

**RESOLUTION NO. ....**

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

**dated ..... 2015**

**regarding the adoption of the agenda of the Ordinary General Meeting**

**§ 1**

The Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. resolves to adopt the following agenda:

1. Opening of the General Meeting.
2. Election of the Chairman of the General Meeting.
3. Confirmation of the proper convocation of the General Meeting and its ability to adopt resolutions.
4. Adoption of the agenda.
5. Election of the Tellers Committee.
6. Examination of the Management Board report on the Company's activities, the Company's financial statement for the financial year 2014, as well as the motion of the Management Board regarding the coverage of the net loss for the financial year 2014 and the amount of the dividend payment in 2015.
7. Examination of the report of the Management Board on the ORLEN Capital Group's activities and the ORLEN Capital Group's consolidated financial statement for the financial year 2014.
8. Examination of the report of the Supervisory Board for the year 2014 containing and taking into account:
  - a) evaluation of the Management Board report on the Company's activities and the Company's financial statement for the financial year 2014 in terms of their compliance with books, records, and facts, and the motion of the Management Board regarding the coverage of the net loss for the financial year 2014 and the amount of the dividend payment in 2015,
  - b) evaluation of the Management Board report on the ORLEN Capital Group's activities and the ORLEN Capital Group's consolidated financial statement for the financial year 2014,
  - c) the requirements of the Best Practices of Companies Listed on the Warsaw Stock Exchange.
9. Adoption of the resolution regarding the approval of the report of the Management Board on the Company's activities for the financial year 2014.
10. Adoption of the resolution regarding the approval of the Company's financial statement for the financial year 2014.
11. Adoption of the resolution regarding the approval of the report of the Management Board on the ORLEN Capital Group's activities for the financial year 2014.
12. Adoption of the resolution regarding the approval of the ORLEN Capital Group's consolidated financial statement for the financial year 2014.
13. Adoption of the resolution regarding the coverage of the net loss for the financial year 2014
14. Adoption of the resolution regarding the amount of the dividend payment in 2015.
15. Adoption of the resolutions regarding the acknowledgement of fulfilment of duties by the members of the Company's Management Board in 2014.

16. Adoption of the resolutions regarding the acknowledgement of fulfilment of duties by the members of the Company's Supervisory Board in 2014.
17. Examination of the motion and adoption of the resolutions regarding amendments to the Company's Articles of Association and establishment of the unified text of the amended Articles of Association.
18. Conclusion of the General Meeting.

**§ 2**

The resolution shall come into force upon 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.