

**RESOLUTION NO. 1/2020**  
**of the Extraordinary General Meeting**  
**of Zespół Elektrociepłowni Wrocławskich KOGENERACJA S.A.**  
**held in Wrocław on 1 April 2021**

**on: the appointment of the Chairperson of the General Meeting**

**§ 1**

Pursuant to article 409 § 1 of the *Polish Code of Commercial Partnerships and Companies* and § 21 of the *Company's Articles of Association*, the Extraordinary General Meeting of Zespół Elektrociepłowni Wrocławskich KOGENERACJA S.A. appointed ..... as the Chairperson of the Extraordinary General Meeting.

**§ 2**

The Resolution shall come into force on the day of passing.

In the total secret ballot, [ ] valid votes were cast from [ ] shares, which represents [ ]% of the share capital, including:

- [ ] votes were cast "in favour"
- [ ] votes "abstaining"
- [ ] votes "against"

so the Resolution was passed.

**RESOLUTION NO. 2/2020**  
**of the Extraordinary General Meeting**  
**of Zespół Elektrociepłowni Wrocławskich KOGENERACJA S.A.**  
**held in Wrocław on 1 April 2021**

**on: the approval of the agenda of the Meeting**

The Extraordinary General Meeting of Zespół Elektrociepłowni Wrocławskich KOGENERACJA S.A. hereby decides as follows:

**§ 1**

1. Opening of the Extraordinary General Meeting.
2. Appointment of the Chairperson of the General Meeting.
3. Ascertainment of the correctness of convening the General Meeting and its capability of adopting binding resolutions.
4. Approval of the agenda of the Meeting.
5. Adopting a resolution on granting consent to the acquisition of fixed assets within the meaning of the Act of 29 September 1994 of the value exceeding PLN 10 000 000 by giving consent for the “turn-key” development investment consisting of construction of CCGT combined heat and power plant for for Zespół Elektrociepłowni Wrocławskich KOGENERACJA S. A. in Siechnice, as a result of which new fixed assets of the value exceeding PLN 10 000 000 will be created, based on the agreements with the consortium of companies composed of: Polimex Mostostal S. A. , al. Jana Pawła II 12, 00-124 Warszawa, NIP: 8210014509 - Consortium Leader and Polimex Energetyka Sp. o. o. , al. Jana Pawła II 12, 00-124 Warszawa, NIP: 6760101371 - Consortium Partner with the value of PLN 1 277 021 671.15 net, i.e. 1 570 736 655.52 PLN gross, including:
  - EPC Contract: 1 159 180 000.00 PLN net, i.e. 1 425 791 400. 00 PLN gross,
  - LTSA Agreement: 117 841 671. 15 PLN net, i.e. 144 945 255. 52 PLN grossprovided that the President of the Energy Regulatory Office grants a co-generation individual premium to the Company for the unit New Czechnica CHP plant, on the ground of the Act of December 14, 2018 on promotion of electricity from highly-efficient co-generation.
6. Closing of the Extraordinary General Meeting.

**§ 2**

The Resolution shall come into force on the day of passing.

In an open vote, a total of [ ] valid votes were cast from [ ] shares, which represents [ ]% of the share capital, including:

- [ ] votes were cast “in favour”
- [ ] votes “abstaining”
- [ ] votes “against”

so the Resolution was passed.

**RESOLUTION NO. 3/2020**  
**of the Extraordinary General Meeting**  
**of Zespół Elektrociepłowni Wrocławskich KOGENERACJA S.A.**  
**held in Wrocław on 1 April 2021**

**on: giving consent for the "turn-key" investment of the gas-steam CHP Plant for Zespół Elektrociepłowni Wrocławskich KOGENERACJA S. A. in Siechnice**

**§ 1**

Extraordinary General Meeting of Zespół Elektrociepłowni Wrocławskich KOGENERACJA S. A. , acting under Art. 398 of the Commercial Companies Code and § 24 par. 4 point 2) of the Company's Statute, having read the opinion of the Management Board and the Supervisory Board issued pursuant to § 24 par. 2 sentence 1 of the Company's Articles of Association, decides to approve the acquisition of fixed assets within the meaning of the Act of 29 September 1994 of the amount exceeding PLN 10 000 000 by giving consent for the "turn-key" development investment consisting of construction of CCGT combined heat and power plant for Zespół Elektrociepłowni Wrocławskich KOGENERACJA S.A. in Siechnice, as a result of which new fixed assets of the value exceeding PLN 10 000 000 will be created, based on the agreements with the consortium of companies composed of: Polimex Mostostal S.A., al. Jana Pawła II 12, 00-124 Warszawa, NIP: 8210014509 - Consortium Leader and Polimex Energetyka Sp. o. o. , al. Jana Pawła II 12, 00-124 Warszawa, NIP: 6760101371 - Consortium Partner with the value of PLN 1 277 021 671.15 net, i.e. 1 570 736 655.52 PLN gross, including:

- EPC Contract: 1 159 180 000.00 PLN net, i.e. 1 425 791 400.00 PLN gross,

- LTSA Agreement: 117 841 671.15 PLN net, i.e. 144 945 255.52 PLN gross

provided that the President of the Energy Regulatory Office grants a co-generation individual premium to the Company for the unit New Czechnica CHP plant, on the ground of the Act of December 14, 2018 on promotion of electricity from highly-efficient co-generation.

**§ 2**

The Resolution shall come into force on the day of passing.

In an open vote, a total of [ ] valid votes were cast from [ ] shares, which represents [ ]% of the share capital, including:

- [ ] votes were cast "in favour"
- [ ] votes "abstaining"
- [ ] votes "against"

so the Resolution was passed.