



**Resolution No. 9819/26
of the Management Board
ORLEN Spółka Akcyjna
Dated 20 May, 2026**

concerning change of the agenda of the Annual General Meeting of ORLEN S.A.

Acting pursuant to Art. 9.7.1 of the Company's Articles of Association in conjunction with Section 5.5.4 of the Rules of Procedure for the Company's Management Board in connection with the motion of the Shareholder the State Treasury submitted pursuant to Art. 401.1 of the Commercial Companies Code and Art. 7.4.3 of the Company's Articles of Association and Management Board Resolution No. 9805/26 of 12 May 2026, the Management Board hereby resolves as follows:

Section 1

1. The following additional items shall be placed on the agenda of the Annual General Meeting of ORLEN S.A., to be held at the Company's Administration Centre at ul. Chemików 7, 09-411 Płock, Poland, in room 1, on 9 June 2026 at 11.00am:

"Consideration of and voting on a resolution on determination of the number of Supervisory Board members."

and

"Consideration of and voting on the resolutions regarding changes in the composition of the Supervisory Board"

2. The following agenda, as amended at the request of the Shareholders, shall be adopted for the Annual General Meeting convened for 9 June 2026:
 1. Opening of the General Meeting.
 2. Appointment of Chair of the General Meeting.
 3. Confirmation that the General Meeting has been properly convened and has the capacity to pass resolutions.
 4. Adoption of the agenda.
 5. Appointment of the Ballot Committee.
 6. Consideration of the Management Board's report on the operations of the ORLEN Group and ORLEN S.A. in 2025, including the Sustainability Statement contained therein.
 7. Consideration of the financial statements of ORLEN S.A. for the year ended 31 December 2025, as well as the Management Board's recommendation regarding recommendation regarding the appropriation of retained earnings and the coverage of net loss for the financial year 2025 and the amount of the dividend to be paid in 2026.
 8. Consideration of the consolidated financial statements of the ORLEN Group for the year ended 31 December 2025.
 9. Consideration of the Supervisory Board's report on its activities for the financial year 2025.
 10. Presentation of the Report on entertainment expenses, legal expenses, marketing expenses, public relations and social communication expenses, and management consultancy fees in 2025.
 11. Presentation of the Report on the compliance with best sports sponsorship practices applicable to state-owned companies for 2025.
 12. Consideration of and voting on a resolution to approve the Management Board' report on the operations of the ORLEN Group and ORLEN S.A. in 2025, including the Sustainability Statement contained therein.
 13. Consideration of and voting on a resolution to approve the financial statements of ORLEN S.A. for the year ended 31 December 2025.
 14. Consideration of and voting on a resolution to approve the consolidated financial statements of the ORLEN Group for the year ended 31 December 2025.

15. Consideration of and voting on a resolution to appropriate retained earnings and cover net loss for the financial year 2025.
16. Consideration of and voting on a resolution to determine the amount of the dividend to be paid in 2026, the dividend record date and the dividend payment date.
17. Consideration of and voting on a resolution to approve the Supervisory Board's report on its activities for the financial year 2025.
18. Consideration of and voting on a resolution to endorse the Supervisory Board's report on remuneration of members of the Management Board and the Supervisory Board for 2025.
19. Consideration of and voting on resolutions whether to discharge Members of the Management Board from liability for their activities in 2025.
20. Consideration of and voting on resolutions whether to discharge Members of the Supervisory Board from liability for their activities in 2025.
21. Consideration of and voting on resolutions to amend the Company's Articles of Association.
22. Consideration of and voting on a resolution to restate the Company's Articles of Association.
23. Consideration of and voting on a resolution to determine the number of Supervisory Board members.
24. Consideration of and voting on resolutions to change the composition of the Supervisory Board.
25. Closing of the General Meeting.

Section 2

The Management Board resolves to submit to the Annual General Meeting draft resolutions of the Annual General Meeting of ORLEN S.A. as submitted by the Shareholder, the amended draft resolution of the Annual General Meeting to adopt the agenda of the Annual General Meeting, and an additional draft resolution to determine the number of Supervisory Board members, together with draft resolutions adopted by Management Board Resolution No. 9805/26 of 12 May 2026, as attached hereto.

Section 3

The Management Board requests that the Supervisory Board give its opinion on the draft resolutions of the Annual General Meeting referred to in Section 2 hereof, as amended or added by the Management Board.

Section 4

This Resolution shall take effect upon adoption.

The vote was held using means of remote communication.

All Management Board members were notified of the contents of the resolution.

10 Members of the Management Board participated in the vote; 10 votes were cast IN FAVOUR of the Resolution; 0 votes were cast AGAINST the Resolution; 0 ABSTENTIONS.

Ireneusz Fąfara	Vote cast IN FAVOUR of the resolution in accordance with Par. 13 of the Rules Procedure for the Menagment Board
Marek Balawejder	Vote cast IN FAVOUR of the resolution in accordance with Par. 13 of the Rules Procedure for the Menagment Board
Sławomir Jędrzejczyk	Vote cast IN FAVOUR of the resolution in accordance with Par. 13 of the Rules Procedure for the Menagment Board
Witold Literacki	Vote cast IN FAVOUR of the resolution in accordance with Par. 13 of the Rules Procedure for the Menagment Board
Wiesław Prugar	Vote cast IN FAVOUR of the resolution in accordance with Par. 13 of the Rules Procedure for the Menagment Board
Ireneusz Sitarski	Vote cast IN FAVOUR of the resolution in accordance with Par. 13 of the Rules Procedure for the Menagment Board
Robert Soszyński	Vote cast IN FAVOUR of the resolution in accordance with Par. 13 of the Rules Procedure for the Menagment Board
Sławomir Staszak	Vote cast IN FAVOUR of the resolution in accordance with Par. 13 of the Rules Procedure for the Menagment Board
Marcin Wasilewski	Vote cast IN FAVOUR of the resolution in accordance with Par. 13 of

Paweł Wojtunik

the Rules Procedure for the Menagment Board
Vote cast IN FAVOUR of the resolution in accordance with Par. 13 of
the Rules Procedure for the Menagment Board

I hereby confirmation that the Menagment Board of ORLEN S.A. held the above vote:

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Ireneusz Fąfara
President of the Management Board



**Resolution No. 5115/26
of the Supervisory Board
of ORLEN Spółka Akcyjna
dated 20 May 2026**

to provide an opinion on the amended agenda of the Annual General Meeting.

Acting pursuant to Art. 8.11.7 of the Company's Articles of Association in connection with the motion of the State Treasury Shareholder, submitted pursuant to Art. 401.1 of the Commercial Companies Code and Art. 7.4.3 of the Company's Articles of Association, the Supervisory Board hereby resolves as follows:

Section 1

The Supervisory Board of ORLEN Spółka Akcyjna hereby endorses the agenda of the Annual General Meeting as amended at the request of the Shareholder State Treasury. The draft resolutions of the Annual General Meeting are attached as an appendix hereto.

Section 2

This Resolution shall take effect upon adoption.

The vote was held using means of remote communication.
All Supervisory Board members were notified of the contents of the resolution.

9 persons participated in the vote; 9 votes were cast IN FAVOUR of the Resolution; 0 votes were cast AGAINST the resolution; 0 ABSTENTIONS.

Przemysław Ciszak	Vote cast IN FAVOUR of the resolution in accordance with Par. 26c of the Rules Procedure for the Supervisory Board
Aleksander Kappes	Vote cast IN FAVOUR of the resolution in accordance with Par. 26c of the Rules Procedure for the Supervisory Board
Katarzyna Łobos	Vote cast IN FAVOUR of the resolution in accordance with Par. 26c of the Rules Procedure for the Supervisory Board
Przemysław Baszak	Vote cast IN FAVOUR of the resolution in accordance with Par. 26c of the Rules Procedure for the Supervisory Board
Ewa Gąsiorek	Vote cast IN FAVOUR of the resolution in accordance with Par. 26c of the Rules Procedure for the Supervisory Board
Marian Sewerski	Vote cast IN FAVOUR of the resolution in accordance with Par. 26c of the Rules Procedure for the Supervisory Board
Ewa Sowińska	Vote cast IN FAVOUR of the resolution in accordance with Par. 26c of the Rules Procedure for the Supervisory Board
Piotr Wielowieyski	Vote cast IN FAVOUR of the resolution in accordance with Par. 26c of the Rules Procedure for the Supervisory Board
Tomasz Zieliński	Vote cast IN FAVOUR of the resolution in accordance with Par. 26c of the Rules Procedure for the Supervisory Board

I hereby confirm that the Supervisory Board of ORLEN S.A. held the above vote:

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Przemysław Ciszak
Chairman of Supervisory Board