

Statement from a candidate to the office of an independent Member of PKN ORLEN Supervisory Board.

**STATEMENT OF THE CANDIDATE FOR AN INDEPENDENT MEMBER OF
THE SUPERVISORY BOARD OF PKN ORLEN SA**

I hereby represent that, with regard to my person, no statutory prerequisites are met that would prevent me from being appointed to the position of the Supervisory Board member of PKN ORLEN SA and from holding such a position, and in particular prerequisites specified in Article 18 and Article 387 of the Commercial Companies Code.

I declare that I meet the prerequisites specified below and resulting from § 8 item 5 of the Company Statutes:

- 1) I am not employed by the Company or its related entity¹,
- 2) I have not been a member of the management body of the Company or its Related Party at any point during the five years preceding my appointment to the Supervisory Board,
- 3) I am not a member of the corporate bodies of the Related Party,
- 4) I have not received at any point during the five years preceding my appointment to the Supervisory Board any additional remuneration in a significant amount, i.e. in a total amount exceeding six hundred thousand Polish zlotys, from the Company or its Related Party except for the remuneration obtained as a member of the corporate bodies,
- 5) I have not been a shareholder or employee of the current or previous certified auditor examining the financial statements of the Company or its Related Party at any point during the three years preceding my appointment to the Supervisory Board,
- 6) I am not a shareholder having 5 percent or more of votes at the General Meeting of Shareholders of the Company or its Related Party,
- 7) I am not a member of supervisory or management bodies nor an employee of an entity having 5 percent or more of votes at the General Meeting of Shareholders of the Company or its Related Party,
- 8) I am not an ascendant, descendant, spouse, sibling, parent of a spouse of any person specified in the preceding points; nor am I adopted by any person specified in the preceding points,

¹ "Related Party" shall mean the Company's Parent Company, the Company's Subsidiary or the Subsidiary of the Company's Parent Company.

"Subsidiary" shall mean an entity in relation to which another entity is the Parent Company.

"Parent Company" shall mean an entity that:

- a) Is entitled to the majority of votes in the bodies of another entity (Subsidiary), also pursuant to agreements with another entitled parties, or
- b) Is entitled to appoint or recall the majority of members of the management bodies of another entity (Subsidiary), or
- c) With regard to which more than half of the management board members of another entity (Subsidiary) simultaneously hold positions on its management board or hold managerial positions in that entity or any other entity subordinated to that entity.

- 9) I have not been a member of the Company's Supervisory Board for longer than 3 terms,
- 10) I am not a member of the management board of the company, in which a member of the Company's Management Board holds a position on the supervisory board of such a company,
- 11) There are no significant relations between me and the members of the Company's Management Board resulting from shareholdings in other companies.

Furthermore, I represent that:

- I carry out no other activities outside PKN ORLEN SA*,
- I carry out other activities outside PKN ORLEN SA*,

.....

(Please specify the activities)

which is not/is* competitive in relation to the activities of the Company.

I represent that I am not involved/I am involved* in the activities of a competitive company as a partner in a civil partnership, a partner in a partnership or as a member of a corporate body in a commercial law company or in any other competitive legal person as a member of its body.

I represent that I am not included/I am included* in the Register of Insolvent Debtors of the National Court Register kept under the Act of 20 August 1997 (Journal of Laws of 2007, No. 168, item 1186, as amended).

Simultaneously I undertake to immediately inform the Company in writing about any changes in the circumstances regarding the statements given above.

I agree/do not agree* for processing of my personal data and for presenting of my profile and my professional career to PKN ORLEN shareholders and investors at the PKN ORLEN website.

.....
(Place and date)

.....
(Full name)

.....
(Signature)

*Delete as appropriate