



Polski Koncern Naftowy ORLEN
Spółka Akcyjna

**Resolution No. 6663/20
of the Management Board
of Polski Koncern Naftowy ORLEN Spółka Akcyjna
dated January 30th 2020**

to convene the Company's Extraordinary General Meeting

Acting pursuant to Art. 9.7.1 of the Company's Articles of Association and Section 5.5.3 and 5.5.4 of the Rules of Procedure for the Management Board, and considering the provisions of Art. 399.1 in conjunction with Art. 400.1 of the Commercial Companies Code, as well as Art. 7.4.1 and Art. 8.11.7 of the Company's Articles of Association and in connection with the motion of the Shareholder – State Treasury represented by the Minister of State Assets, the Management Board hereby resolves as follows:

Section 1

The Management Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna hereby convenes the Extraordinary General Meeting of Polski Koncern Naftowy ORLEN S.A., to be held on 5th March 2020, at 11.00 am at Dom Technika at ul. Kazimierza Wielkiego 41, Płock, Poland, with the following agenda:

1. Opening of 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 pass 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

The Management Board resolves to request that the Supervisory Board provides its opinion the agenda for the Extraordinary General Meeting of PKN ORLEN S.A. presented in Section 1 hereof.

Section 3

This resolution shall come into force upon its adoption.

Voting has been conducted by means of direct communications facilities.

All Members of the Management Board has been informed about the wording of the resolution.

6 Members of the Management Board participated in the vote, with 6 votes cast IN FAVOUR of the resolution, 0 votes cast AGAINST it, and 0 ABSTENSIONS.

Daniel Obajtek	vote IN FAVOUR cast acc. to Par. 13 of the Company's Rules of Procedure of the Management Board
Armen Artwich	vote IN FAVOUR cast acc. to Par. 13 of the Company's Rules of Procedure of the Management Board
Patrycja Klarecka	vote IN FAVOUR cast acc. to Par. 13 of the Company's Rules of Procedure of the Management Board
Zbigniew Leszczyński	vote IN FAVOUR cast acc. to Par. 13 of the Company's Rules of Procedure of the Management Board
Michał Róg	vote IN FAVOUR cast acc. to Par. 13 of the Company's Rules of Procedure of the Management Board
Józef Węgrecki	vote IN FAVOUR cast acc. to Par. 13 of the Company's Rules of Procedure of the Management Board

*Resolution of the Management Board passed
by circulation with the use of means of direct
communications facilities according to Par. 13 of the
Company's Rules of Procedure of the Management Board*

Confirmation of the voting by
PKN ORLEN S.A. Management Board:

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Daniel Obajtek
President of the Management Board