Communications in the period from 17 December to 31 December 2019.

§2

The Resolution comes into effect upon its adoption.

Number of attendees: 6.

This resolution has been adopted in a secret vote, with the following number of votes cast:

6 in favour,

0 against,

0 abstaining

Signatures of Members of the Supervisory Board present:

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|----------------------------------|------------------------------|
| 1. Paula Ziemiecka-Księżak | <i>/illegible signature/</i> |
| 2. Zbigniew Wtulich | <i>/illegible signature/</i> |
| 3. Agnieszka Terlikowska-Kulesza | <i>/illegible signature/</i> |
| 4. Andrzej Powalowski | <i>/illegible signature/</i> |
| 5. Trajan Szuladziński | <i>/illegible signature/</i> |
| 6. Maciej Żółtkiewicz | <i>/illegible signature/</i> |

RESOLUTION No 81/V/2020 of the Supervisory Board of ENERGA Spółka Akcyjna with its registered office in Gdańsk (the Company) of 1 June 2020

on: passing an opinion to the Ordinary General Meeting of Shareholders on granting a vote of acceptance to Mr Jacek Goliński to confirm the discharge of his duties as the President of the Management Board in 2019

Acting pursuant to Article § 17.1.6 of the Company's Articles of Association in connection with Article 395 § 2 (3) of the Code of Commercial Companies, having reviewed:

- 1) standalone financial statements of ENERGA SA for the year ended on 31 December 2019,
- 2) the consolidated financial statements of the ENERGA Group for the year ended on 31 December 2019,
- 3) a report by the Management Board on the activities of the ENERGA Group and ENERGA SA for the year 2019,

The Supervisory Board resolved as follows:

§1

To pass a positive opinion to the Ordinary General Meeting of Shareholders of the Company on granting a vote of acceptance to Mr Jacek Goliński to confirm the discharge of his duties as the President of the Management Board in the period from 17 December to 31 December 2019.

§2

The Resolution comes into effect upon its adoption.

Number of attendees: 6.

This resolution has been adopted in a secret vote, with the following number of votes cast:

6 in favour,

0 against,

0 abstaining

Signatures of Members of the Supervisory Board present:

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|----------------------------------|------------------------------|
| 1. Paula Ziemiecka-Księżak | <i>/illegible signature/</i> |
| 2. Zbigniew Wtulich | <i>/illegible signature/</i> |
| 3. Agnieszka Terlikowska-Kulesza | <i>/illegible signature/</i> |
| 4. Andrzej Powalowski | <i>/illegible signature/</i> |
| 5. Trajan Szuladziński | <i>/illegible signature/</i> |
| 6. Maciej Żółtkiewicz | <i>/illegible signature/</i> |

RESOLUTION No 83/V/2020 of the Supervisory Board of ENERGA Spółka Akcyjna with its registered office in Gdańsk (the Company) of 1 June 2020

on: passing an opinion on the Remuneration Policy for Members of the Management Board and Supervisory Board of ENERGA SA

Acting pursuant to § 17.1.6 of the Company's Articles of Association in connection with Article 90d (1) of the Act of 29 July 2005 on Public Offering and on the Terms of Introducing Financial Instruments into Organized Trading and on Public Companies, the Supervisory Board resolved as follows:

§1

1. To pass a positive opinion on draft Remuneration Policy for Members of the Management Board and Supervisory Board of ENERGA SA (hereinafter: Remuneration Policy), with the motion of the Management Board of the Company to the General Meeting of Shareholders for adoption of the policy.
2. To submit the draft Remuneration Policy to the General Meeting.
3. The draft Remuneration Policy and the motion of the Management Board of the Company to the General Meeting for adoption of the Policy are attached as Appendix 1 and 2 to this resolution.

§2

The Resolution comes into effect upon its adoption.

Number of attendees: 6.

This resolution was adopted in an open voting, with the following number of votes:

6 in favour,

0 against,

0 abstaining

Signatures of Members of the Supervisory Board present:

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|----------------------------------|------------------------------|
| 1. Paula Ziemiecka-Księżak | <i>/illegible signature/</i> |
| 2. Zbigniew Wtulich | <i>/illegible signature/</i> |
| 3. Agnieszka Terlikowska-Kulesza | <i>/illegible signature/</i> |
| 4. Andrzej Powalowski | <i>/illegible signature/</i> |
| 5. Trajan Szuladziński | <i>/illegible signature/</i> |
| 6. Maciej Żółtkiewicz | <i>/illegible signature/</i> |