

**RESOLUTION NO. ...**

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

**dated 15 May 2014**

**regarding the approval of the consolidated financial statements of the ORLEN Capital Group for the financial year 2013.**

**§ 1**

Pursuant to Article 395 § 5 of the Commercial Companies Code and Article 55 and Article 63c item 4 of the Accounting Act in conjunction with § 7 item 7 point 1 of the Articles of Association of the Company, the Ordinary General Meeting of Shareholders of Polski Koncern Naftowy ORLEN S.A., having previously examined and become familiar with the opinion of the Company's 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 2013, verified by the certified auditor, including the following items:

- consolidated statement of financial position as at 31 December 2013 presenting the total balance of assets, equity and liabilities in the amount of PLN 51,643,860,767.23 (in words: fifty-one billion six hundred forty-three million eight hundred sixty thousand seven hundred sixty-seven zlotys, 23/100);
- consolidated income statement (included in the consolidated report on total income) for the period from 1 January 2013 to 31 December 2013 presenting a net profit of PLN 89,462,874.22 (in words: eighty-nine million four hundred sixty-two thousand eight hundred seventy-four zlotys, 22/100);
- additional information including the introduction to the consolidated financial statement and additional notes and explanations;
- consolidated statement of changes in equity presenting a decrease in the equity as at 31 December 2013 in the amount of PLN 756,676,139.45 (in words: seven hundred fifty-six million six hundred seventy-six thousand one hundred thirty-nine zlotys, 45/100);
- consolidated cash flow statement presenting an increase in the net cash and cash equivalents of PLN 682,828,206.85 PLN (in words: six hundred eighty-two million eight hundred twenty-eight thousand two hundred and six zlotys, 85/100).

**§ 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 ..... votes abstained.