

**RESOLUTION NO. ....**

**OF THE ORDINARY SHAREHOLDERS MEETING OF POLSKI KONCERN NAFTOWY  
ORLEN SPOLKA AKCYJNA**

**dated 25 June 2010**

**regarding the approval to dispose, lease or charge of other right to third party of the  
organised part of the enterprise.**

**§ 1**

Pursuant to Article 393 point 3 of the Code of Commercial Companies in connection with § 7 item 7 point 7 of the Company Articles of Association, the Ordinary Shareholders Meeting of Polski Koncern Naftowy ORLEN S.A. approves to sell, lease or charge of other right to third party, under conditions determined in § 2 and 3 of the resolution, following organised parts of the enterprise:

1. Petrol Station No. 184 Dobra
2. Petrol Station No. 436 Konotop
3. Petrol Station No. 818 Chelm
4. Petrol Station No. 989 Gozdnica
5. Petrol Station No. 1060 Osie
6. Petrol Station No. 1070 Sliwice
7. Petrol Station No. 1074 Swiedziebnia
8. Petrol Station No. 1096 Ratno Dolne
9. Petrol Station No. 1546 Czerwiensk
10. Petrol Station No. 1255 Swiecko

**§ 2**

1. Disposal can be done through open tender, at the price not lower than the real property market value specified in an appraisal prepared by a certified property appraiser or net present book value of property, depending which of them two will be higher.
2. Should no buyer is selected through the first open tender, mentioned in item 1 above, next tenders may be conducted with reduced call bid price, not more than by 25 percent of the real property market value or net present book value, depending which of them two will be higher, or through sending of invitations for making offers.
3. Without applying the procedure and conditions, mentioned in items 1 and 2 above, the disposal can be done for the benefit of the State Treasury, local government units and PKN ORLEN Capital Group companies or if no buyer is selected through next two open tenders.
4. Final conditions of disposal will be approved through resolution by the Management Board and/or the Supervisory Board of the Company, in accordance with provisions of currently binding Company's Articles of Association.

**§ 3**

Lease or charge of other right to third party of organised part of enterprise mentioned in § 1 of the resolution, will be made in accordance with the rules determined in the procedure of disposing or charging of other right to third party of the Company's properties, applied in the Company.

**§ 4**

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

The number of shares of which given valid votes ....., percentage share of shares, of which given valid votes, in the share capital .....

The total number of valid shares .....

There were ..... votes in favour of the resolution, ..... votes against the resolution and ..... votes abstained.