

Poznań, 11 August 2020

**Statement of the Supervisory Board
pursuant to § 70 (1) (8)
of the Regulation of the Minister of Finance of 29 March 2018**

Pursuant to § 70 (1) (8) of the Regulation of the Minister of Finance of 29 March 2018 on current and periodic information published by issuers of securities and conditions for recognising information required by the laws of a non-member state as equivalent, the Supervisory Board of Elektrociepłownia „Będzin” S.A. states as follows:

- 1) the Company complies with the provisions of law regarding the appointment, composition and functioning of the audit committee, including the fulfilment by its members of the criteria of independence and requirements for having knowledge and skills in the industry in which the issuer operates and in the field of accounting or auditing of financial statements,
- 2) the Audit Committee at the Company performed the tasks of the audit committee provided for in the applicable provisions of law.

Janusz Niedźwiecki - Chairman of the Supervisory Board
by authority of the Supervisory Board

OPINION OF THE SUPERVISORY BOARD OF ELEKTROCIEPŁOWNIA “BĘDZIN” S.A. ON THE RESERVATION EXPRESSED IN THE REPORT OF INDEPENDENT STATUTORY AUDITOR ON THE AUDIT OF THE ANNUAL FINANCIAL STATEMENTS

Pursuant to § 70 (1) (13) of the Regulation of the Minister of Finance of 29 March 2018 on current and periodic information published by issuers of securities and conditions for recognising information required by the laws of a non-member state as equivalent, having noted the Position of the Company's Management Board on the reservation expressed in the Report of independent statutory auditor on the audit of the annual financial statements, the Supervisory Board of Elektrociepłownia „Będzin” S.A. expresses the following opinion:

“The Position of the Management Board includes the information required by law and, to the extent necessary, refers to the statutory auditor's reservation expressed in the Report on the audit of the annual financial statements. The Supervisory Board shares the position of the Management Board which does not plan to take further actions in this respect.”

Supervisory Board of Elektrociepłownia "Będzin" S.A.

Janusz Niedźwiecki - Chairman of the Supervisory Board
by authority of the Supervisory Board

**Assessment by the Supervisory Board of Elektrociepłownia "Będzin" S.A.
regarding the report on operations of the issuer and financial statements in terms
of their compliance with the books, documents and facts**

pursuant to § 70 (1) (14) of the Regulation of the Minister of Finance of 29 March 2018

Acting pursuant to Article 382 § 3 of the Commercial Companies Code and § 70 (1) (14) of the Regulation of the Minister of Finance of 29 March 2018 on current and periodic information published by issuers of securities and conditions for recognising information required by the laws of a non-member state as equivalent, the Supervisory Board of Elektrociepłownia „Będzin” S.A. resolves as follows:

1. The Supervisory Board read the report of the Management Board on operations of the Company in 2019 and the financial statements of the Company for 2019, comprising:
 - 1) balance sheet drawn up as of 31 December 2019, showing total assets and liabilities of TPLN 87 416 (say: eighty seven million four hundred sixteen thousand zlotys),
 - 2) income statement for the period from 1 January 2019 to 31 December 2019, showing a net loss of TPLN 48 596 (say: forty eight million five hundred ninety six thousand zlotys),
 - 3) notes to the financial statements,
 - 4) statement of changes in equity for the period from 1 January 2019 to 31 December 2019, showing a decrease in equity by TPLN 48 596 (say: forty eight million five hundred ninety six thousand zlotys),
 - 5) cash flow statement for the financial year from 1 January 2019 to 31 December 2019, showing a decrease in cash by the amount of TPLN 995 (say: nine hundred ninety five thousand zlotys).
2. The Supervisory Board read the Report of independent statutory auditor on the audit of the annual financial statements of the Company along with recommendation of the Audit Committee and assessed the reports referred to in Section 1 in terms of their compliance with the books, documents and facts without raising reservations in the above scope.

Rationale for the assessment by the Supervisory Board

The Supervisory Board of Elektrociepłownia "Będzin" S.A. made an assessment of the Report on operations of the Issuer and the financial statements for the financial year 2019 in terms of their compliance with the books, documents and facts on the basis of knowledge about the Company and its operations as well as activities undertaken in connection with the preparation, examination and evaluation of the reports, in particular based on the analysis of:

- 1) the content of the aforementioned reports submitted by the Management Board of the Company,
- 2) accounting documents and books as well as information provided by the Management Board of the Company,
- 3) results of additional checks carried out in selected financial and operational areas,
- 4) information and recommendations of the Audit Committee on the course, results and significance of the audit for the reliability of financial reporting in the Company and the role of the Committee in the process of assessing the financial statements and the report on operations.

In its assessment, the Supervisory Board gave also consideration to the results of meetings of the Audit Committee with representatives of Deloitte Audyt Spółka z ograniczoną odpowiedzialnością Spółka komandytowa with the registered office in Warsaw, including with a lead auditor, recommendation of the Audit Committee and content of the report of independent statutory auditor on the audit of the Company's financial statements, according to which, inter alia:

- 1) the financial statements:
 - give a true and fair view of the property and financial standing of the Company as of 31 December 2019 and of its profit or loss and cash flows for the financial year then ended, in compliance with the provisions of the Accounting Act of 29 September 1994

(“Accounting Act” – Journal of Laws of 2019 item 351, as amended) and with the adopted accounting policies;

- are compliant in terms of form and content with the provisions of law applicable to the Company and its Articles of Association;
 - have been prepared based on properly kept account books, in accordance with the provisions of Chapter 2 of the Accounting Act;
- 2) the report on operations has been drafted pursuant to Article 49 of the Accounting Act and §70 of the Regulation of the Minister of Finance of 29 March 2018 on current and periodic information published by issuers of securities and conditions for recognising information required by the laws of a non-member state as equivalent (“Regulation on current information” – Journal of Laws of 2018 item 757) and is consistent with the information included in the financial statements.

Janusz Niedźwiecki

Wiesław Głanowski

Waldemar Organista

Mirosław Leń

Wojciech Sobczak