



## FORM OF INSTRUCTIONS FOR VOTING BY PROXY

**The Ordinary General Meeting convened for 24 May 2022 at 10.00 a.m., at Novotel Katowice Centrum Hotel in Katowice, al. Roździeńskiego 16 (conference room - ground floor).**

### **Reservations:**

1. This form shall not serve for the verification of the method of voting by Proxy on behalf of the Shareholder. The Proxies shall not submit a copy of these instructions to the Company.
2. This form shall not replace the Power of Attorney granted to the Proxy by the Shareholder.
3. Use of the form made available by the Company is not mandatory on the Shareholder and is not a prerequisite for submitting of a vote by the Proxy.
4. The method of exercising the vote by the Proxy depends on the provisions of the Power of Attorney granted by the Shareholder.
5. The Shareholder should remember that Shareholders are authorised to submit their own draft resolutions as well as amendments to drafts provided by the Management Board or Supervisory Board of TAURON Polska Energia S.A. or other Shareholders, therefore the text of the resolution finally submitted for voting may differ from the text of the resolution originally published on the Company website. Moreover, on issues related to election within the same agenda, as a rule, several resolutions related to individual candidates will be subject to voting.

**Item 2 of the agenda: Adopting the resolution concerning: the appointment of the Chairperson of the Ordinary General Meeting**

**Proposed draft resolution:**

**RESOLUTION NO [•]  
of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
of ..... 2022**

concerning: the appointment of the Chairperson of the Ordinary General Meeting of the Company

Acting pursuant to Article 409 § 1 of the Commercial Companies Code and § 12 of the By-laws of the General Meeting, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

**§ 1**

Mr / Ms [•] is hereby appointed as the Chairperson of the Ordinary General Meeting of the Company.

**§ 2**

The Resolution shall enter into force as of its adoption date.

**Votes\***

- |   |   |   |  |   |
|---|---|---|--|---|
| <input type="checkbox"/> For<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> Against<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> Abstained<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> At discretion of<br>the Proxy | <input type="checkbox"/> Raising<br>Objection |
|---|---|---|--|---|

Provided that \*\*\*:      Provided that \*\*\*:      Provided that \*\*\*:

**Item 4 of the agenda: Adopting the resolution concerning: the adoption of the agenda of the Ordinary General Meeting of the Company**

**Proposed draft resolution:**

**RESOLUTION NO [•]  
of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
of ..... 2022**

concerning: the adoption of the agenda of the Ordinary General Meeting of the Company

The Ordinary General Meeting of TAURON Polska Energia S.A., with its registered office in Katowice resolves as follows:

### § 1

The following agenda of the meeting of the Ordinary General Meeting of the Company is hereby adopted:

1. Opening of the Ordinary General Meeting.
2. Election of the Chairperson of the Ordinary General Meeting.
3. Acknowledgement that the Ordinary General Meeting has been duly convened and that it is capable of adopting binding resolutions.
4. Adoption of the agenda of the Ordinary General Meeting.
5. Adoption of a resolution on revoking the secrecy of voting on the election of committees appointed by the Ordinary General Meeting.
6. Election of the Ballot-Counting Committee of the Ordinary General Meeting.
7. Presentation of financial results of the Company and the TAURON Polska Energia S.A. Group.
8. Information concerning presentation to the General Meeting of the *“Report of the Supervisory Board on assessment of the Financial statements of TAURON Polska Energia S.A., Consolidated financial statements of TAURON Capital Group, Report of the Management Board on operations of TAURON Polska Energia S.A. and TAURON Capital Group for the financial year ended on 31 December 2021 and the Management Board’s motion concerning distribution of profit for the financial year 2021”*.
9. Consideration of the *“Financial Statements of TAURON Polska Energia S.A. for the year ended 31 December 2022 compliant with the International Financial Reporting Standards approved by the European Union”* and adoption of a resolution on its approval.
10. Consideration of the *“Consolidated Financial Statements of the TAURON Polska Energia S.A. Group for the year ended on 31 December 2021 compliant with the International Financial Reporting Standards approved by the European Union”* and adoption of a resolution on its approval.
11. Consideration of the *“Report of the Management Board on the operations of TAURON Polska Energia S.A. and TAURON Group for the financial year 2021”* and adoption of a resolution on its approval.
12. Adoption of a resolution on distribution of net profit for the financial year 2021.
13. Adoption of a resolution to approve of the *“Report on the activities of the Supervisory Board in the financial year 2021”*.
14. Adoption of a resolution to give opinion on the *“Report on the remuneration of members of the Management Board and the Supervisory Board of TAURON Polska Energia S.A. in 2021”*.
15. Adoption of resolutions on the acknowledgement of the fulfilment of duties for all Members of the Company’s Management Board who performed their functions in the financial year 2021.
16. Adoption of resolutions on the acknowledgement of the fulfilment of duties for all Members of the Company’s Supervisory Board who performed their functions in the financial year 2021.

17. Adoption of a resolution concerning the number of members of the Supervisory Board of the Company.
18. Adoption of resolutions on changes to the composition of the Supervisory Board of the Company.
19. Closing of the Ordinary General Meeting.

## § 2

The Resolution shall enter into force as of its adoption date.

### Votes\*

- |   |   |   |  |   |
|---|---|---|--|---|
| <input type="checkbox"/> For<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> Against<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> Abstained<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> At discretion of<br>the Proxy | <input type="checkbox"/> Raising<br>Objection |
|---|---|---|--|---|

Provided that \*\*\*:      Provided that \*\*\*:      Provided that \*\*\*:

**Item 5 of the agenda: Adopting the resolution concerning: waiving the secrecy of the vote on the committees appointed by the Ordinary General Meeting.**

**Proposed draft resolution:**

**RESOLUTION NO [·]  
of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
of ..... 2022**

concerning: waiving the secrecy of the vote on the committees appointed by the Ordinary General Meeting.

Acting pursuant to Article 420 § 3 of the Commercial Companies Code and § 15(9) of the By-laws of the General Meeting, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

## § 1

The secrecy of the vote on the committees appointed by the Ordinary General Meeting is hereby waived.

**§ 2**

The Resolution shall enter into force as of its adoption date.

**Votes\***

- |   |   |   |  |   |
|---|---|---|--|---|
| <input type="checkbox"/> For<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> Against<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> Abstained<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> At discretion of<br>the Proxy | <input type="checkbox"/> Raising<br>Objection |
|---|---|---|--|---|

Provided that \*\*\*:      Provided that \*\*\*:      Provided that \*\*\*:

**Item 6 of the agenda: The appointment of the Returning Committee of the Ordinary General Meeting**

**Proposed draft resolution:**

**RESOLUTION NO [•]  
of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
of ..... 2022**

concerning: the appointment of the Returning Committee of the Ordinary General Meeting

Acting pursuant to § 15(1) of the By-laws of the General Meeting, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

**§ 1**

The Returning Committee is appointed, composed of:

1. [•]
2. [•]
3. [•]

**§ 2**

The Resolution shall enter into force as of its adoption date.

**Votes\***

<input type="checkbox"/> For (voting by..... shares)**	<input type="checkbox"/> Against (voting by..... shares)**	<input type="checkbox"/> Abstained (voting by..... shares)**	<input type="checkbox"/> At discretion of the Proxy	<input type="checkbox"/> Raising Objection
Provided that ***:	Provided that ***:	Provided that ***:		

**Item 9 of the agenda: The approval of the “Financial statements of TAURON Polska Energia S.A. for the year ended 31 December 2021 prepared in accordance with International Financial Reporting Standards approved by the European Union”**

**Proposed draft resolution:**

**RESOLUTION NO [•]  
of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
of ..... 2022**

concerning: the approval of the *“Financial statements of TAURON Polska Energia S.A. for the year ended 31 December 2021 prepared in accordance with International Financial Reporting Standards approved by the European Union”*

Acting pursuant to Article 53(1) of the Accounting Act of 29 September 1994 and Article 393(1) and Article 395 § 2(1) of the Commercial Companies Code and § 35(1)(1) of the Articles of Association of the Company, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

**§ 1**

Having examined and considered the evaluation of the below specified statements, conducted by the Supervisory Board of the Company, the *“Financial statements of TAURON Polska Energia S.A. for the year ended 31 December 2021 prepared in accordance with International Financial Reporting Standards approved by the European Union”* are approved, which consist of:

- 1) Statement of comprehensive income for the year ended on 31 December 2021 showing comprehensive income in the amount of PLN 640 million and net profit for the financial year 2021 in the amount of PLN 260 million,
- 2) Statement of financial standing as at 31 December 2021, which indicates the total balance of assets and liabilities in the amount of PLN 31,480 million,

- 3) Statement of changes in equity for the year ended on 31 December 2021 showing equity increase of PLN 640 million,
- 4) Statement of cash flows for the year ended on 31 December 2021 showing net cash flow decrease by the amount of PLN 1,420 million,
- 5) Accounting principles (policy) and additional explanatory notes.

## § 2

The Resolution shall enter into force as of its adoption date.

### Votes\*

- |   |   |   |  |   |
|---|---|---|--|---|
| <input type="checkbox"/> For<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> Against<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> Abstained<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> At discretion of<br>the Proxy | <input type="checkbox"/> Raising<br>Objection |
|---|---|---|--|---|

Provided that \*\*\*:      Provided that \*\*\*:      Provided that \*\*\*:

**Item 10 of the agenda: The approval of the “Consolidated financial statements of TAURON Polska Energia S.A. Capital Group for the year ended 31 December 2021 prepared in accordance with International Financial Reporting Standards approved by the European Union”**

**Proposed draft resolution:**

**RESOLUTION NO [•]  
 of the Ordinary General Meeting  
 of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
 of ..... 2022**

concerning: approval of the *“Consolidated financial statements of TAURON Polska Energia S.A. Capital Group for the year ended 31 December 2021 prepared in accordance with International Financial Reporting Standards approved by the European Union”*

Acting pursuant to Article 63c(4) of the Accounting Act of 29 September 1994 and Article 395 § 5 of the Commercial Companies Code and § 35(1)(1) of the Articles of Association of the Company, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

## § 1

Having examined and considered the evaluation of the below specified statements, conducted by the Supervisory Board of the Company, the “*Consolidated financial statements of TAURON Polska Energia S.A. Capital Group for the year ended 31 December 2021 prepared in accordance with International Financial Reporting Standards approved by the European Union*” are approved, which consist of:

- 1) Consolidated statement of comprehensive income for the year ended on 31 December 2021 showing the total income in the amount of PLN 385 million and net profit for the financial year 2021 in the amount of PLN 385 million,
- 2) Consolidated statement of financial standing as at 31 December 2021, which indicates the total balance of assets and liabilities in the amount of PLN 40,075 million,
- 3) Consolidated statement of changes in equity for the year ended on 31 December 2021 showing equity decrease by the amount of PLN 203 million,
- 4) Consolidated statement of cash flows for the year ended on 31 December 2021 showing cash flow decrease by the amount of PLN 104 million,
- 5) Accounting principles (policy) and additional explanatory notes.

## § 2

The Resolution shall enter into force as of the day of its adoption.

### Votes\*

<input type="checkbox"/> For (voting by..... shares)**	<input type="checkbox"/> Against (voting by..... shares)**	<input type="checkbox"/> Abstained (voting by..... shares)**	<input type="checkbox"/> At discretion of the Proxy	<input type="checkbox"/> Raising Objection
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Provided that \*\*\*:      Provided that \*\*\*:      Provided that \*\*\*:

**Item 11 of the agenda: The approval of the “Report of the Management Board on the operations of TAURON Polska Energia S.A. and TAURON Capital Group for the financial year 2021”**

**Proposed draft resolution:**

**RESOLUTION NO [•]  
of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.**



of ..... 2022

concerning: the approval of the *“Report of the Management Board on the operations of TAURON Polska Energia S.A. and TAURON Capital Group for the financial year 2021”*

Acting pursuant to Article 393(1), Article 395(2)(1) and Article 395(5), as well as Article 63c(4) in conjunction with Article 55(2a) of the Accounting Act of 29 September 1994 and § 35(1)(1) of the Articles of Association of the Company, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

### § 1

Having examined and considered the evaluation of the hereunder report, conducted by the Supervisory Board of the Company, the *“Report of the Management Board on the operations of TAURON Polska Energia S.A. and TAURON Capital Group for the financial year 2021”* covering the period from 1 January 2021 to 31 December 2021 is approved.

### § 2

The Resolution shall enter into force as of the day of its adoption.

#### Votes\*

<input type="checkbox"/> For (voting by..... shares)**	<input type="checkbox"/> Against (voting by..... shares)**	<input type="checkbox"/> Abstained (voting by..... shares)**	<input type="checkbox"/> At discretion of the Proxy	<input type="checkbox"/> Raising Objection
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Provided that \*\*\*:      Provided that \*\*\*:      Provided that \*\*\*:

**Item 12 of the agenda: Adopting the resolution concerning: distribution of net profit for the financial year 2021**

**Proposed draft resolution:**

**RESOLUTION NO [•]  
of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
of ..... 2022**

concerning: distribution of net profit for the financial year 2021.

Acting pursuant to Article 395 § 2(2) of the Commercial Companies Code and § 35(1)(3) of the Articles of Association of the Company, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

## § 1

It is hereby decided to distribute net profit of TAURON Polska Energia S.A. for the financial year 2021 covering the period from 1 January 2021 to 31 December 2021 in the amount of PLN 259,887,168.39 (in words: two hundred fifty nine million eight hundred eighty seven thousand one hundred sixty eight zlotys 39/100) by allocating it in full to the Company's supplementary capital.

## § 2

The Resolution shall enter into force as of the day of its adoption.

### Votes\*

<input type="checkbox"/> For (voting by..... shares)**	<input type="checkbox"/> Against (voting by..... shares)**	<input type="checkbox"/> Abstained (voting by..... shares)**	<input type="checkbox"/> At discretion of the Proxy	<input type="checkbox"/> Raising Objection
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Provided that \*\*\*:      Provided that \*\*\*:      Provided that \*\*\*:

**Item 13 of the agenda: Adopting the resolution concerning the approval of the “Report on the activities of the Supervisory Board in the financial year 2021”**

**Proposed draft resolution:**

**RESOLUTION NO [•]  
of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
of ..... 2022**

concerning: approval of the “Report on the activities of the Supervisory Board in the financial year 2021”

Acting pursuant to § 35 (1)(21) of the Company's Articles of Association the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

## § 1

The “Report on the activities of the Supervisory Board in the financial year 2021” adopted by Resolution No. 23/VI/2022 of the Supervisory Board of TAURON Polska Energia S.A. of 30 March 2022 is hereby approved of.

## § 2

The Resolution shall enter into force as of the day of its adoption.

### Votes\*

- |   |   |   |  |   |
|---|---|---|--|---|
| <input type="checkbox"/> For<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> Against<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> Abstained<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> At discretion of<br>the Proxy | <input type="checkbox"/> Raising<br>Objection |
| Provided that ***:  | Provided that ***:  | Provided that ***:  |  |   |

**Item 14 of the agenda: Adopting the resolutions concerning: adoption of the “Report on the remuneration of members of the Management Board and the Supervisory Board of TAURON Polska Energia S.A. for the year 2021”**

**Proposed draft resolution:**

**RESOLUTION NO [•]  
of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
of ..... 2022**

concerning: opinion on the “Report on the remuneration of Members of the Management Board and the Supervisory Board of TAURON Polska Energia S.A. for 2021”

Acting pursuant to § 35 (1)(20) of the Company’s Articles of Association the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

### § 1

A positive opinion is hereby issued on the “Report on the remuneration of Members of the Management Board and the Supervisory Board of TAURON Polska Energia S.A. for 2021” adopted by Resolution No. 31/VI/2022 of the Supervisory Board of TAURON Polska Energia S.A. of 30 March 2022.

### § 2

The Resolution shall enter into force as of the day of its adoption.

### Votes\*

- |   |   |   |  |   |
|---|---|---|--|---|
| <input type="checkbox"/> For<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> Against<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> Abstained<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> At discretion of<br>the Proxy | <input type="checkbox"/> Raising<br>Objection |
| Provided that ***:  | Provided that ***:  | Provided that ***:  |  |   |

**Item 15 of the agenda: Adopting the resolutions concerning: granting the discharge from fulfilment of duties by all the Management Board Members for 2021**

**Proposed draft resolution:**

**RESOLUTION NO [•]  
of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
of ..... 2022**

concerning: granting the discharge from fulfilment of duties for the Vice President of the Management Board, acting President of the Management Board, Artur Michałowski for 2021

Acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code and § 35(1)(2) of the Articles of Association of the Company, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

**§ 1**

Mr. Artur Michałowski is discharged from fulfilment of his duties as the Vice President of the Management Board for Trading and as the President of the Management Board of TAURON Polska Energia S.A. performed from 5 August 2021 to 31 December 2021.

**§ 2**

The Resolution shall enter into force as of the day of its adoption.

**Votes\***

- |   |   |   |  |   |
|---|---|---|--|---|
| <input type="checkbox"/> For<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> Against<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> Abstained<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> At discretion of<br>the Proxy | <input type="checkbox"/> Raising<br>Objection |
| Provided that ***:  | Provided that ***:  | Provided that ***:  |  |   |

**Proposed draft resolution:**

**RESOLUTION NO [•]  
of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
of ..... 2022**

concerning: granting the discharge from fulfilment of duties by the Vice President of the Management Board, Patryk Demski for 2021

Acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code and § 35(1)(2) of the Articles of Association of the Company, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

**§ 1**

Mr. Patryk Demski is discharged from fulfilment of his duties as the Vice President of the Management Board of TAURON Polska Energia S.A. for Strategy and Development performed from 5 August 2021 to 31 December 2021.

**§ 2**

The Resolution shall enter into force as of the day of its adoption.

**Votes\***

<input type="checkbox"/> For (voting by..... shares)**	<input type="checkbox"/> Against (voting by..... shares)**	<input type="checkbox"/> Abstained (voting by..... shares)**	<input type="checkbox"/> At discretion of the Proxy	<input type="checkbox"/> Raising Objection
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Provided that \*\*\*:      Provided that \*\*\*:      Provided that \*\*\*:

**Proposed draft resolution:**

**RESOLUTION NO [•]  
of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
of ..... 2022**

concerning: granting the discharge from fulfilment of duties by the Vice President of the Management Board, Krzysztof Surma for 2021

Acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code and § 35(1)(2) of the Articles of Association of the Company, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

**§ 1**

Mr. Krzysztof Surma is discharged from fulfilment of his duties as the Vice President of the Management Board of TAURON Polska Energia S.A. for Finance performed from 2 August 2021 to 31 December 2021.

**§ 2**

The Resolution shall enter into force as of the day of its adoption.

**Votes\***

<input type="checkbox"/> For (voting by..... shares)**	<input type="checkbox"/> Against (voting by..... shares)**	<input type="checkbox"/> Abstained (voting by..... shares)**	<input type="checkbox"/> At discretion of the Proxy	<input type="checkbox"/> Raising Objection
Provided that ***:	Provided that ***:	Provided that ***:		

**Proposed draft resolution:**

**RESOLUTION NO [·]  
of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
of ..... 2022**

concerning: granting the discharge from fulfilment of duties by the Vice President of the Management Board, Jerzy Topolski for 2021

Acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code and § 35(1)(2) of the Articles of Association of the Company, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

**§ 1**

Mr. Jerzy Topolski is discharged from fulfilment of his duties as the Vice President of the Management Board of TAURON Polska Energia S.A. for Asset Management performed from 1 January 2021 to 31 December 2021.

**§ 2**

The Resolution shall enter into force as of the day of its adoption.

**Votes\***

<input type="checkbox"/> For (voting by..... shares)**	<input type="checkbox"/> Against (voting by..... shares)**	<input type="checkbox"/> Abstained (voting by..... shares)**	<input type="checkbox"/> At discretion of the Proxy	<input type="checkbox"/> Raising Objection
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Provided that \*\*\*:      Provided that \*\*\*:      Provided that \*\*\*:

**Proposed draft resolution:**

**RESOLUTION NO [•]  
of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
of ..... 2022**

concerning: granting the discharge from fulfilment of duties by Mr. Wojciech Ignacok for 2021

Acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code and § 35(1)(2) of the Articles of Association of the Company, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

**§ 1**

Mr. Wpojciech Ignacok is discharged from fulfilment of his duties as the President of the Management Board of TAURON Polska Energia S.A. performed from 1 January 2021 to 28 February 2021.

**§ 2**

The Resolution shall enter into force as of the day of its adoption.

**Votes\***

<input type="checkbox"/> For (voting by..... shares)**	<input type="checkbox"/> Against (voting by..... shares)**	<input type="checkbox"/> Abstained (voting by..... shares)**	<input type="checkbox"/> At discretion of the Proxy	<input type="checkbox"/> Raising Objection
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Provided that \*\*\*:      Provided that \*\*\*:      Provided that \*\*\*:

**Proposed draft resolution:**

**RESOLUTION NO [•]**

**of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
of ..... 2022**

concerning: granting the discharge from fulfilment of duties by Mr. Marek Wadowski for 2021

Acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code and § 35(1)(2) of the Articles of Association of the Company, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

**§ 1**

Mr. Marek Wadowski is discharged from fulfilment of his duties as the Vice President of the Management Board of TAURON Polska Energia S.A. for Finance performed from 1 January 2021 to 17 May 2021.

**§ 2**

The Resolution shall enter into force as of the day of its adoption.

**Votes\***

<input type="checkbox"/> For (voting by..... shares)**	<input type="checkbox"/> Against (voting by..... shares)**	<input type="checkbox"/> Abstained (voting by..... shares)**	<input type="checkbox"/> At discretion of the Proxy	<input type="checkbox"/> Raising Objection
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Provided that \*\*\*:      Provided that \*\*\*:      Provided that \*\*\*:

**Proposed draft resolution:**

**RESOLUTION NO [•]  
of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
of ..... 2022**

concerning: granting the discharge from fulfilment of duties by Mr. Paweł Strączyński for 2021

Acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code and § 35(1)(2) of the Articles of Association of the Company, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

**§ 1**

Mr. Paweł Strączyński is discharged from fulfilment of his duties as the President of the Management Board of TAURON Polska Energia S.A. performed from 1 April 2021 to 4 August 2021.



## § 2

The Resolution shall enter into force as of the day of its adoption.

### Votes\*

- |   |   |   |  |   |
|---|---|---|--|---|
| <input type="checkbox"/> For<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> Against<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> Abstained<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> At discretion of<br>the Proxy | <input type="checkbox"/> Raising<br>Objection |
| Provided that ***:  | Provided that ***:  | Provided that ***:  |  |   |

**Item 16 of the agenda: Adopting the resolutions concerning: granting the discharge from fulfilment of duties by all the Supervisory Board Members for 2021**

**Proposed draft resolution:**

**RESOLUTION NO [•]  
of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
of ..... 2022**

concerning: granting the discharge from fulfilment of duties by the Chair of the Supervisory Board, Mr. Piotr Tutak for 2021.

Acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code and § 35(1)(2) of the Articles of Association of the Company, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

## § 1

Mr. Piotr Tutak is discharged from fulfilment of his duties as a Member of the Supervisory Board of TAURON Polska Energia S.A. performed from 16 November 2021 to 31 December 2021 including duties as the Chair of the Supervisory Board of TAURON Polska Energia S.A.

## § 2

The Resolution shall enter into force as of its adoption date.

### Votes\*

- |   |   |   |  |   |
|---|---|---|--|---|
| <input type="checkbox"/> For<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> Against<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> Abstained<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> At discretion of<br>the Proxy | <input type="checkbox"/> Raising<br>Objection |
|---|---|---|--|---|

Provided that \*\*\*:    Provided that \*\*\*:    Provided that \*\*\*:

**Proposed draft resolution:**

**RESOLUTION NO [•]  
of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
of ..... 2022**

concerning: granting the discharge from fulfilment of duties by the Vice Chair of the Supervisory Board, Ms. Teresa Famulska for 2021.

Acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code and § 35(1)(2) of the Articles of Association of the Company, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

**§ 1**

Ms. Teresa Famulska is discharged from fulfilment of her duties as the Member of the Supervisory Board of TAURON Polska Energia S.A. performed in the period from 1 January 2021 to 31 December 2021 including duties as the Chair of the Supervisory Board of TAURON Polska Energia S.A.

**§ 2**

The Resolution shall enter into force as of the day of its adoption.

**Votes\***

<input type="checkbox"/> For (voting by..... shares)**	<input type="checkbox"/> Against (voting by..... shares)**	<input type="checkbox"/> Abstained (voting by..... shares)**	<input type="checkbox"/> At discretion of the Proxy	<input type="checkbox"/> Raising Objection
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Provided that \*\*\*:    Provided that \*\*\*:    Provided that \*\*\*:

**Proposed draft resolution:**

**RESOLUTION NO [•]  
of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
of ..... 2022**

concerning: granting the discharge from fulfilment of duties by the Secretary of the Supervisory Board, Ms. Katarzyna Taczanowska for 2021.

Acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code and § 35(1)(2) of the Articles of Association of the Company, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

### § 1

Ms. Katarzyna Taczanowska is discharged from fulfilment of her duties as the Member of the Supervisory Board of TAURON Polska Energia S.A. performed from 1 January 2021 to 31 December 2021, including fulfilment of her duties as the Secretary of the Supervisory Board of TAURON Polska Energia S.A.

### § 2

The Resolution shall enter into force as of its adoption date.

#### Votes\*

<input type="checkbox"/> For (voting by..... shares)**	<input type="checkbox"/> Against (voting by..... shares)**	<input type="checkbox"/> Abstained (voting by..... shares)**	<input type="checkbox"/> At discretion of the Proxy	<input type="checkbox"/> Raising Objection
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Provided that \*\*\*:      Provided that \*\*\*:      Provided that \*\*\*:

#### Proposed draft resolution:

**RESOLUTION NO [•]  
of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
of ..... 2022**

concerning: granting the discharge from fulfilment of duties by the Member of the Supervisory Board, Mr. Stanisław Borkowski for 2021.

Acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code and § 35(1)(2) of the Articles of Association of the Company, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

### § 1

Mr. Stanisław Borkowski is discharged from fulfilment of his duties as the Member of the Supervisory Board of TAURON Polska Energia S.A. performed from 24 May 2021 to 31 December 2021.

## § 2

The Resolution shall enter into force as of the day of its adoption.

### Votes\*

<input type="checkbox"/> For (voting by..... shares)**	<input type="checkbox"/> Against (voting by..... shares)**	<input type="checkbox"/> Abstained (voting by..... shares)**	<input type="checkbox"/> At discretion of the Proxy	<input type="checkbox"/> Raising Objection
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Provided that \*\*\*:      Provided that \*\*\*:      Provided that \*\*\*:

### Proposed draft resolution:

**RESOLUTION NO [•]  
of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
of ..... 2022**

concerning: granting the discharge from fulfilment of duties by the Member of the Supervisory Board, Mr. Leszek Koziowski for 2021.

Acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code and § 35(1)(2) of the Articles of Association of the Company, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

## § 1

Mr. Leszek Koziowski is discharged from fulfilment of his duties as the Member of the Supervisory Board of TAURON Polska Energia S.A. performed from 24 May 2021 to 31 December 2021.

## § 2

The Resolution shall enter into force as of the day of its adoption.

### Votes\*

<input type="checkbox"/> For (voting by.....	<input type="checkbox"/> Against (voting by.....	<input type="checkbox"/> Abstained (voting by.....	<input type="checkbox"/> At discretion of the Proxy	<input type="checkbox"/> Raising Objection
--	--	--	--	---

shares)\*\*

shares)\*\*

shares)\*\*

Provided that \*\*\*:

Provided that \*\*\*:

Provided that \*\*\*:

**Proposed draft resolution:**

**RESOLUTION NO [•]  
of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
of ..... 2022**

concerning: granting the discharge from fulfilment of duties by the Member of the Supervisory Board Mr. Ryszard Madziar for 2021.

Acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code and § 35(1)(2) of the Articles of Association of the Company, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

**§ 1**

Mr. Ryszard Madziar is discharged from the fulfilment of her duties as the Member of the Supervisory Board of TAURON Polska Energia S.A. performed from 1 January 2021 to 31 December 2021.

**§ 2**

The Resolution shall enter into force as of the day of its adoption.

**Votes\***

For  
(voting

by.....  
shares)\*\*

Against  
(voting

by.....  
shares)\*\*

Abstained  
(voting

by.....  
shares)\*\*

At discretion of  
the Proxy

Raising  
Objection

Provided that \*\*\*:

Provided that \*\*\*:

Provided that \*\*\*:

**Proposed draft resolution:**

**RESOLUTION NO [•]  
of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
of ..... 2022**

concerning: granting the discharge from fulfilment of duties by Mr. Grzegorz Peczkis for 2021

Acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code and § 35(1)(2) of the Articles of Association of the Company, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

**§ 1**

Mr. Grzegorz Peczkis is discharged from the fulfilment of her duties as the Member of the Supervisory Board of TAURON Polska Energia S.A. performed from 1 January 2021 to 31 December 2021.

**§ 2**

The Resolution shall enter into force as of the day of its adoption.

**Votes\***

<input type="checkbox"/> For (voting by..... shares)**	<input type="checkbox"/> Against (voting by..... shares)**	<input type="checkbox"/> Abstained (voting by..... shares)**	<input type="checkbox"/> At discretion of the Proxy	<input type="checkbox"/> Raising Objection
---	---	---	--	---

Provided that \*\*\*:      Provided that \*\*\*:      Provided that \*\*\*:

**Proposed draft resolution:**

**RESOLUTION NO [•]  
of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
of ..... 2022**

concerning: granting the discharge from fulfilment of duties by Mr. Marcin Wawrzyniak for 2021.

Acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code and § 35(1)(2) of the Articles of Association of the Company, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

**§ 1**

Mr. Marcin Wawrzyniak is discharged from fulfilment of his duties as the Member of the Supervisory Board of TAURON Polska Energia S.A. performed from 6 April 2021 to 31 December 2021.

## § 2

The Resolution shall enter into force as of the day of its adoption.

### Votes\*

- |   |   |   |  |   |
|---|---|---|--|---|
| <input type="checkbox"/> For<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> Against<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> Abstained<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> At discretion of<br>the Proxy | <input type="checkbox"/> Raising<br>Objection |
|---|---|---|--|---|

Provided that \*\*\*:      Provided that \*\*\*:      Provided that \*\*\*:

### Proposed draft resolution:

**RESOLUTION NO [•]  
of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
of ..... 2022**

concerning: granting the discharge from fulfilment of duties for Mr. Andrzej Kania for 2021.

Acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code and § 35(1)(2) of the Articles of Association of the Company, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

## § 1

Mr. Andrzej Kania is discharged from fulfilment of her duties as the Member of the Supervisory Board of TAURON Polska Energia S.A. performed from 1 January 2021 to 18 November 2021 includint duties as the Chairperson of the Supervisory Board of TAURON Polska Energia S.A.

## § 2

The Resolution shall enter into force as of the day of its adoption.

### Votes\*

- |   |   |   |  |   |
|---|---|---|--|---|
| <input type="checkbox"/> For<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> Against<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> Abstained<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> At discretion of<br>the Proxy | <input type="checkbox"/> Raising<br>Objection |
|---|---|---|--|---|

Provided that \*\*\*:    Provided that \*\*\*:    Provided that \*\*\*:

**Proposed draft resolution:**

**RESOLUTION NO [•]  
of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
of ..... 2022**

concerning: granting the discharge from fulfilment of duties by Ms. Barbara Piontek for 2021.

Acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code and § 35(1)(2) of the Articles of Association of the Company, the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

**§ 1**

Ms. Barbara Piontek is discharged from fulfilment of his duties as the Member of the Supervisory Board of TAURON Polska Energia S.A. performed from 1 January 2021 to 28 February 2021.

**§ 2**

The Resolution shall enter into force as of the day of its adoption.

**Votes\***

<input type="checkbox"/> For (voting by..... shares)**	<input type="checkbox"/> Against (voting by..... shares)**	<input type="checkbox"/> Abstained (voting by..... shares)**	<input type="checkbox"/> At discretion of the Proxy	<input type="checkbox"/> Raising Objection
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Provided that \*\*\*:    Provided that \*\*\*:    Provided that \*\*\*:

**Item 17 of the agenda: Adopting a resolution concerning the number of members of the Supervisory Board of the Company.**

**Proposed draft resolution:**

**RESOLUTION NO [•]  
of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
of ..... 2022**



concerning: establishing the number of members of the Supervisory Board of the Company.

Acting pursuant to Article 385 § 1 of the Commercial Companies Code and § 22(1) of the Articles of Association of the Company and § 24(7) of By-Laws of the General Meeting of TAURON Polska Energia S.A., the Ordinary General Meeting of TAURON Polska Energia S.A. with its registered office in Katowice resolves as follows:

**§ 1**

It is agreed that the Supervisory Board of TAURON Polska Energia S.A. will consist of [•] (in words: [•]) Members of the Supervisory Board.

**§ 2**

The resolution No. 31 of 24 May 2021 of the Ordinary General Meeting of TAURON Polska Energia S.A. loses its binding force.

**§ 3**

The Resolution shall enter into force as of the day of its adoption.

**Votes\***

- |   |   |   |  |   |
|---|---|---|--|---|
| <input type="checkbox"/> For<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> Against<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> Abstained<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> At discretion of<br>the Proxy | <input type="checkbox"/> Raising<br>Objection |
|---|---|---|--|---|

Provided that \*\*\*:      Provided that \*\*\*:      Provided that \*\*\*:

**Item 18 of the agenda: Adopting resolutions concerning changes to the composition of the Supervisory Board of the Company.**

**Proposed draft resolution:**

**RESOLUTION NO [•]  
of the Ordinary General Meeting  
of the Company operating under the enterprise name: TAURON Polska Energia S.A.  
of ..... 2022**

concerning: dismissal / appointment of a Member of the Supervisory Board of TAURON Polska Energia S.A. of the VI joint term of office.

Acting pursuant to Article 385 § 1 of the Commercial Companies Code and § 35(1)(4) of the Articles of Association and § 24(1) of By-Laws of the General Meeting of TAURON Polska Energia S.A. resolves as follows:

**§ 1**

Mr / Ms [•] is / is hereby being dismissed / appointed to the composition of the Supervisory Board of TAURON Polska Energia S.A. of the VI joint term of office.

**§ 2**

The Resolution shall enter into force as of the day of its adoption.

**Votes\***

- |   |   |   |  |   |
|---|---|---|--|---|
| <input type="checkbox"/> For<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> Against<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> Abstained<br>(voting<br>by.....<br>shares)** | <input type="checkbox"/> At discretion of<br>the Proxy | <input type="checkbox"/> Raising<br>Objection |
|---|---|---|--|---|

Provided that \*\*\*:      Provided that \*\*\*:      Provided that \*\*\*:

\* Tick the appropriate box.

\*\* A shareholder may vote differently from each of the shares held by him.

\*\*\* A shareholder may make the voting method of the proxy dependent on the fulfillment of certain conditions specified in the power of attorney.