

Notification pursuant to Article 69(1) or (2) in conjunction with Article 87(1)(5) of the Offering Act (in performance of the shareholders' agreement)

Original notification / change

- Original notification
 Change

Issuer's data

LEI code
259400CXBGPCDXIXSM81

Name of the Issuer

POENERGIA SPÓŁKA AKCYJNA

Data of the entity submitting the notification.

- Authorized representative for filing the notification
 Party to the Agreement

Description of the Agreement

On 3 November 2020, BIF IV Europe Holdings Limited with registered office in London and Mansa Investments sp. z o.o. with registered office in Warsaw entered into an investment agreement, subsequently amended with Annex 1 dated 4 December 2020, with Annex 2 dated 5 February 2021 and with Annex 3 dated 5 June 2026 concerning acquisition of the shares of the company Polenergia S.A. which meets the criterion for being recognized as an arrangement referred to in Article 87(1)(5) of the Offering Act.

Type of entity

- Individual
 Legal Entity

Registered address

Zip code

City/town/village

Country

ul. Krucza 24/26

00-526

Warsaw

Poland

Name of the entity

MANSA INVESTMENTS SPÓŁKA Z OGRANICZONĄ ODPOWIEDZIALNOŚCIĄ

LEI
259400RKEFX1PHQI3L12
 No LEI code available

Data of the parties to the Agreement

Type of entity

- Individual
 Legal Entity

Registered address

Zip code

City/town/village

Country

ul. Krucza 24/26

00-526

Warsaw

Poland

Name of the entity

MANSA INVESTMENTS SPÓŁKA Z OGRANICZONĄ ODPOWIEDZIALNOŚCIĄ

LEI
259400RKEFX1PHQI3L12
 No LEI code available

The party to the Agreement has subsidiaries.

Direct and indirect ownership status of the entity - prior to the change

Number of bearer and/or registered shares not carrying privileged voting rights

33,702,946

Number of registered shares carrying privileged voting rights

0

Total number of shares

33,702,946

% ownership interest in the share capital

43.65

Number of votes

33,702,946

% share in the number of votes

43.65

Type of entity

- Individual
 Legal Entity

Registered address	Zip code	City/town/village	Country
Level 25, One Canada Square, Canary Wharf	E14 5AA	London	United Kingdom

Name of the entity

BIF IV EUROPE HOLDINGS LIMITED

LEI

213800OBZ3ESHQ62IN86

- No LEI code available
 The party to the Agreement has subsidiaries.

Direct and indirect ownership status of the entity - prior to the change

Number of bearer and/or registered shares not carrying privileged voting rights

24,738,738

Number of registered shares carrying privileged voting rights

0

Total number of shares

24,738,738

% ownership interest in the share capital

32.04

Number of votes:

24,738,738

% share in the number of votes

32.04

Total holdings under the agreement - status prior to the change

Number of bearer and/or registered shares not carrying privileged voting rights

58,441,684

Number of registered shares carrying privileged voting rights

0

Total number of shares

58,441,684

% ownership interest in the share capital

75.69

Number of votes:

58,441,684

% share in the number of votes

75.69

Reason for filing the notification

Details of the event

The entity affected by the event

MANSA INVESTMENTS SPÓŁKA Z OGRANICZONĄ ODPOWIEDZIALNOŚCIĄ

Notification delivery date

Date of the event

2026-06-16

2026-06-11

Transaction settlement date

Date of receipt of information concerning the event

2026-06-15

2026-06-11

Type of event

Purchase — regulated market or alternative trading system (ATS)

Description of the event

On 11 June 2026, Mansa Investments sp. z o.o., acquired directly, through block trading transactions on the regulated market operated by the Warsaw Stock Exchange (GPW), 662,150 shares in the share capital of Polenergia S.A. with registered office in Warsaw ("the Company"), representing ca. 0.86% of the Company's share capital, entitling the holder to 662,150 votes at the Company's general meeting and representing ca. 0.86% of the total number of votes in the Company ("Transaction 1"). In addition, on 11 June 2026, BIF IV Europe Holdings Limited acquired directly, through block trading transactions on the regulated market operated by the Warsaw Stock Exchange (GPW), 1,037,850 shares in the Company's share capital, representing ca. 1.34% share in the Company's share capital, entitling the holder to 1,037,850 votes at the Company's general meeting and representing ca. 1.34% of the total number of votes in the Company ("Transaction 2"). Having regard to the above, Mansa Investments sp. z o.o. and BIF IV Europe Holdings Limited, as parties to the agreement, in connection with Transaction 1 and Transaction 2, acquired 1,700,000 shares in total in the Company's share capital, representing approximately 2.20% of the Company's share capital, entitling the holders to 1,700,000 votes at the Company's general meeting and representing approximately 2.20% of the total number of votes in the Company. Accordingly, Mansa Investments sp. z o.o. (as a party to the Agreement) was required to file a notification under Article 69(2)(2) in conjunction with Article 87(1)(5) of the Offering Act, due to the change of the existing share of the Agreement in excess of 33% of the total number of votes by at least 1% of the total number of votes.

Direct ownership status of the entity

Status prior to the change

Status following the change

Number of bearer and/or registered shares not carrying privileged voting rights

Number of bearer and/or registered shares not carrying privileged voting rights

33,702,946

34,365,096

Number of registered shares carrying privileged voting rights

Number of registered shares carrying privileged voting rights

0

0

Total number of shares

Total number of shares

33,702,946

34,365,096

% ownership interest in the share capital

% ownership interest in the share capital

43.65

44.5

Number of votes

Number of votes

33,702,946

34,365,096

% share in the number of votes

% share in the number of votes

43.65

44.5

Details of the event

The entity affected by the event

BIF IV EUROPE HOLDINGS LIMITED

Notification delivery date

2026-06-16

Date of the event

2026-06-11

Transaction settlement date

2026-06-15

Date of receipt of information concerning the event

2026-06-11

Type of event

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Description of the event

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Direct ownership status of the entity

Status prior to the change	Status following the change
Number of bearer and/or registered shares not carrying privileged voting rights	Number of bearer and/or registered shares not carrying privileged voting rights
24,738,738	25,776,588
Number of registered shares carrying privileged voting rights	Number of registered shares carrying privileged voting rights
0	0
Total number of shares	Total number of shares
24,738,738	25,776,588
% ownership interest in the share capital	% ownership interest in the share capital
32.04	33.38
Number of votes	Number of votes
24,738,738	25,776,588
% share in the number of votes	% share in the number of votes
32.04	33.38

Holdings pursuant to Article 69b of the Offering Act.

- non-applicable
 applicable

Total (direct and indirect) and current holdings

The total and current holdings are not identical

Total holdings

Number of bearer and/or registered shares not carrying privileged voting rights

60,141,684

Number of registered shares carrying privileged voting rights

0

Total number of shares

60,141,684

% ownership interest in the share capital

77.88

Number of votes

60,141,684

% share in the number of votes

77.88