

RESOLUTION NO.

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

dated 2015

regarding amendments to the Company's Articles of Association

§ 1

Pursuant to Article 430 § 1 of the Commercial Companies Code, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. resolves to amend the Company's Articles of Association as follows:

- 1) in § 1 item 4 after definition of "Fuels" to add new definition of "Energy" with the following wording:

"Energy" - shall mean electricity, property rights under the certificates of origin of electricity and energy efficiency certificates."

- 2) § 8 item 12 point 4 letter a with the following wording:

"activities performed within the confines of ordinary Management Board, including in particular all activities subject to turnover of Fuels"

shall be replaced with the following:

"activities performed within the confines of ordinary Management Board, including in particular all activities subject to turnover of Fuels or Energy"

§ 2

The resolution shall come into force on the day of its adoption and shall apply as from the date of the registration.

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.

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§ 1

Pursuant to Article 430 § 1 of the Commercial Companies Code, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. resolves to amend the Company's Articles of Association as follows:

in § 2 item 2 to add next point with the following wording:

"Security and commodity contracts brokerage (66.12.Z)"

§ 2

The resolution shall come into force on the day of its adoption and shall apply as from the date of the registration.

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.

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Pursuant to Article 430 § 1 of the Commercial Companies Code, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. resolves to amend the Company's Articles of Association as follows:

in § 2 item 2 to add next point with the following wording:

"Activities of head offices and holding companies, excluding financial holding companies (70.10.Z)"

§ 2

The resolution shall come into force on the day of its adoption and shall apply as from the date of the registration.

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.

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§ 1

Pursuant to Article 430 § 1 of the Commercial Companies Code, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. resolves to amend the Company's Articles of Association as follows:

in § 2 item 2 to add next point with the following wording:

"Wholesale on a fee or contract basis (NACE 46.1), including activities of agents involved in the sale of fuels, ores, metals and industrial chemicals (NACE 46.12.Z)"

§ 2

The resolution shall come into force on the day of its adoption and shall apply as from the date of the registration.

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.

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§ 1

Pursuant to Article 430 § 1 of the Commercial Companies Code, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. resolves to amend the Company's Articles of Association as follows:

§ 2 item 2 point 1 with the following wording:

"Production and manufacture of refined petroleum products (NACE 19.2)"

shall be replaced with the following:

"Production and manufacture of refined petroleum products (NACE 19.20.Z)"

§ 2

The resolution shall come into force on the day of its adoption and shall apply as from the date of the registration.

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.

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§ 1

Pursuant to Article 430 § 1 of the Commercial Companies Code, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. resolves to amend the Company's Articles of Association as follows:

1) § 7 item 7 point 8 with the following wording:

"granting consent for the sale of a real estate, perpetual usufruct or share in the real estate, which net book value exceeds one twentieth of the Company's share capital"

shall be replaced with the following:

"granting consent for the sale of a real estate, perpetual usufruct or share in the real estate, which net book value exceeds one fifth of the Company's share capital"

2) § 7 item 7a with the following wording:

"Purchase of a real estate, perpetual usufruct or a share in a real estate, regardless of its value, as well as disposal of a real estate, perpetual usufruct or a share in a real estate, which net book value does not exceed one twentieth of the Company's share capital, does not require a resolution of the Shareholders Meeting."

shall be replaced with the following:

"Purchase of a real estate, perpetual usufruct or a share in a real estate, regardless of its value, as well as disposal of a real estate, perpetual usufruct or a share in a real estate, which net book value does not exceed one fifth of the Company's share capital, does not require a resolution of the Shareholders Meeting."

3) § 8 item 11 point 13 with the following wording:

"giving assent, upon the Management Board's motion, to sell real estates, perpetual usufructs or a share in such real estate, which net book value does not exceed one twentieth of the share capital"

shall be replaced with the following:

"giving assent, upon the Management Board's motion, to sell real estates, perpetual usufructs or a share in such real estate, which net book value does not exceed one fifth of the share capital"

4) § 9 item 7 point 2 with the following wording:

"Sale of real estate, perpetual usufruct or share in such real estate which net book value does not exceed one twentieth of the share capital. The sale will only take place after prior approval of the Supervisory Board."

shall be replaced with the following:

"Sale of real estate, perpetual usufruct or share in such real estate which net book value does not exceed one fifth of the share capital. The sale will only take place after prior approval of the Supervisory Board."

§ 2

The resolution shall come into force on the day of its adoption and shall apply as from the date of the registration.

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.