



**PROXY VOTING FORM FOR THE ORDINARY SHAREHOLDER MEETING OF ENERGA SPÓŁKA
AKCYJNA CALLED FOR 20 MAY 2014**

CLARIFICATION:

The use of this form is not mandatory and depends on the decision of the shareholder.

The Shareholder issues an instruction by placing an "X" in an appropriate box.

If the shareholder decides to vote differently with his/her shares, he/she is requested to indicate, in the appropriate box, the number of shares, with which the proxy is to vote "for", "against" or "abstain" from voting. If the number of shares is not specified, this means that the proxy is entitled to vote in the specified manner with all the shares held by the shareholder.

The forms will not replace a power-of-attorney granted by a shareholder to a proxy to take part in the Ordinary Shareholder Meeting and to exercise the voting right in the votes on the individual resolutions of the Ordinary Shareholder Meeting.

ENERGA SA will not verify whether or not the proxy exercises the voting rights in accordance with the instructions given by the Shareholder.

Please note that the draft resolutions attached to this form may differ from the draft resolutions actually submitted to a vote at the Ordinary Shareholder Meeting. In such a case, for the avoidance of doubt as to how the proxy should vote, we would recommend stating the desired conduct of the proxy in such a situation in the field "other".

**PROXY VOTING FORM FOR THE ORDINARY SHAREHOLDER MEETING OF ENERGA SPÓŁKA
AKCYJNA CALLED FOR XX MAY 2014
for voting on the Resolution of the Ordinary Shareholder Meeting
of ENERGA SA with its registered office in Gdańsk
to elect the Chairperson of the Ordinary Shareholder Meeting**

Shareholder

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Number of votes vested in the Shareholder at the Ordinary Shareholder Meeting of ENERGA SA called for XX May 2014 covered by the powers-of-attorney granted by the Shareholder to the Proxy:

Shareholder's Proxy

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Series and number of the ID card or passport or other identity document and indication of the authority, which issued the document: _____

Date of the powers-of-attorney extended by the Shareholder to the Proxy. _____

Proposed wording of the resolution to elect the Chairperson of the Ordinary Shareholder Meeting:

Acting pursuant to Art. 409 § 1 of the Commercial Companies Code, it is hereby resolved as follows:

§ 1

The Ordinary Shareholder Meeting elects, PESEL number holding an identity card for the Chairperson of the Company's Ordinary Shareholder Meeting.

§ 2

The resolution will come into force on the date of its adoption.

Voting:

FOR (number of votes)
AGAINST (number of votes)

ABSTAIN (number of votes)

If voting against the resolution to elect the Chairperson of the Ordinary Shareholder Meeting, the Shareholder may express his/her objection and request that it be entered in the minutes

Objection*

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Instructions for voting by proxy on the resolution to elect the Chairperson of the Ordinary Shareholder Meeting.

Instructions*

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Other*

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(town/city, date and signature of the Shareholder)

* Delete as necessary

**PROXY VOTING FORM FOR THE ORDINARY SHAREHOLDER MEETING OF ENERGA SPÓŁKA
AKCYJNA CALLED FOR XX MAY 2014
for voting on the Resolution of the Ordinary Shareholder Meeting
of ENERGA SA with its registered office in Gdańsk
to adopt the agenda of the Ordinary Shareholder Meeting**

Shareholder

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Number of votes vested in the Shareholder at the Ordinary Shareholder Meeting of ENERGA SA called for XX May 2014 covered by the powers-of-attorney granted by the Shareholder to the Proxy:

Shareholder's Proxy

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Series and number of the ID card or passport or other identity document and indication of the authority, which issued the document: _____

Date of the powers-of-attorney extended by the Shareholder to the Proxy. _____

Proposed wording of the resolution to adopt the agenda of the Ordinary Shareholder Meeting:

The following is hereby resolved:

§ 1

The Shareholder Meeting of the Company hereby resolves to adopt the following agenda of the Ordinary Shareholder Meeting of ENERGA SA:

1. Open the Ordinary Shareholder Meeting.
2. Elect the Chairperson of the Ordinary Shareholder Meeting.
3. Assert that the Meeting has been convened correctly and is capable of adopting binding resolutions.
4. Adopt the agenda of the Ordinary Shareholder Meeting.
5. Review and approve the Management Board report on the activity of ENERGA Spółka Akcyjna in 2013.
6. Review and approve the standalone financial statements of the Company for the year ended 31 December 2013.
7. Adopt a resolution to distribute the net profit earned in 2013 and set the dividend record date and the dividend payment date.
8. Adopt resolutions to grant a discharge on the performance of duties by Management Board Members in 2013.



9. Adopt resolutions to grant a discharge on the performance of duties by Supervisory Board Members in 2013.
10. Review and approve the consolidated Management Board report on the activity of the ENERGA SA Capital Group in 2013.
11. Review and approve the consolidated financial statements of the ENERGA SA Capital Group for the year ended 31 December 2013.
12. Adopt a resolution to set the number of members of the ENERGA SA Supervisory Board.
13. Adopt a resolution to appoint Members of the ENERGA SA Supervisory Board for the 4th Term of Office.
14. Adjourn the Ordinary Shareholder Meeting.

§ 2

The resolution will come into force on the date of its adoption.

Voting:

FOR	.....	(number of votes)
AGAINST	.....	(number of votes)
ABSTAIN	.....	(number of votes)

If voting against the resolution to adopt the agenda of the Ordinary Shareholder Meeting, the Shareholder may express his/her objection and request that it be entered in the minutes

Objection*

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Instructions for voting by proxy on the resolution to adopt the agenda of the Ordinary Shareholder Meeting.

Instructions*

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Other*

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 (town/city, date and signature of the Shareholder)

* Delete as necessary

**PROXY VOTING FORM FOR THE ORDINARY SHAREHOLDER MEETING OF ENERGA SPÓŁKA
AKCYJNA CALLED FOR XX MAY 2014
for voting on the Resolution of the Ordinary Shareholder Meeting
of ENERGA SA with its registered office in Gdańsk
to approve the Management Board report
on the activity of ENERGA Spółka Akcyjna in 2013**

Shareholder

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Number of votes vested in the Shareholder at the Ordinary Shareholder Meeting of ENERGA SA called for XX May 2014 covered by the powers-of-attorney granted by the Shareholder to the Proxy:

Shareholder's Proxy

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Series and number of the ID card or passport or other identity document and indication of the authority, which issued the document: _____

Date of the powers-of-attorney extended by the Shareholder to the Proxy. _____

Proposed wording of the resolution to approve the Management Board report on the activity of ENERGA Spółka Akcyjna in 2013:

Acting pursuant to Article 393 § 1 and Article 395 § 2.1 of the Commercial Company Code, the Ordinary Shareholder Meeting hereby resolves to:

§ 1

Approve the Management Board activity report on the activity of ENERGA Spółka Akcyjna for the financial year from 1 January 2013 to 31 December 2013.

§ 2

The resolution will come into force on the date of its adoption.

Voting:

FOR (number of votes)
AGAINST (number of votes)
ABSTAIN (number of votes)

If voting against the resolution to approve the Management Board report on the activity of ENERGA Spółka Akcyjna in 2013, the Shareholder may express his/her objection and request that it be entered in the minutes.

Objection*

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Instructions for voting by proxy on the resolution to approve the Management Board report on the activity of ENERGA Spółka Akcyjna in 2013.

Instructions*

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Other*

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(town/city, date and signature of the Shareholder)

* Delete as necessary

**PROXY VOTING FORM FOR THE ORDINARY SHAREHOLDER MEETING OF ENERGA SPÓŁKA
AKCYJNA CALLED FOR XX MAY 2014**

**for voting on the Resolution of the Ordinary Shareholder Meeting
of ENERGA SA with its registered office in Gdańsk
to approve the standalone financial statements of the Company
prepared in accordance with the EU IFRS for the financial year 2013**

Shareholder

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Number of votes vested in the Shareholder at the Ordinary Shareholder Meeting of ENERGA SA called for XX May 2014 covered by the powers-of-attorney granted by the Shareholder to the Proxy: _____

Shareholder's Proxy

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Series and number of the ID card or passport or other identity document and indication of the authority, which issued the document: _____

Date of the powers-of-attorney extended by the Shareholder to the Proxy. _____

Proposed wording of the resolution to approve the standalone financial statements of the Company prepared in accordance with the EU IFRS for the financial year 2013:

Acting pursuant to Article 393 § 1 and Article 395 § 2.1 of the Commercial Company Code, the Ordinary Shareholder Meeting hereby resolves to:

§ 1

Approve the standalone financial statements of ENERGA SA prepared in accordance with the EU IFRS for the period from 1 January 2013 to 31 December 2013, which include:

- 1) standalone profit and loss account showing a net profit of PLN 499,049 thousand (four hundred ninety nine million forty nine thousand zloty),
- 2) standalone statement of financial position showing assets and liabilities and equity of PLN 11,565,087 thousand (eleven billion five hundred sixty five million eighty seven thousand zloty),
- 3) standalone statement of changes in equity showing an increase in equity in the amount of PLN 28,745 thousand (twenty eight million seven hundred forty five thousand zloty),

- 4) standalone cash flow statement showing a net cash increase of PLN 29,232 thousand (twenty nine million two hundred thirty two thousand zloty),
- 5) notes and explanations.

§ 2

The resolution will come into force on the date of its adoption.

Voting:

FOR		(number of votes)
AGAINST		(number of votes)
ABSTAIN		(number of votes)

If voting against the resolution to approve the standalone financial statements of the Company prepared in accordance with EU IFRS for the financial year 2013, the Shareholder may express his/her objection and request that it be entered in the minutes.

Objection*

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Instructions for voting by proxy on the resolution to approve the standalone financial statements of the Company prepared in accordance with EU IFRS for the financial year 2013.

Instructions*

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Other*

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(town/city, date and signature of the Shareholder)

* Delete as necessary

**PROXY VOTING FORM FOR THE ORDINARY SHAREHOLDER MEETING OF ENERGA SPÓŁKA
AKCYJNA CALLED FOR XX MAY 2014
for voting on the Resolution of the Ordinary Shareholder Meeting
of ENERGA SA with its registered office in Gdańsk
to distribute the net profit for the financial year from 1 January 2013 to 31 December 2013
and set the dividend record date and the dividend payment date**

Shareholder

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Number of votes vested in the Shareholder at the Ordinary Shareholder Meeting of ENERGA SA called for XX May 2014 covered by the powers-of-attorney granted by the Shareholder to the Proxy:

Shareholder's Proxy

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Series and number of the ID card or passport or other identity document and indication of the authority, which issued the document: _____

Date of the powers-of-attorney extended by the Shareholder to the Proxy. _____

Proposed wording of the resolution to distribute the net profit for the financial year from 1 January 2013 to 31 December 2013 and set the dividend record date and the dividend payment date

Acting pursuant to Article 395 § 2.2 and Article 348 § 3 of the Commercial Company Code and § 26 sec. 1.7 of the Company's Articles of Association, the following is hereby resolved:

§ 1

The net profit for the financial year 2013 in the amount of PLN 499,048,758.09 (four hundred ninety nine million forty eight thousand seven hundred fifty eight 09/100) shall be allocated as follows:

- 1) Shareholders' dividend – PLN 414,067,114.00 (four hundred fourteen million sixty seven thousand one hundred fourteen zloty), i.e. PLN 1.00 (one zloty) per share.
- 2) supplementary capital – PLN 84,981,644.09 (eighty four million nine hundred eighty one thousand six hundred forty four 09/100).

§ 2

The dividend record date is set at XX May 2014 and the dividend payment date at XX June 2014.

§ 3

The resolution will come into force on the date of its adoption.

Voting:

FOR	.....	(number of votes)
AGAINST	.....	(number of votes)
ABSTAIN	.....	(number of votes)

If voting against the resolution to to distribute the net profit for the financial year from 1 January 2013 to 31 December 2013 and set the dividend record date and the dividend payment date, the Shareholder may express his/her objection and request that it be entered in the minutes.

Objection*

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Instructions for voting by proxy on the resolution to to distribute the net profit for the financial year from 1 January 2013 to 31 December 2013 and set the dividend record date and the dividend payment date.

Instructions*

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Other*

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 (town/city, date and signature of the Shareholder)

* Delete as necessary

**PROXY VOTING FORM FOR THE ORDINARY SHAREHOLDER MEETING OF ENERGA SPÓŁKA
AKCYJNA CALLED FOR XX MAY 2014
for voting on the Resolution of the Ordinary Shareholder Meeting
of ENERGA SA with its registered office in Gdańsk
to grant a discharge to Mr. Mirosław Kazimierz Bieliński
on the performance of his duties in 2013**

Shareholder

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Number of votes vested in the Shareholder at the Ordinary Shareholder Meeting of ENERGA SA called for XX May 2014 covered by the powers-of-attorney granted by the Shareholder to the Proxy:

Shareholder's Proxy

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Series and number of the ID card or passport or other identity document and indication of the authority, which issued the document: _____

Date of the powers-of-attorney extended by the Shareholder to the Proxy. _____

Proposed wording of the resolution to grant a discharge to Mr. Mirosław Kazimierz Bieliński on the performance of his duties in 2013:

Acting pursuant to Article 393.1 and Article 395 § 2.3 of the Commercial Company Code, the following is hereby resolved:

§ 1

Mr. Mirosław Kazimierz Bieliński (PESEL: 62100503115) is hereby granted a discharge on the performance of his duties as the President of the Management Board in the period from 1 January 2013 to 31 December 2013.

§ 2

The resolution will come into force on the date of its adoption.

Voting:

FOR (number of votes)
AGAINST (number of votes)
ABSTAIN (number of votes)

If voting against the resolution to grant a discharge to Mr. Mirosław Kazimierz Bieliński on the performance of his duties in 2013, the Shareholder may express his/her objection and request that it be entered in the minutes.

Objection*

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Instructions for voting by proxy on the resolution to grant a discharge to Mr. Mirosław Kazimierz Bieliński on the performance of his duties in 2013.

Instructions*

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Other*

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(town/city, date and signature of the Shareholder)

* Delete as necessary

**PROXY VOTING FORM FOR THE ORDINARY SHAREHOLDER MEETING OF ENERGA SPÓŁKA
AKCYJNA CALLED FOR XX MAY 2014
for voting on the Resolution of the Ordinary Shareholder Meeting
of ENERGA SA with its registered office in Gdańsk
to grant a discharge to Mr. Roman Szyszko
on the performance of his duties in 2013**

Shareholder

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Number of votes vested in the Shareholder at the Ordinary Shareholder Meeting of ENERGA SA called for XX May 2014 covered by the powers-of-attorney granted by the Shareholder to the Proxy:

Shareholder's Proxy

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Series and number of the ID card or passport or other identity document and indication of the authority, which issued the document: _____

Date of the powers-of-attorney extended by the Shareholder to the Proxy. _____

Proposed wording of the resolution to grant a discharge to Mr. Roman Szyszko on the performance of his duties in 2013:

Acting pursuant to Article 393.1 and Article 395 § 2.3 of the Commercial Company Code, the following is hereby resolved:

§ 1

Mr. Roman Szyszko (PESEL: 65040804850) is hereby granted a discharge on the performance of his duties as the Executive Vice-President of the Management Board, Chief Financial Officer, in the period from 1 January 2013 to 31 December 2013.

§ 2

The resolution will come into force on the date of its adoption.



Voting:

FOR	.....	(number of votes)
AGAINST	.....	(number of votes)
ABSTAIN	.....	(number of votes)

If voting against the resolution to grant a discharge to Mr. Roman Szyszko on the performance of his duties in 2013, the Shareholder may express his/her objection and request that it be entered in the minutes.

Objection*

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Instructions for voting by proxy on the resolution to grant a discharge to Mr. Roman Szyszko on the performance of his duties in 2013.

Instructions*

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Other*

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(town/city, date and signature of the Shareholder)

* Delete as necessary

**PROXY VOTING FORM FOR THE ORDINARY SHAREHOLDER MEETING OF ENERGA SPÓŁKA
AKCYJNA CALLED FOR XX MAY 2014
for voting on the Resolution of the Ordinary Shareholder Meeting
of ENERGA SA with its registered office in Gdańsk
to grant a discharge to Mr. Wojciech Topolnicki
on the performance of his duties in 2013**

Shareholder

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Number of votes vested in the Shareholder at the Ordinary Shareholder Meeting of ENERGA SA called for XX May 2014 covered by the powers-of-attorney granted by the Shareholder to the Proxy:

Shareholder's Proxy

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Series and number of the ID card or passport or other identity document and indication of the authority, which issued the document: _____

Date of the powers-of-attorney extended by the Shareholder to the Proxy. _____

Proposed wording of the resolution to grant a discharge to Mr. Wojciech Topolnicki on the performance of his duties in 2013:

Acting pursuant to Article 393.1 and Article 395 § 2.3 of the Commercial Company Code, the following is hereby resolved:

§ 1

Mr. Wojciech Topolnicki (PESEL: 75012700532) is hereby granted a discharge on the performance of his duties as the Executive Vice-President of the Management Board, Strategy and Investments in the period from 1 January 2013 to 31 December 2013.

§ 2

The resolution will come into force on the date of its adoption.

Voting:

FOR	.....	(number of votes)
AGAINST	.....	(number of votes)
ABSTAIN	.....	(number of votes)

If voting against the resolution to grant a discharge to Mr. Wojciech Topolnicki on the performance of his duties in 2013, the Shareholder may express his/her objection and request that it be entered in the minutes.

Objection*

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Instructions for voting by proxy on the resolution to grant a discharge to Mr. Wojciech Topolnicki on the performance of his duties in 2013.

Instructions*

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Other*

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.....
 (town/city, date and signature of the Shareholder)

* Delete as necessary

**PROXY VOTING FORM FOR THE ORDINARY SHAREHOLDER MEETING OF ENERGA SPÓŁKA
AKCYJNA CALLED FOR XX MAY 2014
for voting on the Resolution of the Ordinary Shareholder Meeting
of ENERGA SA with its registered office in Gdańsk
to grant a discharge to Mr. Zbigniew Wtulich
on the performance of his duties in 2013**

Shareholder

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Number of votes vested in the Shareholder at the Ordinary Shareholder Meeting of ENERGA SA called for XX May 2014 covered by the powers-of-attorney granted by the Shareholder to the Proxy:

Shareholder's Proxy

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Series and number of the ID card or passport or other identity document and indication of the authority, which issued the document: _____

Date of the powers-of-attorney extended by the Shareholder to the Proxy. _____

Proposed wording of the resolution to grant a discharge to Mr. Zbigniew Wtulich on the performance of his duties in 2013:

Acting pursuant to Article 393.1 and Article 395 § 2.3 of the Commercial Company Code, the following is hereby resolved:

§ 1

Mr. Zbigniew Wtulich (PESEL: 58022500013) is hereby granted a discharge on the performance of his duties as the Chairman of the Supervisory Board in the period from 1 January 2013 to 31 December 2013.

§ 2

The resolution will come into force on the date of its adoption.

Voting:

FOR	.....	(number of votes)
AGAINST	.....	(number of votes)
ABSTAIN	.....	(number of votes)

If voting against the resolution to grant a discharge to Mr. Zbigniew Wtulich on the performance of his duties in 2013, the Shareholder may express his/her objection and request that it be entered in the minutes.

Objection*

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Instructions for voting by proxy on the resolution to grant a discharge to Mr. Zbigniew Wtulich on the performance of his duties in 2013.

Instructions*

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Other*

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(town/city, date and signature of the Shareholder)

* Delete as necessary

**PROXY VOTING FORM FOR THE ORDINARY SHAREHOLDER MEETING OF ENERGA SPÓŁKA
AKCYJNA CALLED FOR XX MAY 2014
for voting on the Resolution of the Ordinary Shareholder Meeting
of ENERGA SA with its registered office in Gdańsk
to grant a discharge to Mr. Marian Gawrylczyk
on the performance of his duties in 2013**

Shareholder

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Number of votes vested in the Shareholder at the Ordinary Shareholder Meeting of ENERGA SA called for XX May 2014 covered by the powers-of-attorney granted by the Shareholder to the Proxy:

Shareholder's Proxy

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Series and number of the ID card or passport or other identity document and indication of the authority, which issued the document: _____

Date of the powers-of-attorney extended by the Shareholder to the Proxy: _____

Proposed wording of the resolution to grant a discharge to Mr. Marian Gawrylczyk on the performance of his duties in 2013:

Acting pursuant to Article 393.1 and Article 395 § 2.3 of the Commercial Company Code, the following is hereby resolved:

§ 1

Mr. Marian Gawrylczyk (PESEL: 65090809553) is hereby granted a discharge on the performance of his duties as the Deputy Chairman of the Supervisory Board in the period from 1 January 2013 to 31 December 2013.

§ 2

The resolution will come into force on the date of its adoption.



Voting:

FOR	.....	(number of votes)
AGAINST	.....	(number of votes)
ABSTAIN	.....	(number of votes)

If voting against the resolution to grant a discharge to Mr. Marian Gawrylczyk on the performance of his duties in 2013, the Shareholder may express his/her objection and request that it be entered in the minutes.

Objection*

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Instructions for voting by proxy on the resolution to grant a discharge to Mr. Marian Gawrylczyk on the performance of his duties in 2013.

Instructions*

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Other*

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(town/city, date and signature of the Shareholder)

* Delete as necessary

**PROXY VOTING FORM FOR THE ORDINARY SHAREHOLDER MEETING OF ENERGA SPÓŁKA
AKCYJNA CALLED FOR XX MAY 2014
for voting on the Resolution of the Ordinary Shareholder Meeting
of ENERGA SA with its registered office in Gdańsk
to grant a discharge to Ms. Agnieszka Poloczek
on the performance of her duties in 2013**

Shareholder

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Number of votes vested in the Shareholder at the Ordinary Shareholder Meeting of ENERGA SA called for XX May 2014 covered by the powers-of-attorney granted by the Shareholder to the Proxy:

Shareholder's Proxy

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Series and number of the ID card or passport or other identity document and indication of the authority, which issued the document: _____

Date of the powers-of-attorney extended by the Shareholder to the Proxy. _____

Proposed wording of the resolution to grant a discharge to Ms. Agnieszka Poloczek on the performance of her duties in 2013:

Acting pursuant to Article 393.1 and Article 395 § 2.3 of the Commercial Company Code, the following is hereby resolved:

§ 1

Ms. Agnieszka Poloczek (PESEL: 74121510089) is hereby granted a discharge on the performance of her duties as the Secretary of the Supervisory Board in the period from 1 January 2013 to 31 December 2013.

§ 2

The resolution will come into force on the date of its adoption.

Voting:

FOR (number of votes)
AGAINST (number of votes)
ABSTAIN (number of votes)

If voting against the resolution to grant a discharge to Ms. Agnieszka Poloczek on the performance of her duties in 2013, the Shareholder may express his/her objection and request that it be entered in the minutes.

Objection*

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Instructions for voting by proxy on the resolution to grant a discharge to Ms. Agnieszka Poloczek on the performance of her duties in 2013.

Instructions*

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Other*

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(town/city, date and signature of the Shareholder)

* Delete as necessary

**PROXY VOTING FORM FOR THE ORDINARY SHAREHOLDER MEETING OF ENERGA SPÓŁKA
AKCYJNA CALLED FOR XX MAY 2014
for voting on the Resolution of the Ordinary Shareholder Meeting
of ENERGA SA with its registered office in Gdańsk
to grant a discharge to Ms. Iwona Zatorska-Pańtak
on the performance of her duties in 2013**

Shareholder

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Number of votes vested in the Shareholder at the Ordinary Shareholder Meeting of ENERGA SA called for XX May 2014 covered by the powers-of-attorney granted by the Shareholder to the Proxy:

Shareholder's Proxy

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Series and number of the ID card or passport or other identity document and indication of the authority, which issued the document: _____

Date of the powers-of-attorney extended by the Shareholder to the Proxy. _____

Proposed wording of the resolution to grant a discharge to Ms. Iwona Zatorska-Pańtak on the performance of her duties in 2013:

Acting pursuant to Article 393.1 and Article 395 § 2.3 of the Commercial Company Code, the following is hereby resolved:

§ 1

Ms. Iwona Zatorska-Pańtak (PESEL: 76060912788) is hereby granted a discharge on the performance of her duties as a Supervisory Board Member in the period from 1 January 2013 to 31 December 2013.

§ 2

The resolution will come into force on the date of its adoption.

Voting:

FOR (number of votes)
AGAINST (number of votes)
ABSTAIN (number of votes)

If voting against the resolution to grant a discharge to Ms. Iwona Zatorska-Pańtak on the performance of her duties in 2013, the Shareholder may express his/her objection and request that it be entered in the minutes.

Objection*

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Instructions for voting by proxy on the resolution to grant a discharge to Ms. Iwona Zatorska-Pańtak on the performance of her duties in 2013.

Instructions*

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Other*

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(town/city, date and signature of the Shareholder)

* Delete as necessary

**PROXY VOTING FORM FOR THE ORDINARY SHAREHOLDER MEETING OF ENERGA SPÓŁKA
AKCYJNA CALLED FOR XX MAY 2014
for voting on the Resolution of the Ordinary Shareholder Meeting
of ENERGA SA with its registered office in Gdańsk
to grant a discharge to Mr. Roman Jacek Kuczkowski
on the performance of his duties in 2013**

Shareholder

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Number of votes vested in the Shareholder at the Ordinary Shareholder Meeting of ENERGA SA called for XX May 2014 covered by the powers-of-attorney granted by the Shareholder to the Proxy:

Shareholder's Proxy

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Series and number of the ID card or passport or other identity document and indication of the authority, which issued the document: _____

Date of the powers-of-attorney extended by the Shareholder to the Proxy. _____

Proposed wording of the resolution to grant a discharge to Mr. Roman Jacek Kuczkowski on the performance of his duties in 2013:

Acting pursuant to Article 393.1 and Article 395 § 2.3 of the Commercial Company Code, the following is hereby resolved:

§ 1

Mr. Roman Jacek Kuczkowski (PESEL: 41080901999) is hereby granted a discharge on the performance of his duties as a Supervisory Board Member in the period from 1 January 2013 to 31 December 2013.

§ 2

The resolution will come into force on the date of its adoption.



Voting:

FOR	.....	(number of votes)
AGAINST	.....	(number of votes)
ABSTAIN	.....	(number of votes)

If voting against the resolution to grant a discharge to Mr. Roman Jacek Kuczkowski on the performance of his duties in 2013, the Shareholder may express his/her objection request that it be entered in the minutes.

Objection*

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Instructions for voting by proxy on the resolution to grant a discharge to Mr. Roman Jacek Kuczkowski on the performance of his duties in 2013.

Instructions*

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Other*

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(town/city, date and signature of the Shareholder)

* Delete as necessary

**PROXY VOTING FORM FOR THE ORDINARY SHAREHOLDER MEETING OF ENERGA SPÓŁKA
AKCYJNA CALLED FOR XX MAY 2014
for voting on the Resolution of the Ordinary Shareholder Meeting
of ENERGA SA with its registered office in Gdańsk
to grant a discharge to Mr. Mirosław Szreder
on the performance of his duties in 2013**

Shareholder

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Number of votes vested in the Shareholder at the Ordinary Shareholder Meeting of ENERGA SA called for XX May 2014 covered by the powers-of-attorney granted by the Shareholder to the Proxy:

Shareholder's Proxy

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Series and number of the ID card or passport or other identity document and indication of the authority, which issued the document: _____

Date of the powers-of-attorney extended by the Shareholder to the Proxy: _____

Proposed wording of the resolution to grant a discharge to Mr. Mirosław Szreder on the performance of his duties in 2013:

Acting pursuant to Article 393.1 and Article 395 § 2.3 of the Commercial Company Code, the following is hereby resolved:

§ 1

Mr. Mirosław Szreder (PESEL: 57122607952) is hereby granted a discharge on the performance of his duties as a Supervisory Board Member in the period from 1 January 2013 to 31 December 2013.

§ 2

The resolution will come into force on the date of its adoption.

Voting:

FOR (number of votes)
AGAINST (number of votes)
ABSTAIN (number of votes)

If voting against the resolution to grant a discharge to Mr. Mirosław Szreder on the performance of his duties in 2013, the Shareholder may express his/her objection request that it be entered in the minutes.

Objection*

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Instructions for voting by proxy on the resolution to grant a discharge to Mr. Mirosław Szreder on the performance of his duties in 2013.

Instructions*

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Other*

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(town/city, date and signature of the Shareholder)

* Delete as necessary

**PROXY VOTING FORM FOR THE ORDINARY SHAREHOLDER MEETING OF ENERGA SPÓŁKA
AKCYJNA CALLED FOR XX MAY 2014
for voting on the Resolution of the Ordinary Shareholder Meeting
of ENERGA SA with its registered office in Gdańsk
to approve the ENERGA SA Management Board Report
on the activity of the Capital Group in 2013**

Shareholder

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Number of votes vested in the Shareholder at the Ordinary Shareholder Meeting of ENERGA SA called for XX May 2014 covered by the powers-of-attorney granted by the Shareholder to the Proxy:

Shareholder's Proxy

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Series and number of the ID card or passport or other identity document and indication of the authority, which issued the document: _____

Date of the powers-of-attorney extended by the Shareholder to the Proxy. _____

Proposed wording of the resolution to approve the ENERGA SA Management Board Report on the activity of the Capital Group in 2013:

Acting pursuant to Article 63c.4 of the Accountancy Act of 29 September 1994 and Article 395 § 5 of the Commercial Company Code, the Ordinary Shareholder Meeting hereby resolves to:

§ 1

Approve the ENERGA SA Management Board Report on the activity of the ENERGA Spółka Akcyjna Capital Group for the financial year from 1 January 2013 to 31 December 2013.

§ 2

The resolution will come into force on the date of its adoption.



Voting:

FOR	.....	(number of votes)
AGAINST	.....	(number of votes)
ABSTAIN	.....	(number of votes)

If voting against the resolution to approve the ENERGA SA Management Board Report on the activity of the Capital Group in 2013, the Shareholder may express his/her objection and request that it be entered in the minutes.

Objection*

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Instructions for voting by proxy on the resolution to approve the ENERGA SA Management Board Report on the activity of the Capital Group in 2013.

Instructions*

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Other*

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(town/city, date and signature of the Shareholder)

* Delete as necessary

**PROXY VOTING FORM FOR THE ORDINARY SHAREHOLDER MEETING OF ENERGA SPÓŁKA
AKCYJNA CALLED FOR XX MAY 2014
for voting on the Resolution of the Ordinary Shareholder Meeting
of ENERGA SA with its registered office in Gdańsk
to approve the consolidated financial statements of the ENERGA SA Capital Group
prepared in accordance with the International Financial Reporting Standards
as endorsed by the European Union, for the year ended 31 December 2013**

Shareholder

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Number of votes vested in the Shareholder at the Ordinary Shareholder Meeting of ENERGA SA called for XX May 2014 covered by the powers-of-attorney granted by the Shareholder to the Proxy:

Shareholder's Proxy

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Series and number of the ID card or passport or other identity document and indication of the authority, which issued the document: _____

Date of the powers-of-attorney extended by the Shareholder to the Proxy. _____

Proposed wording of the resolution to approve the consolidated financial statements of the ENERGA SA Capital Group prepared in accordance with the International Financial Reporting Standards as adopted by the European Union for the year ended 31 December 2013:

Acting pursuant to Article 63c.4 of the Accountancy Act of 29 September 1994 and Article 395 § 5 of the Commercial Company Code, the Ordinary Shareholder Meeting hereby resolves to:

§ 1

Approve the consolidated financial statements of the ENERGA SA Capital Group prepared in accordance with the International Financial Reporting Standards as adopted by the European Union for the financial year from 1 January 2013 to 31 December 2013, which include:

- 1) consolidated profit and loss account showing a net profit of PLN 742,978 thousand (seven hundred forty two million nine hundred seventy eight thousand zloty),
- 2) consolidated statement of financial position showing assets and liabilities and equity of PLN 17,084,556 thousand (seventeen billion eighty four million five hundred fifty six thousand zloty),

- 3) consolidated statement of changes in equity showing an increase in equity in the amount of PLN 329,773 thousand (three hundred twenty nine million seven hundred seventy three thousand zloty),
- 4) consolidated cash flow statement showing a net cash increase of PLN 321,340 thousand (three hundred twenty one million three hundred forty thousand zloty),
- 5) notes and explanations.

§ 2

The resolution will come into force on the date of its adoption.

Voting:

FOR	.....	(number of votes)
AGAINST	.....	(number of votes)
ABSTAIN	.....	(number of votes)

If voting against the resolution to approve the consolidated financial statements of the ENERGA SA Capital Group prepared in accordance with the International Financial Reporting Standards as adopted by the European Union for the year ended 31 December 2013, the Shareholder may express his/her objection and request that it be entered in the minutes.

Objection*

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Instructions for voting by proxy on the resolution to approve the consolidated financial statements of the ENERGA SA Capital Group prepared in accordance with the International Financial Reporting Standards as adopted by the European Union for the year ended 31 December 2013.

Instructions*

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Other*

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.....
 (town/city, date and signature of the Shareholder)

* Delete as necessary

**PROXY VOTING FORM FOR THE ORDINARY SHAREHOLDER MEETING OF ENERGA SPÓŁKA
AKCYJNA CALLED FOR XX MAY 2014
for voting on the Resolution of the Ordinary Shareholder Meeting
of ENERGA SA with its registered office in Gdańsk
to set the number of members of the ENERGA SA Supervisory Board**

Shareholder

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Number of votes vested in the Shareholder at the Ordinary Shareholder Meeting of ENERGA SA called for XX May 2014 covered by the powers-of-attorney granted by the Shareholder to the Proxy:

Shareholder's Proxy

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Series and number of the ID card or passport or other identity document and indication of the authority, which issued the document: _____

Date of the powers-of-attorney extended by the Shareholder to the Proxy. _____

Proposed wording of the resolution to set the number of members of the ENERGA SA Supervisory Board:

Acting pursuant to Article 385 § 1 of the Commercial Company Code and § 18.1.2 of the Company's Articles of Association, the Ordinary Shareholder Meeting hereby resolves as follows:

§ 1

The Supervisory Board of ENERGA SA shall be comprised of ... (in words: ...) members.

§ 2

The resolution will come into force on the date of its adoption.



Voting:

FOR	.....	(number of votes)
AGAINST	.....	(number of votes)
ABSTAIN	.....	(number of votes)

If voting against the resolution to to set the number of members of the ENERGA SA Supervisory Board, the Shareholder may express his/her objection and request that it be entered in the minutes.

Objection*

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Instructions for voting by proxy on the resolution to to set the number of members of the ENERGA SA Supervisory Board.

Instructions*

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Other*

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(town/city, date and signature of the Shareholder)

* Delete as necessary

**PROXY VOTING FORM FOR THE ORDINARY SHAREHOLDER MEETING OF ENERGA SPÓŁKA
AKCYJNA CALLED FOR XX MAY 2014**

**for voting on the Resolution of the Ordinary Shareholder Meeting
of ENERGA SA with its registered office in Gdańsk
to appoint a member of the ENERGA SA Supervisory Board
for the 4th Term of Office**

Shareholder

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Number of votes vested in the Shareholder at the Ordinary Shareholder Meeting of ENERGA SA called for XX May 2014 covered by the powers-of-attorney granted by the Shareholder to the Proxy:

Shareholder's Proxy

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Series and number of the ID card or passport or other identity document and indication of the authority, which issued the document: _____

Date of the powers-of-attorney extended by the Shareholder to the Proxy. _____

Proposed wording of the resolution to appoint a member of the ENERGA SA Supervisory Board for the 4th Term of Office:

Acting pursuant to Article 385 § 1 of the Commercial Company Code and § 18.2 of the Company's Articles of Association, the Ordinary Shareholder Meeting hereby resolves as follows:

§ 1

Appoint Mr./Ms. PESEL to the position of a Member of the ENERGA SA Supervisory Board for the 4th joint Term of Office.

§ 2

The resolution will come into force on the date of its adoption.



Voting:

FOR	.....	(number of votes)
AGAINST	.....	(number of votes)
ABSTAIN	.....	(number of votes)

If voting against the resolution to to appoint a member of the ENERGA SA Supervisory Board for the 4th Term of Office, the Shareholder may express his/her objection and request that it be entered in the minutes.

Objection*

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Instructions for voting by proxy on the resolution to to appoint a member of the ENERGA SA Supervisory Board for the 4th Term of Office.

Instructions*

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Other*

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(town/city, date and signature of the Shareholder)

* Delete as necessary

**PROXY VOTING FORM FOR THE ORDINARY SHAREHOLDER MEETING OF ENERGA SPÓŁKA
AKCYJNA CALLED FOR XX MAY 2014**

**for voting on the Resolution of the Ordinary Shareholder Meeting
of ENERGA SA with its registered office in Gdańsk
to appoint a member of the ENERGA SA Supervisory Board
meeting the independence criteria, for the 4th Term of Office**

Shareholder

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Number of votes vested in the Shareholder at the Ordinary Shareholder Meeting of ENERGA SA called for XX May 2014 covered by the powers-of-attorney granted by the Shareholder to the Proxy:

Shareholder's Proxy

First name and surname / Business name and registered office: _____

Address of residence / address of registered office: _____

Mailing address: _____

PESEL number / Number in KRS or another register where the company is registered and designation of such register: _____

Series and number of the ID card or passport or other identity document and indication of the authority, which issued the document: _____

Date of the powers-of-attorney extended by the Shareholder to the Proxy. _____

Proposed wording of the resolution to appoint a member of the ENERGA SA Supervisory Board, meeting the independence criteria, for the 4th Term of Office:

Acting pursuant to Article 385 § 1 of the Commercial Company Code and § 18.2 and § 18.6 of the Company's Articles of Association, the Ordinary Shareholder Meeting hereby resolves as follows:

§ 1

Appoint Mr./Ms. PESEL to the position of a Member of the ENERGA SA Supervisory Board for the 4th joint Term of Office, meeting the independence criteria as set forth in § 23b.2 of the Articles of Association of ENERGA SA.

§ 2

The resolution will come into force on the date of its adoption.



Voting:

FOR (number of votes)
 AGAINST (number of votes)
 ABSTAIN (number of votes)

If voting against the resolution to to appoint a member of the ENERGA SA Supervisory Board for the 4th Term of Office, meeting the independence criteria, the Shareholder may express his/her objection and request that it be entered in the minutes.

Objection*

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Instructions for voting by proxy on the resolution to to appoint a member of the ENERGA SA Supervisory Board for the 4th Term of Office, meeting the independence criteria.

Instructions*

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Other*

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 (town/city, date and signature of the Shareholder)

* Delete as necessary