



**Resolution No. 5964/18
of the Management Board of
Polski Koncern Naftowy ORLEN Spółka Akcyjna
dated 04 January 2018**

on draft resolution of 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, as well as § 8 para. 11 point 7 of the Company Statute, it resolves as follows:

§ 1

The Management Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna accepts draft resolution of the Extraordinary General Meeting of Polski Koncern Naftowy ORLEN S.A.
Draft resolutions of the Extraordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. constitute an Annexe hereto.

§ 2

The Company's Management Board resolves to submit to the corporate governance of Company's Supervisory Board to issue a positive opinion about draft resolution of the Extraordinary General Meeting of Company set out in § 1 hereof, and resolves to submit a request to the Company's Extraordinary General Meeting for adoption of resolutions set out in 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