

draft

**RESOLUTION NO. ...**

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

**dated 14 June 2019**

**to amend the Articles of Association of PKN ORLEN S.A.**

Acting pursuant to Art. 430.1 of the Commercial Companies Code and Art. 7.7.9 of the Articles of Association of PKN ORLEN S.A., the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. with its headquarters in Płock, adopts as follows:

**§ 1**

The Articles of Association of Polski Koncern Naftowy ORLEN Spółka Akcyjna shall be amended as follows:

**The existing § 8 item 1 of the Company's Articles of Association, is changed as follows:**

"1

The Supervisory Board shall consist of six to ten members, including the Chair, Deputy Chair and Secretary."

**§ 2**

The Supervisory Board is authorized to determine the consolidated text of the Company's Articles of Association incorporating the amendments introduced by this resolution

**§ 3**

This resolution shall come into force as of its date, with effect from the date when the amendments are entered in the business register of the National Court Register.

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: ...

**JUSTIFICATION**

The proposed amendment of § 8 item 1 of the Company's Articles of Association concerns the change in the maximum number of the Company's Supervisory Board Members from nine to ten and is dictated by the intent to strengthen the ownership supervision over PKN ORLEN S.A.