

RESOLUTION NO.

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

dated 25 June 2010

**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**

§ 1

Pursuant to Article 395 § 2 point 1 of the Code of Commercial Companies and Article 45 and Article 53 item 1 of the Accountancy Act in conjunction with § 7 item 7 point 1 of the Company's Articles of Association, the Ordinary Shareholders Meeting of Polski Koncern Naftowy ORLEN S.A., having previously examined and become familiar with the opinion of the Company's Supervisory Board, shall resolve to approve the following reports and statements submitted by the Company's Management Board:

1. Report of the Management Board on the Company's activities for the financial year 2009;
2. Financial statement of the Company for the period from 1 January 2009 to 31 December 2009, including the following items verified by a certified auditor:
 - balance sheet as of 31 December 2009 presenting the amount of PLN 37,016,351,196.96 (in words, Polish zlotys: thirty seven billion sixteen million three hundred fifty one thousand one hundred ninety six, 96/100) both on the side of the total assets and the total equity and liabilities;
 - income statement for the period from 1 January 2009 to 31 December 2009 presenting the net profit in the amount of PLN 1,635,885,461.24 (in words, Polish zlotys: one billion six hundred thirty five million eight hundred eighty five thousand four hundred sixty one, 24/100);
 - additional information including the introduction to the financial statement and additional notes and explanations;
 - statement of changes in equity, presenting an increase in the equity as of 31 December 2009 of PLN 1,751,023,097.54 (in words, Polish zlotys: one billion seven hundred fifty one million twenty three hundred and ninety seven, 54/100);
 - cash flow statement presenting an increase in the net cash of PLN 1,526,534,903.13 (in words, Polish zlotys: one billion five hundred twenty six million five hundred thirty four thousand nine hundred and three, 13/100).

§ 2

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.