

Form

to exercise voting right through a proxy at the Annual General Shareholders Meeting of Lubelski Węgiel BOGDANKA S.A. on 26 June 2017

DISCLAIMER

Using this form is not obligation for a Shareholder and is not a condition to vote through a Proxy. If it is acceptable to vote with the use of voting cards and the Proxy uses this form as the voting card (which is not allowed in the case of resolutions adopted in a secret voting), they shall deliver this form to the Chairman of the General Shareholders Meeting. This form does not substitute a power of proxy. The Company reserves that in the event of using this form by a Shareholder and a Proxy, the compliance of the cast vote shall not be verified against the content of the instruction included therein. Irrespective of the content of the instruction, it will be decisive whether the vote was or was not cast through a proxy.

Shareholder's Data

.....
Name/surname/company

.....
Address of residence/registered office

.....
Personal No. PESEL/Industry Id. No. (REGON)

.....
No. of identity card/other document

Proxy's Data

.....
Name/surname/company

.....
Address of residence/registered office

.....
Personal No. PESEL/Industry Id. No. (REGON)

.....
No. of identity card/other document

Draft resolutions are presented below. At selected draft resolutions, the Shareholder instructs by inserting "X" in a relevant field.

The draft resolutions included herein may differ from those put to a vote by the Annual General Shareholders Meeting. For the avoidance of doubt concerning the manner of voting through a Proxy, it is advised that the Shareholder define in the resolution "Other" at the end hereof a detailed instruction concerning whether to exercise or not the right to vote through a Proxy in the above situation.

In the event that the Shareholder decides to vote differently under the shares held, the Shareholder is requested to specify in an appropriate field the number of shares and accordingly, number of votes, under which the Proxy is to vote "for", "against" or "abstain" from voting. If no number of shares is indicated it is deemed that the Proxy is authorised to vote in the indicated manner under all shares held by the Shareholder, unless the instruction indicates another manner of voting under the shares held – then the form will not be taken into account in the given voting and its results.

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

regarding: electing the Chairman of the Annual General Shareholders Meeting

Article 1

Acting under Article 409.1 of the Polish Commercial Companies Code and Article 8 of the Rules of Procedure of the General Shareholders Meeting, the Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka S.A. with registered office in Bogdanka hereby elects Mr/Mrs to act as the Chairman of the General Shareholders Meeting.

Article 2

The Resolution shall become effective on the day of its adoption.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....
**please tick relevant field X*

Shareholder:
(signature/s)

Proxy:
(signature/s)

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

regarding: adopting the agenda of the Annual General Shareholders Meeting

Article 1

The Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka S.A. with registered office in Bogdanka adopts the agenda of the Annual General Shareholders Meeting in the following wording:

- 1) Opening the General Shareholders Meeting.
- 2) Electing the Chairman of the General Shareholders Meeting.
- 3) Acknowledging the General Shareholders Meeting to be validly convened and acknowledging its capacity to adopt resolutions.
- 4) Adopting the agenda.
- 5) Review of the Financial Statements and Directors' Report on Operations of Lubelski Węgiel Bogdanka S.A. for 2016.
- 6) Review of the Consolidated Financial Statements of the Lubelski Węgiel Bogdanka S.A. Group and the Directors' Report on Operations of the Lubelski Węgiel Bogdanka S.A. Group for 2016.
- 7) Presenting Presentation of the Management Board's motion regarding the distribution of net profit for 2016.
- 8) Presentation of the Report on Operations of the Supervisory Board of Lubelski Węgiel Bogdanka S.A. for 2016.
- 9) Adopting resolutions on:
 - a) approval of the Financial Statements of Lubelski Węgiel Bogdanka S.A. for 2016,
 - b) approval of the Directors' Report on Operations of Lubelski Węgiel Bogdanka S.A. for 2016,
 - c) approval of the Consolidated Financial Statements of the Lubelski Węgiel Bogdanka S.A. Group for 2016,
 - d) approval of the Directors' Report on Operations of the Lubelski Węgiel Bogdanka S.A. Group for 2016,
 - e) granting discharge to the members of the Management Board of Lubelski Węgiel Bogdanka S.A. in respect of performance of their duties in 2016,

- f) approval of the Report on operations of the Supervisory Board of Lubelski Węgiel Bogdanka S.A. for 2016,
 - g) granting discharge to the members of the Supervisory Board of Lubelski Węgiel Bogdanka S.A. in respect of the performance of their duties in 2016,
 - h) distribution of net profit 2016,
 - i) setting the dividend date and dividend payment date.
- 10) Adopting a resolution on amending the Company’s Articles of Association.
 - 11) Adopting a resolution on adopting new contents of the Enea Group Code.
 - 12) Adopting a resolution on changing rules governing remuneration for members of the Supervisory Board.
 - 13) Miscellaneous.
 - 14) Closing the General Shareholders Meeting.

Article 2

The Resolution shall become effective on the day of its adoption.

Shareholder’s Instruction for the Proxy:

vote “for”(number of shares)*(number of votes)

vote “against”(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

“at a proxy’s discretion”(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:

(signature/s)

Proxy:

(signature/s)

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

**regarding: approval of the Financial Statements of Lubelski Węgiel Bogdanka S.A.
for the financial year 2016**

Article 1

The Annual General Shareholders Meeting of Lubelski Węgiel BOGDANKA S.A. in Bogdanka, acting under Article 393.1 and Article 395.2.1 of the Commercial Companies Code and Article 12.1.1 of the Company's Articles of Association, considering the assessment made by the Company's Supervisory Board, hereby decides to approve the Financial Statements of Lubelski Węgiel Bogdanka S.A. for the financial year 2016, which include:

- a) statement of financial position prepared as of 31 December 2016, showing a balance-sheet total under assets and shareholders' equity and liabilities in the amount of **PLN 3,748,429,000**;
- b) consolidated statement of comprehensive income for the period from 1 January 2016 to 31 December 2016 showing net profit in the amount of **PLN 175,896,000** and a total comprehensive income in the amount of **PLN 169,689,000**;
- c) statement of movements in the shareholders' equity for the period from 1 January 2016 to 31 December 2016, showing a decrease in the shareholders' equity by **PLN 163,776,000**;
- d) consolidated cash flow statement for the period from 1 January 2016 to 31 December 2016, showing an increase in cash by **PLN 273,421,000**;
- e) notes, detailing for the adopted accounting policy, as well as additional information.

Article 2

The Resolution shall become effective on the day of its adoption.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:

(signature/s)

Proxy:

(signature/s)

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

regarding: approval of the Directors' Report on Operations of Lubelski Węgiel Bogdanka S.A. for the financial year 2016

Article 1

The Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka S.A. in Bogdanka, acting under Article 393.1 and Article 395.2.1 of the Commercial Companies Code and Article 12.1.1 of the Company's Articles of Association, considering the assessment made by the Company's Supervisory Board, hereby decides to approve the Directors' Report on Operations of Lubelski Węgiel Bogdanka S.A. for the period from 1 January 2016 to 31 December 2016.

Article 2

The Resolution shall become effective on the day of its adoption.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:
(signature/s)

Proxy:
(signature/s)

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

regarding: approval of the Consolidated Financial Statements of the Lubelski Węgiel BOGDANKA Group for the financial year 2016

Article 1

The Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka S.A. in Bogdanka, acting under Article 395.5 of the Commercial Companies Code, considering the assessment made by the Company's Supervisory Board, hereby decides to approve the Consolidated Financial Statements of the Lubelski Węgiel Bogdanka Group for the financial year 2016, which include:

- a) consolidated statement of financial position prepared as of 31 December 2016, showing a balance-sheet total under assets and shareholders' equity and liabilities in the amount of **PLN 3,800,289,000**;
- b) consolidated statement of comprehensive income for the period from 1 January 2016 to 31 December 2016 showing net profit in the amount of **PLN 181,992,000** and a total comprehensive income in the amount of **PLN 175,698,000**;
- c) statement of movements in the consolidated shareholders' equity for the period from 1 January 2016 to 31 December 2016, showing an increase in the shareholders' equity by **PLN 169,785,000**;
- d) consolidated cash flow statement for the period from 1 January 2016 to 31 December 2016, showing an increase in cash by **PLN 279,069,000**;
- e) notes, detailing for the adopted accounting policy, as well as additional information.

Article 2

The Resolution shall become effective on the day of its adoption.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:

(signature/s)

Proxy:

(signature/s)

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

regarding: approval of the Directors' Report on Operations of the Lubelski Węgiel Bogdanka Group for the financial year 2016

Article 1

The Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka S.A. in Bogdanka, acting under Article 395.5 of the Commercial Companies Code, considering the assessment made by the Company's Supervisory Board, hereby decides to approve the Directors' Report on Operations of the Lubelski Węgiel Bogdanka Group for the period from 1 January 2016 to 31 December 2016.

Article 2

The Resolution shall become effective on the day of its adoption.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:
(signature/s)

Proxy:
(signature/s)

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

regarding: granting discharge to a Member of the Management Board of Lubelski Węgiel Bogdanka S.A. in respect of performance of his duties in the financial year 2016

Article 1

The Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka S.A. in Bogdanka, acting under Article 393.1 and Article 395.2.3 of the Commercial Companies Code and Article 12.1.3 of the Company's Articles of Association, hereby grants discharge to **Mr Zbigniew Stopa**, in respect of performance of his duties as a Member of the Company's Management Board, for the period from 1 January 2016 to 31 March 2016.

Article 2

The Resolution shall become effective on the day of its adoption.

Annotation:

On 22 May 2017, the Company's Supervisory Board adopted resolution no. 19/X//2017 regarding the motion to the Annual General Shareholders Meeting for granting discharge to Member of the Management Board Mr Zbigniew Stopa, in respect of performance of their duties, for the financial year 2016.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:

(signature/s)

Proxy:

(signature/s)

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

regarding: granting discharge to a Member of the Management Board of Lubelski Węgiel Bogdanka S.A. in respect of performance of his duties in the financial year 2016

Article 1

The Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka S.A. in Bogdanka, acting under Article 393.1 and Article 395.2.3 of the Commercial Companies Code and Article 12.1.3 of the Company's Articles of Association, hereby grants discharge to **Mr Waldemar Bernaciak**, in respect of performance of his duties as a Member of the Company's Management Board, for the period from 1 January 2016 to 31 March 2016.

Article 2

The Resolution shall become effective on the day of its adoption.

Annotation:

On 22 May 2017, the Company's Supervisory Board adopted resolution no. 20/X//2017 regarding the motion to the Annual General Shareholders Meeting for granting discharge to Member of the Management Board Mr Waldemar Bernaciak, in respect of performance of their duties, for the financial year 2016.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:

(signature/s)

Proxy:

(signature/s)

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

regarding: granting discharge to a Member of the Management Board of Lubelski Węgiel Bogdanka S.A. in respect of performance of his duties in the financial year 2016

Article 1

The Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka S.A. in Bogdanka, acting under Article 393.1 and Article 395.2.3 of the Commercial Companies Code and Article 12.1.3 of the Company's Articles of Association, hereby grants discharge to **Mr Piotr Janicki**, in respect of performance of his duties as a Member of the Company's Management Board, for the period from 1 January 2016 to 31 March 2016.

Article 2

The Resolution shall become effective on the day of its adoption.

Annotation:

On 22 May 2017, the Company's Supervisory Board adopted resolution no. 21/X//2017 regarding the motion to the Annual General Shareholders Meeting for granting discharge to Member of the Management Board Mr Piotr Janicki, in respect of performance of their duties, for the financial year 2016.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:

(signature/s)

Proxy:

(signature/s)

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

regarding: granting discharge to a Member of the Management Board of Lubelski Węgiel Bogdanka S.A. in respect of performance of his duties in the financial year 2016

Article 1

The Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka S.A. in Bogdanka, acting under Article 393.1 and Article 395.2.3 of the Commercial Companies Code and Article 12.1.3 of the Company's Articles of Association, hereby grants discharge to **Mr Jakub Stęchły**, in respect of performance of his duties as a Member of the Company's Management Board, for the period from 1 January 2016 to 31 March 2016.

Article 2

The Resolution shall become effective on the day of its adoption.

Annotation:

On 22 May 2017, the Company's Supervisory Board adopted resolution no. 22/X//2017 regarding the motion to the Annual General Shareholders Meeting for granting discharge to Member of the Management Board Mr Jakub Stęchły, in respect of performance of their duties, for the financial year 2016.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:

(signature/s)

Proxy:

(signature/s)

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

regarding: granting discharge to a Member of the Management Board of Lubelski Węgiel Bogdanka S.A. in respect of performance of his duties in the financial year 2016

Article 1

The Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka S.A. in Bogdanka, acting under Article 393.1 and Article 395.2.3 of the Commercial Companies Code and Article 12.1.3 of the Company's Articles of Association, hereby grants discharge to **Mr Krzysztof Szlaga**, in respect of performance of his duties as a Member of the Company's Management Board, for the period from 1 April 2016 to 31 December 2016.

Article 2

The Resolution shall become effective on the day of its adoption.

Annotation:

On 22 May 2017, the Company's Supervisory Board adopted resolution no. 23/X//2017 regarding the motion to the Annual General Shareholders Meeting for granting discharge to Member of the Management Board Mr Krzysztof Szlaga, in respect of performance of their duties, for the financial year 2016.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:

(signature/s)

Proxy:

(signature/s)

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

regarding: granting discharge to a Member of the Management Board of Lubelski Węgiel Bogdanka S.A. in respect of performance of his duties in the financial year 2016

Article 1

The Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka S.A. in Bogdanka, acting under Article 393.1 and Article 395.2.3 of the Commercial Companies Code and Article 12.1.3 of the Company's Articles of Association, hereby grants discharge to **Mr Marcin Kapkowski**, in respect of performance of his duties as a Member of the Company's Management Board, for the period from 23 May 2016 to 31 December 2016.

Article 2

The Resolution shall become effective on the day of its adoption.

Annotation:

On 22 May 2017, the Company's Supervisory Board adopted resolution no. 24/X//2017 regarding the motion to the Annual General Shareholders Meeting for granting discharge to Member of the Management Board Mr Marcin Kapkowski, in respect of performance of their duties, for the financial year 2016.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:

(signature/s)

Proxy:

(signature/s)

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

regarding: granting discharge to a Member of the Management Board of Lubelski Węgiel Bogdanka S.A. in respect of performance of his duties in the financial year 2016

Article 1

The Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka S.A. in Bogdanka, acting under Article 393.1 and Article 395.2.3 of the Commercial Companies Code and Article 12.1.3 of the Company's Articles of Association, hereby grants discharge to **Mr Sławomir Karlikowski**, in respect of performance of his duties as a Member of the Company's Management Board, for the period from 23 May 2016 to 31 December 2016.

Article 2

The Resolution shall become effective on the day of its adoption.

Annotation:

On 22 May 2017, the Company's Supervisory Board adopted resolution no. 25/X//2017 regarding the motion to the Annual General Shareholders Meeting for granting discharge to Member of the Management Board Mr Sławomir Karlikowski, in respect of performance of their duties, for the financial year 2016.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:

(signature/s)

Proxy:

(signature/s)

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

regarding: granting discharge to a Member of the Management Board of Lubelski Węgiel Bogdanka S.A. in respect of performance of his duties in the financial year 2016

Article 1

The Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka S.A. in Bogdanka, acting under Article 393.1 and Article 395.2.3 of the Commercial Companies Code and Article 12.1.3 of the Company's Articles of Association, hereby grants discharge to **Mr Stanisław Misterek**, in respect of performance of his duties as a Member of the Company's Management Board, for the period from 1 April 2016 to 31 December 2016.

Article 2

The Resolution shall become effective on the day of its adoption.

Annotation:

On 22 May 2017, the Company's Supervisory Board adopted resolution no. 26/X//2017 regarding the motion to the Annual General Shareholders Meeting for granting discharge to Member of the Management Board Mr Stanisław Misterek, in respect of performance of their duties, for the financial year 2016.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:

(signature/s)

Proxy:

(signature/s)

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

regarding: granting discharge to a Member of the Management Board of Lubelski Węgiel Bogdanka S.A. in respect of performance of his duties in the financial year 2016

Article 1

The Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka S.A. in Bogdanka, acting under Article 393.1 and Article 395.2.3 of the Commercial Companies Code and Article 12.1.3 of the Company's Articles of Association, hereby grants discharge to **Mr Adam Partyka**, in respect of performance of his duties as a Member of the Company's Management Board, for the period from 1 April 2016 to 31 December 2016.

Article 2

The Resolution shall become effective on the day of its adoption.

Annotation:

On 22 May 2017, the Company's Supervisory Board adopted resolution no. 27/X//2017 regarding the motion to the Annual General Shareholders Meeting for granting discharge to Member of the Management Board Mr Adam Partyka, in respect of performance of their duties, for the financial year 2016.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:

(signature/s)

Proxy:

(signature/s)

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

regarding: approval of the Report of the Supervisory Board of Lubelski Węgiel Bogdanka S.A. for 2016

Article 1

The Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka S.A. in Bogdanka hereby decides to approve the Report of the Supervisory Board of Lubelski Węgiel Bogdanka S.A. for 2016 including assessment of the Financial Statements of LW Bogdanka S.A., Consolidated Financial Statements of the LW Bogdanka Group, Directors' Report on Operations of LW Bogdanka S.A., Directors' Report on Operations of the LW Bogdanka Group for the financial year 2016 and the Management Board's motion regarding net profit distribution for the financial year 2016.

Article 2

The Resolution shall become effective on the day of its adoption.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:

(signature/s)

Proxy:

(signature/s)

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

regarding: granting discharge to a Member of the Supervisory Board of Lubelski Węgiel Bogdanka S.A. in respect of the performance of his duties in the financial year 2016

Article 1

The Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka S.A. in Bogdanka, acting under Article 393.1 and Article 395.2.3 of the Commercial Companies Code and Article 12.1.3 of the Company's Articles of Association, hereby grants discharge to **Ms Dalida Gepfert**, in respect of performance of her duties as a Member of the Company's Supervisory Board, for the period from 1 January 2016 to 14 January 2016.

Article 2

The Resolution shall become effective on the day of its adoption.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:

(signature/s)

Proxy:

(signature/s)

-Draft-

Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017

regarding: granting discharge to a Member of the Supervisory Board of Lubelski Węgiel Bogdanka S.A. in respect of the performance of his duties in the financial year 2016

Article 1

The Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka S.A. in Bogdanka, acting under Article 393.1 and Article 395.2.3 of the Commercial Companies Code and Article 12.1.3 of the Company's Articles of Association, hereby grants discharge to **Mr Bartosz Krysta**, in respect of performance of his duties as a Member of the Company's Supervisory Board, for the period from 1 January 2016 to 23 February 2016.

Article 2

The Resolution shall become effective on the day of its adoption.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:

(signature/s)

Proxy:

(signature/s)

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

regarding: granting discharge to a Member of the Supervisory Board of Lubelski Węgiel Bogdanka S.A. in respect of the performance of his duties in the financial year 2016

Article 1

The Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka S.A. in Bogdanka, acting under Article 393.1 and Article 395.2.3 of the Commercial Companies Code and Article 12.1.3 of the Company's Articles of Association, hereby grants discharge to **Mr Krzysztof Matan**, in respect of performance of his duties as a Member of the Company's Supervisory Board, for the period from 1 January 2016 to 23 February 2016.

Article 2

The Resolution shall become effective on the day of its adoption.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:

(signature/s)

Proxy:

(signature/s)

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

regarding: granting discharge to a Member of the Supervisory Board of Lubelski Węgiel Bogdanka S.A. in respect of the performance of his duties in the financial year 2016

Article 1

The Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka S.A. in Bogdanka, acting under Article 393.1 and Article 395.2.3 of the Commercial Companies Code and Article 12.1.3 of the Company's Articles of Association, hereby grants discharge to **Mr Szymon Jankowski**, in respect of performance of his duties as a Member of the Company's Supervisory Board, for the period from 23 February 2016 to 31 December 2016.

Article 2

The Resolution shall become effective on the day of its adoption.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:

(signature/s)

Proxy:

(signature/s)

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

regarding: granting discharge to a Member of the Supervisory Board of Lubelski Węgiel Bogdanka S.A. in respect of the performance of his duties in the financial year 2016

Article 1

The Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka S.A. in Bogdanka, acting under Article 393.1 and Article 395.2.3 of the Commercial Companies Code and Article 12.1.3 of the Company's Articles of Association, hereby grants discharge to **Mr Mirosław Kowalik**, in respect of performance of his duties as a Member of the Company's Supervisory Board, for the period from 23 February 2016 to 31 December 2016.

Article 2

The Resolution shall become effective on the day of its adoption.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:

(signature/s)

Proxy:

(signature/s)

-Draft-

Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017

regarding: granting discharge to a Member of the Supervisory Board of Lubelski Węgiel Bogdanka S.A. in respect of the performance of his duties in the financial year 2016

Article 1

The Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka S.A. in Bogdanka, acting under Article 393.1 and Article 395.2.3 of the Commercial Companies Code and Article 12.1.3 of the Company's Articles of Association, hereby grants discharge to **Mr Przemysław Krasadomski**, in respect of performance of his duties as a Member of the Company's Supervisory Board, for the period from 23 February 2016 to 31 December 2016.

Article 2

The Resolution shall become effective on the day of its adoption.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:

(signature/s)

Proxy:

(signature/s)

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

regarding: granting discharge to a Member of the Supervisory Board of Lubelski Węgiel Bogdanka S.A. in respect of the performance of his duties in the financial year 2016

Article 1

The Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka S.A. in Bogdanka, acting under Article 393.1 and Article 395.2.3 of the Commercial Companies Code and Article 12.1.3 of the Company's Articles of Association, hereby grants discharge to **Mr Wiesław Piosik**, in respect of performance of his duties as a Member of the Company's Supervisory Board, for the period from 23 February 2016 to 31 December 2016.

Article 2

The Resolution shall become effective on the day of its adoption.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:

(signature/s)

Proxy:

(signature/s)

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

regarding: granting discharge to a Member of the Supervisory Board of Lubelski Węgiel Bogdanka S.A. in respect of the performance of his duties in the financial year 2016

Article 1

The Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka S.A. in Bogdanka, acting under Article 393.1 and Article 395.2.3 of the Commercial Companies Code and Article 12.1.3 of the Company's Articles of Association, hereby grants discharge to **Ms Magdalena Kaczmarek**, in respect of performance of her duties as a Member of the Company's Supervisory Board, for the period from 1 January 2016 to 31 December 2016.

Article 2

The Resolution shall become effective on the day of its adoption.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:

(signature/s)

Proxy:

(signature/s)

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

regarding: granting discharge to a Member of the Supervisory Board of Lubelski Węgiel Bogdanka S.A. in respect of the performance of his duties in the financial year 2016

Article 1

The Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka S.A. in Bogdanka, acting under Article 393.1 and Article 395.2.3 of the Commercial Companies Code and Article 12.1.3 of the Company's Articles of Association, hereby grants discharge to **Mr Michał Stopyra**, in respect of performance of his duties as a Member of the Company's Supervisory Board, for the period from 1 January 2016 to 31 December 2016.

Article 2

The Resolution shall become effective on the day of its adoption.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:

(signature/s)

Proxy:

(signature/s)

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

regarding: distribution of net profit for the 2016

Article 1

The Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka S.A. in Bogdanka, acting under Article 395.2.2 of the Commercial Companies Code and Article 12.1.2 of the Company's Articles of Association, considering the assessment made by the Supervisory Board, hereby decides to distribute the net profit generated by the Company in 2016 in the amount of PLN 175,896,313.75 (one hundred seventy-five million eight hundred ninety-six thousand three hundred and thirteen zlotys 75/100) as follows:

1. PLN 34,013,590.00 (thirty-four million thirteen thousand five hundred and ninety zlotys 00/100) – for a dividend, i.e. PLN 1.00 (one zloty 00/100) per share.
2. Allocate the remaining amount, i.e. PLN 141,882,723.75 (one hundred forty-one million eight hundred eighty-two thousand seven hundred and twenty-three zlotys 75/100) for the Company's reserve capital.

Article 2

The Resolution shall become effective on the day of its adoption.

Annotation:

On 22 May 2016, by virtue of resolution no. 18/X/2017, the Company's Supervisory Board assessed positively the motion of the Management Board to the Annual General Shareholders Meeting regarding distribution of net profit for 2016.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:

(signature/s)

Proxy:

(signature/s)

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

regarding: setting a dividend date and a dividend payment date

Article 1

The Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka S.A. in Bogdanka, acting under Article 348.3 and 348.4 of the Commercial Companies Code and Article 12.1.4 of the Company's Articles of Association, hereby resolves as follows:

1. Sets the dividend date to 13 July 2017.
2. Sets the dividend payment date to 2 August 2017.

Article 2

The Resolution shall become effective on the day of its adoption.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:

(signature/s)

Proxy:

(signature/s)

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

regarding: amendments to the Company’s Articles of Association

Article 1

Acting under Article 430.1 of the Commercial Companies Code, the Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka Spółka Akcyjna with registered office in Bogdanka, hereby resolves to introduce the following amendment to the Company’s Articles of Association:

In Article 16, new par. 4 is added with the following wording:

“As long as Enea S.A. holds more than 50% of shares in the Company’s share capital, the State Treasury represented by the Minister of Energy shall have the right to appoint and remove one member of the Supervisory Board by way of a written statement filed to the Company’s Management Board. Such an appointment or removal shall be effective once a relevant statement is filed to the Management Board and shall not require a resolution of the General Shareholders Meeting.”

Article 2

The Resolution shall become effective on the day of its adoption.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:

(signature/s)

Proxy:

(signature/s)

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

regarding: amendments to new contents of the Enea Group Code

Article 1

Acting under Article 12.1.14 of the Articles of Association, the Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka Spółka Akcyjna with registered office in Bogdanka hereby resolves to adopt new contents of the Enea Group Code (issue 5 applicable as of 27 March 2017) attached to this Resolution.

Article 2

The Resolution will enter into force on the day of its adoption.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:

(signature/s)

Proxy:

(signature/s)

-Draft-

**Resolution No. [●]
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
OF LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA
of 26 June 2017**

**regarding: on changing rules governing remuneration for members of the
Supervisory Board**

Acting under Article 392.1 of the Commercial Companies Code, the Annual General Shareholders Meeting of Lubelski Węgiel Bogdanka Spółka Akcyjna with registered office in Bogdanka (“Company”) hereby resolves as follows:

Article 1

The rules governing remuneration for members of the Supervisory Board, set out pursuant to Resolution No. 5 of the Extraordinary General Shareholders Meeting of Lubelski Węgiel Bogdanka Spółka Akcyjna with registered office in Bogdanka dated 7 March 2017 are hereby changed in such a manner that Article 1.1 of the abovementioned Resolution shall now read as follows:

„1. Monthly remuneration of members of the Supervisory Board shall be the product of the average monthly remuneration in the corporate sector excluding bonuses from profits in the fourth quarter of the previous year as announced by the President of the Central Statistical Office of Poland and the following multiplier:

- a) for chairman of the Supervisory Board – 1.2
- b) for the remaining members of the Supervisory Board – 1.2.”

Article 2

Other provisions of Resolution No. 5 of the Extraordinary General Shareholders Meeting of Lubelski Węgiel Bogdanka S.A. dated 7 March 2017.

Article 3

The Resolution will enter into force on the day of its adoption.

Shareholder's Instruction for the Proxy:

vote "for"(number of shares)*(number of votes)

vote "against"(number of shares)*(number of votes)

abstention(number of shares)*(number of votes)

"at a proxy's discretion"(number of shares)*(number of votes)

Objection*:

Content:

.....

**please tick relevant field X*

Shareholder:

(signature/s)

Proxy:

(signature/s)