

**RESOLUTION NO. ....**  
**OF THE ORDINARY SHAREHOLDERS MEETING OF POLSKI KONCERN NAFTOWY**  
**ORLEN SPOLKA AKCYJNA**

**dated 25 June 2010**

**regarding the adoption of the agenda of the Ordinary Shareholders Meeting**

**§ 1**

The Ordinary Shareholders Meeting of Polski Koncern Naftowy ORLEN S.A. resolves to adopt the following agenda:

1. Opening of the Shareholders Meeting.
2. Election of the Chairman of the Shareholders Meeting.
3. Confirmation of the proper convention of the Shareholders Meeting and its ability to adopt resolutions.
4. Adoption of the agenda.
5. Election of the Tellers Committee.
6. Examination of the report of the Management Board on the Company's activities and the Company's financial statement, the motion of the Management Board regarding the distribution of the profit for the financial year 2009 and also examination of the report of the Supervisory Board opinion regarding the report of the Management Board on the Company's activities and the Company's financial statement in terms of their compliance with books, records and facts and regarding the motion of the Management Board regarding the distribution of the profit for the financial year 2009.
7. Examination of the report of the Management Board on the ORLEN Capital Group's activities, the ORLEN Capital Group's consolidated financial statement for the financial year 2009 and also examination of the opinion of the Supervisory Board regarding the report of the Management Board on the ORLEN Capital Group's activities and the ORLEN Capital Group's consolidated financial statement for the financial year 2009.
8. Examination of the report of the Supervisory Board for year 2009 complying with the requirements of the Best Practices of Companies Listed on the Warsaw Stock Exchange.
9. Adoption of the resolution regarding the approval of the report of the Management Board on the Company's activities and the Company's financial statement for the financial year 2009.
10. Adoption of the resolution regarding the approval of the report of the Management Board on the ORLEN Capital Group's activities and the ORLEN Capital Group's consolidated financial statement for the financial year 2009.
11. Adoption of the resolution regarding the distribution of the profit for the financial year 2009.
12. Adoption of resolutions regarding the acknowledgement of fulfillment of duties by the members of the Company's Management Board in 2009.
13. Adoption of resolutions regarding the acknowledgement of fulfillment of duties by the members of the Company's Supervisory Board in 2009.
14. Examination of the information and adoption of resolutions regarding changes to the Company's Articles of Association and establishing the unified text of the amended Articles of Association.
15. Examination of the information and adoption of resolution regarding disposal, lease or charge of other right to third party of the organised part of the enterprise.
16. Adoption of resolution regarding the establishment of the number of members of the Supervisory Board
17. Adoption of resolutions regarding appointment of the Supervisory Board on the new term of office.

18. Conclusion of the Shareholders Meeting.

**§ 2**

The resolution shall come into force upon 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.