

Gdańsk, 24 December 2013

Current Report

Information on non-application by ENERGA SA of some of the Best Practices of WSE Listed Companies

The Management Board of Energa SA („Company”), pursuing the obligation imposed by § 29 section 3 of the WSE Rules, announces that it has accepted all the corporate governance rules set out in the „Best Practices of WSE Listed Companies”, with the exception of:

- Recommendation 9, Part I: in part which refers to the Company ensuring that there is a balanced proportion of women and men holding managerial and supervisory positions. At present the Company does not ensure the balanced proportion: the Management Board is composed of three members, all men, whereas the eight-member Supervisory Board includes three women. The Management Board emphasizes that in the future, as long as it is under control, it will aim to take the WSE’s recommendations regarding the balanced proportion of men and women in the Management and Supervisory Boards into account, however leaving appropriate decisions at the discretion of authorized bodies of the Company.
- Best Practice III.8: in part which refers to the commissions operating within the Supervisory Board whose tasks and procedures are regulated by provisions of the Annex I to Commission Recommendation of 15 February 2005 on the role of non-executive directors. Such committees specified in Annex I to Commission Recommendation of 15 February 2005 as nomination, remuneration and audit commission (in the meaning other than the existent Audit Committee) do not operate in the Company. In case such commissions are established in the future, the Management Board will recommend to the Supervisory Board to comply with these recommendations.
- Best practice IV.10: in part which refers to enabling shareholders to participate in a general meeting using electronic means of communication. The Company is of the opinion that the decision to use electronic means of communication during a General Meeting is conditional upon such need being voiced by a wider number of the Company’s shareholders. Should the need arise, the Company shall analyze all possibilities and available solutions based on, among others, the market practice.

The Management Board intends to recommend to both the Supervisory Board and the General Meeting to adhere to all “Best Practices of WSE Listed Companies”. The decision to comply with some of the rules specified in the “Best Practices of WSE Listed Companies” will, however, be made at the Company’s shareholders’ and the Supervisory Board’s discretion.

Legal basis: WSE Rules § 29 section 3