

RESOLUTION No. ...
OF THE ANNUAL GENERAL MEETING OF GRUPA LOTOS S.A.
of June 28th 2019

to grant consent to the proposed subscription and payment for shares in the increased share capital of LOTOS Upstream sp. o.o.

Pursuant to Art. 9.13 of the Company's Articles of Association, having considered the request of the Management Board of Grupa LOTOS S.A. set out in Management Board Resolution No. 226/X/2019 of May 21st 2019 and the positive opinion of the Supervisory Board of Grupa LOTOS S.A. expressed in Resolution No. 198/X/2019 of May30th 2019, the General Meeting of Grupa LOTOS S.A. resolves as follows:

Section 1.

The General Meeting of Grupa LOTOS S.A. grants its consent to the proposed subscription for up to 3,630,000 (three million six hundred and thirty thousand) shares in LOTOS Upstream sp. z o.o., with a par value of PLN 100 (one hundred) per share, to be paid up in cash, by way of a single increase or a series of successive increases of the share capital of LOTOS Upstream sp. z o.o. of Gdańsk, National Court Register No. KRS 0000660548, by a total amount of no more than PLN 363,000,000 (three hundred and sixty-three million).

Section 2.

The General Meeting obliges the Management Board to submit to the Supervisory Board monthly reports on execution of activities related to the increase in the share capital of LOTOS Upstream sp. z o.o. referred to in Section 1 of this Resolution.

Section 3.

This Resolution shall become effective upon its adoption.

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OF THE ANNUAL GENERAL MEETING OF GRUPA LOTOS S.A.
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to grant consent to the proposed subscription and payment for shares in the increased share capital of LOTOS Upstream sp. o.o.

Pursuant to Art. 9.13 of the Company's Articles of Association, having considered the request of the Management Board of Grupa LOTOS S.A. set out in Management Board Resolution No. 227/X/2019 of May 21st 2019 and the positive opinion of the Supervisory Board of Grupa LOTOS S.A. expressed in Resolution No. 199/X/2019 of May30th 2019, the General Meeting of Grupa LOTOS S.A. resolves as follows:

Section 1.

The General Meeting of Grupa LOTOS S.A. grants its consent to the proposed subscription for up to 400,000 (four hundred thousand) shares in LOTOS Upstream sp. z o.o., with a par value of PLN 100 (one hundred) per share, to be paid up in cash, by way of a single increase or a series of successive increases of the share capital of LOTOS Upstream sp. z o.o. of Gdańsk, National Court Register No. KRS 0000660548, by a total amount of no more than PLN 40,000,000.00 (forty million).

Section 2.

The General Meeting obliges the Management Board to submit to the Supervisory Board monthly reports on execution of activities related to the increase in the share capital of LOTOS Upstream sp. z o.o. referred to in Section 1 of this Resolution.

Section 3.

This Resolution shall become effective upon its adoption.