

RESOLUTION NO. 1
OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF POLSKI
KONCERN NAFTOWY ORLEN SPÓŁKA AKCYJNA

dated 29 January 2016

regarding the election of the Chairman of the Extraordinary General Meeting of Shareholders

§ 1

Pursuant to Article 409 § 1 sentence 1 of the Commercial Companies Code in conjunction with § 5 of the Rules of Procedure for the General Shareholders Meeting of Polski Koncern Naftowy ORLEN S.A., the Extraordinary General Meeting of Shareholders of Polski Koncern Naftowy ORLEN S.A. shall elect Mr Józef Palinka as the Chairman of the General Meeting of Shareholders.

§ 2

The resolution shall come into force upon its adoption.

The number of shares for which valid votes were cast 265 708 588, percentage of the said shares in the share capital 62,12%.

The total number of valid votes 265 708 588.

There were 265 708 587 votes in favour of the resolution, 1 vote against the resolution and no votes abstained.

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 2
OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF POLSKI
KONCERN NAFTOWY ORLEN SPÓŁKA AKCYJNA

dated 29 January 2016

regarding the adoption of the agenda of the Extraordinary General Meeting of Shareholders

§ 1

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

1. Opening of the General Meeting.
2. Election of the Chairman of the General Meeting.
3. Confirmation of the proper convocation of the General Meeting and its ability to adopt resolutions.
4. Adoption of the agenda.
5. Election of the Tellers Committee.
6. Adoption of the resolution regarding the establishment of the number of the Supervisory Board members.
7. Adoption of the resolutions regarding changes in the composition of the Supervisory Board.
8. Conclusion of the General Meeting.

§ 2

The resolution shall come into force upon its adoption.

The number of shares for which valid votes were cast 265 708 587, percentage of the said shares in the share capital 62,12%.

The total number of valid votes 265 708 587.

There were 265 708 586 votes in favour of the resolution, 1 vote against the resolution and no votes abstained.

RESOLUTION NO. 3

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

dated 29 January 2016

regarding the election of the Tellers Committee

§ 1

Pursuant to § 8 of the Rules of Procedure for the General Shareholders Meeting of Polski Koncern Naftowy ORLEN S.A., the Extraordinary General Meeting of Shareholders of Polski Koncern Naftowy ORLEN S.A. shall elect the following persons as members of the Tellers Committee:

- Tomasz Gajewski,
- Sylwia Majchrzak,
- Aleksandra Przybyśławska.

§ 2

The resolution shall come into force upon its adoption.

The number of shares for which valid votes were cast 265 708 588, percentage of the said shares in the share capital 62,12%.

The total number of valid votes 265 708 588.

There were 265 708 588 votes in favour of the resolution, no votes against the resolution and no votes abstained.

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 4

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

dated 29 January 2016

regarding the establishment of the number of the Supervisory Board members

§ 1

Pursuant to § 14 item 2 of the Rules of Procedure for the General Shareholders Meeting of Polski Koncern Naftowy ORLEN S.A., the Extraordinary General Meeting of Shareholders shall resolve the composition of the Supervisory Board of Polski Koncern Naftowy ORLEN S.A. to consist of nine persons.

§ 2

The resolution shall come into force upon its adoption.

The number of shares for which valid votes were cast 265 708 591, percentage of the said shares in the share capital 62,12%.

The total number of valid votes 265 708 591.

There were 265 354 752 votes in favour of the resolution, 42 438 votes against the resolution and 311 401 votes abstained.

RESOLUTION NO. 5
OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF POLSKI
KONCERN NAFTOWY ORLEN SPÓŁKA AKCYJNA

dated 29 January 2016

regarding the dismissal from the Supervisory Board of PKN ORLEN S.A.

Acting in accordance with art. 385 § 1 of the Commercial Companies Code and § 8 item 2 point 2 of the Company's Articles of Association

§ 1

Mr Adam Ambrozik is dismissed from the position on the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.

§ 2

The resolution shall come into force upon its adoption.

The number of shares for which valid votes were cast 265 708 591, percentage of the said shares in the share capital 62,12%.

The total number of valid votes 265 708 591.

There were 183 572 143 votes in favour of the resolution, 48 108 590 votes against the resolution and 34 027 858 votes abstained.

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 6
OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF POLSKI
KONCERN NAFTOWY ORLEN SPÓŁKA AKCYJNA

dated 29 January 2016

regarding the dismissal from the Supervisory Board of PKN ORLEN S.A.

Acting in accordance with art. 385 § 1 of the Commercial Companies Code and § 8 item 2 point 2 of the Company's Articles of Association

§ 1

Mr Cezary Banasiński is dismissed from the position on the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.

§ 2

The resolution shall come into force upon its adoption.

The number of shares for which valid votes were cast 265 708 590, percentage of the said shares in the share capital 62,12%.

The total number of valid votes 265 708 590.

There were 176 605 820 votes in favour of the resolution, 48 108 590 votes against the resolution and 40 994 180 votes abstained.

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 7
OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF POLSKI
KONCERN NAFTOWY ORLEN SPÓŁKA AKCYJNA

dated 29 January 2016

regarding the dismissal from the Supervisory Board of PKN ORLEN S.A.

Acting in accordance with art. 385 § 1 of the Commercial Companies Code and § 8 item 2 point 2 of the Company's Articles of Association

§ 1

Mr Grzegorz Borowiec is dismissed from the position on the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.

§ 2

The resolution shall come into force upon its adoption.

The number of shares for which valid votes were cast 265 708 589, percentage of the said shares in the share capital 62,12%.

The total number of valid votes 265 708 589.

There were 183 572 142 votes in favour of the resolution, 48 108 589 votes against the resolution and 34 027 858 votes abstained.

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 8
OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF POLSKI
KONCERN NAFTOWY ORLEN SPÓŁKA AKCYJNA

dated 29 January 2016

regarding the dismissal from the Supervisory Board of PKN ORLEN S.A.

Acting in accordance with art. 385 § 1 of the Commercial Companies Code and § 8 item 2 point 2 of the Company's Articles of Association

§ 1

Mr Cezary Możejński is dismissed from the position on the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.

§ 2

The resolution shall come into force upon its adoption.

The number of shares for which valid votes were cast 265 708 590, percentage of the said shares in the share capital 62,12%.

The total number of valid votes 265 708 590.

There were 183 572 142 votes in favour of the resolution, 48 108 590 votes against the resolution and 34 027 858 votes abstained.

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 9
OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF POLSKI
KONCERN NAFTOWY ORLEN SPÓŁKA AKCYJNA

dated 29 January 2016

regarding the dismissal from the Supervisory Board of PKN ORLEN S.A.

Acting in accordance with art. 385 § 1 of the Commercial Companies Code and § 8 item 2 point 2 of the Company's Articles of Association

§ 1

Mr Leszek Jerzy Pawłowicz is dismissed from the position on the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.

§ 2

The resolution shall come into force upon its adoption.

The number of shares for which valid votes were cast 265 708 590, percentage of the said shares in the share capital 62,12%.

The total number of valid votes 265 708 590.

There were 176 605 820 votes in favour of the resolution, 48 108 590 votes against the resolution and 40 994 180 votes abstained.

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 10

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

dated 29 January 2016

regarding the appointment to the Supervisory Board of PKN ORLEN S.A.

Acting in accordance with art. 385 § 1 of the Commercial Companies Code and § 8 item 2 point 2 of the Company's Articles of Association

§ 1

Mr Mateusz Henryk Bochacik is appointed to the composition of the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.

§ 2

The resolution shall come into force upon its adoption.

The number of shares for which valid votes were cast 265 708 591, percentage of the said shares in the share capital 62,12%.

The total number of valid votes 265 708 591.

There were 175 972 142 votes in favour of the resolution, 48 108 591 votes against the resolution and 41 627 858 votes abstained.

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 11

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

dated 29 January 2016

regarding the appointment to the Supervisory Board of PKN ORLEN S.A.

Acting in accordance with art. 385 § 1 of the Commercial Companies Code and § 8 item 2 point 2 of the Company's Articles of Association

§ 1

Mr Adrian Dworzyński is appointed to the composition of the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.

§ 2

The resolution shall come into force upon its adoption.

The number of shares for which valid votes were cast 265 708 584, percentage of the said shares in the share capital 62,12%.

The total number of valid votes 265 708 584.

There were 214 971 935 votes in favour of the resolution, 48 108 791 votes against the resolution and 2 627 858 votes abstained.

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 12
OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF POLSKI
KONCERN NAFTOWY ORLEN SPÓŁKA AKCYJNA

dated 29 January 2016

regarding the appointment to the Supervisory Board of PKN ORLEN S.A.

Acting in accordance with art. 385 § 1 of the Commercial Companies Code and § 8 item 2 point 2 of the Company's Articles of Association

§ 1

Ms Agnieszka Krzętowska is appointed to the composition of the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.

§ 2

The resolution shall come into force upon its adoption.

The number of shares for which valid votes were cast 265 708 591, percentage of the said shares in the share capital 62,12%.

The total number of valid votes 265 708 591.

There were 214 972 227 votes in favour of the resolution, 48 108 789 votes against the resolution and 2 627 575 votes abstained.

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 13

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

dated 29 January 2016

regarding the appointment to the Supervisory Board of PKN ORLEN S.A.

Acting in accordance with art. 385 § 1 of the Commercial Companies Code and § 8 item 2 point 2 of the Company's Articles of Association

§ 1

Mr Remigiusz Nowakowski is appointed to the composition of the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.

§ 2

The resolution shall come into force upon its adoption.

The number of shares for which valid votes were cast 265 708 588, percentage of the said shares in the share capital 62,12%.

The total number of valid votes 265 708 588.

There were 214 972 140 votes in favour of the resolution, 48 108 590 votes against the resolution and 2 627 858 votes abstained.

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 14

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

dated 29 January 2016

regarding the appointment to the Supervisory Board of PKN ORLEN S.A.

Acting in accordance with art. 385 § 1 of the Commercial Companies Code and § 8 item 2 point 2 of the Company's Articles of Association

§ 1

Mr Arkadiusz Siwko is appointed to the composition of the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.

§ 2

The resolution shall come into force upon its adoption.

The number of shares for which valid votes were cast 265 708 591, percentage of the said shares in the share capital 62,12%.

The total number of valid votes 265 708 591.

There were 214 972 143 votes in favour of the resolution, 48 108 590 votes against the resolution and 2 627 858 votes abstained.

The resolution was adopted by way of secret ballot.