

RESOLUTION NO 1

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

dated 5 March 2020

to appoint the Chairperson of the Extraordinary General Meeting

Section 1

Pursuant to Art. 409.1 sentence 1 of the Commercial Companies Code, in conjunction with Section 5 of the Rules of Procedure for the General Meeting of Polski Koncern Naftowy ORLEN S.A., the Extraordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. hereby appoints Mr Józef Palinka as Chairperson of the General Meeting.

Section 2

This resolution shall come into force upon its adoption.

Number of shares validly voted on 273 701 410

Number of shares validly voted on as percentage of share capital 64,00%

Total number of valid votes cast: 273 701 410

Votes in favour: 273 701 410

Votes against: 0

Abstentions:0

The resolution has been passed in secret ballot.

RESOLUTION NO 2

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

dated 5 March 2020

to adopt the agenda of the Extraordinary General Meeting

Section 1

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

1. Opening of the General Meeting.
2. Appointment of the Chairperson of the Meeting.
3. Confirmation that the General Meeting has been properly convened and has the legal capacity to adopt resolutions.
4. Adoption of the agenda.
5. Appointment of the Ballot Committee.
6. Voting on a resolution on the number of Supervisory Board members.
7. Adoption of the resolutions regarding changes in the composition of the Supervisory Board.
8. Closing of the General Meeting.

Section 2

This resolution shall come into force upon its adoption.

Number of shares validly voted on 273 701 410

Number of shares validly voted on as percentage of share capital 64,00 %

Total number of valid votes cast: 273 701 410

Votes in favour: 273 701 410

Votes against: 0

Abstentions: 0

RESOLUTION NO 3

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

dated 5 March 2020

to appoint the Ballot Committee

Section 1

Pursuant to Par. 8 of the Rules of Procedure for the General Meeting of Polski Koncern Naftowy ORLEN S.A., the Extraordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. hereby appoints the following persons to the Ballot Committee:

- Dorota Maćkiewicz
- Agnieszka Milke
- Michał Hańczyk

Section 2

This resolution shall come into force upon its adoption.

Number of shares validly voted on 273 701 410
Number of shares validly voted on as percentage of share capital 64,00 %
Total number of valid votes cast: 273 701 410
Votes in favour: 273 701 410
Votes against: 0
Abstentions: 0

The resolution has been passed in secret ballot.

RESOLUTION NO 4

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

dated 5 March 2020

on determination of the number of Supervisory Board members

Section 1

Pursuant to Section 14.2 of the Rules of Procedure for the General Meeting of Polski Koncern Naftowy ORLEN S.A., the Extraordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. hereby resolves that the Supervisory Board of Polski Koncern Naftowy ORLEN S.A. shall consist of 10 members.

Section 2

This resolution shall come into force upon its adoption.

Number of shares validly voted on 273 701 410

Number of shares validly voted on as percentage of share capital 64,00 %

Total number of valid votes cast: 273 701 410

Votes in favour: 273 701 410

Votes against: 0

Abstentions: 0

RESOLUTION NO 5

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

dated 5 March 2020

to dismiss member of the Supervisory Board of PKN ORLEN S.A.

Acting pursuant to Article 385.1 of the Commercial Companies Code and Article 7.7.4 of the Company's Articles of Association

Section 1

the Extraordinary General Meeting hereby resolves to dismiss Ms Małgorzata Niezgoda from the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.

Section 2

This resolution shall come into force upon its adoption.

Number of shares validly voted on 273 701 410

Number of shares validly voted on as percentage of share capital 64,00 %

Total number of valid votes cast: 273 701 410

Votes in favour: 157 435 268

Votes against: 55 791 430

Abstentions: 60 474 712

The resolution has been passed in secret ballot.

RESOLUTION NO 6

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

dated 5 March 2020

to appoint member of the Supervisory Board of PKN ORLEN S.A.

Acting pursuant to Article 385.1 of the Commercial Companies Code and Article 7.7.4 of the Company's Articles of Association

Section 1

the Extraordinary General Meeting hereby resolves to appoint Mr Wojciech Jasiński to the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.

Section 2

This resolution shall come into force upon its adoption.

Number of shares validly voted on 273 701 410

Number of shares validly voted on as percentage of share capital 64,00 %

Total number of valid votes cast: 273 701 410

Votes in favour: 183 435 258

Votes against: 55 791 430

Abstentions: 34 474 722

The resolution has been passed in secret ballot.

RESOLUTION NO 7

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

dated 5 March 2020

to appoint member of the Supervisory Board of PKN ORLEN S.A.

Acting pursuant to Article 385.1 of the Commercial Companies Code and Article 7.7.4 of the Company's Articles of Association

Section 1

the Extraordinary General Meeting hereby resolves to appoint Mr Dominik Kaczmarek to the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.

Section 2

This resolution shall come into force upon its adoption.

Number of shares validly voted on 273 701 410

Number of shares validly voted on as percentage of share capital 64,00 %

Total number of valid votes cast: 273 701 410

Votes in favour: 157 435 258

Votes against: 55 791 430

Abstentions: 60 474 722

The resolution has been passed in secret ballot.

RESOLUTION NO 8
OF THE EXTRAORDINARY GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN
SPÓŁKA AKCYJNA
dated 5 March 2020

to appoint the Chair of the Supervisory Board

Acting pursuant to Art. 8.4 of the Company's Articles of Association

Section 1

the Extraordinary General Meeting hereby resolves to appoint Mr Wojciech Jasiński as Chair of the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.

Section 2

This resolution shall come into force upon its adoption.

Number of shares validly voted on 273 701 410
Number of shares validly voted on as percentage of share capital 64,00 %
Total number of valid votes cast: 273 701 410
Votes in favour: 183 435 258
Votes against: 55 791 430
Abstentions: 34 474 722

The resolution has been passed in secret ballot.