

## RESOLUTION NO. ...

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

dated .... 2019

**to approve the consolidated financial statements of the ORLEN Group for the year ended  
December 31st 2018**

#### **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 financial statements of the ORLEN Group for the year ended December 31st 2018 submitted by the Management Board, and having considered the Supervisory Board's assessment of the financial statements, resolves to approve the audited financial statements of the ORLEN Group for the year ended December 31st 2018, comprising:

- consolidated statement of profit or loss (included in the consolidated statement of profit or loss and other comprehensive income) for the period from January 1st to December 31st 2018, with the reported year-end net profit of PLN 5,603,962,423.53 (five billion, six hundred and three million, nine hundred and sixty-two thousand, four hundred and twenty-three złoty, 53/100);
- consolidated statement of financial position as at December 31st 2018, showing total assets and total equity and liabilities of PLN 64,141,224,225.40 (sixty-four billion, one hundred and forty-one million, two hundred and twenty-four thousand, two hundred and twenty-five złoty, 40/100);
- consolidated statement of changes in equity, showing an increase in equity as at December 31st 2018 of PLN 529,134,953.32 (five hundred and twenty-nine million, one hundred and thirty-four thousand, nine hundred and fifty-three złoty, 32/100);
- consolidated statement of cash flows, showing a net decrease in cash and cash equivalents of PLN 2,054,734,771.95 (two billion, fifty-four million, seven hundred and thirty-four thousand, seven hundred and seventy-one złoty, 95/100);
- supplementary information, including introduction and notes to the consolidated financial statements.

#### **Section 2**

This Resolution shall come into force as of its date.

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: ...