

Resolution No. 1 / 2013
of the Extraordinary General Meeting
of Zespół Elektrociepłowni Wrocławskich KOGENERACJA S.A.
held in Wrocław on January 22, 2013

Regarding: Election of the Chairman of the General Meeting

§ 1

Pursuant to Art. 409 § 1 of the *Code of Commercial Companies* and § 23 of *Articles of Association of the Company*, the Extraordinary General Meeting of Zespół Elektrociepłowni Wrocławskich KOGENERACJA S.A. elections Anna Katarzyna Szczodra-Kowalczyk as its Chairman.

§ 2

This Resolution enters into force as of the day of its adoption.

The total of 8,526,132 votes were cast in a secret ballot, representing 57,22% of the share capital, including:

- 89,526,132 votes cast “in favour,”
- 0 votes “abstaining,”
- 0 votes “against,”

so the Resolution was passed.

Resolution No. 2 / 2013
of the Extraordinary General Meeting
of Zespół Elektrociepłowni Wrocławskich KOGENERACJA S.A.
held in Wrocław on January 22, 2013

Regarding: Adoption of the Agenda

Pursuant to § 12, Clause 1 of the *Regulations of the General Meeting*, the Extraordinary General Meeting of Zespół Elektrociepłowni Wrocławskich KOGENERACJA S.A., resolves as follows:

§ 1

Adopted is the following Agenda of the Extraordinary General Meeting:

1. Opening of the Extraordinary General Meeting.
2. Election of the Chairman of General Meeting.
3. Confirmation that the General Meeting was convened in a proper way and that it is able to adopt resolution.
4. Adoption of the Agenda.
5. Adoption of resolution: the changes in the Supervisory Board composition.
6. Closing of the Meeting.

§ 2

This Resolution enters into force as of the day of its adoption.

The total of 8,526,132 votes were cast in a secret ballot, representing 57,22% of the share capital, including:

- 89,526,132 votes cast “in favour,”
- 0 votes “abstaining,”
- 0 votes “against,”

so the Resolution was passed.

Resolution No. 3 / 2013
of the Extraordinary General Meeting
of Zespół Elektrociepłowni Wrocławskich KOGENERACJA S.A.
held in Wrocław on January 22, 2013

Regarding: the changes in the Supervisory Board composition

Pursuant to art. 385 § 1 of the *Code of Commercial Companies* and § 14 section 5 of the *Articles of Association of the Company*, the Extraordinary General Meeting of KOGENERACJA S.A. resolves as follows:

§ 1

Mr. Ryadh Boudjemadi shall be appointed as a member of the Supervisory Board of the VIII term.

§ 2

This Resolution enters into force as of the day of its adoption.

The total of 8,526,132 votes were cast in a secret ballot, representing 57,22% of the share capital, including:

- 7,450,132 votes cast “in favour,”
- 1,076,000 votes “abstaining,”
- 0 votes “against,”

so the Resolution was passed.