

Draft resolution to item 11 of the proposed agenda

DRAFT

Resolution No.

adopted by the Ordinary General Meeting of the Company operating under the business name of ENEA Spółka Akcyjna with its registered office in Poznań on 2024

to refuse to grant a discharge to Mr. Paweł Majewski, President of the Management Board on the performance of his duties in the financial year 2023

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Company Code, the Ordinary General Meeting of ENEA S.A. hereby resolves as follows:

§ 1

The Ordinary General Meeting of ENEA S.A. refuses to grant a discharge to Mr. Paweł Majewski, President of the Management Board, on the performance of his duties in the period from 1 January 2023 to 31 December 2023.

§ 2

This resolution shall enter into force when adopted.

Number of shares from which valid votes were cast	: ...
Percentage of these shares in the share capital	: ...
Total number of votes cast	: ...
Number of votes in favor	: ...
Number of votes against	: ...
Number of votes abstaining	: ...

This resolution will be adopted by secret ballot.

Justification:

In accordance with Article 395(2)(3) of the Commercial Company Code, the Ordinary General Meeting of ENEA S.A. has the power to grant a discharge or refuse to grant a discharge to members of the Company's bodies. Because Mr. Paweł Majewski served as President of the Management Board in the period from 1 January 2023 to 31 December 2023, the adoption of this resolution is appropriate and reasonable.

On 3 July 2024, after a discussion, the ENEA S.A. Supervisory Board put to a vote a resolution to render a negative opinion and recommend to the Ordinary General Meeting of ENEA S.A. to refuse to grant a discharge Mr. Paweł Majewski, President of the Company's Management Board, on the performance of his duties in the financial year 2023. Following a discussion and a vote held by the Supervisory Board, the resolution on this subject matter was adopted.

Draft resolution to item 11 of the proposed agenda

DRAFT

Resolution No.

**adopted by the Ordinary General Meeting of the Company operating under the business name
of ENEA Spółka Akcyjna with its registered office in Poznań
on 2024**

**to refuse to grant a discharge to Mr. Jakub Kowaleczko, Management Board Member
on the performance of his duties in the financial year 2023**

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Company Code, the Ordinary General Meeting of ENEA S.A. hereby resolves as follows:

§ 1

The Ordinary General Meeting of ENEA S.A. refuses to grant a discharge to Mr. Jakub Kowaleczko, Management Board Member, on the performance of his duties in the period from 17 July 2023 to 31 December 2023.

§ 2

This resolution shall enter into force when adopted.

Number of shares from which valid votes were cast	: ...
Percentage of these shares in the share capital	: ...
Total number of votes cast	: ...
Number of votes in favor	: ...
Number of votes against	: ...
Number of votes abstaining	: ...

This resolution will be adopted by secret ballot.

Justification:

In accordance with Article 395(2)(3) of the Commercial Company Code, the Ordinary General Meeting of ENEA S.A. has the power to grant a discharge or refuse to grant a discharge to members of the Company's bodies. Because Mr. Jakub Kowaleczko served as Management Board Member for Commercial Matters in the period from 17 July 2023 to 31 December 2023, the adoption of this resolution is appropriate and reasonable.

On 3 July 2024, after a discussion, the ENEA S.A. Supervisory Board put to a vote a resolution to render a negative opinion and recommend to the Ordinary General Meeting of ENEA S.A. to refuse to grant a discharge to Mr. Jakub Kowaleczko, Member of the Company's Management Board, on the performance of his duties in the financial year 2023. Following a discussion and a vote held by the Supervisory Board, the resolution on this subject matter was adopted.

Draft resolution to item 11 of the proposed agenda

DRAFT

Resolution No.

adopted by the Ordinary General Meeting of the Company operating under the business name of ENEA Spółka Akcyjna with its registered office in Poznań on 2024

to refuse to grant a discharge to Mr. Rafał Marek Mucha, Management Board Member, on the performance of his duties in the financial year 2023

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Company Code, the Ordinary General Meeting of ENEA S.A. hereby resolves as follows:

§ 1

The Ordinary General Meeting of ENEA S.A. refuses to grant a discharge to Mr. Rafał Marek Mucha, Management Board Member, on the performance of his duties in the period from 1 January 2023 to 30 November 2023.

§ 2

This resolution shall enter into force when adopted.

Number of shares from which valid votes were cast	: ...
Percentage of these shares in the share capital	: ...
Total number of votes cast	: ...
Number of votes in favor	: ...
Number of votes against	: ...
Number of votes abstaining	: ...

This resolution will be adopted by secret ballot.

Justification:

In accordance with Article 395(2)(3) of the Commercial Company Code, the Ordinary General Meeting of ENEA S.A. has the power to grant a discharge or refuse to grant a discharge to members of the Company's bodies. Because Mr. Rafał Marek Mucha served as Management Board Member for Financial Matters in the period from 1 January 2023 to 30 November 2023, the adoption of this resolution is appropriate and reasonable.

On 3 July 2024, after a discussion, the ENEA S.A. Supervisory Board put to a vote a resolution to render a negative opinion and recommend to the Ordinary General Meeting of ENEA S.A. to refuse to grant a discharge to Mr. Rafał Marek Mucha, Member of the Company's Management Board, on the performance of his duties in the financial year 2023. Following a discussion and a vote held by the Supervisory Board, the resolution on this subject matter was adopted.

Draft resolution to item 11 of the proposed agenda

DRAFT

Resolution No.

**adopted by the Ordinary General Meeting of the Company operating under the business name
of ENEA Spółka Akcyjna with its registered office in Poznań
on 2024**

**to refuse to grant a discharge to Mr. Marcin Pawlicki, Management Board Member,
on the performance of his duties in the financial year 2023**

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Company Code, the Ordinary General Meeting of ENEA S.A. hereby resolves as follows:

§ 1

The Ordinary General Meeting of ENEA S.A. refuses to grant a discharge to Mr. Marcin Pawlicki, Management Board Member, on the performance of his duties in the period from 1 January 2023 to 31 December 2023.

§ 2

This resolution shall enter into force when adopted.

Number of shares from which valid votes were cast	: ...
Percentage of these shares in the share capital	: ...
Total number of votes cast	: ...
Number of votes in favor	: ...
Number of votes against	: ...
Number of votes abstaining	: ...

This resolution will be adopted by secret ballot.

Justification:

In accordance with Article 395(2)(3) of the Commercial Company Code, the Ordinary General Meeting of ENEA S.A. has the power to grant a discharge or refuse to grant a discharge to members of the Company's bodies. Because Mr. Marcin Pawlicki served as Management Board Member for Operational Matters in the period from 1 January 2023 to 31 December 2023, the adoption of this resolution is appropriate and reasonable.

On 3 July 2024, after a discussion, the ENEA S.A. Supervisory Board put to a vote a resolution to render a negative opinion and recommend to the Ordinary General Meeting of ENEA S.A. to refuse to grant a discharge to Mr. Marcin Pawlicki, Member of the Company's Management Board, on the performance of his duties in the financial year 2023. Following a discussion and a vote held by the Supervisory Board, the resolution on this subject matter was adopted.

Draft resolution to item 11 of the proposed agenda

D R A F T

Resolution No.

adopted by the Ordinary General Meeting of the Company operating under the business name of ENEA Spółka Akcyjna with its registered office in Poznań on 2024

to refuse to grant a discharge to Mr. Dariusz Szymczak, Management Board Member, on the performance of his duties in the financial year 2023

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Company Code, the Ordinary General Meeting of ENEA S.A. hereby resolves as follows:

§ 1

The Ordinary General Meeting of ENEA S.A. refuses to grant a discharge to Mr. Dariusz Szymczak, Management Board Member, on the performance of his duties in the period from 1 January 2023 to 31 December 2023.

§ 2

This resolution shall enter into force when adopted.

Number of shares from which valid votes were cast	: ...
Percentage of these shares in the share capital	: ...
Total number of votes cast	: ...
Number of votes in favor	: ...
Number of votes against	: ...
Number of votes abstaining	: ...

This resolution will be adopted by secret ballot.

Justification:

In accordance with Article 395(2)(3) of the Commercial Company Code, the Ordinary General Meeting of ENEA S.A. has the power to grant a discharge or refuse to grant a discharge to members of the Company's bodies. Because Mr. Dariusz Szymczak served as Management Board Member for Corporate Matters in the period from 1 January 2023 to 31 December 2023, the adoption of this resolution is appropriate and reasonable.

On 3 July 2024, after a discussion, the ENEA S.A. Supervisory Board put to a vote a resolution to render a negative opinion and recommend to the Ordinary General Meeting of ENEA S.A. to refuse to grant a discharge to Mr. Dariusz Szymczak, Member of the Company's Management Board, on the performance of his duties in the financial year 2023. Following a discussion and a vote held by the Supervisory Board, the resolution on this subject matter was adopted.

Draft resolution to item 11 of the proposed agenda

D R A F T

Resolution No.

adopted by the Ordinary General Meeting of the Company operating under the business name of ENEA Spółka Akcyjna with its registered office in Poznań on 2024

to refuse to grant a discharge to Mr. Lech Adam Żak, Management Board Member, on the performance of his duties in the financial year 2023

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Company Code, the Ordinary General Meeting of ENEA S.A. hereby resolves as follows:

§ 1

The Ordinary General Meeting of ENEA S.A. refuses to grant a discharge to Mr. Lech Adam Żak, Management Board Member, on the performance of his duties in the period from 1 January 2023 to 31 December 2023.

§ 2

This resolution shall enter into force when adopted.

Number of shares from which valid votes were cast	: ...
Percentage of these shares in the share capital	: ...
Total number of votes cast	: ...
Number of votes in favor	: ...
Number of votes against	: ...
Number of votes abstaining	: ...

This resolution will be adopted by secret ballot.

Justification:

In accordance with Article 395(2)(3) of the Commercial Company Code, the Ordinary General Meeting of ENEA S.A. has the power to grant a discharge or refuse to grant a discharge to members of the Company's bodies. Because Mr. Lech Adam Żak served as Management Board Member for Strategy and Development in the period from 1 January 2023 to 31 December 2023, the adoption of this resolution is appropriate and reasonable.

On 3 July 2024, after a discussion, the ENEA S.A. Supervisory Board put to a vote a resolution to render a negative opinion and recommend to the Ordinary General Meeting of ENEA S.A. to refuse to grant a discharge to Mr. Lech Adam Żak, Member of the Company's Management Board, on the performance of his duties in the financial year 2023. Following a discussion and a vote held by the Supervisory Board, the resolution on this subject matter was adopted.