

**ANNUAL GENERAL MEETING  
– PROXY VOTING FORM  
POLSKI KONCERN NAFTOWY S.A.**

*The Shareholder is under no obligation to use this proxy form and using this proxy form is not required to exercise voting rights through a proxy. The use of this form is subject to arrangements and commitments in this respect by and between the Proxy and the Shareholder. This document is not a substitute for a proxy document. The Shareholder and the Proxy are free to use only some of the pages of this form, at their discretion.*

*Upon its completion by the Shareholder granting the proxy, the form may be used as a ballot paper by the Proxy during the open voting. If voting is to be held by secret ballot, the completed form shall be treated only as a written voting instruction for the Proxy and should be kept by the Proxy.*

*Please find below the draft resolutions of the General Meeting. Each draft resolution is followed by a space intended for the Shareholder's voting instruction 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 if the vote is cast against the resolution. A vote is cast in favour or against and an objection is raised by marking an appropriate field \*. In addition, if in a single ballot the Proxy casts different votes from different shares within the represented holding of shares, the Proxy shall complete the relevant field by inserting the number of shares/votes assigned to a given vote in the ballot.*

*Please be advised that if the Shareholder and the Proxy decide to use this form, the Proxy's compliance with the voting instructions contained herein will not be verified by the Company. Any votes cast for or against by the Proxy shall remain valid even if cast contrary to the Shareholder's instruction.*

**Details of the Principal – Shareholder:**

Full name .....  
Full address (residence/registered office) .....  
PESEL/REGON (Personal/Industry Identification Number).....  
Identity document/KRS No. ....

I, the undersigned, ....., entitled to participate in the Annual General Meeting of PKN ORLEN S.A. to be held on ..... (the 'General Meeting'), according to Certificate No. .... concerning the right to participate in the General Meeting, issued by ..... on .....

represented by:

**Details of the Proxy:**

Full name .....  
Full address (residence/registered office) .....  
PESEL/REGON (Personal/Industry Identification Number).....  
Identity document/KRS No. ....

in the forms below hereby give voting instructions to the Proxy for each of the resolutions which are to be considered and voted on pursuant to the agenda presented in the notice of the General Meeting.

Votes are cast by marking the appropriate field with an 'X'<sup>1</sup>.

.....  
date and Shareholder's signature

### **1. Appointment of the Chairperson of the General Meeting**

Proxy voting instruction regarding Resolution No. 1

RESOLUTION NO. ...  
OF THE ANNUAL GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN  
SPÓŁKA AKCYJNA  
dated .... 2022

to appoint the Chairperson of the Annual 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 Annual General Meeting of Polski Koncern Naftowy ORLEN S.A. hereby appoints Mr/Ms ..... as Chairperson of the General Meeting.

#### **Section 2**

This 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: .....  
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### **2. Adoption of the agenda**

Proxy voting instruction regarding Resolution No. 2

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<sup>1</sup>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 or against or as abstentions. If no such information is provided, the Proxy shall cast votes from all shares in the manner agreed with the Shareholder.

RESOLUTION NO. ...  
OF THE ANNUAL GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN  
SPÓŁKA AKCYJNA  
dated .... 2022

to adopt the agenda of the Annual General Meeting

Section 1

The Annual 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 capacity to pass resolutions.
4. Adoption of the agenda.
5. Appointment of the Ballot Committee.
6. Consideration of the Directors' Report on the operations of the ORLEN Group and PKN ORLEN S.A. in 2021.
7. Consideration of the financial statements of PKN ORLEN S.A. for the year ended December 31st 2021, as well as the Management Board's recommendation regarding the distribution of net profit for the financial year 2021.
8. Consideration of the consolidated financial statements of the ORLEN Group for the year ended December 31st 2021.
9. Consideration of the Report of the Supervisory Board of PKN ORLEN S.A. for the financial year 2021.
10. Presentation of the Report on entertainment expenses, legal expenses, marketing expenses, public relations and social communication expenses, and management consultancy fees in 2021.
11. Voting on a resolution to receive the Directors' Report on the operations of the ORLEN Group and PKN ORLEN S.A. in 2021.
12. Voting on a resolution to receive the financial statements of PKN ORLEN S.A. for the year ended December 31st 2021.
13. Voting on a resolution to receive the consolidated financial statements of the ORLEN Group for the year ended December 31st 2021.
14. Voting on a resolution to distribute the net profit for the financial year 2021 and to determine the dividend record date and the dividend payment date.
15. Voting on a resolution to receive the Report of the Supervisory Board of PKN ORLEN S.A. for the financial year 2021.
16. Voting on resolutions to grant discharge to members of the Management Board of PKN ORLEN S.A. for performance of their duties in 2021.
17. Voting on resolutions to grant discharge to members of the Supervisory Board of PKN ORLEN S.A. for performance of their duties in 2021.
18. Voting on a resolution to determine the number of Supervisory Board members.
19. Voting on resolutions to appoint members of the Supervisory Board for a new term.
20. Consideration of and voting on a resolution to endorse the Report of the Supervisory Board of PKN ORLEN S.A. on remuneration of members of the Management Board and the Supervisory Board for 2021.
21. Presentation of the Best Practice for WSE Listed Companies 2021 and of the Company's Statement of Compliance therewith.
22. Closing of the General Meeting.

Section 2

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: .....  
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### **3. Appointment of the Ballot Committee**

Proxy voting instruction regarding Resolution No. 3

RESOLUTION NO. ...

OF THE ANNUAL GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN  
SPÓŁKA AKCYJNA  
dated .... 2022

to appoint the Ballot Committee

#### Section 1

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

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-.....  
-.....

#### Section 2

This 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: .....  
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### **4. Receipt of the Directors' Report on the operations of the ORLEN Group and PKN ORLEN S.A. in 2021**

Proxy voting instruction regarding Resolution No. 4

RESOLUTION NO. ...  
OF THE ANNUAL GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN  
SPÓŁKA AKCYJNA  
dated .... 2022

to receive the Directors' Report on the operations of the ORLEN Group and PKN ORLEN S.A.  
in 2021.

Section 1

Acting pursuant to Art. 395.2.1 and 395.5 of the Commercial Companies Code, and Art. 7.7.1 of the Company's Articles of Association in conjunction with Art. 49 and Art. 55.2a of the Accounting Act, the Annual General Meeting of Polski Koncern Naftowy ORLEN S.A., having previously considered the Directors' Report on the operations of the ORLEN Group and PKN ORLEN S.A. in 2021 and having considered the Supervisory Board's assessment thereof, hereby resolves to receive the Directors' Report.

Section 2

This 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: .....  
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**5. Receipt of the financial statements of PKN ORLEN S.A. for the year ended December 31st 2021**

Proxy voting instruction regarding Resolution No. 5

RESOLUTION NO. ...  
OF THE ANNUAL GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN  
SPÓŁKA AKCYJNA  
dated .... 2022

to receive the financial statements of PKN ORLEN S.A. for the year ended December 31st 2021

Section 1

Acting pursuant to Art. 395.2.1 of the Commercial Companies Code, Art. 45 and Art. 53.1 of the Accounting Act in conjunction with Art. 7.7.1 of the Company's Articles of Association, the Annual General Meeting of Polski Koncern Naftowy ORLEN S.A., having previously considered the audited financial statements of PKN ORLEN S.A. for the year ended December 31st 2021 as submitted by the Management Board and having considered the Supervisory Board's assessment thereof, hereby resolves to receive the audited financial statements of PKN ORLEN S.A. for the year ended December 31st 2021, comprising:

- the separate statement of profit or loss (presented in the statement of profit or loss and other comprehensive income) for the period from January 1st 2021 to December 31st 2021, showing a net profit of PLN 8,397,702,761.43 (eight billion, three hundred and ninety-seven million, seven hundred and two thousand, seven hundred and sixty-one zloty, 43/100);
- the separate statement of financial position as at December 31st 2021, showing total assets and total equity and liabilities of PLN 70,952,632,038.88 (seventy billion, nine hundred and fifty-two million, six hundred and thirty-two thousand, thirty-eight zloty, 88/100);

- the separate statement of changes in equity, showing an increase in equity as at December 31st 2021 by PLN 6,586,060,000.40 (six billion, five hundred and eighty-six million, sixty thousand złoty, 40/100);
- the separate statement of cash flows, showing a net increase in cash of PLN 941,542,448.77 (nine hundred and forty-one million, five hundred and forty-two thousand, four hundred and forty-eight złoty, 77/100);
- supplementary information, comprising the introduction and notes to the separate financial statements.

Section 2

This 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: .....

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**6. Receipt of the consolidated financial statements of the ORLEN Group for the year ended December 31st 2021**

Proxy voting instruction regarding Resolution No. 6

RESOLUTION NO. ...

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

dated .... 2022

to receive the consolidated financial statements of the ORLEN Group for the year ended December 31st 2021

Section 1

Acting pursuant to Art. 395.5 of the Commercial Companies Code, Art. 55 and Art. 63c.4 of the Accounting Act in conjunction with Art. 7.7.1 of the Company's Articles of Association, the Annual General Meeting of Polski Koncern Naftowy ORLEN S.A., having previously considered the audited consolidated financial statements of the ORLEN Group for the year ended December 31st 2021 as submitted by the Management Board and having considered the Supervisory Board's assessment thereof, hereby resolves to receive the audited consolidated financial statements of the ORLEN Group for the year ended December 31st 2021, comprising:

- the consolidated statement of profit or loss (presented in the consolidated statement of profit or loss and other comprehensive income) for the period from January 1st 2021 to December 31st 2021, showing a net profit of PLN 11,187,806,593.84 (eleven billion, one hundred and eighty-seven million, eight hundred and six thousand, five hundred and ninety-three złoty, 84/100);
- the consolidated statement of financial position as at December 31st 2021, showing total assets and total equity and liabilities of PLN 106,754,418,790.70 (one hundred and six billion, seven hundred and fifty-four million, four hundred and eighteen thousand, seven hundred and ninety złoty, 70/100);

- the consolidated statement of changes in equity, showing an increase in equity as at December 31st 2021 by PLN 10,188,499,184.62 (ten billion, one hundred and eighty-eight million, four hundred and ninety-nine thousand, one hundred and eighty-four zloty, 62/100);
- the consolidated statement of cash flows, showing a net increase in cash and cash equivalents of PLN 1,550,038,427.75 (one billion, five hundred and fifty million, thirty-eight thousand, four hundred and twenty-seven zloty, 75/100);
- supplementary information, comprising the introduction and notes to the consolidated financial statements.

Section 2

This 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: .....

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**7. Distribution of net profit for the financial year 2021 and determination of the dividend record date and the dividend payment date.**

Proxy voting instruction regarding Resolution No. 7

RESOLUTION NO. ...

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

dated .... 2022

to distribute the net profit for the financial year 2021 and to determine the dividend record date and the dividend payment date

Section 1

Acting pursuant to Art. 395.2.2 of the Commercial Companies Code and Art. 7.7.3 of the Company's Articles of Association, the Annual General Meeting of Polski Koncern Naftowy ORLEN S.A., having read and considered the Supervisory Board's assessment, resolves to distribute the 2021 net profit of PLN 8,397,702,761.43 (eight billion, three hundred and ninety-seven million, seven hundred and two thousand, seven hundred and sixty-one zloty, 43/100) in the following manner:

- 1) PLN 1,496,981,713.50 (one billion, four hundred and ninety-six million, nine hundred and eighty-one thousand, seven hundred and thirteen zloty, 50/100) shall be distributed as dividend (of PLN 3.50 per share);
- 2) the balance, i.e. PLN 6,900,721,047.93 (six billion, nine hundred million, seven hundred and twenty-one thousand, forty-seven zloty, 93/100) shall be allocated to the Company's statutory reserve funds.

Section 2

Pursuant to Art. 348.4 of the Commercial Companies Code, the Annual General Meeting of Polski Koncern Naftowy ORLEN S.A. hereby sets:

– August 10th 2022 as the dividend record date, and

– October 3rd 2022 as the dividend payment date.

Section 3

This 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: .....  
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**8. Report of the Supervisory Board of PKN ORLEN S.A. for the financial year 2021**

Proxy voting instruction regarding Resolution No. 8

RESOLUTION NO. ...

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

dated .... 2022

to receive the Report of the Supervisory Board of PKN ORLEN S.A. for the financial year 2021.

Section 1

The Annual General Meeting of Polski Koncern Naftowy ORLEN S.A. hereby resolves to receive the Report of the Supervisory Board of PKN ORLEN S.A. for the financial year 2021, including, without limitation, information on the operations of the ORLEN Group, the Supervisory Board and its committees, as well as such other information and assessments as are required under applicable laws and regulations and the Best Practice for WSE Listed Companies 2021.

Section 2

This 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: .....  
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**9. Discharge for performance of duties in 2021**

Proxy voting instruction regarding Resolution No. 9

RESOLUTION NO. ...

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

dated .... 2022

to grant discharge for performance of duties in 2021

Section 1

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of Polski Koncern Naftowy ORLEN S.A. hereby grants discharge to Mr Daniel Obajtek in respect of his duties as President of the Management Board in the financial year 2021.

Section 2

This 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: .....  
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**10. Discharge for performance of duties in 2021**

Proxy voting instruction regarding Resolution No. 10

RESOLUTION NO. ...

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

dated .... 2022

to grant discharge for performance of duties in 2021

Section 1

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of Polski Koncern Naftowy ORLEN S.A. hereby grants discharge to Mr Armen Konrad Artwich in respect of his duties as Member of the Management Board in the financial year 2021.

Section 2

This 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: .....  
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**11. Discharge for performance of duties in 2021**

Proxy voting instruction regarding Resolution No. 11

RESOLUTION NO. ...  
OF THE ANNUAL GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN  
SPÓŁKA AKCYJNA  
dated .... 2022

to grant discharge for performance of duties in 2021

Section 1

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of Polski Koncern Naftowy ORLEN S.A. hereby grants discharge to Mr Adam Burak in respect of his duties as Member of the Management Board in the financial year 2021.

Section 2

This 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: .....  
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**12. Discharge for performance of duties in 2021**

Proxy voting instruction regarding Resolution No. 12

RESOLUTION NO. ...  
OF THE ANNUAL GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN  
SPÓŁKA AKCYJNA  
dated .... 2022

to grant discharge for performance of duties in 2021

Section 1

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of Polski Koncern Naftowy ORLEN S.A. hereby grants discharge to Ms Patrycja Klarecka in respect of her duties as Member of the Management Board in the financial year 2021.

Section 2

This 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: .....  
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**13. Discharge for performance of duties in 2021**

Proxy voting instruction regarding Resolution No. 13

RESOLUTION NO. ...

OF THE ANNUAL GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN  
SPÓŁKA AKCYJNA  
dated .... 2022

to grant discharge for performance of duties in 2021

Section 1

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of Polski Koncern Naftowy ORLEN S.A. hereby grants discharge to Mr Zbigniew Leszczyński in respect of his duties as Member of the Management Board in the financial year 2021.

Section 2

This 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: .....  
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**14. Discharge for performance of duties in 2021**

Proxy voting instruction regarding Resolution No. 14

RESOLUTION NO. ...

OF THE ANNUAL GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN  
SPÓŁKA AKCYJNA  
dated .... 2022

to grant discharge for performance of duties in 2021

Section 1

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of Polski Koncern Naftowy ORLEN S.A. hereby grants discharge to Mr Michał Róg in respect of his duties as Member of the Management Board in the financial year 2021.

Section 2

This 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: .....  
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**15. Discharge for performance of duties in 2021**

Proxy voting instruction regarding Resolution No. 15

RESOLUTION NO. ...  
OF THE ANNUAL GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN  
SPÓŁKA AKCYJNA  
dated .... 2022  
to grant discharge for performance of duties in 2021

Section 1

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of Polski Koncern Naftowy ORLEN S.A. hereby grants discharge to Mr Jan Szewczak in respect of his duties as Member of the Management Board in the financial year 2021.

Section 2

This 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: .....  
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**16. Discharge for performance of duties in 2021**

Proxy voting instruction regarding Resolution No. 16

RESOLUTION NO. ...  
OF THE ANNUAL GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN  
SPÓŁKA AKCYJNA  
dated .... 2022  
to grant discharge for performance of duties in 2021

Section 1

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of Polski Koncern Naftowy ORLEN S.A. hereby grants discharge to Mr Józef Węgrecki in respect of his duties as Member of the Management Board in the financial year 2021.

Section 2

This 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: .....  
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**17. Discharge for performance of duties in 2021**

Proxy voting instruction regarding Resolution No. 17

RESOLUTION NO. ...

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

dated .... 2022

to grant discharge for performance of duties in 2021

Section 1

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of Polski Koncern Naftowy ORLEN S.A. hereby grants discharge to Mr Wojciech Jasiński in respect of his duties as Chairperson of the Supervisory Board in the financial year 2021.

Section 2

This 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: .....  
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**18. Discharge for performance of duties in 2021**

Proxy voting instruction regarding Resolution No. 18

RESOLUTION NO. ...

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

dated .... 2022

to grant discharge for performance of duties in 2021

Section 1

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of Polski Koncern Naftowy ORLEN S.A. hereby grants discharge to Mr Andrzej Szumański in respect of his duties as Deputy Chairperson of the Supervisory Board in the financial year 2021.

Section 2

This 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: .....

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**19. Discharge for performance of duties in 2021**

Proxy voting instruction regarding Resolution No. 19

RESOLUTION NO. ...

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

dated .... 2022

to grant discharge for performance of duties in 2021

Section 1

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of Polski Koncern Naftowy ORLEN S.A. hereby grants discharge to Ms Anna Wójcik in respect of her duties as Secretary of the Supervisory Board in the financial year 2021.

Section 2

This 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: .....

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**20. Discharge for performance of duties in 2021**

Proxy voting instruction regarding Resolution No. 20

RESOLUTION NO. ...

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

dated .... 2022

to grant discharge for performance of duties in 2021

Section 1

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of Polski Koncern Naftowy ORLEN S.A. hereby grants discharge to Ms Barbara Jarzembowska in respect of her duties as Member of the Supervisory Board in the financial year 2021.

Section 2

This 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: .....

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### **21. Discharge for performance of duties in 2021**

Proxy voting instruction regarding Resolution No. 21

RESOLUTION NO. ...

OF THE ANNUAL GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN

SPÓŁKA AKCYJNA

dated .... 2022

to grant discharge for performance of duties in 2021

Section 1

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of Polski Koncern Naftowy ORLEN S.A. hereby grants discharge to Mr Dominik Kaczmarski in respect of his duties as Member of the Supervisory Board in the financial year 2021.

Section 2

This 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: .....

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### **22. Discharge for performance of duties in 2021**

Proxy voting instruction regarding Resolution No. 22

RESOLUTION NO. ...

OF THE ANNUAL GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN

SPÓŁKA AKCYJNA

dated .... 2022

to grant discharge for performance of duties in 2021

Section 1

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of Polski Koncern Naftowy ORLEN S.A. hereby grants discharge to Mr Andrzej Kapała in respect of his duties as Member of the Supervisory Board in the financial year 2021.

Section 2

This 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: .....  
.....  
.....

**23. Discharge for performance of duties in 2021**

Proxy voting instruction regarding Resolution No. 23

RESOLUTION NO. ...

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

dated .... 2022

to grant discharge for performance of duties in 2021

Section 1

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of Polski Koncern Naftowy ORLEN S.A. hereby grants discharge to Mr Michał Klimaszewski in respect of his duties as Member of the Supervisory Board in the financial year 2021.

Section 2

This 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: .....  
.....  
.....

**24. Discharge for performance of duties in 2021**

Proxy voting instruction regarding Resolution No. 24

RESOLUTION NO. ...  
OF THE ANNUAL GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN  
SPÓŁKA AKCYJNA  
dated .... 2022

to grant discharge for performance of duties in 2021

Section 1

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of Polski Koncern Naftowy ORLEN S.A. hereby grants discharge to Mr Roman Kusz in respect of his duties as Member of the Supervisory Board in the financial year 2021.

Section 2

This 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: .....  
.....  
.....  
.....

**25. Discharge for performance of duties in 2021**

Proxy voting instruction regarding Resolution No. 25

RESOLUTION NO. ...  
OF THE ANNUAL GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN  
SPÓŁKA AKCYJNA  
dated .... 2022

to grant discharge for performance of duties in 2021

Section 1

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of Polski Koncern Naftowy ORLEN S.A. hereby grants discharge to Ms Jadwiga Lesisz in respect of her duties as Member of the Supervisory Board in the financial year 2021.

Section 2

This 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: .....  
.....  
.....  
.....

**26. Discharge for performance of duties in 2021**

Proxy voting instruction regarding Resolution No. 26

RESOLUTION NO. ...

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

dated .... 2022

to grant discharge for performance of duties in 2021

Section 1

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of Polski Koncern Naftowy ORLEN S.A. hereby grants discharge to Ms Anna Sakowicz-Kacz in respect of her duties as Member of the Supervisory Board in the financial year 2021.

Section 2

This 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: .....  
.....  
.....  
.....

**27. Determination of the number of Supervisory Board members**

Proxy voting instruction regarding Resolution No. 27

RESOLUTION NO. ...

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

dated .... 2022

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 Annual 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 .... members.

Section 2

This 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: .....  
.....  
.....  
.....

## **28. Appointment of the Chairperson of the Supervisory Board**

Proxy voting instruction regarding Resolution No. 28

RESOLUTION NO. ...  
OF THE ANNUAL GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN  
SPÓŁKA AKCYJNA  
dated .... 2022

to appoint the Chairperson of the Supervisory Board

Section 1

Acting pursuant to Art. 8.4 of the Company's Articles of Association, the Annual General Meeting hereby resolves to appoint Mr/Ms ..... as Chairperson of the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.

Section 2

This 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: .....  
.....  
.....  
.....

## **29. Appointment of member of the Supervisory Board**

Proxy voting instruction regarding Resolution No. 29

RESOLUTION NO. ...  
OF THE ANNUAL GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN  
SPÓŁKA AKCYJNA  
dated .... 2022

to appoint member of the Supervisory Board

Section 1

Acting pursuant to Art. 8.2.2 of the Company's Articles of Association, the Annual General Meeting hereby resolves to appoint Mr/Ms ..... to the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.

Section 2

This 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: .....  
.....  
.....

**30. Endorsement of the Report of the Supervisory Board of PKN ORLEN S.A. on remuneration of members of the Management Board and the Supervisory Board for 2021**

Proxy voting instruction regarding Resolution No. 30

RESOLUTION NO. ...  
OF THE ANNUAL GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN  
SPÓŁKA AKCYJNA  
dated .... 2022

to endorse the Report of the Supervisory Board of PKN ORLEN S.A. on remuneration of members of the Management Board and the Supervisory Board for 2021

Section 1

Acting pursuant to Art. 395.2.1 of the Commercial Companies Code in conjunction with Art. 90g.6 of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies, dated July 29th 2005, the Annual General Meeting of Polski Koncern Naftowy ORLEN S.A., having considered the auditor's assessment of the Report of the Supervisory Board of PKN ORLEN S.A. on remuneration of members of the Management Board and the Supervisory Board for 2021, hereby resolves to endorse the Report as adopted by the Supervisory Board.

Section 2

This 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: .....  
.....  
.....

Signature of the Principal

.....