

**RESOLUTION NO ...**

**OF THE EXTRAORDINARY GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN  
SPÓŁKA AKCYJNA**

**dated .....2020**

**to appoint the Chairperson of the Extraordinary General Meeting**

**Section 1**

Pursuant to Art. 409.1 sentence 1 of the Commercial Companies Code, in conjunction with Section 5 of the Rules of Procedure for the General Meeting of Polski Koncern Naftowy ORLEN S.A., the Extraordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. hereby appoints Mr/Ms ..... as Chairperson of the General Meeting.

**Section 2**

This resolution shall come into force upon its adoption.

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: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO ...**  
**OF THE EXTRAORDINARY GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN**  
**SPÓŁKA AKCYJNA**

**dated .....2020**

**to adopt the agenda of the Extraordinary General Meeting**

**Section 1**

The Extraordinary General Meeting of Polski Koncern Naftowy ORLEN S.A resolves to adopt the following agenda:

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. 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**

This resolution shall come into force upon its adoption.

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: ...

**RESOLUTION NO ...**

**OF THE EXTRAORDINARY GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN  
SPÓŁKA AKCYJNA**

**dated .....2020**

**to appoint the Ballot Committee**

**Section 1**

Pursuant to Par. 8 of the Rules of Procedure for the General Meeting of Polski Koncern Naftowy ORLEN S.A., the Extraordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. hereby appoints the following persons to the Ballot Committee:

- .....
- .....
- .....

**Section 2**

This resolution shall come into force upon its adoption.

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: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO ...**

**OF THE EXTRAORDINARY GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN  
SPÓŁKA AKCYJNA**

**dated .....2020**

**on determination of the number of Supervisory Board members**

**Section 1**

Pursuant to Section 14.2 of the Rules of Procedure for the General Meeting of Polski Koncern Naftowy ORLEN S.A., the Extraordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. hereby resolves that the Supervisory Board of Polski Koncern Naftowy ORLEN S.A. shall consist of .... members.

**Section 2**

This resolution shall come into force upon its adoption.

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: ...

**RESOLUTION NO ...**  
**OF THE EXTRAORDINARY GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN**  
**SPÓŁKA AKCYJNA**

dated .....2020

**to dismiss member of the Supervisory Board of PKN ORLEN S.A.**

Acting pursuant to Article 385.1 of the Commercial Companies Code and Article 7.7.4 of the Company's Articles of Association

**Section 1**

the Extraordinary General Meeting hereby resolves to dismiss Mr/Ms .....from the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.

**Section 2**

This resolution shall come into force upon its adoption.

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: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO ...**  
**OF THE EXTRAORDINARY GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN**  
**SPÓŁKA AKCYJNA**

dated .....2020

**to appoint member of the Supervisory Board of PKN ORLEN S.A.**

Acting pursuant to Article 385.1 of the Commercial Companies Code and Article 7.7.4 of the Company's Articles of Association

**Section 1**

the Extraordinary General Meeting hereby resolves to appoint Mr/Ms .....to the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.

**Section 2**

This resolution shall come into force upon its adoption.

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: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO ...**  
**OF THE EXTRAORDINARY GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN**  
**SPÓŁKA AKCYJNA**

**dated .....2020**

**to appoint the Chair of the Supervisory Board**

Acting pursuant to Art. 8.4 of the Company's Articles of Association

**Section 1**

the Extraordinary General Meeting hereby resolves to appoint ..... as Chair of the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.

**Section 2**

This resolution shall come into force upon its adoption.

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: ...

The resolution has been passed in secret ballot.