



Polski Koncern Naftowy ORLEN  
Spółka Akcyjna

**Resolution No. 4979/13  
of the Management Board  
of Polski Koncern Naftowy ORLEN Spółka Akcyjna  
dated 28 March 2013**

*regarding: the allocation of the profit for the financial year 2012*

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 Article 395 § 2 point 2 of the Code of Commercial Companies and § 7 item 7 point 3 of the Company's Articles of Association, and also taking into account § 8 item 11 point 6 of the Company's Articles of Association, the following shall be resolved:

**§ 1**

The Company's Management Board shall adopt the motion regarding the allocation of profit generated by PKN ORLEN S.A. in 2012 and shall resolve to submit a motion to the Company's Ordinary Shareholders Meeting for adoption of a resolution regarding the allocation of profit for the financial year 2012 in the amount of PLN 2,127,797,966.06 (in words: two milliard one hundred and twenty seven million seven hundred and ninety seven thousand nine hundred and sixty six zlotys 06/100) in the following manner:

- 1) the amount of PLN 641,563,591.50 (in words: six hundred and forty one million five hundred and sixty three thousand five hundred and ninety one zlotys 50/100) shall be appropriated for payment of dividend (1.5 PLN per share);
- 2) the remaining amount of PLN 1,486,234,374.56 (in words: one milliard four hundred and eighty six million two hundred and thirty four thousand three hundred and seventy four zlotys 56/100) shall be appropriated for the Company's supplementary capital.

**§ 2**

The Company's Management Board shall resolve to apply to the Company's Supervisory Board for an opinion on the motion referred to in § 1 and 2 of this Resolution.

**§ 3**

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

5 Members of the Management Board took part in the voting; 5 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 Members of the Management Board; 1 x Advisor of the Company; 1 x FF; 1 x on file.