



Polski Koncern Naftowy ORLEN
Spółka Akcyjna

**Resolution No. 1804/17
of the Supervisory Board of
Polski Koncern Naftowy ORLEN Spółka Akcyjna
dated 16 May 2017**

regarding the opinion on the motion of the Company's Management Board regarding the distribution of the net profit for the financial year 2016.

Pursuant to Article 382 § 3 of the Commercial Companies Code and § 8 Section 11 item 6 of the Company's Articles of Association in conjunction with Article 395 § 2 item 2 and Article 348 § 1 and 4 of the Commercial Companies Code and § 7 Section 7 item 3 of the Company's Articles of Association it is resolved as follows:

§ 1

The Company's Supervisory Board provides its positive opinion on the motion of the Company's Management Board regarding the distribution of the net profit generated by PKN ORLEN S.A. in 2016 in the amount of PLN 5 364 455 552.64 (in words: five billion three hundred and sixty-four million four hundred and fifty-five thousand five hundred and fifty-two zloty, 64/100) as follows:

- 1) the amount of PLN 1 283 127 183.00 (in words: one billion two hundred and eighty-three million one hundred and twenty-seven thousand one hundred and eighty-three zloty, 00/100) for payment of dividend (PLN 3 per share)
- 2) the remaining amount, i.e. PLN 4 081 328 369.64 (in words: four billion eighty-one million three hundred and twenty-eight thousand three hundred and sixty-nine zloty, 64/100) for the Company's supplementary capital.

The Supervisory Board expresses its opinion that the motion of the Company's Management Board regarding the distribution of the net profit for 2016 complies with the Company's strategy and the purposes of its operation.

§ 2

The Company's Supervisory Board provides its positive opinion on the motion of the Company's Management Board regarding the determination of 14 July 2017 as the dividend date and 4 August 2017 as the dividend payment date.

§ 3

The Resolution shall come into force upon its adoption.

Out of 7 votes cast as part of the written vote, there were 7 votes "IN FAVOUR" of the Resolution, 0 votes "AGAINST" the Resolution and 0 "ABSTAINING" votes.

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Angelina Sarota

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Radosław L. Kwaśnicki

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Mateusz Bochacik

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Artur Gabor

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Agnieszka Krzętowska

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Adrian Dworzyński

.....
Wiesław Protasewicz