



Polski Koncern Naftowy ORLEN
Spółka Akcyjna

**Resolution No. 5177/14
of the Management Board
of Polski Koncern Naftowy ORLEN Spółka Akcyjna
dated 25 March 2014**

regarding the allocation of net profit for the financial year 2013

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

§ 1

The Company's Management Board adopts the motion regarding the allocation of net profit generated by PKN ORLEN S.A. in 2013 and decides to submit a motion to the Company's Ordinary Shareholders Meeting for adoption of a resolution regarding the allocation of net profit for the financial year 2013 in the amount of PLN 617,684,481.47 (in words: six hundred seventeen million six hundred eighty-four thousand four hundred eighty-one Zloty 47/100) in the following way:

- 1) an amount of PLN 615,901,047.84 (in words: six hundred fifteen million nine hundred and one thousand and forty-seven Zloty 84/100) for payment of dividends (PLN 1.44 per 1 share);
- 2) the remaining amount, ie PLN 1,783,433.63 (in words: one million seven hundred eighty-three thousand four hundred thirty-three Zloty 63/100) for the supplementary capital of the Company.

§ 2

Pursuant to Article 348 § 3 of the Commercial Companies Code, the Company's Management Board proposes to set the day of 16 June 2014 as the dividend day and the day of 8 July 2014 as the dividend payment date.

§ 3

The Company's Management Board resolves to apply to the Audit Committee and the Company's Supervisory Board for an opinion on the motion referred to in § 1 and 2 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 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.