

**Resolution No. 1569/15
of the Supervisory Board
of Polski Koncern Naftowy ORLEN Spółka Akcyjna
dated 31 March 2015**

regarding the opinion of the report of the Management Board on activities of the ORLEN Capital Group for the year ended on 31 December 2014 and the consolidated financial statement of the ORLEN Capital Group for the year ended on 31 December 2014.

Pursuant to § 8 item 11 point 6a of the Articles of Association of the Company in conjunction with Article 395 § 5 of the Commercial Companies Code and Article 55 and Article 63c item 4 of the Accounting Act in relations to § 7 item 7 point 1 of the Articles of Association, the following is resolved:

§ 1

The Company's Supervisory Board provides its positive opinion on:

- 1) Report of the Management Board on activities of ORLEN Capital Group for the year ended on 31 December 2014;
- 2) consolidated financial statement of the ORLEN Capital Group for the year ended on 31 December 2014 verified by a certified auditor, composed of:
 - consolidated profit and loss account (expressed in the consolidated statement of profit and loss and other total income) for the period from 1 January 2014 to 31 December 2014 showing a net loss in the amount of PLN 5,827,917,427.10 (in words: five billion eight hundred twenty-seven million nine hundred seventeen thousand four hundred twenty-seven Złoty 10/100);
 - consolidated statement of financial position as at 31 December 2014 presenting the total balance of assets and liabilities in the amount of PLN 46,725,348,837.04 (in words: forty-six billion seven hundred twenty-five million three hundred forty-eight thousand eight hundred thirty-seven Złoty 4/100);
 - consolidated statement of changes in equity presenting a decrease in the equity as at 31 December 2014 in the amount of PLN 7,163,889,128.52 (in words: seven billion one hundred sixty-three million eight hundred eighty-nine thousand one hundred twenty-eight Złoty 52/100);
 - consolidated cash flow statement presenting an increase in the net cash and cash equivalents of PLN 1,249,467,815.99 (in words: one billion two hundred forty-nine million four hundred sixty-seven thousand eight hundred fifteen Złoty 99/100);
 - additional information including the introduction to the consolidated financial statement and additional notes and explanations.

§ 2

The resolution shall come into force on the day of its adoption.

Out of 9 voting persons, there were 9 votes "IN FAVOUR" of the resolution; 0 votes "AGAINST" the resolution; 0 votes "ABSTAINED".

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Angelina Sarota

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Leszek Pawłowicz

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Adam Ambrozik

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Maciej Bałtowski

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Cezary Banasiński

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Grzegorz Borowiec

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Artur Gabor

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Radosław L. Kwaśnicki

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Cezary Możejński