

**Extraordinary General Meeting
of Polski Koncern Naftowy ORLEN S.A.**

Dear Sir or Madam,

The Minister of Energy, acting as a representative of the State Treasury, under Article 400 § 1 of the Polish Commercial Companies Code, has requested the convening of an Extraordinary General Meeting of PKN ORLEN S.A. In compliance with the request, the Company's Management Board has convened an Extraordinary General Meeting.

The agenda of the Extraordinary General Meeting, as proposed by the requesting Shareholder, has been expanded to include two more items:

- 1) appointment of a Vote Counting Committee. This item has been added in view of the requirements of the Rules of the General Meetings of PKN ORLEN S.A.;
- 2) adoption of resolutions concerning amendments to the Company's Articles of Association and the determination of the consolidated text of the Company's Articles of Association.

The proposed amendments to the Articles of Association of PKN ORLEN S.A. are related to the Company's plans to change the existing structure of supplying the stores located at the Company's petrol stations and at the petrol stations operated by franchisees. Currently, the Company supplies the stores located at its petrol stations by purchasing goods from distributors/manufacturers, who also partially supply the stores located at the petrol stations operated by the Company's franchisees. Due to the need to introduce more efficient supply solutions, PKN ORLEN S.A. is intending to distribute non-fuel goods to franchisees by its own means. As a result, the Company will be directly supplying its own petrol stations and the petrol stations operated by franchisees, who will be able to purchase non-fuel goods both from distributors/manufacturers and directly from PLN ORLEN S.A.

In connection with the planned change to the structure of supplying the stores located at petrol stations, the Company is planning to carry out business activity in terms of wholesale of non-fuel goods; this activity will be limited both as to the clients (stores functioning



Polski Koncern Naftowy ORLEN
Spółka Akcyjna

at the petrol stations operated by franchisees) and as to the assortment (the goods offered by these stores).

In comparison with the current situation, as a result of the planned change, PKN ORLEN S.A. will neither expand nor limit the scope of its operations to a significant extent. The nature of the change is only supplementary with respect to the Company's existing operations. The planned actions are intended to facilitate and improve the economic efficiency of the business activity consisting in operating stores at petrol stations.

Wojciech Jasiński
President of the Management Board

Mirosław Kochalski
Vice-President of the Management Board