



**Resolution No. 5963/18
of the Management Board of
Polski Koncern Naftowy ORLEN Spółka Akcyjna
dated 04 January 2018**

on convening the Extraordinary General Meeting of the Company.

Pursuant to § 9 para. 7 point 1 of the Company Statute and § 5 para. 5 points 3 and 4 of the Regulations of the Management Board of the Company and having regard to Article 399 § 1 in relation to art. 400 § 1 of the Code of Commercial Companies and § 7 para. 4 of the Company Statute, as well as § 8 para. 11 point 7 of the Company Statute in connection with the motion, The State Treasury representative represented by the Minister of Energy, it resolves as follows:

§ 1

The Management Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna decides to convene the Extraordinary General Meeting of Polski Koncern Naftowy ORLEN SA for day 2 February 2018, at 11.00 in Płock, Dom Technika, ul. Kazimierza Wielkiego 41, with the following agenda:

1. Opening of the General Meeting of Shareholders.
2. Election of the Chairman of the General Meeting of Shareholders.
3. Confirmation of the proper convocation of the General Meeting of Shareholders and its ability to adopt resolutions.
4. Adoption of the agenda.
5. Election of the Tellers Committee.
6. Adoption of the resolution regarding change in resolution no 4 of the Extraordinary General Meeting as of 24 January 2017 regarding rules of determining of the PKN ORLEN Management Board remuneration.
7. Adoption of the resolutions regarding changes in the composition of the Supervisory Board.
8. Adoption of the resolutions regarding amendments to the Company's Articles of Association and determination of the uniform text of the Articles of Association.
9. Conclusion of the General Meeting of Shareholders.

§ 2

The Company's Management Board resolves to submit to the Company's Supervisory Board a request for expressing an opinion about the adopted agenda of the Extraordinary General Meeting of PKN ORLEN S.A., presented 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

.....
Miroslaw Kochalski
Vice-President of the
Management Board

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

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

.....
Wiesław Protasewicz
Member of the Management
Board

.....
Maria Sosnowska
Member of the Management
Board