



Polski Koncern Naftowy ORLEN  
Spółka Akcyjna

**Resolution No.1497/14  
of the Supervisory Board  
of Polski Koncern Naftowy ORLEN Spółka Akcyjna  
dated 2 April 2014**

*regarding the opinion on the motion of the Company's Management Board regarding the allocation of the net profit for the financial year 2013*

Pursuant to Article 382 § 3 of the Commercial Companies Code and § 8 item 11 point 6 of the Articles of Association of the Company in conjunction with Article 395 § 2 point 2 of the Commercial Companies Code and § 7 item 7 point 3 of the Articles of Association of the Company the following is resolved:

**§ 1**

The Supervisory Board of the Company provides its positive opinion on the motion of the Management Board regarding the distribution of the net profit achieved by PKN ORLEN S.A. 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, i.e. 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.

In the opinion of the Supervisory Board, the motion proposed by the Management Board regarding the allocation of profit is compliant with the Company's strategy and the objectives of its operations.

**§ 2**

The Company's Supervisory Board has provided its positive opinion on the motion of the Company's Management Board regarding fixing the day of 16 June 2014 as the dividend day and the day of 8 July 2014 as the dividend payment date.

**§ 3**

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

Out of 7. votes cast, there were 7. votes FOR the Resolution; 0 votes AGAINST the Resolution; 0 votes ABSTAINED. .

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Angelina Sarota

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Cezary Banasiński

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Grzegorz Borowiec

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Artur Gabor

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Michał Gołębiowski

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Cezary Możejki

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Leszek Jerzy Pawłowicz