

Current report 32/2008

Subject: Convening Extraordinary General Meeting of KOGENERACJA S.A.

Legal basis: Art. 56, Clause 1, Sub-clause 2 of the Act on offers – current and periodic information

The Board of Zespół Elektrociepłowni Wrocławskich KOGENERACJA S.A. of Wrocław ul. Łowiecka 24, acting pursuant to Art. 399 §1 and Art. 400 of the Code of Commercial Companies, and §20 Clause 3, Sub-clause 3 of the Company's Articles of Association, convenes the Company's Extraordinary General Meeting on March 4, 2009, 11.00 a.m., in Wrocław at the Company's headquarters at ul. Łowiecka 24.

Agenda:

- 1) Opening of General Meeting.
- 2) Election of Chairman of General Meeting.
- 3) Declaration that General Meeting is duly convened and may adopt resolutions.
- 4) Adoption of resolutions on the election of Returning Commission and Commission of Resolutions and Motions or a person responsible for the voting and counting the votes.
- 5) Adoption of resolution on determination that Supervisory Board comprises 12 members.
- 6) Changes in the personal makeup of Supervisory Board, including adoption of resolution on the appointment of a new (twelfth) member of Supervisory Board, other than the one elected by the Company's personnel.
- 7) Closure of General Meeting.

Pursuant to Art. 407 § 2 of the Code of Commercial Companies, within a week before the date of General Meeting, any shareholder has the right to demand the issuance of a copy of motions included in the Agenda.

To participate in General Meeting entitled are the persons or entities holding deposit certificates issued by the entity that keeps the account of securities in accordance with regulations on the public trade in securities, valid on the day of General Meeting, provided they are submitted to the Main Chancellery of the Company (building A, room 107) at least seven days before the date of General Meeting, i.e. by February 24, 2009, 3:00 p.m. inclusively, and are not withdrawn before the end of General Meeting.

The shareholders may participate in General Meeting and vote personally or through their representatives. A power of attorney entitling to participation in General Meeting should be issued in writing, revenue duty paid. The representatives of legal entities should present extracts from proper registers or powers of attorney certifying their right to represent these entities.

For three business days before the date of General Meeting, i.e. between February 27 and March 03, 2009, between 8:00 a.m. and 2 p.m., in the Company's headquarters available for inspection will be the list of shareholders who are entitled to participate in General Meeting; its copies will be issued (cost returned) as demanded by the shareholders.

The persons who are entitled to participate in General Meeting will be able to register and receive their voting cards on the day of General Meeting directly before the room of the meeting, between 10:00 a.m. and 11:00 a.m.