

RESOLUTION NO. ...

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

dated 2017

regarding the approval of the consolidated financial statements of the ORLEN Capital Group for the financial year 2016

§ 1

Pursuant to Article 395 § 5 of the Commercial Companies Code and Article 55 and Article 63c Section 4 of the Accounting Act in conjunction with § 7 Section 7 item 1 of the Company's Articles of Association, 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 consolidated financial statements of the ORLEN Capital Group for the year ended on 31 December 2016, submitted by the Company's Management Board, verified by a certified auditor, including the following items:

- consolidated income statement (included in the consolidated statement of profit or loss and other comprehensive income) for the period from 1 January 2016 to 31 December 2016, presenting a net profit of PLN 5 739 707 774.74 (in words: five billion seven hundred and thirty-nine million seven hundred and seven thousand seven hundred and seventy-four zloty, 74/100);
- consolidated statement of financial position as of 31 December 2016, presenting the total balance of assets and liabilities in the amount of PLN 55 558 895 758.16 (in words: fifty-five billion five hundred and fifty-eight million eight hundred and ninety-five thousand seven hundred and fifty-eight zloty, 16/100);
- consolidated statement of changes in equity, presenting an increase in equity as of 31 December 2016 by the amount of PLN 5 040 840 161.83 (in words: five billion forty million eight hundred and forty thousand one hundred and sixty-one zloty, 83/100);
- consolidated cash flow statement presenting an increase in the net cash and cash equivalents by the amount of PLN 2 685 170 451.09 (in words: two billion six hundred and eighty-five million one hundred and seventy thousand four hundred and fifty-one zloty, 09/100);
- additional information, including the introduction to the consolidated financial statements and additional information and clarifications.

§ 2

The resolution shall come into force upon its adoption.

| | |
|--|-------|
| Number of shares for which valid votes were cast: | |
| Percentage of shares for which valid votes were cast in the share capital: | |
| Total number of valid votes: | |
| Votes in favour of the resolution | |
| Votes against the resolution | |
| Votes abstained | |