

**Draft resolution of the Ordinary Shareholders Meeting of PKN ORLEN S.A. regarding the allocation of profit for the financial year 2010.**

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

**dated 29 June 2011**

**regarding the distribution of profit for the financial year 2010**

**§ 1**

Pursuant to Article 395 § 2 point 2 of the Code of Commercial Companies and § 7 item 7 point 3 of the Company's Articles of Association, the Ordinary Shareholders Meeting of Polski Koncern Naftowy ORLEN S.A., having previously examined the motion of the Management Board, shall resolve to allocate the total profit for 2010 in the amount of PLN 2,357,127,065.35 (in words: two billion three hundred and fifty seven million one hundred and twenty seven thousand sixty five Polish zlotys, 35/100) to the Company's supplementary capital.

**§ 2**

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

The number of shares for which valid votes were cast ....., percentage of the said shares in the share capital .....

The total number of valid votes .....

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