



**Resolution no 5735/17  
of the Management Board of  
Polski Koncern Naftowy ORLEN Spółka Akcyjna  
dated 14 March 2017**

*On adoption of the financial statement of Polski Koncern Naftowy ORLEN Spółka Akcyjna for the year ended 31 December 2016.*

Pertaining to § 9 item 7 point 1 of the Company's Articles of Association and § 5 item 5 points 3 and 11 of the Regulation of the Company's Management Board in conjunction with article 395 § 2 point 1 of the Code of Commercial Companies, articles 45 and 53 item 1 of the Accountancy Act and in conjunction with § 7 item 7 point 1 and § 8 item 11 points 6 of the Company's Articles of Association, the Company's Management Board resolves as follows:

**§ 1**

The Company's Management Board adopts the audited financial statement of Polski Koncern Naftowy ORLEN Spółka Akcyjna for the year ended 31 December 2016, as attached to this Resolution, that consists of:

- Company's profit and loss account (included in the consolidated statement on profits and losses and other total income) for the period from 1 January 2016 to 31 December 2016, ending with net profit in the amount of PLN 5 364 455 552.64 (in words: five billion three hundred sixty four million four hundred fifty five thousand five hundred fifty two zloty 64/100);
- Company's statement on the financial position as of 31 December 2016 ending with balance sheet total on the side of assets and liabilities in the amount of PLN 43 072 233 870.09 (in words: forty three billion seventy two million two hundred thirty three thousand eight hundred seventy zloty 09/100);
- Company's statement on changes in equity showing the equity increase as at 31 December 2016 by PLN 4 322 960 304.66 (in words: four billion three hundred twenty two million nine hundred sixty thousand three hundred four zloty 66/100);
- Company's cash flow report showing net increase of cash and its equivalents by an amount of PLN 1 591 145 183.68 (in words: one billion five hundred ninety one million one hundred forty five thousand one hundred eight three zloty 68/100);
- Additional information including introduction to the Company's financial statement and additional information and explanations.

**§ 2**

The Company's Management Board applies to the Company's Supervisory Board for examination of the financial statement of Polski Koncern Naftowy ORLEN Spółka Akcyjna for the year ended 31 December 2016, as referred to in § 1 of this Resolution.

**§ 3**

The Company's Management Board decides to apply to the General Meeting of Shareholders for examination and

approval of the financial statement of Polski Koncern Naftowy ORLEN Spółka Akcyjna for the year ended 31 December 2016, as referred to in § 1 of this Resolution.

**§4**

The Resolution enters into force on its adoption date.

The Resolution was voted by 6 Members of the Management Board; votes FOR – 6, votes AGAINST ---, ABSTENTIONS ---.

Signatures of the 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 Chelmiński  
Member of the Management Board

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

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

Distribution: 1 x Members of the Management Board, 1 x FS, 1 x a/a