



Polski Koncern Naftowy ORLEN
Spółka Akcyjna

**Resolution No. 4997/13
of the Management Board
of Polski Koncern Naftowy ORLEN Spółka Akcyjna
dated 7 May 2013**

regarding the draft resolutions of the Company's Ordinary General Meeting of Shareholders

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 § 8 item 11 point 7 of the Company's Articles of Association, the following shall be resolved:

§ 1

The Management Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna shall approve the draft resolutions of the Ordinary General Meeting of Shareholders of Polski Koncern Naftowy ORLEN SA.

The draft resolutions of the Ordinary General Meeting of Shareholders of PKN ORLEN SA shall constitute appendices to this Resolution.

§ 2

The Company's Management Board shall apply to the Corporate Governance Committee for a favourable opinion on the proposal of amendment of the Company's Articles of Association and the unified text of the Company's Articles of Association, presented in the draft resolutions of the Ordinary General Meeting of Shareholders referred to in § 1 of this Resolution.

§ 3

The Company's Management Board shall apply to the Company's Supervisory Board for the positive opinion on the draft resolutions of the Ordinary General Meeting of Shareholders referred to in § 1 of this Resolution, and then it shall resolve to apply to the Company's Ordinary General Meeting of Shareholders for the adoption of the resolutions referred to in § 1 of this Resolution.

§ 4

This Resolution comes into force as of the day of its adoption.

4 Members of the Management Board took part in the voting; 4 votes were cast IN FAVOUR OF the resolution; 0 votes were cast AGAINST the resolution; 0 votes ABSTAINED.

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

.....
Piotr Chelmiński
Member of the
Management Board

.....
Krystian Pater
Member of the
Management Board

.....
Marek Podstawa
Member of the
Management Board

Cc: 1 x Management Board Members; 1 x Counsel of PKN ORLEN; 1 x Chief Attorney-at-law; 1 x on file.