



Polski Koncern Naftowy ORLEN
Spółka Akcyjna

**Resolution No. 1256/11
of the Supervisory Board
of Polski Koncern Naftowy ORLEN Spółka Akcyjna
dated 19 May 2011**

regarding the opinion on the motion of the Company's Management Board regarding the allocation of profit for the financial year 2010

Pursuant to: Art. 382 § 3 of the Code of Commercial Companies in conjunction with 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 following shall be resolved:

§ 1

The Company's Supervisory Board has provided its positive opinion on the motion of the Company's Management Board regarding the allocation of profit for 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.

In the opinion of the Supervisory Board, the motion proposed by the Management Board regarding the allocation of profit is compliant with the Company's strategy and the objectives of its operations.

§ 2

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

Out of voting persons, there were votes IN FAVOUR of the Resolution; votes AGAINST the Resolution; votes ABSTAINED. .

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Maciej Mataczyński

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Marek Karabuła

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Angelina Sarota

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Artur Gabor

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Grzegorz Borowiec

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Krzysztof Kołach

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Leszek Pawłowicz

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Piotr Wielowieyski

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Janusz Zieliński