

Attachment 3 – draft resolution

The only legally binding version is the Polish original

Resolution No. [...] of the Extraordinary General Meeting of ENERGA Spółka Akcyjna with its registered office in Gdańsk dated 02 April 2026 on the registration in the National Depository for Securities of series CC shares and pre-emptive rights to series CC shares and on applying for the admission of series CC shares and pre-emptive rights to series CC shares to trading on the regulated market operated by the Warsaw Stock Exchange.

§ 1

Series CC shares issued pursuant to Resolution No. [...] of the Extraordinary General Meeting of ENERGA S.A. dated [...] 2026 on the increase of the Company's share capital by way of issuance of series CC shares through closed subscription (i.e., with preservation of pre-emptive rights of existing shareholders), the determination of 4 May 2026 as the record date for pre-emptive rights to series CC shares, and the amendment of the Company's Articles of Association (the "Series CC Shares"), and the pre-emptive rights relating to the Series CC Shares shall be dematerialised pursuant to the provisions of the Act of 29 July 2005 on Trading in Financial Instruments, i.e., they shall be registered in the depository of securities maintained by Krajowy Depozyt Papierów Wartościowych S.A. ("KDPW").

The Company shall apply for the admission and introduction of the Series CC Shares and the pre-emptive rights to Series CC Shares to trading on the regulated market operated by Giełda Papierów Wartościowych w Warszawie S.A. ("WSE").

The Management Board of the Company is hereby authorised to:

- 1) take all factual and legal actions required for the registration, in the depository maintained by KDPW, of the Series CC Shares and the pre-emptive rights to Series CC Shares, including in particular to execute agreements with KDPW concerning the registration of such financial instruments in the depository maintained by KDPW;
- 2) take all factual and legal actions required for the admission and introduction of the Series CC Shares and the pre-emptive rights to Series CC Shares to trading on the regulated market operated by the WSE;
- 3) prepare, submit to the Polish Financial Supervision Authority and make public the document referred to in Article 1(5)(ba)(iii) of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017, relating to the admission to trading of Series CC Shares and the pre-emptive rights to Series CC Shares.

§ 2

This Resolution shall enter into force upon its adoption.