



**Resolution No. 5678/16
of the Management Board of
Polski Koncern Naftowy ORLEN Spółka Akcyjna
dated 5 December 2016**

on draft resolutions of the Extraordinary General Meeting of the Company.

Pursuant to § 9 Section 7 item 1 of Company's Articles of Association and § 5 Section 5 item 3 of the Regulations of the Company's Management Board, in conjunction with § 8 Section 11 item 7 of the Company's Articles of Association, the following shall be resolved:

§ 1

The Management Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna accepts draft resolutions of the Extraordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. of the wording proposed by the Minister of Energy.

Draft resolutions of the Extraordinary General Meeting of PKN ORLEN S.A. constitute an Annexe hereto.

§ 2

The Company's Management Board requests the Company's Supervisory Board to issue a positive opinion about draft resolutions of the Extraordinary General Meeting of the Company set out in § 1 hereof, and resolves to submit a request to the Company's Extraordinary General Meeting for adoption of resolutions set out 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

.....
Mirosław 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 a/a.