

**RESOLUTION No 1**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

**regarding approval of the Executive Board's report on the Company's performance and the Company's financial report**

**§ 1**

Under art. 393 item 1 in connection with art. 395 § 2 item 1 of the Commercial Companies Code and § 7 item 7 point 1 of the Company's Statutes, the Ordinary General Meeting of Shareholders having been made aware of the Supervisory Board's opinion, hereby approves the Executive Board report on the Company's performance together with the Company's financial statement, including the balance sheet verified by the auditor as of December 31, 2000 containing assets and liabilities amounting to PLN 12 542 911 with profit and loss account for the period from January 1, 2000 to December 31, 2000 showing net profit of PLN 700,830,338.39 and cash flow statement with the net inflow of PLN 29, 431.

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 280,120,141 votes "for"; 7,921 votes "against"; 123 761 votes "abstain".

**RESOLUTION No 2**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

regarding allocation to a Company social fund of PLN 3,000,000 from the net profit made by the Company in year 2000 and dedicated.

**§ 1**

Under art. 395 § 2 item 2 of the Commercial Companies Code and § 7 item 7 point 3 of the Company's Statutes the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. decides to dedicate to a Company social fund PLN 3,000,000 from the net profit made by the Company in the financial year 2000.

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 243,875,102 votes "for"; 36,376,483 votes "against"; 238 votes "abstain".

**RESOLUTION No 3**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

regarding division of the profit made by the Company in year 2000

**§ 1**

Under art. 395 § 2 item 2 of the Commercial Companies Code and § 7 item 7 point 3 of the Company's Statutes, after having been made aware of the Executive Board motion and the Supervisory Board opinion, the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. divides the net profit of PLN 700,830,338.39 made by the Company in the financial year 2000, in the following way:

|  |     |                |
|--|-----|----------------|
| for the capital reserve                | PLN | 679,821,481.54 |
| for a company social fund              | PLN | 3,000,000      |
| for the dividend payment               | PLN | 21,008,856.85  |
| which makes                            |     |                |
| the value of the dividend per share of | PLN | 0.05           |

**§ 2**

Under art. 348 § 3 of the Commercial Companies Code, the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. sets the dividend day on May 31, 2001.

**§ 3**

Under art. 348 § 3 of the Commercial Companies Code, the Ordinary General Meeting of Shareholders sets the date for payment of the dividend for the financial year 2000 as July 3, 2001.

**§ 4**

The resolution comes into effect on the day of passing.

The resolution was passed with 243,882,114 votes "for"; 4,000,000 votes "against"; 32,369,706 votes "abstain".

**RESOLUTION No 4**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding approval of the performance of the President of the PKN ORLEN S.A. Executive Board

**§ 1**

Under art. 393 item 1 and in connection with art. 395 § 2 item 3 of the Commercial Companies Code the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby approves the performance of Mr Andrzej Mikołaj Modrzejewski, President of the Executive Board, in the financial year ended 31 December 2000.

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 280,226,817 votes "for"; 8,705 votes "against"; 16,300 votes "abstain".

**RESOLUTION No 5**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding approval of the performance of Vice-President of the PKN ORLEN S.A. Executive Board

**§ 1**

Under art. 393 item 1 and in connection with art. 395 § 2 item 3 of the Commercial Companies Code the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby approves the performance of Mr Marek Mroczkowski, Vice-President of the Executive Board, in the financial year ended 31 December 2000.

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 280,131,909 votes "for"; 2 votes "against"; 0 votes "abstain".

**RESOLUTION No 6**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding approval of the performance of Vice-President of the PKN ORLEN S.A. Executive Board

**§ 1**

Under art. 393 item 1 and in connection with art. 395 § 2 item 3 of the Commercial Companies Code the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby approves the performance of Mr Jarosław Teofil Tyc, Vice-President of the Executive Board, in the financial year ended 31 December 2000.

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 280,088,882 votes "for"; 35,098 votes "against"; 7,931 votes "abstain".

**RESOLUTION No 7**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding approval of the performance of a member of the PKN ORLEN S.A. Executive Board

**§ 1**

Under art. 393 item 1 and in connection with art. 395 § 2 item 3 of the Commercial Companies Code the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby approves the performance of Mr Czesław Adam Bugaj, Member of the Executive Board, in the financial year ended 31 December 2000.

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 280,131,910 votes "for"; 0 votes "against"; 0 votes "abstain".

**RESOLUTION No 8**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding approval of the performance of a member of the PKN ORLEN S.A. Executive Board

**§ 1**

Under art. 393 item 1 and in connection with art. 395 § 2 item 3 of the Commercial Companies Code the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby approves the performance of Mr Krzysztof Piotr Cetnar, Member of the Executive Board, in the financial year ended 31 December 2000.

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 280,102,847 votes "for"; 12,663 votes "against"; 16,400 votes "abstain".



**RESOLUTION No 9**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding approval of the performance of a member of the PKN ORLEN S.A. Executive Board

**§ 1**

Under art. 393 item 1 and in connection with art. 395 § 2 item 3 of the Commercial Companies Code the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby approves the performance of Mr Andrzej Drętkiewicz, Member of the Executive Board, in the financial year ended 31 December 2000.

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 280,097,852 votes "for"; 33,319 votes "against"; 740 votes "abstain".

**RESOLUTION No 10**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding approval of the performance of a member of the PKN ORLEN S.A. Executive Board

**§ 1**

Under art. 393 item 1 and in connection with art. 395 § 2 item 3 of the Commercial Companies Code the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby approves the performance of Mr Tadeusz Stanisław Szczerba, Member of the Executive Board, in the financial year ended 31 December 2000.

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 280,110,574 votes "for"; 3,035 votes "against"; 18,301 votes "abstain".

**RESOLUTION No 11**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding approval of the performance of a member of the PKN ORLEN S.A. Executive Board

**§ 1**

Under art. 393 item 1 and in connection with art. 395 § 2 item 3 of the Commercial Companies Code the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby approves the performance of Mr Władysław Wawak, Member of the Executive Board, in the financial year ended 31 December 2000.

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 280,131,909 votes "for"; 0 votes "against"; 1 vote "abstain".

**RESOLUTION No 12**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding approval of the performance of a member of the PKN ORLEN S.A. Executive Board

**§ 1**

Under art. 393 item 1 and in connection with art. 395 § 2 item 3 of the Commercial Companies Code the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby approves the performance of Mr Wojciech Jerzy Weiss, Member of the Executive Board, in the financial year ended 31 December 2000.

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 280,101,164 votes "for"; 27,745 votes "against"; 3,001 votes "abstain".

**RESOLUTION No 13**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding approval of performance of the PKN ORLEN S.A. Supervisory Board Chairman

**§ 1**

Under art. 393 item 1 and in connection with art. 395 § 2 item 3 of the Commercial Companies Code the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby approves performance of Mr Grzegorz Zarębski, the Supervisory Board Chairman, in the financial year ended 31 December 2000.

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 278,878,216 votes "for"; 5,226 votes "against"; 14,218 votes "abstain".

**RESOLUTION No 14**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding approval of the performance of the PKN ORLEN S.A. Supervisory Board Vice Chairman

**§ 1**

Under art. 393 item 1 and in connection with art. 395 § 2 item 3 of the Commercial Companies Code Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby approves the performance of Mr Ludomir Paweł Hendzel, the Supervisory Board Vice Chairman, in the financial year ended 31 December 2000.

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 278,878,187 votes "for"; 4,426 votes "against"; 11,665 votes "abstain".

**RESOLUTION No 15**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding approval of the performance of the PKN ORLEN S.A. Supervisory Board Vice Chairman

**§ 1**

Under art. 393 item 1 and in connection with art. 395 § 2 item 3 of the Commercial Companies Code Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby approves the performance of Mr Rafał Mania, the Supervisory Board Vice Chairman, in the financial year ended 31 December 2000.

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 278,868,980 votes "for"; 9,858 votes "against"; 15,942 votes "abstain".

**RESOLUTION No 16**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding approval of the performance of PKN ORLEN S.A. Supervisory Board Secretary

**§ 1**

Under art. 393 item 1 and in connection with art. 395 § 2 item 3 of the Commercial Companies Code Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby approves the performance of Mr Andrzej Bańkowski, the Supervisory Board Secretary, in the financial year ended 31 December 2000.

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 278,888,551 votes "for"; 5,235 votes "against"; 2,491 votes "abstain".



**RESOLUTION No 17**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding approval of the performance of a member of the PKN ORLEN S.A. Supervisory Board

**§ 1**

Under art. 393 item 1 and in connection with art. 395 § 2 item 3 of the Commercial Companies Code Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby approves the performance of Mr Michał Fraćkowiak, the Supervisory Board Member, in the financial year ended 31 December 2000.

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 278,888,012 votes "for"; 3,677 votes "against"; 4,591 votes "abstain".

**RESOLUTION No 18**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding approval of the performance of a member of the PKN ORLEN S.A. Supervisory Board

**§ 1**

Under art. 393 item 1 and in connection with art. 395 § 2 item 3 of the Commercial Companies Code Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby approves the performance of Ms Kalina Anna Grześkowiak-Gracz, the Supervisory Board Member in the financial year ended 31 December 2000.

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 278,861,589 votes "for"; 31,100 votes "against"; 3,590 votes "abstain".

**RESOLUTION No 19**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding approval of the performance of a member of the PKN ORLEN S.A. Supervisory Board

**§ 1**

Under art. 393 item 1 and in connection with art. 395 § 2 item 3 of the Commercial Companies Code Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby approves the performance of Mr Andrzej Herman, the Supervisory Board Member, in the financial year ended 31 December 2000.

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 278,890,011 votes "for"; 3,676 votes "against"; 2,491 votes "abstain".

**RESOLUTION No 20**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding approval of the performance of a member of the PKN ORLEN S.A. Supervisory Board

**§ 1**

Under art. 393 item 1 and in connection with art. 395 § 2 item 3 of the Commercial Companies Code Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby approves the performance of Mr Szczepan Franciszek Targowski, the Supervisory Board Member, in the financial year ended 31 December 2000.

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 278,886,824 votes "for"; 4,123 votes "against"; 5,231 votes "abstain".

**RESOLUTION No 21**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding approval of the performance of a member of the PKN ORLEN S.A. Supervisory Board

**§ 1**

Under art. 393 item 1 and in connection with art. 395 § 2 item 3 of the Commercial Companies Code Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby approves the performance of Mr Marek Wąsowicz, the Supervisory Board Member, in the financial year ended 31 December 2000.

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 278,883,556 votes "for"; 8,131 votes "against"; 2,491 votes "abstain".

**RESOLUTION No 22**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding approval of the performance of a member of the PKN ORLEN S.A. Supervisory Board

**§ 1**

Under art. 393 item 1 and in connection with art. 395 § 2 item 3 of the Commercial Companies Code Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby approves the performance of Mr Adam Wesołowski, the Supervisory Board Member, in the financial year ended 31 December 2000.

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 278,885,434 votes "for"; 3,976 votes "against"; 4,767 votes "abstain".

**RESOLUTION No 23**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding approval of the performance of a member of the PKN ORLEN S.A. Supervisory Board

**§ 1**

Under art. 393 item 1 and in connection with art. 395 § 2 item 3 of the Commercial Companies Code Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby approves the performance of Mr Janusz Wójcik, the Supervisory Board Member, in the financial year ended 31 December 2000.

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 278,886,773 votes "for"; 4,677 votes "against"; 2,767 votes "abstain".

**RESOLUTION No 24**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

regarding issuance of bonds

**§ 1**

Under § 7, item 7, point 12 of the Commercial Companies Code, the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. approves single issuance of bonds, up to a total debt amount not exceeding, at any one time, PLN 700m (seven hundred million zlotys) with regard to these bonds that were issued and not bought back.

**§ 2**

The Resolution comes into effect on the day of passing

The resolution was voted with 64,978,465 votes "for"; 215,143,590 votes "against"; 3,490 votes "abstain".

The resolution was not passed



**RESOLUTION No 25**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

regarding issuance of bonds

**§ 1**

Under § 7, item 7, point 12 of the Commercial Companies Code, the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. approves repeated issuance of bonds, up to a total debt amount not exceeding, at any one time, PLN 700m (seven hundred million zlotys) with regard to these bonds that were issued and not bought back.

**§ 2**

The Resolution comes into effect on the day of passing

The resolution was voted with 139,391,993 votes "for"; 140,852,460 votes "against"; 1,000 votes "abstain".

The resolution was not passed

**RESOLUTION No 26**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

regarding issuance of bonds

**§ 1**

Under § 7, item 7, point 12 of the Commercial Companies Code, the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. approves single time issuance of bonds, up to a total debt amount not exceeding, at any one time, PLN 700m (seven hundred million zlotys) with regard to these bonds that were issued and not bought back.

**§ 2**

The Resolution comes into effect on the day of passing

The resolution was passed with 191,532,535 votes "for"; 88,592,997 votes "against"; 119,921 votes "abstain".

**RESOLUTION No 27  
OF  
ORDINARY GENERAL MEETING OF SHAREHOLDERS  
OF  
POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

**regarding correction made by the State Treasury to the draft resolution in the shape suggested by the Company's Board and regarding sale and lease of the Company's self-operating entities**

**§ 1**

by the State Treasury to the draft resolution in the shape suggested by the Company's The Ordinary General Meeting of Shareholders hereby approves the correction made Board and regarding sale and lease of the Company's self-operating entities in the wording as below:

In § 1 the facilities listed below are deleted from the list of Oil Products Storage Facilities as listed in the draft resolution regarding sale and lease of the Company's self operating entities:

- No. 33 Oil Products Storage Facility No 3 in Słupsk
- No. 37 Oil Products Storage Facility No 16 in Łeba
- No. 38 Oil Products Storage Facility No 17 in Wągrowiec
- No. 59 Oil Products Storage Facility No 5 in Kluczbork
- No. 60 Oil Products Storage Facility No 10 in Strzelce Opolskie
- No. 61 Oil Products Storage Facility No 12 in Brzeg

§ 2 to be given the following wording:

"Sale will be executed through public tender under the Ministry Bill of 26 August 1997 regarding principles of calling public tender for property / real estate. Final conditions of sale will be approved by the Supervisory Board of PKN ORLEN S.A."

The text under § 2 is given number 3

**§ 2**

The Resolution comes into effect on the day of passing

The resolution was voted with 128,160,658 votes "for"; 152,084,045 votes "against"; 750 votes "abstain".

The resolution was not passed

**RESOLUTION No 28**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

**regarding sale and lease of the Company's self-operating entities**

**§ 1**

Under art. 393 item 3 of the Commercial Companies Code the Ordinary General Meeting of Shareholders hereby gives its assent to sale or lease of the following self-operating entities of the Company:

1. Oil Products Storage Facility No 12 in Braniewo
2. Oil Products Storage Facility No 6 in Bytom
3. Oil Products Storage Facility No 5 in Gniezno
4. Oil Products Storage Facility No 8 in Gostynin
5. Oil Products Storage Facility No 7 in Grodkowo
6. Oil Products Storage Facility No 3 in Grudziądz
7. Oil Products Storage Facility No 3 in Hrubieszów
8. Oil Products Storage Facility No 2 in Jaroszewiec
9. Oil Products Storage Facility No 7 in JeleniaGóra
10. Oil Products Storage Facility No 7 in Końskie
11. Oil Products Storage Facility No 14 in Kościan
12. Oil Products Storage Facility No 7 in Kraśnik
13. Oil Products Storage Facility No 7 in Leszno
14. Oil Products Storage Facility No 9 in Łobza
15. Oil Products Storage Facility No 12 in Międzyrzec
16. Oil Products Storage Facility No 10 in Międzyrzecz
17. Oil Products Storage Facility No 4 in Mława
18. Oil Products Storage Facility No 2 in Mnisztwo k/ Cieszyna
19. Oil Products Storage Facility No 4 in Mogilno
20. Oil Products Storage Facility No 8 in Namysłów
21. Oil Products Storage Facility No 8 in Ostrowia Mazowiecka
22. Oil Products Storage Facility No 11 in Puławy
23. Oil Products Storage Facility No 13 in Rawicz
24. Oil Products Storage Facility No 10 in Rybnik
25. Oil Products Storage Facility No 13 in Rzepino
26. Oil Products Storage Facility No 9 in Smardzk
27. Oil Products Storage Facility No 3 in Susz
28. Oil Products Storage Facility No 2 in Toruń
29. Oil Products Storage Facility No 7 in Trzebiatów
30. Oil Products Storage Facility No 10 in Zamość
31. Oil Products Storage Facility No 5 in Żary
32. Oil Products Storage Facility No 1 in Złocieniec
33. Oil Products Storage Facility No 4 in Wałcz
34. Oil Products Storage Facility No 6 in Białogard

35. Oil Products Storage Facility No 12 in Piła
36. Oil Products Storage Facility No 6 in Wieluń
37. Oil Products Storage Facility No 11 in Piotrków Trybunalski
38. Oil Products Storage Facility No 4 in Września
39. Oil Products Storage Facility No 6 in Kalisz
40. Oil Products Storage Facility No 3 in Sokołów Podlaski
41. Oil Products Storage Facility No 5 in Ciechanów
42. Oil Products Storage Facility No 6 in Działdowo
43. Oil Products Storage Facility No 3 in Świebodzin
44. Oil Products Storage Facility No 5 in Szczecin
45. Oil Products Storage Facility No 8 in Gorzów
46. Oil Products Storage Facility No 12 in Nowogard
47. Oil Products Storage Facility No 12 in Strzelce Krajeńskie
48. Oil Products Storage Facility No 12 in Pырzyce
49. Oil Products Storage Facility No 11 in Mysłibórz
50. Oil Products Storage Facility No 8 in Człuchów
51. Oil Products Storage Facility No 4 in Częstochowa
52. Oil Products Storage Facilities No 6 in Gliwice
53. Oil Products Storage Facilities No 12 in Czechowice
54. Oil Products Storage Facilities No 1/1 in Opole
55. Oil Products Storage Facilities No 1/ 2 in Opole
56. Oil Products Storage Facilities No 2 in Radom
57. Oil Products Storage Facilities No 3 in Ostrowiec Świętokrzyski
58. Oil Products Storage Facilities No 5 in Jędrzejów
59. Oil Products Storage Facilities No 6 in Włoszczowa
60. Oil Products Storage Facilities No 7 in Kutno
61. Oil Products Storage Facilities No 8 in Łask
62. Oil Products Storage Facilities No 9 in Łowicz
63. Oil Products Storage Facilities No 10 in Skierniewice
64. Oil Products Storage Facilities No 10 in Nowy Tomyśl
65. Oil Products Storage Facilities No 11 in Ostrów Wielkopolski
66. Oil Products Storage Facilities No 15 in Jarocin
67. Oil Products Storage Facilities No 16 in Czerwieńsk

## § 2

The resolution comes into effect on the day of passing.

The resolution was voted with 160,611,462 votes “for”; 119,511,096 votes “against”; 120,650 votes “abstain”.

The resolution was not passed.

**RESOLUTION No 29**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

**regarding sale and lease of the Company's self-operating entities**

**§ 1**

Under art. 393 item 3 of the Commercial Companies Code the Ordinary General Meeting of Shareholders hereby gives its assent to sale or lease of the following self-operating entities of the Company:

1. Oil Products Storage Facility No 12 in Braniewo
2. Oil Products Storage Facility No 6 in Bytom
3. Oil Products Storage Facility No 5 in Gniezno
4. Oil Products Storage Facility No 8 in Gostynin
5. Oil Products Storage Facility No 7 in Grodkowo
6. Oil Products Storage Facility No 3 in Grudziądz
7. Oil Products Storage Facility No 3 in Hrubieszów
8. Oil Products Storage Facility No 2 in Jaroszewiec
9. Oil Products Storage Facility No 7 in JeleniaGóra
10. Oil Products Storage Facility No 7 in Końskie
11. Oil Products Storage Facility No 14 in Kościan
12. Oil Products Storage Facility No 7 in Kraśnik
13. Oil Products Storage Facility No 7 in Leszno
14. Oil Products Storage Facility No 9 in Łobza
15. Oil Products Storage Facility No 12 in Międzyrzec
16. Oil Products Storage Facility No 10 in Międzyrzecz
17. Oil Products Storage Facility No 4 in Mława
18. Oil Products Storage Facility No 2 in Mnisztwo k/ Cieszyna
19. Oil Products Storage Facility No 4 in Mogilno
20. Oil Products Storage Facility No 8 in Namysłów
21. Oil Products Storage Facility No 8 in Ostrowia Mazowiecka
22. Oil Products Storage Facility No 11 in Puławy
23. Oil Products Storage Facility No 13 in Rawicz
24. Oil Products Storage Facility No 10 in Rybnik
25. Oil Products Storage Facility No 13 in Rzepino
26. Oil Products Storage Facility No 9 in Smardzk
27. Oil Products Storage Facility No 3 in Susz
28. Oil Products Storage Facility No 2 in Toruń
29. Oil Products Storage Facility No 7 in Trzebiatów
30. Oil Products Storage Facility No 10 in Zamość
31. Oil Products Storage Facility No 5 in Żary
32. Oil Products Storage Facility No 1 in Złocieniec
33. Oil Products Storage Facility No 4 in Wałcz
34. Oil Products Storage Facility No 6 in Białogard

35. Oil Products Storage Facility No 12 in Piła
36. Oil Products Storage Facility No 6 in Wieluń
37. Oil Products Storage Facility No 11 in Piotrków Trybunalski
38. Oil Products Storage Facility No 4 in Września
39. Oil Products Storage Facility No 6 in Kalisz
40. Oil Products Storage Facility No 3 in Sokołów Podlaski
41. Oil Products Storage Facility No 5 in Ciechanów
42. Oil Products Storage Facility No 6 in Działdowo
43. Oil Products Storage Facility No 3 in Świebodzin
44. Oil Products Storage Facility No 5 in Szczecin
45. Oil Products Storage Facility No 8 in Gorzów
46. Oil Products Storage Facility No 12 in Nowogard
47. Oil Products Storage Facility No 12 in Strzelce Krajeńskie
48. Oil Products Storage Facility No 12 in Piryce
49. Oil Products Storage Facility No 11 in Mysłibórz
50. Oil Products Storage Facility No 8 in Człuchów
51. Oil Products Storage Facility No 4 in Częstochowa
52. Oil Products Storage Facilities No 6 in Gliwice
53. Oil Products Storage Facilities No 12 in Czechowice
54. Oil Products Storage Facilities No 1/1 in Opole
55. Oil Products Storage Facilities No 1/ 2 in Opole
56. Oil Products Storage Facilities No 2 in Radom
57. Oil Products Storage Facilities No 3 in Ostrowiec Świętokrzyski
58. Oil Products Storage Facilities No 5 in Jędrzejów
59. Oil Products Storage Facilities No 6 in Włoszczowa
60. Oil Products Storage Facilities No 7 in Kutno
61. Oil Products Storage Facilities No 8 in Łask
62. Oil Products Storage Facilities No 9 in Łowicz
63. Oil Products Storage Facilities No 10 in Skierniewice
64. Oil Products Storage Facilities No 10 in Nowy Tomyśl
65. Oil Products Storage Facilities No 11 in Ostrów Wielkopolski
66. Oil Products Storage Facilities No 15 in Jarocin
67. Oil Products Storage Facilities No 16 in Czerwieńsk

## **§ 2**

1. The sale of facilities listed in § 1 will be executed through a tender at the price not lower than the price set by a property expert after valuation.
2. In case of failure of the first tender the price in the next tender can be lower but not more than 25%.
3. Final conditions of sale or lease of facilities listed in § 1 will be approved by the Supervisory Board in the form of a resolution.

## **§ 3**

The resolution comes into effect on the day of passing.

The resolution was passed with 236,483,101 votes "for"; 43,636,899 votes "against"; 121,749 votes "abstain".

**RESOLUTION No 30  
OF  
ORDINARY GENERAL MEETING OF SHAREHOLDERS  
OF  
POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

**regarding approval of the corrections made by Nafta Polska SA. to the draft resolution in the shape suggested by the Company's Board and regarding sale and lease of the Company's self-operating entities**

**§ 1**

The Ordinary General Meeting of Shareholders hereby approves the correction made by Nafta Polska SA. to the draft resolution in the shape suggested by the Company's Board and regarding sale and lease of the Company's self-operating entities in the wording as below:

§ 2 to be given wording as below:

1. The sale of facilities listed in § 1 will be executed through a tender at the price not lower than the price set by a property expert after valuation.
2. In case of failure of the first tender the price in the next tender can be lower but not more than 25%.
3. Final conditions of sale or lease of facilities listed in § 1 will be approved by the Supervisory Board in the form of a resolution.

The text under § 2 is given number 3

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 235,248,396 votes "for"; 44,875,285 votes "against"; 121,751 votes "abstain".



**RESOLUTION No 31**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

**regarding sale and lease of the Company's self-operating entities including corrections made by Nafta Polska S.A.**

**§ 1**

Under art. 393 item 3 of the Commercial Companies Code the Ordinary General Meeting of Shareholders hereby gives its assent to sale or lease of the following Fuel Stations being self-operating entities of the Company:

| <b>No</b> | <b>Station no</b> | <b>Place</b>    |
|-----------|-------------------|-----------------|
| 1         | 268               | Mikołajki       |
| 2         | 270               | Pisz            |
| 3         | 309               | Węgorzewo       |
| 4         | 316               | Ryn             |
| 5         | 686               | Mężenin         |
| 6         | 1043              | Biała Piska     |
| 7         | 1078              | Pisz            |
| 8         | 1127              | Sokoły          |
| 9         | 1129              | Nowogród        |
| 10        | 1131              | Dunajek         |
| 11        | 1132              | Filipów         |
| 12        | 1134              | Rutka Tartak    |
| 13        | 1135              | Cimochy         |
| 14        | 1136              | Milejczyce      |
| 15        | 1137              | Puńsk           |
| 16        | 1138              | Tykocin         |
| 17        | 1311              | Lipsk           |
| 18        | 1315              | Kowale Oleckie  |
| 19        | 1423              | Lewkowo Nowe    |
| 20        | 1425              | Waliły          |
| 21        | 32                | Kaczory         |
| 22        | 286               | Sopot           |
| 23        | 346               | Połczyn Zdrój   |
| 24        | 361               | Gdańsk          |
| 25        | 365               | Sopot           |
| 26        | 586               | Gdańsk          |
| 27        | 722               | Klukowa Huta    |
| 28        | 770               | Skarszewy       |
| 29        | 867               | Smardzko        |
| 30        | 931               | Jastrowie       |
| 31        | 1019              | Kalisz Pomorski |
| 32        | 1024              | Przechlewo      |

|    |      |                      |
|----|------|----------------------|
| 33 | 1173 | Debrzno              |
| 34 | 1174 | Barwice              |
| 35 | 1176 | Czarna Dąbrówka      |
| 36 | 1179 | Malechowo            |
| 37 | 1180 | Dębica Kaszubska     |
| 38 | 1197 | Sierakowice          |
| 39 | 1303 | Okonek               |
| 40 | 1305 | Smołdzino            |
| 41 | 1306 | Trzebielino          |
| 42 | 28   | Bytom                |
| 43 | 30   | Katowice             |
| 44 | 48   | Bytom                |
| 45 | 73   | Kędzierzyn-Koźle     |
| 46 | 149  | Krupski Młyn         |
| 47 | 246  | Katowice             |
| 48 | 256  | Polska Cerekiew      |
| 49 | 378  | Miedzna              |
| 50 | 387  | Kalety               |
| 51 | 410  | Czechowice-Dziedzice |
| 52 | 505  | Bytom                |
| 53 | 512  | Bytom                |
| 54 | 553  | Sieraków             |
| 55 | 778  | Kamyk                |
| 56 | 827  | Kietrz               |
| 57 | 945  | Otmuchów             |
| 58 | 947  | Baborów              |
| 59 | 948  | Mąkoszyce            |
| 60 | 963  | Czeladź              |
| 61 | 965  | Czerwionka           |
| 62 | 1200 | Katowice             |
| 63 | 1202 | Branice              |
| 64 | 108  | Włoszczowa           |
| 65 | 147  | Łosice               |
| 66 | 190  | Zamość               |
| 67 | 364  | Lublin               |
| 68 | 526  | Piszczac             |
| 69 | 610  | Międzyrzec           |
| 70 | 611  | Kurów                |
| 71 | 767  | Stąporków            |
| 72 | 807  | Zagnańsk             |
| 73 | 919  | Tarnobrzeg           |
| 74 | 935  | Przybysławice        |
| 75 | 1166 | Sielpia              |
| 76 | 1232 | Cyców                |
| 77 | 1237 | Tyszowce             |
| 78 | 1240 | Wojstawice           |
| 79 | 1277 | Tarnobrzeg           |
| 80 | 1299 | Poniatowa            |
| 81 | 1411 | Nagłowice            |
| 82 | 1442 | Okniny               |
| 83 | 1444 | Komarówka            |
| 84 | 1445 | Sławatycze           |
| 85 | 1502 | Sosnowica            |
| 86 | 1503 | Zakrzówek            |
| 87 | 1504 | Susiec               |

|     |      |                  |
|-----|------|------------------|
| 88  | 1506 | Sawin            |
| 89  | 2704 | Bełżec           |
| 90  | 233  | Tarnów           |
| 91  | 237  | Andrychów        |
| 92  | 427  | Poręba-Żegoty    |
| 93  | 453  | Bielsko-Biała    |
| 94  | 511  | Bielsko-Biała    |
| 95  | 523  | Komańcza         |
| 96  | 524  | Pruchnik         |
| 97  | 723  | Proszowice       |
| 98  | 768  | Żegocina         |
| 99  | 773  | Zator            |
| 100 | 853  | Zbytków          |
| 101 | 961  | Iwonicz Zdrój    |
| 102 | 962  | Nowy Żmigród     |
| 103 | 1004 | Kozy             |
| 104 | 1242 | Bobowa           |
| 105 | 1259 | Grybów           |
| 106 | 1380 | Uście Solne      |
| 107 | 1447 | Jedlicze         |
| 108 | 1448 | Cisna            |
| 109 | 1449 | Solina           |
| 110 | 2601 | Kraków-Olszanica |
| 111 | 92   | Bodzanów         |
| 112 | 264  | Łódź             |
| 113 | 393  | Spała            |
| 114 | 400  | Biskupia Wola    |
| 115 | 432  | Kiernozia        |
| 116 | 706  | Wyszogród        |
| 117 | 799  | Drobin           |
| 118 | 888  | Rokiciny         |
| 119 | 900  | Szczerców        |
| 120 | 902  | Zduny            |
| 121 | 903  | Sędziejowice     |
| 122 | 1230 | Kutno            |
| 123 | 1354 | Sierpc           |
| 124 | 1401 | Wolbórz          |
| 125 | 1404 | Kutno            |
| 126 | 180  | Orneta           |
| 127 | 811  | Stegna           |
| 128 | 917  | Nowy Staw        |
| 129 | 918  | Krynica Morska   |
| 130 | 1044 | Frombork         |
| 131 | 1046 | Pieniężno        |
| 132 | 1048 | Gniewkowo        |
| 133 | 1056 | Dobrzyń n/Wisłą  |
| 134 | 1075 | Cekcyn           |
| 135 | 1077 | Bisztynek        |
| 136 | 1083 | Kisielice        |
| 137 | 1194 | Tolkmicko        |
| 138 | 1222 | Wielbark         |
| 139 | 1224 | Sępól            |
| 140 | 7    | Raszków          |
| 141 | 23   | Leszno           |
| 142 | 24   | Kalisz           |

|     |      |                 |
|-----|------|-----------------|
| 143 | 181  | Bolesławiec     |
| 144 | 419  | Góra Śląska     |
| 145 | 423  | Poznań          |
| 146 | 498  | Kalisz          |
| 147 | 786  | Międzybórz      |
| 148 | 889  | Uniejów         |
| 149 | 897  | Galewice        |
| 150 | 1100 | Wąsosz          |
| 151 | 1112 | Szlichtingowa   |
| 152 | 1144 | Ostrów          |
| 153 | 1155 | Koło            |
| 154 | 1371 | Ceków           |
| 155 | 1373 | Brzeziny        |
| 156 | 1468 | Sulmierzyce     |
| 157 | 1471 | Pogorzela       |
| 158 | 1472 | Szamotoły       |
| 159 | 1475 | Czajków         |
| 160 | 1535 | Mieścisko       |
| 161 | 986  | Krzeszyce       |
| 162 | 1121 | Nowe Miasteczko |
| 163 | 1123 | Torzym          |
| 164 | 340  | Przasnysz       |
| 165 | 354  | Warszawa        |
| 166 | 396  | Warszawa        |
| 167 | 433  | Warszawa        |
| 168 | 434  | Warszawa        |
| 169 | 486  | Warszawa        |
| 170 | 571  | Łaskarzew       |
| 171 | 797  | Krasnosielc     |
| 172 | 846  | Grudusk         |
| 173 | 849  | Warszawa        |
| 174 | 997  | Warszawa        |
| 175 | 1538 | Miedzna         |
| 176 | 1543 | Jednoróżec      |
| 177 | 290  | Boguszów-Gorce  |
| 178 | 1140 | Rajgród         |
| 179 | 468  | Koszalin        |
| 180 | 1309 | Potęgowo        |
| 181 | 106  | Nysa            |
| 182 | 852  | Sosnowiec       |
| 183 | 946  | Ujazd           |
| 184 | 1480 | Gliwice         |
| 185 | 921  | Bogoria         |
| 186 | 938  | Rejowiec        |
| 187 | 45   | Zakopane        |
| 188 | 68   | Zarzecze        |
| 189 | 420  | Dobczyce        |
| 190 | 925  | Uście Gorlickie |
| 191 | 1241 | Ropa            |
| 192 | 1257 | Łysa Polana     |
| 193 | 463  | Bełchatów       |
| 194 | 501  | Łódź            |
| 195 | 573  | Żyrardów        |
| 196 | 595  | Tuszyn          |
| 197 | 661  | Łódź            |

|     |      |                 |
|-----|------|-----------------|
| 198 | 904  | Zelów           |
| 199 | 1509 | Łódź            |
| 200 | 298  | Września        |
| 201 | 864  | Dąbie           |
| 202 | 899  | Grabów Łęczycki |
| 203 | 17   | Warszawa        |
| 204 | 999  | Latowicz        |
| 205 | 40   | Wrocław         |
| 206 | 152  | Gdańsk          |
| 207 | 697  | Wasilków        |
| 208 | 1455 | Przemyśl        |
| 209 | 2705 | Chełm           |

## § 2

1. The sale of facilities listed in § 1 will be executed through a tender at the price not lower than the price set by a property expert after valuation.
2. In case of failure of the first tender the price in the next tender can be lower but not more than 25%.
3. Final conditions of sale or lease of facilities listed in § 1 will be approved by the Supervisory Board in the form of a resolution.

## § 3

The resolution comes into effect on the day of passing.

The resolution was passed with 236,487,665 votes "for"; 43,636,897 votes "against"; 120,009 votes "abstain".

## **RESOLUTION No 32**

**by  
ORDINARY GENERAL MEETING OF SHAREHOLDERS  
of  
POLSKI KONCERN NAFTOWY ORLEN SPÓŁKA AKCYJNA**

**dated May 14, 2001**

regarding purchase of property / real estate

### **§ 1**

Under art. 393, point 4 of the Commercial Companies Code the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. approves the purchase of a lease from The President of Częstochowa, acting on behalf of the State Treasury giving the right of use, for a duration of 99 years, of the ground located in Częstochowa, Równoległa St. 65, marked with no 23/1 and 24/1 of the total area of 1.5460 hectares and registered in the land and mortgage book under KW no 96487 and run by the District Court in Częstochowa under the following rules:

A. PKN ORLEN S.A. was made exempt from the payment of the first instalment of PLN 235,325 (two hundred and thirty five thousand three hundred and twenty five zlotys) which accounts for 25% of the total price of the ground of PLN 941,300 (nine hundred and forty one thousand three hundred).

B. PKN ORLEN S.A. will make yearly payments which amount to 3% of the current value of the ground.

### **§ 2**

The purchase of the property / real estate described in § 1 is meant to regulate the legal status of the ground on which there are elements of Oil Products Storage Facilities no 4 in Częstochowa.

### **§ 3**

The Resolution comes into effect on the day of passing

The resolution was passed with 274,549,630 votes "for"; 0 votes "against"; 5,695,810 votes "abstain".

## RESOLUTION No 33

by  
ORDINARY GENERAL MEETING OF SHAREHOLDERS  
of  
POLSKI KONCERN NAFTOWY ORLEN SPÓŁKA AKCYJNA

dated May 14, 2001

regarding purchase of property / real estate

### § 1

Under art. 393, point 4 of the Commercial Companies Code the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. approves the purchase of the following properties / real estate

1. Property / real estate located in Płońsk, Warszawska st. 78, marked as ground plot no 2146/2 of the area of 0.1293 hectare, registered in the land and mortgage book under KW no 32115 and run by the District Court in Płońsk, to be purchased from joint owners Ms Krystyna Chylińska, Ms Joanna Maria Chylińska-Bukat and Ms Zofia Elżbieta Leszczawska at the price of PLN 80,000 (eighty thousand zlotys). The purchase of the property / real estate is aimed to regulate the legal status of the ground on which petrol station no 676 stands.
2. Property / real estate located in Bydgoszcz, Flisacka St., marked as ground plot no 823 of the area of 0.0950 hectare, registered in the land and mortgage book under KW no 84821 and run by the District Court in Bydgoszcz, to be purchased from Ms Wiktoria Lidia Tefalska. The price of the property / real estate will be set through the court compromise between the owner and PKN ORLEN S.A.. In case of lack of such a compromise, the final price will be decided by the Common Court. The purchase of the property / real estate is aimed to regulate the legal status of the ground being a part of the property / real estate occupied by a storage facility no 62 and located in Bydgoszcz, Flisacka St.
3. Ground plot located in Wojkowice Kościelne, marked no 31/1 of the area of 0.0357 hectare, registered in the land and mortgage book under KW no 2426 and run by the District Court in Zawiercie to be purchased from the commune of Siewierz at the price of PLN 50,000 (fifty thousand zlotys). At any time now and in the future all the owners of the grounds adjacent to the plot no 31/1 will be granted free rights of passage through the plot 31/1. The purchase of this property / real estate is aimed to build access road to the petrol station.

### § 2

The Resolution comes into effect on the day of passing.

The resolution was passed with 280,123,531 votes "for"; 0 votes "against"; 119,909 votes "abstain".

## RESOLUTION No 34

by  
ORDINARY GENERAL MEETING OF SHAREHOLDERS  
of  
POLSKI KONCERN NAFTOWY ORLEN SPÓŁKA AKCYJNA

dated May 14, 2001

regarding purchase of property / real estate

### § 1

Under art. 393, point 4 of the Commercial Companies Code the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. approves the purchase of the following properties / real estate

1. Ground plot no 415/1, area of 0.1094 hectare, located in Obory, commune of Wierzbinek, to be purchased from Mrs Marianna Olejniczak, Mr Jan Olejniczak, Mrs Albina Olejniczak, Mrs Anna Michniewska and Mrs Romualda Drózdź at the price of PLN 10,940 (ten thousand nine hundred and forty zlotys).
2. Ground plot, evidence no 124/1 of the area of 0.0781 hectare, located in Obory, commune of Wierzbinek, to be purchased from Mrs Irena Górecka at the estimated price of PLN 5,077 (five thousand seventy seven zlotys).
3. Ground plots, evidence no 185/1 of the area of 0,0577 hectare, located in Morzyczyn, commune of Wierzbinek, to be purchased from Mr Tomasz Welka, at the estimated price of PLN 3,462 (three thousand four hundred and sixty two zlotys).
4. Ground plot, no 39/1 of the area of 0.2796 hectare, located in Tarnówek, commune Kruszwica, to be purchased from State Treasury's National Agency of Agriculture , division in Bydgoszcz, at the price of PLN 14,000 (fourteen thousand zlotys).
5. Ground plot, evidence no 83/3 of the area of 0.0336 hectare, located in Piecki, commune of Kruszwica, to be purchased from Mrs Maria Bogacz and Mr Maciej Bogacz, at the estimated price of PLN 21,840 (twenty one thousand eight hundred and forty zlotys).
6. Ground plot, evidence no 182/1 of the area of 0.0919 hectare, located in Piecki, commune of Kruszwica, to be purchased from Mr Bartosz Głowacki at the estimated price of PLN 36,7600 (thirty six thousand seven hundred and sixty zlotys).
7. Ground plot, evidence no 17/9 of the area of 0.0328 hectare, located in Bąbolin, commune of Gniewkowo, to be purchased from State Treasury's National Agency of Agriculture at the estimated price of PLN 2,000 (two thousand zlotys).
8. Ground plot, evidence no 53/1 of the area of 0.1272 hectare, located in Turzany, commune of Inowrocław, to be purchased from Mr Stanisław Opławski at the estimated price of PLN 7,200 (seven thousand two hundred zlotys).

All the above properties / real estate are required for a gate valve station on the pipeline to Kopalnia Góra - IKS "Solino" S.A. - the investment no 10091

### § 2

The Resolution comes into effect on the day of passing.

The resolution was passed with 278,890,981 votes "for"; 0 votes "against"; 119,909 votes "abstain".



## RESOLUTION No 35

by  
ORDINARY GENERAL MEETING OF SHAREHOLDERS  
of  
POLSKI KONCERN NAFTOWY ORLEN SPÓŁKA AKCYJNA

dated May 14, 2001

regarding purchase of property / real estate

### § 1

Under art. 393, point 4 of the Commercial Companies Code the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. approves the purchase of the following properties / real estate

1. Ground plot no 18/2, area of 0.0793 hectare, located within borders of the village of Trzepowo Nowe, evidence in records of Stara Biała, to be purchased from Mr Wiesław Stanisław Pawłowski at the price of PLN 5,950 (five thousand nine hundred and fifty zlotys).
2. Ground plot, evidence no 1099/2 of the area of 0.0400 hectare, located in Płock, to be purchased from Mr Lech Paradowski at the estimated price of PLN 12,000 (twelve thousand zlotys).
3. Ground plots, evidence numbers 463, 464 and 465 of the area of 0,1400 hectare, located in Gorzewo, commune of Gostynin, to be purchased from The National Forest Body - Foresty Management in Gostynin at the estimated price of PLN 20,000 (twenty thousand zlotys).
4. Ground plot, no 278/2 of the area of 0.0405 hectare, located within the borders of the town Gostynin, to be purchased from Ms Elżbieta Golus and Mr Janusz Beksiński at the price of PLN 6,000 (six thousand zlotys).
5. Ground plot, evidence no 3/4 of the area of 0.1126 hectare, located in Sobótka Kolonia, commune of Grabów, to be purchased from Mr Ryszard Makowski at the estimated price of PLN 12,386 (twelve thousand three hundred and eighty six zlotys).
6. Ground plot, evidence no 79/1 of the area of 0.0909 hectare, located in Sobótka, commune of Dąbie, to be purchased from Mr Tomasz Maciejewski and Mrs Daniela Maciejewska at the estimated price of PLN 11,880 (eleven thousand eight hundred and eighty zlotys).
7. Ground plot, evidence no 818/2 of the area of 0.0378 hectare, located in Ostrosk, commune of Uniejów, to be purchased from Mr Józef Nita at the estimated price of PLN 6,000 (six thousand zlotys).
8. Ground plot, evidence no 269/1 of the area of 0.0925 hectare, located in Ostrosk, commune of Uniejów, to be purchased from Mr Florian Pająk at the estimated price of PLN 9,713 (nine thousand seven hundred and thirteen zlotys).
9. Ground plots, evidence numbers 272/1 and 273/1 of the area of 0.1023 hectare, located in Ostrosk, commune of Uniejów, to be purchased from Ms Grażyna Czupryńska at the estimated price of PLN 10,742 (ten thousand seven hundred and forty two zlotys).
10. Ground plot, evidence no 65/1 of the area of 0.1283 hectare, located in the village of Ugory, commune of Dobra, to be purchased from Mr Janusz Kaźmierczak and Mrs Wiesława Kaźmierczak at the estimated price of PLN 10,264 (ten thousand two hundred and sixty four zlotys).
11. Ground plot, evidence no 62/1 of the area of 0.0242 hectare, located in Ugory, commune of Dobra, to be purchased from Mrs Marianna Białek, Ms Wiesława Balcerzak, Mr Włodzimierz Białek and Ms Łucja Teresa Szymańska at the estimated price of PLN 3,000 (three thousand zlotys).

12. Ground plot, evidence no 642/1 of the area of 0.0873 hectare, located in Mikulice, commune of Dobra, to be purchased from Mr Henryk Rusin at the estimated price of PLN 6,300 (six thousand three hundred zlotys).
13. Ground plot, evidence no 110/1 of the area of 0.0880 hectare, located in Zakrzyn Kolonia, commune of Lisków, to be purchased from Mr Józef Szmajdziński at the estimated price of PLN 8,000 (eight thousand zlotys).
14. Ground plot, evidence no 126/1 of the area of 0.0577 hectare, located in Zakrzyn, commune of Lisków, to be purchased from Mr Jan Kajetan Pleśnierowicz and Mrs Józefa Marianna Pleśnierowicz at the estimated price of PLN 3,600 (three thousand six hundred zlotys).
15. Ground plot, evidence no 208/2 of the area of 0.0374 hectare, located in Szadek, commune of Blizanów, to be purchased from Mr Zygmunt Chojnacki and Mrs Maria Chojnacka at the price of PLN 3,68 (three thousand six hundred and eighty five zlotys).
16. Ground plot, evidence no 209/2 of the area of 0.0385 hectare, located in Szadek, commune of Blizanów, to be purchased from Mr Stanisław Noskowski and Mrs Urszula Maria Noskowska at the price of PLN 4,000 (four thousand zlotys).
17. Ground plot, evidence no 433/1 of the area of 0.0352 hectare, located in Popówek, commune of Gołuchów, to be purchased from Mr Arkadiusz Pływaczyk at the estimated price of PLN 6,500 (six thousand five hundred zlotys).
18. Ground plot, evidence no 435/1 of the area of 0.0800 hectare, located in Popówek, commune of Gołuchów, to be purchased from Mr Remigiusz Piotr Szczepański at the estimated price of PLN 14,000 (fourteen thousand zlotys).
19. Ground plot, evidence no 141/1 of the area of 0.0550 hectare, located in Szczurawice, commune of Raszków, to be purchased from Mr Włodzimierz Antoni Markowski at the price of PLN 4,125 (four thousand one hundred and twenty five zlotys).
20. Ground plot, evidence no 5/1 of the area of 0.1212 hectare, located in Jelitów, commune of Raszków, to be purchased from Mr Jan Kokot and Helena Kokot at the price of PLN 3,878 (three thousand eight hundred and seventy eight zlotys).

All the above properties / real estate are required for a gate valve station on the pipeline from Płock to Ostrów Wielkopolski - the investment no 10084

## § 2

The Resolution comes into effect on the day of passing.

The resolution was passed with 280,244,442 votes "for"; 0 votes "against"; 0 votes "abstain".

**RESOLUTION No 36  
OF  
ORDINARY GENERAL MEETING OF SHAREHOLDERS  
OF  
POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

**regarding approval of the corrections made by the State Treasury to the draft resolution in the shape suggested by the Company's Board and regarding purchase of property / real estate.**

**§ 1**

The Ordinary General Meeting of Shareholders hereby approves the correction made by the National Treasury to the draft resolution in the shape suggested by the Company's Board and regarding purchase of property / real estate in the wording as below:

§ 3 of the resolution to be given wording as below:

"Sale of property / real estate defined in § 1, point 2 will be executed through public tender under the Ministry Bill of 26 August 1997 regarding principles of calling public tender for property / real estate. Final conditions of sale will be approved by the Supervisory Board of PKN ORLEN S.A."

The text under § 2 is given number 4

The resolution was passed with 194,294,001 votes "for"; 85,831,531 votes "against"; 119,909 votes "abstain".

## RESOLUTION No 37

by  
ORDINARY GENERAL MEETING OF SHAREHOLDERS  
of  
POLSKI KONCERN NAFTOWY ORLEN SPÓŁKA AKCYJNA

dated May 14, 2001

**regarding sale of property / real estate - having included self correction of the Company's Board and changes resulting from passing Resolution No 36**

### § 1

Under art. 393, point 4 of the Commercial Companies Code the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. approves sale of use, in perpetuity, of the following properties / real estate:

1. to ENERGA - Gdańska Kompania Energetyczna S.A., seated in 80-557 Gdańsk on Marynarka Polska St. 42, the right use, in perpetuity, of two plot no 127/3 of the area of 0,0032 hectare and no 127/5 of the area of 0,0016 hectare (total area 0,0048 hectare) and located in Pszczółki, both registered in the land and mortgage book under KW no 17457 and KW no 21399, respectively, and run by the District Court in Tczew at the total price of PLN 1,440 (one thousand four hundred and forty zlotys). Plot no 127/4 will be made legally accessible to provide access to grounds no 127/3 and 127/5.
2. to the Warsaw based Walther Management Sp. z o.o. the right of use, in perpetuity, of non built-up ground of the area of around 0,2200 hectare to be separated from the property / real estate no 5/1 ground range 2-07-17 of the area of 0,5949 hectare located in Warsaw, Al. Krakowska and with the petrol station on this plot. Ground no 5/1 now used, in perpetuity, by PKN ORLEN will be made legally accessible to provide access to the ground in question. The area of the property / real estate for sale will be defined in a decision approving division of the plot no 5/1 and issued by the Mayor of Warszawa-Włochy Community.

### § 2

1. The sale of facilities listed in § 1 point 2 will be executed through a tender at the price not lower than the price set by a property expert after valuation.
2. Final conditions of sale or lease of facilities listed in § 1 will be approved by the Supervisory Board in the form of a resolution.

### § 3

Sale of property / real estate defined in § 1, point 2 will be executed through public tender under the Ministry Bill of 26 August 1997 regarding principles of calling public tender for property / real estate. Final conditions of sale will be approved by the Supervisory Board of PKN ORLEN S.A."

### § 4

The Resolution comes into effect on the day of passing

The resolution was passed with 252,330,299 votes "for"; 26,680,012 votes "against"; 0 votes "abstain".

**RESOLUTION No 38**

**by  
ORDINARY GENERAL MEETING OF SHAREHOLDERS  
of  
POLSKI KONCERN NAFTOWY ORLEN SPÓŁKA AKCYJNA**

**dated May 14, 2001**

**regarding changes to the Company's statutes**

Under art. 430, § 1 of the Commercial Companies Code and § 7, item 7, point 9 of the Company's statutes the following change is to be introduced to the Company's statutes:

**§ 1**

§ 7, item 7, point 7 of the Company's statutes to be given wording as below:

"approval to sell or lease the Company's enterprise or its self-operating part and to establish a limited property law on such enterprise or its self-operating part."

**§ 2**

The resolution comes into effect on the day of registering the change to the Statutes in the commercial register.

The resolution was passed with 280,124,654 votes "for"; 0 votes "against"; 0 votes "abstain".

## RESOLUTION No 39

by  
ORDINARY GENERAL MEETING OF SHAREHOLDERS  
of  
POLSKI KONCERN NAFTOWY ORLEN SPÓŁKA AKCYJNA

dated May 14, 2001

### regarding changes to the Company's statutes

Under art. 430, § 1 of the Commercial Companies Code and § 7, item 7, point 9 of the Company's statutes the following change is to be introduced to the Company's statutes:

#### § 1

In § 7, item 7 of the Company's statutes, point 8 to be deleted

#### § 2

§ 7, item 7, point 12 of the Company's statutes to be given wording as below:

“ issuance of convertible bonds or precedence bonds ”

#### § 3

In § 7, item 7 of the Company's statutes the listed regulations change their numbers as below:

- point 9 changes into point 8;
- point 10 changes into point 9;
- point 11 changes into point 10;
- point 12 changes into point 11;
- point 13 changes into point 12;

#### § 4

§ 8, item 9, point 1 of the Company's statute to be given wording as below:

“Apart from point 2 of this item , resolutions of the Supervisory Board are passed in absolute majority at the presence of at least half of the Supervisory Board where valid votes are these 'in favour', 'against' and 'abstain'”. In case of equal number of votes the Chairman's vote is prevailing and decisive’

#### § 5

In § 8, item 11 of the Company's statute point 13 to be added in the wording as below:

“ giving assent, on the Management Board's motion, to sell and to purchase property / real estate or share in such property / real estate, whose net book value exceeds one twentieth of the initial capital”

#### § 6

In § 8, item 12 of the Company's statutes point 8 to be added in the wording as below:

“issuance of bonds”

§ 7

In § 8 of the Company’s statutes point 16 to be added in the wording as below:

“Members of the Supervisory Board can participate in passing resolutions of the Board through voting in writing and passing their votes through another member of the Supervisory Board or through direct means of remote communication, as defined in the Regulations of the Supervisory Board”

§ 8

§ 9, item 7 of the Company’s statutes to be given the wording as below:

1. all matters going beyond competence of the ordinary board meeting which will be specified in the regulations of the Management Board;
2. sale and purchase of property / real estate or share in such property / real estate, whose net book value does not exceed one twentieth of the initial capital
3. sale and purchase of property / real estate or share in such property / real estate, whose net book value exceeds one twentieth of the initial capital after prior approval of the Supervisory Board.

§ 9

The resolution comes into effect on the day of registering the change to the Statutes in the commercial register.

The resolution was voted with 146,337,303 votes “for”; 128,211,350 votes “against”; 5,576,001 votes “abstain”.

The resolution was not passed.

**RESOLUTION No 40**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding establishing of the composition of the PKN ORLEN S.A. Supervisory Board

**§ 1**

Under § 14, item 1 of the Regulations of the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. the General Meeting of Shareholders hereby appoints nine-member Supervisory Board of PKN ORLEN SA., including at least two members of the Supervisory Board who meet requirements of § 8, item 5 of the Company's Statutes and submitted an appropriate declaration and one member of the Supervisory Board appointed by the National Treasury according to § 8, item 2, point 1 of the Company's Statutes.

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 280,122,514 votes "for"; 300 votes "against"; 1,840 votes "abstain".



**RESOLUTION No 41**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding establishing of a number of the PKN ORLEN S.A. Supervisory Board who meet requirements of § 8, item 5 of the Company's Statutes

**§ 1**

The Ordinary General Meeting of Shareholders of PKN ORLEN S.A. establishes number 2 as a number of members of the Supervisory Board of PKN ORLEN SA. who meet requirements of § 8, item 5 of the Company's Statutes.

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 267,424,654 votes "for"; 0 votes "against"; 12,700,000 votes "abstain".

**RESOLUTION No 42**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding appointment of a Chairman of the PKN ORLEN S.A. Supervisory Board

**§ 1**

Under art. 385 §1 of the Commercial Companies Code and § 8 item 4 of the Company's Statutes the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby appoints Mr Andrzej Herman as a Chairman of the Supervisory Board.

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 278,889,324 votes "for"; 997 votes "against"; 1,234,352 votes "abstain".

**RESOLUTION No 43**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding appointment of a Member of the PKN ORLEN S.A. Supervisory Board

**§ 1**

Under art. 385 § 1 of the Commercial Companies Code and § 8 item 2 of the Company's Statutes the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby appoints Mr Marcin Giżewski as a Member of the Supervisory Board.

Mr Marcin Giżewski meets requirements of § 8, item 5 of the Company's Statutes and submitted an appropriate declaration.

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 271,819,143 votes "for"; 4,458 votes "against"; 5,234,252 votes "abstain".

**RESOLUTION No 44**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding appointment of a member of the PKN ORLEN S.A. Supervisory Board

**§ 1**

Under art. 385 § 1 of the Commercial Companies Code and § 8 item 4 of the Company's Statutes the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby appoints Mr Marek Wąsowicz as a member of the Supervisory Board.

Mr Marek Wąsowicz meets requirements of § 8, item 5 of the Company's Statutes and submitted an appropriate declaration.

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 274,873,360 votes "for"; 2 votes "against"; 5,250,552 votes "abstain".

**RESOLUTION No 45**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding appointment of a member of the PKN ORLEN S.A. Supervisory Board

**§ 1**

Under art. 385 § 1 of the Commercial Companies Code and § 8 item 4 of the Company's Statutes the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby appoints Ms Kalina Grzeškowiak - Gracz a member of the Supervisory Board

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 266,153,658 votes "for"; 34,743 votes "against"; 13,936,253 votes "abstain".

**RESOLUTION No 46**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding appointment of a member of the PKN ORLEN S.A. Supervisory Board

**§ 1**

Under art. 385 § 1 of the Commercial Companies Code and § 8 item 4 of the Company's Statutes the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby appoints Mr Jerzy Idzik a member of the Supervisory Board

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 266,183,378 votes "for"; 12,706,688 votes "against"; 336 votes "abstain".

**RESOLUTION No 47**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding appointment of a member of the PKN ORLEN S.A. Supervisory Board

**§ 1**

Under art. 385 § 1 of the Commercial Companies Code and § 8 item 4 of the Company's Statutes the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby appoints Mr Stanisław Kondracikowski a member of the Supervisory Board

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 266,157,381 votes "for"; 16,620 votes "against"; 13,950,653 votes "abstain".

**RESOLUTION No 48**  
**OF**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF**  
**POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding appointment of a member of the PKN ORLEN S.A. Supervisory Board

**§ 1**

Under art. 385 § 1 of the Commercial Companies Code and § 8 item 4 of the Company's Statutes the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby appoints Mr Aleksander Olas a member of the Supervisory Board

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 266,157,381 votes "for"; 16,720 votes "against"; 13,950,553 votes "abstain".



**RESOLUTION No 49**

**OF  
ORDINARY GENERAL MEETING OF SHAREHOLDERS  
OF  
POLSKI KONCERN NAFTOWY ORLEN SPÓLKA AKCYJNA**

**dated 14 May 2001**

Regarding appointment of a member of the PKN ORLEN S.A. Supervisory Board

**§ 1**

Under art. 385 § 1 of the Commercial Companies Code and § 8 item 4 of the Company's Statutes the Ordinary General Meeting of Shareholders of PKN ORLEN S.A. hereby appoints Mr Szczepan Targowski a member of the Supervisory Board

**§ 2**

The resolution comes into effect on the day of passing.

The resolution was passed with 266,185,431 votes "for"; 12,704,970 votes "against"; 1,234,253 votes "abstain".