



**Resolution no 5736/17
of the Management Board of
Polski Koncern Naftowy ORLEN Spółka Akcyjna
dated 14 March 2017**

On adoption of the consolidated financial statement of ORLEN Group 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 § 5 of the Code of Commercial Companies, articles 55 and 63c item 4 of the Accountancy Act and in conjunction with § 7 item 7 point 1 and § 8 item 11 point 6a of the Company's Articles of Association, the Company's Management Board resolves as follows:

§ 1

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

- Consolidated 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 5 739 707 774.74 (in words: five billion seven hundred thirty nine million seven hundred seven thousand seven hundred seventy four zloty 74/100);
- Consolidated 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 55 558 895 758.16 (in words: fifty five billion five hundred fifty eight million eight hundred ninety five thousand seven hundred fifty eight zloty 16/100);
- Consolidated statement on changes in equity showing the equity increase as at 31 December 2016 by PLN 5 040 840 161.83 (in words: five billion forty million eight hundred forty thousand one hundred sixty one zloty 83/100);
- Consolidated cash flow report showing net increase of cash and its equivalents by an amount of PLN 2 685 170 451.09 (in words: two billion six hundred eighty five million one hundred seventy thousand four hundred fifty one zloty 09/100);
- Additional information including introduction to the consolidated financial statement and additional information and explanations.

§ 2

The Company's Management Board applies to the Company's Supervisory Board for examination of the consolidated financial statement of ORLEN Group 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 consolidated financial statement of ORLEN Group 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.

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Wojciech Jasiński
President of the Management Board

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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