FORM TO EXERCISE THE RIGHT TO VOTE BY A REPRESENTATIVE

at the Extraordinary General Meeting of the Company under the name of Zespół Elektrociepłowni Wrocławskich
KOGENERACJA Spółka Akcyjna with its registered office in 50-220 Wrocław, at ul. Łowiecka 24,
which shall be held in the Company seat on 12 April 2018 at 11 am

Representative: .............................................................................................................................................................................. acting on behalf

the Shareholder:..................................................................................................................................................................................

METHOD OF EXERCISING THE RIGHT TO VOTE BY A REPRESENTATIVE BY MEANS OF A FORM

This form, after completing by the Shareholder granting a power of attorney in the event of open voting at the General
Meeting may constitute a ballot paper for the Representative, should the shareholder oblige the Representative to use the
form in such manner.

In the event of secret voting, a completed form should be treated by the Representative only as an instruction on the method
of voting and should be kept by the Representative.

Should the Representative vote using the form, the form must be submitted to the Chairman of the General Meeting before
the end of the voting on a resolution at the latest, which, according to the Shareholder’s wish, should be voted upon using
the form.

The Chairman of the General Meeting shall inform the General Meeting on casting a vote using a form and on this basis
such vote shall be considered while counting all the votes cast in the voting over a given resolution. The form used in the
voting shall be attached to the minutes of the Meeting.

In the event when counting votes at the General Meeting shall be performed by means of electronic devices for counting
votes, this form shall not be applied and shall be used only as an instruction in relations between the Shareholder and the
Representative.

Using this form shall not be the obligation of the Shareholder and shall not constitute a condition for casting a vote by the
Representative. This form shall not replace the deed of a power of attorney.

The below tables enabling to include instructions for the Representative separately refer to each of the resolutions (drafts)
placed with the published Announcement about the convening of the Extraordinary General Meeting. The Company
Management Board turns everyone’s attention to the fact that those drafts may be different from the resolutions voted upon
directly at the Company Extraordinary General Meeting and recommends instructing the Representative on the procedure in
such event.

The Shareholder shall instruct the Representative by inserting “X” in applicable field. In the event of a wish to further instruct,
the Shareholder should complete the field called “Further/other instructions” specifying the method of exercising the right to
vote by the Representative.

Should the Shareholder decide upon a split voting, s/he shall be requested to indicate the number of shares in applicable
field from which the Representative shall vote “for”, “against” or abstain. In the event of not specifying the number of shares,
it shall be considered that the Representative is entitled to vote all shares held by the Shareholder in the indicated manner.

The Company declares that in the event of using this form by the Representative, the compliance of the vote with the content
of the instruction included therein shall not be verified. Casting or not casting a vote by the Representative shall be decisiv
e also in the event when the actions of the Representative are in contradiction with the instructions given by the Shareholder.

In order to facilitate the usage of this form by the Representative, each of the resolutions was placed on a separate page; the
Representative may use only some of the pages of the form.
Resolution No. 1/2017
of the Extraordinary General Meeting
of Zespół Elektrociepłowni Wrocławskich KOGENERACJA S.A.
held in Wrocław on April 12, 2018

regarding: Appointment of the Chairman of the General Meeting

§ 1
Pursuant to article 409 § 1 of the Code of Commercial Companies and § 21 of the Articles of Association, the Extraordinary General Meeting of Zespół Elektrociepłowni Wrocławskich KOGENERACJA S.A. elections .............................................................. as its Chairman.

§ 2
This Resolution enters into force the moment it is adopted.

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<th>FOR</th>
<th>AGAINST</th>
<th>ABSTAIN</th>
<th>AT REPRESENTATIVE’S DISCRETION</th>
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Further/other instructions:
...................................................................................................................................................................................
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In the event of voting against, I object: ............

................................................................. signature of the Shareholder

................................................................. signature of the Representative

(place, date)
Resolution No. 2/2017
of the Extraordinary General Meeting
of Zespół Elektrociepłowni Wrocławskich KOGENERACJA S.A.
held in Wrocław on April 12, 2018

regarding:  Adoption of the agenda

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 the Extraordinary General Meeting.
3. Confirmation that the Extraordinary General Meeting was convened in a proper way and that it is able to adopt resolutions.
4. Adoption of the Agenda.
5. Adoption of a resolutions on: rules on remuneration of the members of the Supervisory Board of the Company.

§ 2
The Resolution comes into force as the day of passing.

FOR  AGAINST  ABSTAIN  AT REPRESENTATIVE’S DISCRETION

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Further/other instructions:

In the event of voting against, I object: ............

(place, date)  signature of the Shareholder

(place, date)  signature of the Representative
Resolution No. …/2018
of the Extraordinary General Meeting
of Zespół Elektrociepłowni Wrocławskich KOGENERACJA S.A.
held in Wrocław on April 12, 2018

Regarding: rules on remuneration of the members of the Supervisory Board of the Company.

Pursuant to the Art. 392 § 1 of the Code of Commercial Companies, the Extraordinary General Meeting of Zespół Elektrociepłowni Wrocławskich KOGENERACJA S.A. (hereinafter referred to as the “Company”) resolves as follows:

§ 1

1. The monthly remuneration for the Supervisory Board Members is fixed as a product of base referred to in law of 9th June 2016 regarding the remunerations of managers of certains companies, having regard to regulations in force determining its amount and to multiplier of 1.

2. The right to receive the remuneration mentioned in point 1 shall be given Members of the Supervisory Board without regard to the number of meetings convened.

3. The remuneration shall not be given for a month in which the Supervisory Board Member did not attend the meeting correctly convened and his absence was not excused.

It is the Supervisory Board who decides, by voting the resolution, whether the Supervisory Board Member absence during the meeting is excused or unexcused.

§ 2

This Resolution shall repeal in whole the Resolution No. 5/2017 of the Extraordinary General Meeting of the Company of 21 September 2017, which refers to remuneration rules for the Members of the Supervisory Board.

§ 3

This Resolution enters into force the moment it is adopted.

FOR

AGAINST

ABSTAIN

AT REPRESENTATIVE’S DISCRETION

Number of shares/votes

Number of shares/votes

Number of shares/votes

Number of shares/votes
Resolution No. .... / 2018 of the Extraordinary General Meeting of Zespół Elektrociepłowni Wrocławskich KOGENERACJA S.A. held in Wrocław on April 12, 2018

Regarding: rules on remuneration of the members of the Supervisory Board of the Company

Further/other instructions: ……………………………………………………………………………………………………………………………

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In the event of voting against, I object: …………

…………………………………………………………………………………………………………………………………………………………………………………………………………………………

(place, date) signature of the Shareholder

(place, date) signature of the Representative