

Warsaw, 12 April 2018

Nationale-Nederlanden Open Pension Fund
represented by
Nationale-Nederlanden Powszechne Towarzystwo Emerytalne S.A.

ul. Topiel 12
00-342 Warszawa

Nomination of a candidate to the Supervisory Board of TAURON Polska Energia S.A.

Acting pursuant to § 24(2) of the By-laws of the General Meeting of TAURON Polska Energia S.A., in connection with including the item concerning performing changes in the composition of the Supervisory Board of the Company in the agenda of the Ordinary General Meeting convened on 16 April 2018, as the Shareholder of TAURON Polska Energia S.A.: Nationale-Nederlanden Open Pension Fund, represented by Nationale- Nederlanden Powszechne Towarzystwo Emerytalne S.A., we hereby nominate Mr Marcin Szlenk as a candidate for a Member of the Supervisory Board of TAURON Polska Energia S.A. of the fifth joint term of office.

We justify the above nomination of the candidate by the fact that the professional experience and professionalism of Mr Marcin Szlenk allow for concluding that he is a candidate capable of adding value to the Company, giving a warranty of due performance of the obligations of an independent member of the Supervisory Board.

Yours sincerely,

Member of the Management Board

Grzegorz Łętocha

President of the Management Board

Grzegorz Chłopek

Enclosures:

1. The candidate's declaration including the professional Curriculum Vitae (CV)
2. A copy of the registered deposit certificate issued by the investment firm keeping the securities account.

Katowice, 9 April 2018

Marcin Szlenk

(First and last name)

.....
(Address)

.....

.....
(PESEL/ ID number)

Statement

I, Marcin Szlenk, holder of ID document No., issued by
....., declare that:

1. I meet / ~~do not meet~~ the independence criteria in relation to TAURON Polska Energia S.A. and entities remaining in material relations with TAURON Polska Energia S.A. as understood pursuant to Enclosure No. 2 with the Recommendation of the European Commission of 15 February 2005 on the role of non-executive or supervisory directors of listed companies and on the committees of the (supervisory) board, with account being taken of Best Practices of WSE Listed Companies 2016.
2. I agree to take the position of a Member of the Supervisory Board of TAURON Polska Energia S.A.
3. I have full capacity to perform acts in law.
4. I have not been entered in the Register of Insolvent Debtors maintained under the Act on National Court Register.
5. I have not been entered in the Criminal Record Index of National Criminal Register.
6. I do not perform any activity competitive to the operations of TAURON Polska Energia S.A., and I am not engaged in any competitive business as a partner in civil law company, as partner in partnership or member of the authorities of a company, and I do not participate in any competitive legal entity as a member of its authorities.
7. I do not know of any reason resulting from the generally applicable laws that would advise against my taking the position of a member of the Supervisory Board of TAURON Polska Energia S.A.
8. I give my consent for processing, including public disclosure to the Shareholders, of my personal data by TAURON Polska Energia S.A. for the purposes necessary to elect members of the Supervisory Board.

.....
(Signature)

Enclosures:

Resume (Curriculum Vitae).

MARCIN SZLENK (MBA, ACMA)

PERSONAL DATA:

Address:

Date of birth:

Telephone:

e-mail:



KEY CHARACTERISTICS

For many years, a controller and financial director with **rich professional experience** gained in **various business environments**. Strengths: business partnership as well as **strategy development and implementation**. Experienced also in the field of restructuring and **management of selected IT aspects**. Goal-oriented but **believing in** the ethical approach to business.

PROFESSIONAL EXPERIENCE:

From September 2010 Johnson Matthey Group

From September 2010 Johnson Matthey Battery Systems Sp. z o.o.

A leading European manufacturer of Li-Ion batteries, headcount: approx. 700, annual turnover > MPLN 500

Position: Financial Director, Member of the Management Board

Scope of responsibilities:

- strategic planning and analysis, formulating long-term, business financial development strategy
- management and development of the Finance team (10 persons, controlling and accounting)
- financial and management reporting
- financial planning and budgeting
- production controlling
- cost-effectiveness analysis of investment projects
- financial analysis, verification and approval of trade offers
- management of working capital and cash flows
- implementation and supervision of the internal control system
- currency risk management
- oversight of tax reporting and documentation
- management of relations with KSSE
- April 2015 - March 2016: management of SAP project implementation (MM/WM, QM, PP, SD, FI, CO)
- 2010-15: implementation of the new IT model after business unit restructuring, IT team management (3 persons)

**From February 2017: Johnson Matthey Poland Sp. z o.o,
Position: Member of the Management Board**

New JM group investment in Poland. The plant to manufacture catalytic converters for cars will be established by 2019 in Gliwice.

Scope of responsibilities:

- local support for the project team in the process of application for the zone permit in KSSE,
- oversight of the implementation process of the accounting and investment controlling system,
- providing administrative and accounting support to the new company on behalf of the Finance Team of JM Battery Systems.

In addition:

September 2010 - October 2012: European Financial Controller

- financial supervision of three foreign companies included in the business unit (one in Germany, two in Switzerland)
- planning and implementation of the restructuring/liquidation process of the aforementioned companies and relocation of activity to Poland
- management of accounting, controlling, IT and payroll administration departments (11 persons in total)

From March 2017: Johnson Matthey Battery Systems Ltd., Milton Keynes, UK,

- Remote oversight of the local finance department

From 2016: IT Business Liaison in the Division of New Markets of JM group,

- supporting the cooperation between financial controllers of Division business units and the central department of Business Information Services

From July 2016: IFRS15 Implementation Leader in the Division of New Markets of JM group,

- support for local financial controllers of Division business units in the implementation of the new reporting standard related to recognition of revenue on sales

From June 2015: Ethics Ambassador,

- responsibility for the implementation of the JM group Code of Ethics in Poland and support for the local management in the execution of the recommendations

December 2008 - September 2010 Automotive Lighting Polska Sp. z o.o. (FIAT group)

Company manufacturing car lighting, headcount approx. 1500, annual turnover approx. MPLN 450 **Position:**

Financial Controller

Scope of responsibilities:

- shared responsibility for financial results of the company
- management of the controlling department (8 persons reporting directly)
- financial reporting - external (IFRS) and internal
- management of production and logistic process controlling
- Leader of the Cost Deployment, World Class Manufacturing pillar
- oversight of the financial planning and budgeting process
- cash flow management, currency risk management
- managing the cooperation with the external accounting partner

