

FORM

**for exercising voting rights by a proxy
at
the Ordinary General Meeting of PKN ORLEN S.A.**

A Shareholder is not obliged to use this form nor does this form constitute a prerequisite for the vote being cast by a Proxy. The use of this form is subject to mutual arrangements and commitments in this respect between the Proxy and the Shareholder. This document is not a substitute for a proxy document. The Shareholder and the Proxy may use, at their own discretion, only certain pages of this form.

Upon its completion by the Shareholder granting the proxy, the form may be used as a voting sheet by the Proxy during the open voting. In the event of a secret ballot, the completed form shall be treated exclusively as a written instruction concerning the voting method for the Proxy during such a voting and should be kept by the Proxy.

*Please find below the draft resolutions of the General Meeting. Each draft of the resolution is followed by a space intended for the instruction regarding the voting method specified by the Shareholder for the Proxy and by fields for marking whether the vote is cast for or against a given resolution during the voting and whether an objection is raised in the event of a vote cast against. A vote is cast in favour or against and an objection is raised by marking an appropriate fields *. In addition, if the Proxy casts different votes assigned to different shares within the represented block of shares and during one ballot, he or she shall complete each field with the number of shares/votes dedicated to a given type of vote in a given voting.*

If the Shareholder and the Proxy decide to use this form, the Company shall not be responsible for verifying the compliance of voting with the contents of the instruction specified in the form. Any votes cast for or against by the Proxy remain valid even if cast contrary to the Shareholder's instruction.

Data of Principal/Shareholder:

Full name
Full address (residence/registered office)
PESEL/REGON
Identity Document/KRS No.

I, the undersigned,, entitled to participate in the Ordinary General Meeting of PKN ORLEN S.A. held on (hereinafter the 'General Meeting' or the 'General Meeting of Shareholders'), according to the Certificate No. concerning the right to participate in the General Meeting of Shareholders, issued by on,
represented by:

Proxy's data:

Full name
Full address (residence/registered office)
PESEL/REGON
Identity Document/KRS No.

with the use of the forms below, provide the instructions regarding the voting for the Proxy over each of the resolutions to be adopted in accordance with the agenda specified in the notice on convening the General Meeting.

The votes regarding individual matters are cast by marking the appropriate field with X¹.

.....
date and Shareholder's signature

1. Election of the Chairman of the General Meeting

Instruction for the Proxy related to the voting over the resolution No. 1

RESOLUTION NO.

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

dated 2017

regarding the election of the Chairman of the Ordinary General Meeting

§ 1

Pursuant to Article 409 § 1 sentence 1 of the Commercial Companies Code in conjunction with § 5 of the Rules of Procedure for the General Meeting of Shareholders of Polski Koncern Naftowy ORLEN S.A., the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. shall elect Mr/Ms/Mrs as the Chairman of the General Meeting.

§ 2

The resolution shall come into force upon its adoption.

Vote in favour Number of shares

Vote against Number of shares

Abstention Number of shares

In the event of voting AGAINST, I raise an objection YES NO

¹ If a different vote is to be cast from each share, the Shareholder shall specify in each field the number of shares from which the votes are to be cast as votes for, against or as an abstention. If no specification is provided, the Proxy casts votes from all shares in a manner agreed with the Shareholder.

Other instructions of the Principal:
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2. Adoption of the agenda.

Instruction for the Proxy related to the voting over the resolution No. 2

RESOLUTION NO.

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

dated 2017

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 of Shareholders.
2. Election of the Chairman of the General Meeting of Shareholders.
3. Confirmation of the proper convocation of the General Meeting of Shareholders and its ability to adopt resolutions.
4. Adoption of the agenda.
5. Election of the Tellers Committee.
6. Examination of the report of the Management Board on ORLEN Capital Group's activities and on the Company's activities for the year ended on 31 December 2016.
7. Examination of the Company's financial statement for the financial year 2016 and also the motion of the Management Board regarding the distribution of the net profit for the financial year 2016.
8. Examination of ORLEN Capital Group's consolidated financial statements for the financial year 2016.
9. Examination of the report of the Supervisory Board for the financial year 2016.
10. Adoption of the resolution regarding the approval of the report of the Management Board on activities of ORLEN Capital Group and the Company for the year ended on 31 December 2016.
11. Adoption of the resolution regarding the approval of the financial statements of the Company for the financial year 2016.
12. Adoption of the resolution regarding the approval of the consolidated financial statements of the ORLEN Capital Group for the financial year 2016.
13. Adoption of the resolution regarding the distribution of the net profit for the financial year 2016 and the determination of the dividend day and the dividend payment date.

14. Adoption of the resolutions regarding the acknowledgement of fulfilment of duties by the members of the Management Board of the Company in 2016.
15. Adoption of the resolutions regarding the acknowledgement of fulfilment of duties by the members of the Supervisory Board of the Company in 2016.
16. Conclusion of the General Meeting of Shareholders.

§ 2

The resolution shall come into force upon its adoption.

Vote in favour Number of shares

Vote against Number of shares

Abstention Number of shares

In the event of voting AGAINST, I raise an objection YES NO

Other instructions of the Principal:

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3. Election of the Tellers Committee

Instruction for the Proxy related to the voting over the resolution No. 3

RESOLUTION NO

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

dated 2017

regarding the election of the Tellers Committee

§ 1

Pursuant to § 8 of the Rules of Procedure for the General Shareholders Meeting of Polski Koncern Naftowy ORLEN S.A., the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. resolves to appoint the following persons as members of the Tellers Committee:

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§ 2

The resolution shall come into force upon its adoption.

Vote in favour Number of shares

Vote against Number of shares

Abstention Number of shares

In the event of voting AGAINST, I raise an objection YES NO

Other instructions of the Principal:
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4. Approval of the report of the Management Board on activities of the ORLEN Capital Group and PKN ORLEN S.A. for the year ended on 31 December 2016

Instruction for the Proxy related to the voting over the resolution No. 4

RESOLUTION NO.

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

dated 2017

regarding the approval of the report of the Management Board on activities of the ORLEN Capital Group and PKN ORLEN S.A. for the year ended on 31 December 2016

§ 1

Pursuant to Article 395 § 2 item 1 of the Commercial Companies Code and § 7 Section 7 item 1 of the Company's Articles of Association in conjunction with § 83 Section 7 of the Regulation of the Minister of Finance on current and periodic information, to be published by issuers of securities and on the conditions under which such information may be recognized as being equivalent to information required by the regulations of law of a state which is not a member, 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 report of the Management Board on activities of the ORLEN Capital Group and PKN ORLEN S.A. for 2016.

§ 2

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

Vote in favour Number of shares

Vote against Number of shares

Abstention Number of shares

In the event of voting AGAINST, I raise an objection YES NO

Other instructions of the Principal:

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5. Approval of the Company's financial statement. for the financial year 2016

Instruction for the Proxy related to the voting over the resolution No. 5

RESOLUTION NO.

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

dated 2017

regarding the approval of the Company's financial statement. for the financial year 2016

§ 1

Pursuant to Article 395 § 2 item 1 of the Commercial Companies Code and Article 45 and Article 53 Section 1 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 stand-alone financial statements of Polski Koncern Naftowy ORLEN Spółka Akcyjna for the year ended on 31 December 2016, submitted by the Company's Management Board, verified by a certified auditor, including following items:

- stand-alone income statement (included in the 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 5 364 455 552.64 (in words: five billion three hundred and sixty-four million four hundred and fifty-five thousand five hundred and fifty-two zloty, 64/100);
- stand-alone statement of financial position as of 31 December 2016, presenting the total balance of assets and liabilities in the amount of PLN 43 072 233 870.09 (in words: forty-three billion seventy-two million two hundred and thirty-three thousand eight hundred and seventy zloty, 09/100);
- stand-alone statement of changes in equity, presenting an increase in equity as of 31 December 2016 by the amount of PLN 4 322 960 304.66 (in words: four billion three

hundred and twenty-two million nine hundred and sixty thousand three hundred and four zloty, 66/100);

- stand-alone cash flow statement, presenting an increase in the net cash by the amount of PLN 1 591 145 183.68 (in words: one billion five hundred and ninety-one million one hundred and forty-five thousand one hundred and eighty-three zloty, 68/100);
- additional information, including the introduction to the stand-alone financial statements and additional information and clarifications.

§ 2

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

Vote in favour Number of shares

Vote against Number of shares

Abstention Number of shares

In the event of voting AGAINST, I raise an objection YES NO

Other instructions of the Principal:

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6. Approval of the consolidated financial statements of the ORLEN Capital Group for the financial year 2016

Instruction for the Proxy related to the voting over the resolution No. 6

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 on the day of its adoption.

Vote in favour Number of shares

Vote against Number of shares

Abstention Number of shares

In the event of voting AGAINST, I raise an objection YES NO

Other instructions of the Principal:

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7. **Distribution of the net profit for the financial year 2016 and the determination of the dividend day and the dividend payment date**

Instruction for the Proxy related to the voting over the resolution No. 7

RESOLUTION NO.

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

dated 2017

regarding the distribution of the net profit for the financial year 2016 and the determination of the dividend day and the dividend payment date

§ 1

Pursuant to Article 395 § 2 item 2 of the Commercial Companies Code and § 7 Section 7 item 3 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 allocate the net profit for the financial year 2016 in the amount of PLN 5 364 455 552.64 (in words: five billion three hundred and sixty-four million four hundred and fifty-five thousand five hundred and fifty-two zloty, 64/100) as follows:

- 1) the amount of PLN 1 283 127 183.00 (in words: one billion two hundred and eighty-three million one hundred and twenty-seven thousand one hundred and eighty-three zloty, 00/100) for dividend payment (PLN 3 per share)
- 2) the remaining amount, i.e. PLN 4 081 328 369.64 (in words: four billion eighty-one million three hundred and twenty-eight thousand three hundred and sixty-nine zloty, 64/100) for the Company's supplementary capital.

§ 2

Pursuant to Article 348 § 4 of the Commercial Companies Code, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. determines:

- 14 July 2017 as the dividend day
- 4 August 2017 as the dividend payment day.

§ 3

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

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|----------------|--------------------------|------------------------|
| Vote in favour | <input type="checkbox"/> | Number of shares |
| Vote against | <input type="checkbox"/> | Number of shares |
| Abstention | <input type="checkbox"/> | Number of shares |

In the event of voting AGAINST, I raise an objection YES NO

Other instructions of the Principal:

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8. Acknowledgement of the fulfilment of duties in 2016

Instruction for the Proxy related to the voting over the resolution No. 8

RESOLUTION NO.

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

dated 2017

regarding the acknowledgement of the fulfilment of duties in 2016

§ 1

Pursuant to Article 395 § 2 3 of the Commercial Companies Code in conjunction with § 7 Section 7 item 2 of the Company's Articles of Association, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr Wojciech Jasiński in the financial year 2016.

§ 2

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

Vote in favour Number of shares

Vote against Number of shares

Abstention Number of shares

In the event of voting AGAINST, I raise an objection YES NO

Other instructions of the Principal:

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9. Acknowledgement of the fulfilment of duties in 2016

Instruction for the Proxy related to the voting over the resolution No. 9

RESOLUTION NO.

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

dated 2017

regarding the acknowledgement of the fulfilment of duties in 2016

§ 1

Pursuant to Article 395 § 2 item 3 of the Commercial Companies Code in conjunction with § 7 Section 7 item 2 of the Company's Articles of Association, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr Mirosław Kochalski in the financial year 2016.

§ 2

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

Vote in favour Number of shares

Vote against Number of shares

Abstention Number of shares

In the event of voting AGAINST, I raise an objection YES NO

Other instructions of the Principal:
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10. Acknowledgement of the fulfilment of duties in 2016

Instruction for the Proxy related to the voting over the resolution No. 10

RESOLUTION NO.

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

dated 2017

regarding the acknowledgement of the fulfilment of duties in 2016

§ 1

Pursuant to Article 395 § 2 item 3 of the Commercial Companies Code in conjunction with § 7 Section 7 item 2 of the Company's Articles of Association, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr Sławomir Jędrzejczyk in the financial year 2016.

§ 2

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

Vote in favour Number of shares

Vote against Number of shares

Abstention Number of shares

In the event of voting AGAINST, I raise an objection YES NO

Other instructions of the Principal:

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11. Acknowledgement of the fulfilment of duties in 2016

Instruction for the Proxy related to the voting over the resolution No. 11

RESOLUTION NO.

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

dated 2017

regarding the acknowledgement of the fulfilment of duties in 2016

§ 1

Pursuant to Article 395 § 2 item 3 of the Commercial Companies Code in conjunction with § 7 Section 7 item 2 of the Company's Articles of Association, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr Krystian Pater in the financial year 2016.

§ 2

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

Vote in favour Number of shares

Vote against Number of shares

Abstention Number of shares

In the event of voting AGAINST, I raise an objection YES NO

Other instructions of the Principal:

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12. Acknowledgement of the fulfilment of duties in 2016

Instruction for the Proxy related to the voting over the resolution No. 12

RESOLUTION NO.

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

dated 2017

regarding the acknowledgement of the fulfilment of duties in 2016

§ 1

Pursuant to Article 395 § 2 item 3 of Commercial Companies Code in conjunction with § 7 Section 7 item 2 of the Company's Articles of Association, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr Zbigniew Leszczyński in the financial year 2016.

§ 2

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

Vote in favour Number of shares

Vote against Number of shares

Abstention Number of shares

In the event of voting AGAINST, I raise an objection YES NO

Other instructions of the Principal:

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13. Acknowledgement of the fulfilment of duties in 2016

Instruction for the Proxy related to the voting over the resolution No. 13

RESOLUTION NO.

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

dated 2017

regarding the acknowledgement of the fulfilment of duties in 2016

§ 1

Pursuant to Article 395 § 2 item 3 of the Commercial Companies Code in conjunction with § 7 Section 7 item 2 of the Company's Articles of Association, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr Piotr Chelmiński in the financial year 2016.

§ 2

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

Vote in favour	<input type="checkbox"/>	Number of shares
Vote against	<input type="checkbox"/>	Number of shares
Abstention	<input type="checkbox"/>	Number of shares

In the event of voting AGAINST, I raise an objection YES NO

Other instructions of the Principal:

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14. Acknowledgement of the fulfilment of duties in 2016

Instruction for the Proxy related to the voting over the resolution No. 14

RESOLUTION NO.

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

dated 2017

regarding the acknowledgement of the fulfilment of duties in 2016

§ 1

Pursuant to Article 395 § 2 item 3 of the Commercial Companies Code in conjunction with § 7 Section 7 item 2 of the Company's Articles of Association, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr Marek Podstawa in the financial year 2016.

§ 2

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

Vote in favour Number of shares

Vote against Number of shares

Abstention Number of shares

In the event of voting AGAINST, I raise an objection YES NO

Other instructions of the Principal:

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15. Acknowledgement of the fulfilment of duties in 2016

Instruction for the Proxy related to the voting over the resolution No. 15

RESOLUTION NO.

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

dated 2017

regarding the acknowledgement of the fulfilment of duties in 2016

§ 1

Pursuant to Article 395 § 2 item 3 of the Commercial Companies Code in conjunction with § 7 Section 7 item 2 of the Company's Articles of Association, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Ms Angelina Sarota in the financial year 2016.

§ 2

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

Vote in favour Number of shares

Vote against Number of shares

Abstention Number of shares

In the event of voting AGAINST, I raise an objection YES NO

Other instructions of the Principal:

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16. Acknowledgement of the fulfilment of duties in 2016

Instruction for the Proxy related to the voting over the resolution No. 16

RESOLUTION NO.

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

dated 2017

regarding the acknowledgement of the fulfilment of duties in 2016

§ 1

Pursuant to Article 395 § 2 item 3 of the Commercial Companies Code in conjunction with § 7 Section 7 item 2 of the Company's Articles of Association, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr Radosław L. Kwaśnicki in the financial year 2016.

§ 2

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

Vote in favour Number of shares

Vote against Number of shares

Abstention Number of shares

In the event of voting AGAINST, I raise an objection YES NO

Other instructions of the Principal:
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17. Acknowledgement of the fulfilment of duties in 2016

Instruction for the Proxy related to the voting over the resolution No. 17

RESOLUTION NO.
OF THE ORDINARY GENERAL MEETING OF POLSKI KONCERN NAFTOWY
ORLEN SPÓŁKA AKCYJNA

dated 2017

regarding the acknowledgement of the fulfilment of duties in 2016

§ 1

Pursuant to Article 395 § 2 item 3 of Commercial Companies Code in conjunction with § 7 Section 7 item 2 of the Company's Articles of Association, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr Leszek Pawłowicz in the financial year 2016.

§ 2

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

Vote in favour	<input type="checkbox"/>	Number of shares
Vote against	<input type="checkbox"/>	Number of shares
Abstention	<input type="checkbox"/>	Number of shares

In the event of voting AGAINST, I raise an objection YES NO

Other instructions of the Principal:

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18. Acknowledgement of the fulfilment of duties in 2016

Instruction for the Proxy related to the voting over the resolution No. 18

RESOLUTION NO.
OF THE ORDINARY GENERAL MEETING OF POLSKI KONCERN NAFTOWY
ORLEN SPÓŁKA AKCYJNA

dated 2017

regarding the acknowledgement of the fulfilment of duties in 2016

§ 1

Pursuant to Article 395 § 2 item 3 of the Commercial Companies Code in conjunction with § 7 Section 7 item 2 of the Company's Articles of Association, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr Grzegorz Borowiec in the financial year 2016.

§ 2

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

Vote in favour Number of shares

Vote against Number of shares

Abstention Number of shares

In the event of voting AGAINST, I raise an objection YES NO

Other instructions of the Principal:

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19. Acknowledgement of the fulfilment of duties in 2016

Instruction for the Proxy related to the voting over the resolution No. 19

RESOLUTION NO.

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

dated 2017

regarding the acknowledgement of the fulfilment of duties in 2016

§ 1

Pursuant to Article 395 § 2 item 3 of the Commercial Companies Code in conjunction with § 7 Section 7 item 2 of the Company's Articles of Association, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr Artur Gabor in the financial year 2016.

§ 2

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

Vote in favour Number of shares

Vote against Number of shares

Abstention Number of shares

In the event of voting AGAINST, I raise an objection YES NO

Other instructions of the Principal:

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20. Acknowledgement of the fulfilment of duties in 2016

Instruction for the Proxy related to the voting over the resolution No. 20

RESOLUTION NO.

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

dated 2017

regarding the acknowledgement of the fulfilment of duties in 2016

§ 1

Pursuant to Article 395 § 2 item 3 of the Commercial Companies Code in conjunction with § 7 Section 7 item 2 of the Company's Articles of Association, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr Cezary Banasiński in the financial year 2016.

§ 2

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

Vote in favour Number of shares

Vote against Number of shares

Abstention Number of shares

In the event of voting AGAINST, I raise an objection YES NO

Other instructions of the Principal:

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21. Acknowledgement of the fulfilment of duties in 2016

Instruction for the Proxy related to the voting over the resolution No. 21

RESOLUTION NO.

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

dated 2017

regarding the acknowledgement of the fulfilment of duties in 2016

§ 1

Pursuant to Article 395 § 2 item 3 of the Commercial Companies Code in conjunction with § 7 Section 7 item 2 of the Company's Articles of Association, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr Cezary Możejński in the financial year 2016.

§ 2

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

Vote in favour Number of shares

Vote against Number of shares

Abstention Number of shares

In the event of voting AGAINST, I raise an objection YES NO

Other instructions of the Principal:
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22. Acknowledgement of the fulfilment of duties in 2016

Instruction for the Proxy related to the voting over the resolution No. 22

RESOLUTION NO.

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

dated 2017

regarding the acknowledgement of the fulfilment of duties in 2016

§ 1

Pursuant to Article 395 § 2 item 3 of the Commercial Companies Code in conjunction with § 7 Section 7 item 2 of the Company's Articles of Association, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr Adam Ambrozik in the financial year 2016.

§ 2

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

Vote in favour Number of shares

Vote against Number of shares

Abstention Number of shares

In the event of voting AGAINST, I raise an objection YES NO

Other instructions of the Principal:
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23. Acknowledgement of the fulfilment of duties in 2016

Instruction for the Proxy related to the voting over the resolution No. 23

RESOLUTION NO.

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

dated 2017

regarding the acknowledgement of the fulfilment of duties in 2016

§ 1

Pursuant to Article 395 § 2 item 3 of the Commercial Companies Code in conjunction with § 7 Section 7 item 2 of the Company's Articles of Association, the Ordinary General Meeting of

Polski Koncern Naftowy ORLEN S.A acknowledges the fulfilment of duties by Mr Remigiusz Nowakowski in the financial year 2016.

§ 2

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

Vote in favour Number of shares

Vote against Number of shares

Abstention Number of shares

In the event of voting AGAINST, I raise an objection YES NO

Other instructions of the Principal:

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24. Acknowledgement of the fulfilment of duties in 2016

Instruction for the Proxy related to the voting over the resolution No. 24

RESOLUTION NO.

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

dated 2017

regarding the acknowledgement of the fulfilment of duties in 2016

§ 1

Pursuant to Article 395 § 2 item 3 of the Commercial Companies Code in conjunction with § 7 Section 7 item 2 of the Company's Articles of Association, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr Mateusz Bochacik in the financial year 2016.

§ 2

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

Vote in favour Number of shares

Vote against Number of shares

Abstention Number of shares

In the event of voting AGAINST, I raise an objection YES NO

Other instructions of the Principal:

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25. Acknowledgement of the fulfilment of duties in 2016

Instruction for the Proxy related to the voting over the resolution No. 25

RESOLUTION NO.

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

dated 2017

regarding the acknowledgement of the fulfilment of duties in 2016

§ 1

Pursuant to Article 395 § 2 item 3 of the Commercial Companies Code in conjunction with § 7 Section 7 item 2 of the Company's Articles of Association, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr Adrian Dworzyński acknowledges the fulfilment of duties by in the financial year 2016.

§ 2

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

Vote in favour Number of shares

Vote against Number of shares

Abstention Number of shares

In the event of voting AGAINST, I raise an objection YES NO

Other instructions of the Principal:

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26. Acknowledgement of the fulfilment of duties in 2016

Instruction for the Proxy related to the voting over the resolution No. 26

RESOLUTION NO.
OF THE ORDINARY GENERAL MEETING OF POLSKI KONCERN NAFTOWY
ORLEN SPÓŁKA AKCYJNA

dated 2017

regarding the acknowledgement of the fulfilment of duties in 2016

§ 1

Pursuant to Article 395 § 2 item 3 of the Commercial Companies Code in conjunction with § 7 Section 7 item 2 of the Company's Articles of Association, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Ms Agnieszka Krzętowska acknowledges the fulfilment of duties by in the financial year 2016.

§ 2

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

Vote in favour	<input type="checkbox"/>	Number of shares
Vote against	<input type="checkbox"/>	Number of shares
Abstention	<input type="checkbox"/>	Number of shares

In the event of voting AGAINST, I raise an objection YES NO

Other instructions of the Principal:

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27. Acknowledgement of the fulfilment of duties in 2016

Instruction for the Proxy related to the voting over the resolution No. 27

RESOLUTION NO.
OF THE ORDINARY GENERAL MEETING OF POLSKI KONCERN NAFTOWY
ORLEN SPÓŁKA AKCYJNA

dated 2017

regarding the acknowledgement of the fulfilment of duties in 2016

§ 1

Pursuant to Article 395 § 2 item 3 of the Commercial Companies in conjunction with § 7 Section 7 item 2 of the Company's Articles of Association, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr Arkadiusz Siwko in the financial year 2016.

§ 2

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

Vote in favour Number of shares

Vote against Number of shares

Abstention Number of shares

In the event of voting AGAINST, I raise an objection YES NO

Other instructions of the Principal:
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28. Acknowledgement of the fulfilment of duties in 2016

Instruction for the Proxy related to the voting over the resolution No. 28

RESOLUTION NO.

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

dated 2017

regarding the acknowledgement of the fulfilment of duties in 2016

§ 1

Pursuant to Article 395 § 2 item 3 of the Commercial Companies Code in conjunction with § 7 Section 7 item 2 of the Company's Articles of Association, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr Wiesław Protasewicz in the financial year 2016.

§ 2

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

Vote in favour **Number of shares**

Vote against **Number of shares**

Abstention **Number of shares**

In the event of voting AGAINST, I raise an objection YES NO

Other instructions of the Principal:
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