

IMPORTANT NOTE:

This form, once completed and signed in accordance with the instructions contained herein, together with the originals or copies of documents confirming that the Shareholder is validly represented, may be submitted to the Company in writing. This form, once completed and signed in accordance with the instructions contained herein, may also be submitted to the Company in the PDF format as an attachment to electronic mail. In such a case, the documents confirming that the Shareholder is validly represented must also be submitted to the Company in such form as subsequent attachments. All attachments must be prepared in the PDF format.

*The email address for delivery of the motion to the Company: **walne.zgromadzenie@orlen.pl**.*

If necessary, only pages that are relevant to the shareholder proposing the motion may be selected, filled in or copied.

Please ensure that all the data is entered correctly as motions may be reviewed and, if found to contain incorrect data, rejected.

_____, on _____
(place) (date)

Management Board
of ORLEN S.A.
ul. Chemików 7
09-411 Płock, Poland

**MOTION TO PLACE CERTAIN ITEMS ON THE AGENDA OF THE GENERAL MEETING
OF ORLEN S.A.**

I. MOVER OF THE MOTION*¹

IMPORTANT NOTE:

If the motion is proposed by a legal person, a copy of the relevant register or records of the Shareholder should be attached to this motion.

If the motion is proposed by a validly authorised representative of a Shareholder which is a legal person, then the motion should be accompanied by a copy of the relevant register confirming the Shareholder's rules of representation, and if the motion is submitted by a proxy of a Shareholder which is a legal person, the power of proxy should be attached to the motion together with a copy of the relevant register confirming the rules of representation of the Shareholder granting the power of proxy, if applicable.

If the motion is proposed by a natural person, a scan of an identity card, passport or other document confirming identity of the mover should be attached to the motion.

The motion should also be accompanied by a certificate of the right to participate in the General Meeting (or a depositary certificate), issued by a relevant entity, confirming that the Shareholder holds an interest in the Company's share capital required to propose the motion.

***Shareholder representing on its own at least one-twentieth of the share capital in accordance with Art. 401.1 of the Commercial Companies Code.**

(full name)

(address, post code, city/town, country)

(registration details: court, division, entry number in the National Court Register (KRS), Industry Identification Number (REGON))

(contact data: email, phone No.)

holding _____ ORLEN S.A. shares, which represent _____%
(insert number of shares held) (insert percentage of the shares held)
of the Company's share capital and conferring the right to _____

*¹ Please tick the appropriate box to identify the Mover/Shareholder(s), and then complete the identification data and provide information about the shares held and the voting rights attached to the shares.

* Please tick the appropriate box

Motion to place certain items on the agenda of the General Meeting of ORLEN S.A.

votes at the General Meeting of ORLEN S.A. convened for _____, which represents _____% of the total voting rights.
(insert number of voting rights attached to the shares held)
(insert percentage of the total voting rights)

Represented by:

* The Shareholder is a natural person and signs the motion personally.

* Proxy: _____
(proxy's details)

* The Shareholder is a legal person, an institution, or another organisation

(insert data of authorised representatives of the Shareholder or specify another representation method if any)

(insert data of authorised representatives of the Shareholder or specify another representation method if any)

Mover's signature

.....
(legible signature of the Mover or its representatives)

* **Two or more Shareholders representing jointly at least one-twentieth of the share capital who, in accordance with Art. 401.1 of the Commercial Companies Code, have the right to propose the motion.**

Number of Shareholders proposing the motion:

(insert number of shareholders)

Aggregate number of shares held by the Shareholders _____,
(insert number of shares)

representing _____% of the share capital,
(insert percentage of the total number of shares)

which carry the right to _____ votes
(insert number of voting rights attached to the shares held)

at the General Meeting of ORLEN S.A., representing _____%
(insert percentage of the total voting rights)

of the total voting rights.

IMPORTANT NOTE:

On the following pages, the details of all Shareholders must be completed in accordance with the instructions, and if there are more than one Shareholder, the following pages must be reproduced or copied, with subsequent Shareholders numbered accordingly, and attached to the motion. Any attachments related to particular Shareholders shall be marked clearly and legibly, and assigned to the Shareholders they relate to.

Shareholder 1

(full name)

(address, post code, city/town, country)

(registration details: court, division, entry number in the National Court Register (KRS), Industry Identification Number (REGON))

Motion to place certain items on the agenda of the General Meeting of ORLEN S.A.

.....
(contact data: email, phone No.)

holding _____ ORLEN S.A. shares, which represent _____ %
(insert number of shares held) (insert percentage of the shares held)
of the Company's share capital and conferring the right to _____
(insert number of voting rights attached to the shares held)
votes at the General Meeting of ORLEN S.A., representing _____ % of the total voting rights.
(insert percentage of the total voting rights)

Represented by:

* The Shareholder is a natural person and signs the motion personally.

* Proxy: _____
(proxy's details)

* The Shareholder is a legal person, an institution, or another organisation

(insert data of authorised representatives of the Shareholder or specify another representation method if any)

(insert data of authorised representatives of the Shareholder or specify another representation method if any)

Mover's signature

.....
(legible signature of the Mover or its representative)

Shareholder 2

(full name)

(address, post code, city/town, country)

(registration details: court, division, entry number in the National Court Register (KRS), Industry Identification Number (REGON))

.....
(contact data: email, phone No.)

holding _____ ORLEN S.A. shares, which represent _____ %
(insert number of shares held) (insert percentage of the shares held)
of the Company's share capital and conferring the right to _____
(insert number of voting rights attached to the shares held)
votes at the General Meeting of ORLEN S.A., representing _____ % of the total voting rights.
(insert percentage of the total voting rights)

Represented by:

* The Shareholder is a natural person and signs the motion personally.

* Proxy: _____
(proxy's details)

* The Shareholder is a legal person, an institution, or another organisation

(insert data of authorised representatives of the Shareholder or specify another representation method if any)

(insert data of authorised representatives of the Shareholder or specify another representation method if any)

Mover's signature

.....
(legible signature of the Mover or its representative)

Shareholder 3

Motion to place certain items on the agenda of the General Meeting of ORLEN S.A.

(full name)

(address, post code, city/town, country)

(registration details: court, division, entry number in the National Court Register (KRS), Industry Identification Number (REGON))

(contact data: email, phone No.)

holding _____ ORLEN S.A. shares, which represent _____%
(insert number of shares held) (insert percentage of the shares held)
of the Company's share capital and conferring the right to _____
(insert number of voting rights attached to the shares held)
votes at the General Meeting of ORLEN S.A., representing _____% of the total voting rights.
(insert percentage of the total voting rights)

Represented by:

* The Shareholder is a natural person and sings the motion personally.

* Proxy: _____
(proxy's details)

* The Shareholder is a legal person, an institution, or another organisation

(insert data of authorised representatives of the Shareholder or specify another representation method if any)

(insert data of authorised representatives of the Shareholder or specify another representation method if any)

Mover's signature

.....
(legible signature of the Mover or its representative)

Shareholder X *1

(full name)

(address, post code, city/town, country)

(registration details: court, division, entry number in the National Court Register (KRS), Industry Identification Number (REGON))

(contact data: email, phone No.)

holding _____ ORLEN S.A. shares, which represent _____%
(insert number of shares held) (insert percentage of the shares held)
of the Company's share capital and conferring the right to _____
(insert number of voting rights attached to the shares held)
votes at the General Meeting of ORLEN S.A., representing _____% of the total voting rights.
(insert percentage of the total voting rights)

Represented by:

* The Shareholder is a natural person and sings the motion personally.

* Proxy: _____
(proxy's details)

* The Shareholder is a legal person, an institution, or another organisation

(insert data of authorised representatives of the Shareholder or specify another representation method if any)

(insert data of authorised representatives of the Shareholder or specify another representation method if any)

Mover's signature

.....
(legible signature of the Mover or its representative)

II. CONTENTS OF THE MOTION

Pursuant to Art. 401.1 of the Commercial Companies Code, the Mover requests that the following matters be placed on the agenda of the General Meeting of ORLEN S.A. of Płock convened for

_____ :
(insert date of the General Meeting)

.....
.....
.....
.....

(specify all matters/items with reasons or draft resolution for the proposed matter/item)

SIGNATURE OF THE MOVER/MOVERS:.....

.....

(legible signature of the Mover/Movers or their representatives in the form allowing to assign them to a particular Mover/Movers or their representatives)