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Tax Reg. No. (NIP): 777-00-20-640  
Industry Id. No. (REGON)  
630139960

Poznań, 26 July 2018

**To:** **Management Board**  
**of Lubelski Węgiel Bogdanka S.A.**  
with its registered office in Bogdanka  
21-013 Puchaczów

**From:** **ENE A S.A.**  
ul. Górecka 1  
60-201 Poznań

Dear Sir/Madam,

acting on behalf of ENE A S.A., a holder of a 64.57% share in the share capital of Lubelski Węgiel Bogdanka S.A. ("Company"), we hereby **move for an Extraordinary General Shareholders Meeting of the Company** to be convened pursuant to Article 400.1 of the Commercial Companies Code, taking account of the principles applicable to public companies.

We move for that Extraordinary General Shareholders Meeting of the Company to be convened with the following agenda:

1. Opening of the General Shareholders Meeting.
2. Electing the Chairman of the Meeting.
3. Acknowledging the General Shareholders Meeting to be validly convened and acknowledging its capacity to adopt resolutions.
4. Adopting the agenda.
5. adopting a resolution on amending the Company's Articles of Association.
6. Closing the Shareholders Meeting.

In view of the above, the proposed content of the resolution on amendment to the Company Articles of Association together with a statement of reasons for the amendments are presented in appendices hereto.

*[stamp]* ENE A Spółka Akcyjna  
Vice-President of the Management Board  
for Corporate Affairs  
*[handwritten signature]*  
Zbigniew Piętka

*[stamp]* ENE A Spółka Akcyjna  
Vice-President of the Management Board  
for Commercial Affairs  
*[handwritten signature]*  
Piotr Adamczak

**Appendices:**

1. Draft resolution of the Extraordinary General Shareholders Meeting.
2. Statement of reasons for the amendments to the Articles of Association.

**-Draft-**

**Resolution No.[...]**

**OF THE EXTRAORDINARY GENERAL SHAREHOLDERS MEETING**

**LUBELSKI WĘGIEL BOGDANKA SPÓŁKA AKCYJNA**

**of [...]**

**on amending the Company's Articles of Association**

Acting under Article 430.1 of the Commercial Companies Code, the Extraordinary General Shareholders Meeting of **Lubelski Węgiel Bogdanka** Spółka Akcyjna:

Article 1.

Resolves to amend the current wording of the Articles of Association of the Company, as follows:

I. Article 14 section 7 in the following wording:

“7. The prohibition to remain in an employment relationship referred to in section 6 item 2) does not apply to persons elected to the Supervisory Board by employees.”

is amended, to read as follows:

“7. The requirement to obtain a positive opinion of the Council for companies with the participation of the State Treasury and state legal persons referred to in section 6, the requirement to meet the conditions set out in section 6 item 1) and the prohibition to remain in an employment relationship referred to in section 6 items 2) and 4) does not apply to persons elected to the Supervisory Board by employees.”

II. In Article 14 section 9 in the following wording is deleted:

“8. The occupations referred to in section 6 item 5) include holding an elected position in the Company's trade union.”

and the current section 10 shall now be section 9.

Article 2.

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

**Statement of reasons for amending the Articles of Association  
of Lubelski Węgiel Bogdanka S.A.**

Requirements for candidates for members of supervisory bodies set out in the *Act on State Property Management Rules of 16 December 2016* were implemented into the Articles of Association of Lubelski Węgiel Bogdanka S.A. under Resolution No. 3 of the Extraordinary General Shareholders Meeting of the Company of 29 December 2017.

The *Act of 1 March 2018 on Amendments to the Act on State Property Management Rules and the Act on Commercialisation and Certain Employee Rights* (hereinafter referred to as *Act on Amendments to the Act*) introduced amendments to the *Act on State Property Management Rules* consisting i.a. in:

1. Article 19 section 2 of the aforementioned Act reading:

*“2. The prohibition to remain in an employment relationship referred to in section 1 item 2 does not apply to persons elected to the supervisory body by employees.”*

shall now read, as follows:

*“2. The requirement to obtain a positive opinion of the Council for companies with the participation of the State Treasury and state legal persons, referred to in Article 24 item 1, the requirement to meet the conditions set out in section 1 item 1 and the prohibition to remain in an employment relationship referred to in section 1 items 2 and 4 does not apply to persons elected to the supervisory body by employees.”*

Therefore, in relation to the Supervisory Board members elected by employees, additionally both the requirement to obtain a positive opinion of the Council for companies with the participation of the State Treasury and state legal persons and a number of requirements for the candidates for members of supervisory bodies, including but not limited to the requirement to pass an exam before a competent examination board, were also excluded.

2. In Article 19 of the *Act on State Property Management Rules* section 4 in the following wording was repealed:

*“4. The occupations referred to in section 1 item 5 include holding an elected position in the Company’s trade union.”*

This amendment provides for an option for the candidate for member of the Supervisory Board to hold an elected position in the Company’s trade union.

In view of the above, it is purposeful and justified to implement the above amendments to the *Act on State Property Management Rules* to the Articles of Association of Lubelski Węgiel Bogdanka S.A., whose employees are authorised under the Articles of Association to elect their representatives in the Supervisory Board of the Company.