



**Resolution No. 5677/16
of the Management Board of
Polski Koncern Naftowy ORLEN Spółka Akcyjna
dated 05 December 2016**

on convening the Extraordinary General Meeting of the Company.

Pursuant to § 9 Section 7 item 1 of the Company's Articles of Association and § 5 Section 5 items 3 and 4 of the Regulations of the Company's Management Board and taking into account Article 399 § 1 in conjunction with Article 400 § 1 of the Polish Code of Commercial Companies and Partnerships and § 7 Section 4 of the Company's Articles of Association and § 8 Section 11 item 7 of the Company's Articles of Association it shall be resolved as follows:

§ 1

The Management Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna resolves to convene the Extraordinary General Meeting of Polski Koncern Naftowy ORLEN Spółka Akcyjna for 24 January 2017, 11.00 hrs., in Płock, Dom Technika, ul. Kazimierza Wielkiego 41, with the following items on the agenda:

1. Opening of the General Meeting.
2. Election of the Chairman of the General Meeting.
3. Verification of the correctness of convening the General Meeting and its capability to adopt resolutions.
4. Adoption of the agenda.
5. Election of the Returning Committee.
6. Adoption of a resolution on the principles of shaping remuneration of Members of the Management Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.
7. Adoption of a resolution on the principles of shaping remuneration of Members of the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.
8. Closing the General Meeting.

§ 2

The Company's Management Board resolves to submit to the Company's Supervisory Board a request for expressing an opinion about the adopted agenda of the Extraordinary General Meeting of PKN ORLEN S.A., presented in § 1 hereof.

§ 3

The Resolution shall become effective from the date of its adoption.

Members of the Management Board participated in the vote, ... votes were "FOR" the Resolution, ... votes were "AGAINST" the Resolution and there were votes "ABSTAINING".

Signatures of Members of the Company's Management Board present at the meeting:

.....
Wojciech Jasiński
President of the Management
Board

.....
Sławomir Jędrzejczyk
Vice-President of the
Management Board

.....
Miroslaw Kochalski
Vice-President of the
Management Board

.....
Piotr Chełmiński
Member of the Management
Board

.....
Zbigniew Leszczyński
Member of the Management
Board

.....
Krystian Pater
Member of the Management
Board

Recipients: 1 x Members of the Management Board; 1 x KP; 1 x on file.