

RESOLUTION NO. ...

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

dated of June 14th 2019

on the rules to be followed when executing and amending agreements for the provision of legal, marketing, public relations and communication services, and management consultancy services, and on repealing Resolution No. 34 of the Annual General Meeting of PKN ORLEN S.A. of June 30th 2017 on the rules to be followed when executing and amending agreements for the provision of legal, marketing, public relations and communication services, and management consultancy services

Acting pursuant to Art. 17.2 of the Act on State Property Management of December 16th 2016, the Annual General Meeting of Polski Koncern Naftowy ORLEN Spółka Akcyjna of Płock (the „Company”) hereby resolves as follows:

Section 1

Consent of the Supervisory Board shall be required for:

- 1) Conclusion of an agreement for legal services, marketing services, public relations and communication services, and management consultancy services, if the total expected fees for providing services under such agreement or under other agreements concluded with the same entity exceed PLN 500,000.00, VAT exclusive, per year;
- 2) Amendments to agreements for legal services, marketing services, public relations and communication services, and management consultancy services which increase the amount of fees above the amount specified in item 1;
- 3) Conclusion of an agreement for legal services, marketing services, public relations and communication services, and management consultancy services in which the maximum amount of fees is not specified.

Section 2

Resolution No. 34 of the Company’s Annual General Meeting of June 30th 2017 on the rules to be followed when executing and amending agreements for the provision of legal, marketing, public relations and communication services, and management consultancy services, is hereby repealed.

Section 3

This Resolution shall come into force upon its adoption.

Number of shares validly voted on ...

Number of shares validly voted on as percentage of share capital ...

Total number of valid votes cast: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...