

Current report 18/2013

Subject: appointment of Members of the Supervisory Board for the 9th term of office

The Management Board of KOGENERACJA S.A. hereby reports that pursuant to article 56 section 1 item 2 of the Public Offering Act in relation to § 5 section 1 item 22 of the Ordinance by the Minister of Finance of 19 February 2009 on current and interim information communicated by issuers of securities and on the conditions for regarding as equivalent the information required by the provisions of the law in force in a non-Member State (Dz. U. [Journal of Laws] No. 33 of 28 February 2009, item 259), the Ordinary General Meeting, held on 13 June 2013, appointed the following Members of the Supervisory Board of KOGENERACJA S.A. for the 9th term of office:

1. Wojciech Asterski
2. Ryadh Boudjemadi
3. Philippe Castanet
4. François Driesen
5. Raimondo Eggink
6. Birgit Fratzke-Weiss
7. Mariusz Grodzki
8. Laurent Guillermin
9. Jerzy Michalik
10. Nicolas Mitjavile
11. Roman Nowak
12. Zbigniew Szymanek

The appointment of the following Members of the Supervisory Board:

- Wojciech Asterski
- Jerzy Michalik
- Roman Nowak
- Zbigniew Szymanek

is the result of the employees' choice of the Issuer. The choice is binding on the General Meeting, as reported by the Issuer in the current report No. 9/2013 of 24 April 2013.

The 9th term of office of the Supervisory Board shall commence after the Ordinary General Meeting for the financial year 2012 and shall continue until the date of the Ordinary General Meeting of the Company for the financial year 2015.

Profiles of Members of the Supervisory Board for the 9th term of office:

Mr **Wojciech ASTERSKI**, higher education: health pedagogy and safety management, social science Ph. D. student, University of Lower Silesia (research area: multi-tasking of employees). Employed in KOGENERACJA S.A. since 1987:

- from 1987 to 1990: employee of the Work Environment Research Department (ZEW)
- from 1990 to 1994: practical training instructor (KOGENERACJA S.A.)
- from 1995 – present: employee of the H&S Department in KOGENERACJA S.A.; positions held: H&S Senior Inspector, Acting H&S Manager, H&S Inspector
- from 2010 – present: lecturer of the National Labour Inspectorate Training Centre (lectures: occupational psychology, ergonomics, training methods)
- from 2010 – present: Vice-Chairman of the Ph. D. Student Council Board
- from 2011 – present: Vice-Chairman of the University and Faculty Ph. D. Student Scholarship Committee
- from 2011 – present: Member of the European Works Council of EDF – Health and Safety Division

Mr **Jerzy MICHALIK**, secondary education, electronic device fitter, thermal plant electrical power engineering specialist. Employed in KOGENERACJA S.A. since 1983:

- from 1983 to 1988: electrical power engineering specialist for electrical power equipment maintenance (EC Wrocław)
- from 1989 – present: Electrical Power Controller (EC Wrocław)

Mr **Roman NOWAK**, higher education, Wrocław University of Technology, major: industrial and municipal electrical power engineering. Employed in KOGENERACJA S.A. (EC Wrocław) since 1994 in the following positions:

- from 1994 to 1995: Thermal Power Plant Electrical Power Engineering Specialist – training for the position of Controller of Electrical Power Equipment
- from 1995 to 1996: ICA Electromechanical Engineer – section of Automatics and Measurement Computer Systems – expert in the Master production area computer system
- from 1996 to 2005: Automatics and Measurement Computer System Specialist
- from 2005 to 2008: Manager of the Section of Automatics and Measurement Computer Systems,
- from 2008 to 2010: Maintenance Engineer
- from 2011 – present: Production Department Manager

Mr **Zbigniew SZYMANEK**, university degree (Wrocław University of Technology, Faculty of Electrical Engineering). Employed in KOGENERACJA S.A. (EC Czechnica) since 1985 in the following positions:

- from 1985 to 1987: Measurement and Security Foreman
- from 1987 to 2002: Maintenance Engineer
- from 2002 to 2006: Production Department Manager
- from 2006 to 2007: H&S Management System Senior Specialist
- from 2007 – present: Production Department Manager

Mr Roman Nowak and Mr Zbigniew Szymanek also represented the employees in the previous term of office.

Mr **Ryadh BOUDJEMADI**, Ph.D. in liquids mechanics and heat exchange at the Université Paris XI, DEA diploma in liquids dynamics and heat exchange at Ecole Polytechnique in Paris and Université d'Orsay, a graduate of Ecole Polytechnique in Algiers (an engineer's diploma).

In 1996-1997, the ALTRAN Technologies Project Engineer, managing projects for EDF Research and Development Department; in 1997-1999, Technical Director in CONSORT Technologies; in 1999-2000, Commercial Director in NUMECA France. Since 2000, EDF Research and Development

Department; 2000-2002: “Modelling and Optimisation of Electrical Systems” Project Manager; 2003-2005: “Middle-term Production Management in Interaction with Markets” Department Manager; 2005-2012: “Group Financial Risk Control” Department Director; since 2012, Financial Director for Continental Europe.

Mr **Philippe CASTANET**, an engineer, a graduate of Ecole Nationale Supérieure d’Ingénieurs Electriciens in Grenoble, major: nuclear physics.

He has been working for EDF for nearly 30 years in different areas (network management, production, commerce, strategies and finance). In the period between 1999 and 2008, he worked in Great Britain in EDF Energy, a subsidiary of the Group. He was responsible for energy sales to key customers, investments in coal and gas power plants, and the development and integration of the company. He had worked for 3 years for the World Bank, managing development projects in West Africa. President of EDF Polska S.A. since 2008.

Mr **François DRIESEN**, Master of Laws, major: law of commercial companies and tax law (Paris II University). Lawyer in IFREMER (French Research Institute) (1992-1996), lawyer of France Telecom (1996-1999), Manager of the Legal Department in Siemens France (2000-2005). Since 2005, Legal Director Europe in EDF International S.A.

Mr **Raimondo EGGINK**, Ph.D. in mathematics, Jagiellonian University in Cracow, student of the Cracow University of Economics.

Since 2002, he has run his own consultancy and training business targeted at financial market entities. At the same time, he is a Member of Supervisory Boards of the following companies: Netia S.A. (since 2006), Zespół Elektrociepłowni Wrocławskich KOGENERACJA S.A. (since 2009), PERŁA – Browary Lubelskie S.A. (2004-2005 and since 2008), AmRest Holdings SE (since 2010) and Lubelski Węgiel “Bogdanka” S.A. (since 2012). He was a Member of Supervisory Boards of the following companies: Stomil-Olsztyn S.A. (2002-2003), Giełda Papierów Wartościowych w Warszawie S.A. (2002-2008), Wilbo S.A. (2003-2005), Mostostal Płock S.A. (2003-2006), Swarzędz Meble S.A. (2004-2005), PKN ORLEN S.A. (2004-2008), KOFOLA S.A. (2004-2012, formerly HOOP S.A.), Zachodni Fundusz Inwestycyjny NFI S.A. (2006) and Firma Oponiarska Dębica S.A. (2008-2012).

Earlier, he was a Member of the Management Board, Investment Director, President of the Management Board and Liquidator in ABN AMRO Asset Management (Polska) S.A., a company managing the assets of Polish institutional investors and wealthy natural persons, which wound up in 2001. He started his career in 1995, in the Warsaw-based Branch of ING Bank N.V., where he played a significant role in the establishment of the first asset management company in Poland.

In 1995-1997, Raimondo Eggink was the Vice-President of the Council of Brokers and Advisors. He gained his investment analyst license in March 1995. In 2000, AIMR (now CFA Institute) awarded him the title of CFA (Chartered Financial Analyst). Since 2004, Raimondo Eggink has been a Member of the Management Board of CFA Society of Poland. He published numerous articles on the development of the Polish capital market, particularly on the protection of minority shareholders.

Ms **Birgit FRATZKE-WEISS**, Ph.D. in philosophy (University in Heidelberg), M.A. in medieval and modern history (University in Heidelberg, Germany), M.A. in Romance studies (University in Heidelberg, Germany).

Project Manager in the Strategy Management of EnBW Energie Baden-Württemberg AG, Germany (1997-2001), Project Manager and member of the power industry expert group of A.T. Kearney GmbH (2001-2005), Deputy Director for Germany in the International Management for Group Synergy, EDF,

Paris (2005-2008); currently, since November 2008, Management Staff Representative in the International Management, EDF, Paris.

Mr **Mariusz GRODZKI**, M.Sc. Eng., a graduate of the Łódź University of Technology, International Faculty of Engineering, major: Business and Technology, a graduate of the Finance Management Programme at the Technical University in Chemnitz, Germany.

Senior Analysts in BRE Corporate Finance in Warsaw (2004-2006), Senior Consultant in A.T. Kearney in Warsaw (2006-2009), AP/AR Manager in EDF Polska CUW in Kraków (2010-2011), SAP FI Implementation Project Leader in EDF Polska CUW (2010-2011), Deputy Financial Director in EDF Polska CUW (2012). Since April 2013, Deputy Coal Office Director in EDF Paliwa Sp. z o.o., responsible for coal procurement and deliveries to EDF Group entities in Poland and development of coal sales to external customers.

Mr **Laurent GUILLERMIN**, a graduate of Ecole Supérieure de Commerce in Toulouse, major: Management and Accountancy.

Administration and Financial Director in Schneider Electric Polska (1997-2000), Financial Director in Elektrownia Rybnik S.A. and Everen Sp. z o.o. (EDF Group in Poland) (2002-2010), responsible for the implementation of the Shared Services Centre for 10 companies from the EDF Group in Poland in the area of Finances and IT (2008-2010). Currently, since October 2010, Transformation Director in EDF Polska CUW Sp. z o.o. responsible for: IT, Internal Audits, Administration, Organisation and Quality.

Mr **Nicolas MITJAVILE**, a graduate of Ecole Nationale d'Administration (National School of Administration) (Jean Monnet yearbook) and Institut d'Etudes Politiques de Paris (Paris Institute of Political Studies), Master of Public Law (Université Nanterre – Paris X); Bachelor's Degree in Private Law (Université Assas – Paris II), Bachelor's Degree in History (Université – Paris X), Assistant Professor in the Paris Institute of Political Studies (political management, geopolitics and international relations) as well as the centre for education and training for civil servants.

In the period between 1981 and 1991, he was responsible for international affairs in the General Directorate for Energy and Raw Materials of the Ministry of Finance and Industry (participation in negotiations on all draft directives in relation to the opening of the European gas and electricity markets; cooperation with the Central and Eastern Europe countries as well as other bilateral and multilateral affairs from the sector of coal, electricity, nuclear energy, gas, gasoline and mineral resources), Head of the International Affairs in the Interdepartmental Mission for Maritime Affairs, the office reporting to the Prime Minister, established in relation to the Amocco Cadix oil spill incident (participation in international, European and bilateral negotiations in the area of sea transport safety and sea pollution), Head of the PR and Communication Department in the Cabinet of the Minister for Maritime Affairs (relations with the press, organisation of ministerial information campaigns addressed to the general public and companies).

Director of the Group of Branch Offices of Crédit Lyonnais in the Paris region (1992-1993), Director General of Crédit Lyonnais Portugal (1997-2000), Senior Banker in Crédit – Lyonnais (1997-2000), Director of the Distribution Centre of EDF-GDF Services Ille-et-Vilaine and Regional Director of Gaz de France in Brittany from February 2001 to June 2003.

Financial Director of the American Branch Offices of EDF (15 Branch Offices in Mexico, Brazil and Argentina) from July 2003 to August 2005. From September 2005 to July 2006, he was responsible for the project related to the preparation of the first public offer of the Group in the Financial Management of EDF (financial communication, negotiations regarding the purchase of minority interests of EDEV-EDF Développement Environnement – a financial holding for the management of EDF SA interests in French Branch Offices).

Financial Director in the Directorate of Interest and New Business Ventures from August 2006 to March 2007, General Director of EDEV from March 2007 to April 2012. Currently, since April 2012, Director for Interest Affairs in the Investment and Financing Directorate (responsible for the management of international interests of EDF Group).

In line with the submitted representations, Members of the Supervisory Board appointed on 13 June 2013:

- are not involved in any activities competitive against KOGENERACJA S.A.;
- do not participate in companies competitive against KOGENERACJA S.A. as shareholders of civil private partnerships and partnerships or as members of a governing body of a share-holding company or in any other legal entity competitive against KOGENERACJA S.A. as members of its body;
- are not registered in the Register of Insolvent Debtors maintained pursuant to the Act on the National Court Register.

At the meeting held on 14 June 2013, the Supervisory Board of the Issuer assigned the following functions to the following individuals:

- Chairman of the Supervisory Board Mr Philippe Castanet
- Deputy Chairman of the Supervisory Board: Mr François Driesen
- Secretary of the Supervisory Board: Mr Roman Nowak

Legal basis: article 56 section 1 item 2 of the Public Offering Act (current and interim information) and § 5 section 1 item 22 of the Ordinance by the Minister of Finance of 19 February 2009 on current and interim information communicated by issuers of securities and on the conditions for regarding as equivalent the information required by the provisions of law in force in a non-Member State.