

EM Kancelaria

Current report 12/2008

Wrocław, 19.05.2008

Subject: Convening General Meeting of KOGENERACJI S.A.

The Board of Zespół Elektrociepłowni Wrocławskich KOGENERACJA S.A. of Wrocław, ul. Łowiecka 24, pursuant to Art. 399, Para. 1 of the Code of Commercial Companies and Para. 20, Clause 2 of the Company's Articles of Association, convenes Ordinary General meeting of Zespół Elektrociepłowni Wrocławskich KOGENERACJA S.A. for June 17, 2008, 10.00 a.m. It is to be held in Wrocław at the Company's headquarters at ul. Łowiecka 24.

Agenda:

1. Opening of Ordinary General Meeting.
2. Election of the Chairman of General Meeting.
3. Affirmation that General Meeting is dully convened and able to adopt its resolutions.
4. Adoption of the Agenda.
5. Election of the Returning Commission and/or Commission of Resolutions and Motions.
6. Presentation and consideration of the Board's report on the activities of the Company in the year 2007, and of the financial report and consolidated financial report for the same year.
7. Presentation of reports of Supervisory Board.
8. Adoption of resolutions concerning:
 - a) adoption of the Board's report on the activities of the Company in the year 2007,
 - b) adoption of the consolidated financial report for the year 2007,
 - c) acknowledgement of performance of duties by the members of the Board in the year 2007,
 - d) acknowledgement of performance of duties by the members of Supervisory Board in the year 2007,
 - e) allocation of profit achieved in 2007,
 - f) giving consent for the issuance of bonds.
9. Closure of General Meeting.

In accordance with Art. 395, Para. 4 of the Code of Commercial Companies the copies of the Board's report on the activities of the Company with the copy of the report of Supervisory Board and opinion of the auditor will be available for examination and issued for the shareholders on their demand not later than 15 days before the date of General Meeting (from 02.06.2008) at the Company's headquarters.

In accordance with Art. 407, Para. 2 of the Code of Commercial Companies, each shareholder has the right to demand the issuance of a copy of the motions included in the Agenda within one week before the date of General Meeting (from 10.06.2008).

To participation in Ordinary General Meeting entitled are the shareholders possessing the deposit certificates issued by the entity that runs the account of securities in accordance with regulations on the public trade in securities, and that are valid on the day of General Meeting, provided they are submitted to the Main Chancellery of the Company (building A, room No. 107) at least seven days before the date of General Meeting, i.e. by 3:00 p.m. of 10.06.2008 inclusively, and are not collected/withdrawn before the end of General Meeting.

Shareholders may participate in General Meeting and vote personally or by proxy. An authorisation for participation in General Meeting should be issued in writing, revenue duty paid. Representatives of the legal entities should present transcripts from the proper registers or powers of attorney (authorisations) certifying that they are entitled to represent these entities. For three business days before the date of General Meeting, i.e. between 12.06.2008 and 16.06.2008, between 8.00 a.m. and 2:00 p.m., at the Company's headquarters presented will be the list of shareholders who are entitled to participation in General Meeting. Its copies will be issued to the shareholders on their demand, costs repaid.

The persons who are entitled to participate in General Meeting can register and receive the voting cards on the day of General Meeting, before the entrance to the room of General Meeting between 9.00 a.m. and 10.00 a.m.