



Minister of State Assets

Jakub Jaworowski

DPE.I.5010.3.2025

IK: 1113860

Warsaw, 13 May 2025

Mr Ireneusz Fąfara
President of the Management Board of ORLEN S.A.

PROPOSAL FOR THE INCLUSION OF SPECIFIC MATTERS ON THE AGENDA OF THE NEXT GENERAL MEETING OF ORLEN S.A.

Acting on behalf of the State Treasury – a shareholder of ORLEN S.A. (the “Company”) – pursuant to Art. 401.1 of the Commercial Companies Code of 15 September 2000 (consolidated text: Journal of Laws of 2024, items 18 and 96) and Art. 7.4.3 of the Articles of Association of ORLEN S.A., I hereby propose that the following item be placed on the agenda of the next General Meeting: “Consideration of and voting on a resolution to amend Resolution No. 4 of the Extraordinary General Meeting of 24 January 2017 on the rules of remuneration for Management Board Members.”.

The draft resolution concerning the above agenda item will be submitted at a later date.

Reasons:

Requesting that certain matters be included on the agenda of the next general meeting is a statutory right vested in a shareholder representing at least one-twentieth of the company’s share capital.

The inclusion of an item concerning the determination of the rules of remuneration for Management Board Members on the agenda of the Company’s next General Meeting falls within the competence of the General Meeting and constitutes an exercise of shareholders’ rights to shape the remuneration framework for the Company’s governing bodies.

Respectfully,
Jakub Jaworowski
Minister
electronically signed document
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