



Resolution No. 4576/11
of the Management Board
of Polski Koncern Naftowy ORLEN Spółka Akcyjna
dated 29 March 2011

regarding the allocation of profit for the financial year 2010

Pursuant to § 9 item 7 point 1 of the Company's Articles of Association and § 5 item 5 point 3 of the Constitution of the Management Board, in conjunction with Article 395 § 2 point 2 of the Code of Commercial Companies and § 7 item 7 point 1 of the Company's Articles of Association, and also taking into account § 8 item 11 point 6 of the Company's Articles of Association, the following shall be resolved:

§ 1

The Company's Management Board shall adopt the motion regarding the allocation of profit generated by the Company in 2010 and shall resolve to submit the motion to the Company's Ordinary Shareholders Meeting for adoption of the resolution regarding the allocation of profit for the financial year 2010 in the following manner:

- 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 Company's Management Board shall resolve to apply to the Company's Supervisory Board for the opinion on the motion referred to in § 1 of this Resolution.

§ 3

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

Signatures of the Management Board members present at the meeting:

.....
Dariusz Krawiec
President of the
Management Board

.....
Sławomir Jędrzejczyk
Vice-President of the
Management Board

.....
Wojciech Kotlarek
Management Board
Member

.....
Krystian Pater
Management Board
Member

.....
Marek Serafin
Management Board
Member

CC: 1 x Management Board Members; 1 x Supervisory Board; 1 x file