

## **Extraordinary General Meeting of PKN ORLEN S.A.**

Dear Ladies and Gentleman,

On 27 January 2020 the Company received a motion of the Polish State Treasury as a shareholder representing by the Minister of the State Assets, with a request to convene Extraordinary General Meeting and place on the agenda the following items:

1. Opening of the 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 adopt resolutions.
4. Adoption of the agenda.
5. Adoption of the resolutions regarding changes in the composition of the Supervisory Board.
6. Closing of the General Meeting.

Now, therefore the Company's Management Board convened the Extraordinary General Meeting. The agenda requested by the Shareholder has been extended by two points:

- 1) In the Extraordinary General Meeting agenda there has been included, apart from the issues pointed by the Shareholder, also an item regarding appointment of the Ballot Committee. Pursuant to Par. 7.8 of the Rules of Procedure for the General Meeting, once the attendance list is signed, the Chair shall declare that the General Meeting has been duly convened and has the capacity to adopt resolutions, shall present the agenda of the Meeting and shall order election of the Ballot Committee. Election of the Ballot Committee is obligatory in PKN ORLEN.
- 2) Moreover in the agenda of the Extraordinary General Meeting there has been included an item regarding the number of Supervisory Board members. Pursuant to Par. 14.2 of the Rules of Procedure for the General Meeting before the election of the Supervisory Board members begins, the General Meeting – upon a motion from the Chair of the General Meeting or another authorised party (unless a relevant item is included in the agenda) – shall determine the number of members of the Supervisory Board. Each decision regarding changes in the composition of the Supervisory Board is preceded by the General Meeting resolution on determination of the number of Supervisory Board members.

Therefore we submit to you the draft resolution of the General Meeting.