



**Polski Koncern Naftowy ORLEN
Spółka Akcyjna**

**Resolution No. 2131/19
of the Supervisory Board
of Polski Koncern Naftowy ORLEN
Spółka Akcyjna dated April 24th 2019**

to adopt the Report of the PKN ORLEN Supervisory Board for the financial year 2018

On the basis of: Art. 382.3 of the Commercial Companies Code, Art. 8.11.6 and Art. 8.11.6a of the Company's Articles of Association in conjunction with Section 3a.2 of the Rules of Procedure for the Supervisory Board and the relevant principle of the Code of Best Practice for WSE Listed Companies, as well as the Guidelines for State-Run Companies Preparing Financial Statements for 2018.

Section 1

The Supervisory Board of the Company hereby adopts the Report of the PKN ORLEN Supervisory Board for the financial year 2018 ("The Supervisory Board's Report for 2018"). The Supervisory Board's Report for 2018 comprises in particular:

- findings of the assessment of the Directors' Report on the operations of the ORLEN Group and PKN ORLEN S.A. in 2018;
- findings of the assessment of the financial statements of PKN ORLEN S.A. for the year ended December 31st 2018, with respect to their consistency with the relevant accounting records and documents, as well as with the facts;
- findings of the assessment of the consolidated financial statements of the ORLEN Group for the year ended December 31st 2018;
- findings of the assessment of the Management Board's proposal concerning distribution of the net profit for 2018, including the amount of proposed dividend for 2018;
- assessment of the Company's position, including an assessment of the internal audit, risk management and compliance systems, and of the internal audit function;
- report on the activities of the Supervisory Board, including the activities of its committees, and the Supervisory Board's self-assessment for 2018;
- assessment of how the Company fulfils its corporate governance disclosure obligations,
- assessment of reasonableness of the Company's sponsorship, charitable or similar initiatives;
- assessment of the functioning of the Group companies in the assessment of the Group's consolidated financial statements;
- assessment of the use of non-current assets, in particular real property, in the Company's operations.

The Supervisory Board's Report for 2018 is attached as an appendix to this Resolution.

Section 2

This Resolution shall be effective upon its adoption.

7 members of the Supervisory Board took part in the vote, with 7 votes cast in favour of the Resolution, 0 votes cast against it and 0 abstentions.

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Izabela Felczak- Poturnicka

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Radosław L. Kwaśnicki

[illegible signature]

Agnieszka Biernat-Wiatrak

[illegible signature]

Anna Wójcik

[illegible signature]

Wojciech Kryński

[illegible signature]

Jadwiga Lesisz

[illegible signature]

Małgorzata Niezgoda

[illegible signature]

Andrzej Kapała