

RESOLUTION NO.

**OF THE ORDINARY GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN
SPÓŁKA AKCYJNA**

dated ... 2013

regarding: the approval of the financial statements for the financial year 2012

§ 1

Pursuant to Article 395 § 2 point 1 of the Commercial Companies Code and Article 45 and Article 53 item 1 of the Accountancy Act in conjunction with § 7 item 7 point 1 of the Articles of Association of the Company, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A., having previously examined and become familiar with the opinion of the Supervisory Board, resolves to approve the stand-alone financial statements of Polski Koncern Naftowy ORLEN Spółka Akcyjna submitted by the Management Board of the Company for the year ended on 31 December 2012, including the following items verified by the certified auditor:

- stand-alone statement of financial position as at 31 December 2012 presenting the total balance of assets, equity and liabilities in the amount of PLN 41,406,969,186.97 (in words: forty one billion four hundred and six million nine hundred and sixty nine thousand one hundred and eighty six Polish zlotys, 97/100);
- stand-alone income statement (included in the report on total income) for the period from 1 January 2012 to 31 December 2012 presenting a net profit of PLN 2,127,797,966.06 (in words: two billion one hundred and twenty seven million seven hundred and ninety seven thousand nine hundred and sixty six Polish zlotys, 06/100);
- additional information including the introduction to the stand-alone financial statements and additional notes and explanations;
- stand-alone statement of changes in equity presenting an increase in the equity as at 31 December 2012 of PLN 2,073,282,162.65 (in words: two billion seventy three million two hundred and eighty two thousand one hundred and sixty two Polish zlotys, 65/100);
- stand-alone cash flow statement presenting a decrease in the net cash and cash equivalents of PLN 3,321,847,252.34 (in words: three billion three hundred and twenty one million eight hundred and forty seven thousand two hundred and fifty two Polish zlotys, 34/100).

§ 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 abstentions.