

**Ordinary General Meeting of Shareholders
of Polski Koncern Naftowy ORLEN SA**

Dear Sirs,

Pursuant to § 8 item 3 of the Company Statutes, the term of the Supervisory Board members shall be joint and expire as of the date of the Ordinary General Meeting of Shareholders approving the financial statements for the second full financial year of the term. The commencement date of the joint term, as referred to above, was stated in the Company Statutes as 31 May 2007. Taking into account the fact that the second full financial year of the term was 2009, the term of the Supervisory Board shall expire as of the date of this year's Ordinary General Meeting of Shareholders, with the materials for which you have just been provided. Due to the foregoing, the Company's Management Board included the appointment of the Supervisory Board members for the new term in the agenda of this Ordinary General Meeting of Shareholders.

The appointment of the Supervisory Board members should be preceded by the establishment of their number, because in accordance with § 14 item 2 sentence 1 of the Regulations of the General Meeting of Shareholders of PKN ORLEN SA before the appointments to the Supervisory Board commence, the General Meeting of Shareholders each time determines the number of the Supervisory Board Members, at the request of the Chairman or any other authorised person, unless otherwise stated in the agenda. Taking the foregoing into account and in relation to this item of the agenda, we prepared the draft of the resolution regarding the establishment of the number of the Supervisory Board members. The presented drafts of the resolutions refer to the appointment to the Supervisory Board, respectively of the Chairman of the Supervisory Board, the so-called independent Supervisory Board members and its other members. These resolutions were drafted taking into account § 8 item 2 pt. 2 of the Company Statutes, pursuant to which the General Meeting of Shareholders appoints all the Supervisory Board members, except for the member appointed by the State Treasury.

Dariusz Krawiec
President of the Management

Wojciech Kotlarek
Management Board Member