

**RESOLUTION NO. ....**

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

dated ..... 2015

**regarding the approval of the Company's financial statement for the financial year 2014.**

**§ 1**

Pursuant to Article 395 § 2 point 1 of the Commercial Companies Code and Article 45 and Article 53 item 1 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 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 stand-alone financial statements of Polski Koncern Naftowy ORLEN Spółka Akcyjna submitted by the Management Board of the Company for the year ended on 31 December 2014, verified by the certified auditor, including the following items:

- stand-alone income statement (included in the statement of profit or loss and other comprehensive income) for the period from 1 January 2014 to 31 December 2014 presenting a net loss of PLN 4,671,826,145.06 (in words: four billion six hundred seventy one million eight hundred twenty six thousand one hundred forty-five zlotys, 6/100);
- stand-alone statement of financial position as of 31 December 2014 presenting the total balance of assets, equity and liabilities in the amount of PLN 37,978,493,772.10 (in words: thirty-seven billion nine hundred seventy-eight million four hundred ninety-three thousand seven hundred seventy-two zlotys, 10/100)
- stand-alone statement of changes in equity presenting a decrease in the equity as at 31 December 2014 in the amount of PLN 6,833,460,049.15 (in words: six billion eight hundred thirty-three million four hundred sixty thousand forty-nine zlotys, 15/100)
- stand-alone cash flow statement presenting an increase in the net cash of PLN 1,408,453,752.52 (in words: one billion four hundred eight million four hundred fifty-three thousand seven hundred fifty-two zlotys, 52/100)
- additional information including the introduction to the stand-alone financial statement and additional notes and explanations.

**§ 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.