

Draft resolutions of Ordinary Shareholders Meeting of PKN ORLEN S.A. regarding the acknowledgement of the fulfilment of duties by the Supervisory Board members in 2010.

RESOLUTION NO.

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

dated 29 June 2011

regarding the acknowledgement of the fulfilment of duties in 2010

§ 1

Pursuant to Article 395 § 2 point 3 of the Code of Commercial Companies in conjunction with § 7 item 7 point 2 of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of Polski Koncern Naftowy ORLEN S.A. shall acknowledge the fulfilment of duties by Mr. Maciej Damian Mataczynski in the financial year 2010, in connection with the function of the Chairman of the Supervisory Board held by him during the period from 1 January 2010 to 31 December 2010.

§ 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.

The resolution was adopted by way of secret ballot.

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§ 1

Pursuant to Article 395 § 2 point 3 of the Code of Commercial Companies in conjunction with § 7 item 7 point 2 of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of Polski Koncern Naftowy ORLEN S.A. shall acknowledge the fulfilment of duties by Mr. Marek Karabula in the financial year 2010, in connection with the function of a Member of the Supervisory Board held by him during the period from 1 January 2010 to 31 December 2010, and the function of the Vice-Chairman of the Supervisory Board held by him from 1 January 2010 to 25 June 2010, and from 20 July 2010 to 31 December 2010.

§ 2

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

The number of shares for which valid votes were, 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.

The resolution was adopted by way of secret ballot.

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§ 1

Pursuant to Article 395 § 2 point 3 of the Code of Commercial Companies in conjunction with § 7 item 7 point 2 of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of Polski Koncern Naftowy ORLEN S.A. shall acknowledge the fulfilment of duties by Mr. Grzegorz Borowiec in the financial year 2010, in connection with the function of a Member of the Supervisory Board held by him during the period from 1 January 2010 to 31 December 2010.

§ 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.

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§ 1

Pursuant to Article 395 § 2 point 3 of the Code of Commercial Companies in conjunction with § 7 item 7 point 2 of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of Polski Koncern Naftowy ORLEN S.A. shall acknowledge the fulfilment of duties by Mr. Krzysztof Kolach in the financial year 2010, in connection with the function of a Member of the Supervisory Board held by him during the period from 1 January 2010 to 31 December 2010.

§ 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

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§ 1

Pursuant to Article 395 § 2 point 3 of the Code of Commercial Companies in conjunction with § 7 item 7 point 2 of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of Polski Koncern Naftowy ORLEN S.A. shall acknowledge the fulfilment of duties by Mr. Piotr Jan Wielowieyski in the financial year 2010, in connection with the function of a Member of the Supervisory Board held by him during the period from 1 January 2010 to 31 December 2010.

§ 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

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ORLEN SPOLKA AKCYJNA

dated 29 June 2011

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§ 1

Pursuant to Article 395 § 2 point 3 of the Code of Commercial Companies in conjunction with § 7 item 7 point 2 of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of Polski Koncern Naftowy ORLEN S.A. shall acknowledge the fulfilment of duties by Ms. Angelina Anna Sarota in the financial year 2010, in connection with the function of a Member of the Supervisory Board held by her during the period from 1 January 2010 to 31 December 2010, and the function of the Secretary of the Supervisory Board held by her from 1 January 2010 to 25 June 2010, and from 20 July 2010 to 31 December 2010.

§ 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

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§ 1

Pursuant to Article 395 § 2 point 3 of the Code of Commercial Companies in conjunction with § 7 item 7 point 2 of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of Polski Koncern Naftowy ORLEN S.A. shall acknowledge the fulfilment of duties by Mr. Jaroslaw Stanislaw Roclawski in the financial year 2010, in connection with the function of a Member of the Supervisory Board held by him during the period from 1 January 2010 to 25 June 2010.

§ 2

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

The number of shares for which given 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.

The resolution was adopted by way of secret ballot.

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§ 1

Pursuant to Article 395 § 2 point 3 of the Code of Commercial Companies in conjunction with § 7 item 7 point 2 of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of Polski Koncern Naftowy ORLEN S.A. shall acknowledge the fulfilment of duties by Mr. Janusz Zielinski in the financial year 2010, in connection with the function of a Member of the Supervisory Board held by him during the period from 1 January 2010 to 31 December 2010.

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

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§ 1

Pursuant to Article 395 § 2 point 3 of the Code of Commercial Companies in conjunction with § 7 item 7 point 2 of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of Polski Koncern Naftowy ORLEN S.A. shall acknowledge the fulfilment of duties by Mr. Artur Gabor in the financial year 2010, in connection with the function of a Member of the Supervisory Board held by him during the period from 25 June 2010 to 31 December 2010.

§ 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

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§ 1

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§ 2

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

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The total number of valid votes

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

The resolution was adopted by way of secret ballot.