

RESOLUTION NO.

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

dated ... 2013

regarding: the approval of the consolidated financial statements of the ORLEN Capital Group for the financial year 2012

§ 1

Pursuant to Article 395 § 5 of the Commercial Companies Code and Article 55 and Article 63c item 4 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 consolidated financial statements of the ORLEN Capital Group 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:

- consolidated statement of financial position as at 31 December 2012 presenting the total balance of assets, equity and liabilities in the amount of PLN 52,630,779,893.17 (in words: fifty two billion six hundred and thirty million seven hundred and seventy nine thousand eight hundred and ninety three Polish zlotys, 17/100);
- consolidated income statement (included in the consolidated report on total income) for the period from 1 January 2012 to 31 December 2012 presenting a net profit of PLN 2,169,989,676.87 (in words: two billion one hundred and sixty nine million nine hundred and eighty nine thousand six hundred and seventy six Polish zlotys, 87/100);
- additional information including the introduction to the consolidated financial statements and additional notes and explanations;
- consolidated statement of changes in equity presenting an increase in the equity as at 31 December 2012 of PLN 1,508,152,344.87 (in words: one billion five hundred and eight million one hundred and fifty two thousand three hundred and forty four Polish zlotys, 87/100);
- consolidated cash flow statement presenting a decrease in the net cash and cash equivalents of PLN 3,197,142,586.55 (in words: three billion one hundred and ninety seven million one hundred and forty two thousand five hundred and eighty six Polish zlotys, 55/100).

§ 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.