



Polski Koncern Naftowy ORLEN
Spółka Akcyjna

**Resolution No. 5182/14 of
the Management Board
of Polski Koncern Naftowy ORLEN Spółka Akcyjna
dated 25 March 2014**

regarding the approval of the report of the Management Board on the activities of Polski Koncern Naftowy ORLEN Spółka Akcyjna for the year ended 31 December 2013 and the stand-alone financial statements of Polski Koncern Naftowy ORLEN Spółka Akcyjna for the year ended 31 December 2013.

Pursuant to § 9 item 7 point 1 of the Articles of Association of the Company and § 5 item 5 point 3 and 11 of the Regulations of the Management Board of the Company in conjunction with Article 395 § 2 point 1 of the Commercial Companies Code and also in conjunction with § 7 item 7 point 1 and § 8 item 11 point 6 of the Articles of Association, the following is resolved:

§ 1

The Company's Management Board adopts the following reports and statements constituting an appendix to this Resolution:

- 1) report of the Management Board of the Company on activities of Polski Koncern Naftowy ORLEN Spółka Akcyjna for the financial year ended on 31 December 2013;
- 2) stand-alone financial statements of the Polski Koncern Naftowy ORLEN Spółka Akcyjna for the year ended 31 December 2013, verified by a certified auditor, composed of:
 - stand-alone statement of financial position as of 31 December 2013 presenting the total balance of assets, equity and liabilities in the amount of PLN 42,062,925,707.31 (in words: forty-two billion sixty-two million nine hundred twenty-five thousand seven hundred and seven , 31/100)
 - stand-alone income statement (included in the report on total income) for the period from 01 January 2013 to 31 December 2013 presenting a net profit of PLN 617,684,481.47 (in words: six hundred seventeen million six hundred eighty-four thousand four hundred eighty-one Zloty 47/100);
 - 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 2013 in the amount of PLN 215 137 938.07 (in words: two hundred fifteen million one hundred thirty seven thousand nine hundred thirty eight Zloty 7/100);
 - stand-alone cash flow statement presenting a decrease in the net cash and cash equivalents of PLN 1 100 143 835.73 (one billion one hundred million one hundred forty-three thousand eight hundred thirty-five Zloty 73/100).

§ 2

The Company's Management Board shall apply to the Company's Supervisory Board for the opinion on the report of the Company's Management Board on the activities of Polski Koncern Naftowy ORLEN Spółka Akcyjna for the year ended 31 December 2013 and the stand-alone financial statements of Polski Koncern Naftowy ORLEN Spółka Akcyjna for the year ended 31 December 2013, referred to in § 1 of this Resolution.

§ 3

The Company's Management Board shall apply to the Company's General Shareholders Meeting for the examination and approval of the report of the Company's Management Board on the activities of Polski Koncern Naftowy ORLEN Spółka Akcyjna for the year ended 31 December 2013 and the stand-alone financial statements of Polski Koncern Naftowy ORLEN Spółka Akcyjna for the year ended 31 December 2013, referred to in § 1 of this Resolution.

§ 4

The Resolution shall come into force on the day of its adoption.

Of the 5 votes of Board members cast, 5 votes were "FOR" the Resolution, 0 votes "AGAINST" the Resolution and 0 votes "ABSTAINING".

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 Chełmiński,
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 FS; 1 x on file.