

RESOLUTION NO. 1

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

**dated 3 June 2016
regarding the election of the Chairman of the Ordinary General Meeting**

§ 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 Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. shall elect Mr. Józef Palinka as the Chairman of the General Meeting.

§ 2

The resolution shall come into force upon its adoption.

Number of shares for which valid votes were cast:	302 943 915
Percentage of shares for which valid votes were cast in the share capital:	70,82%
Total number of valid votes:	302 943 915
Votes in favour of the resolution	302 943 914
Votes against the resolution	1
Votes abstained	0

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 2

OF THE ORDINARY GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN SPÓŁKA AKCYJNA

dated 3 June 2016
regarding the adoption of the agenda of the Ordinary General Meeting

§ 1

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

1. Opening of the General Meeting of Shareholders.
2. Election of the Chairman of the General Meeting of Shareholders.
3. Confirmation of the proper convocation of the General Meeting of Shareholders and its ability to adopt resolutions.
4. Adoption of the agenda.
5. Election of the Tellers Committee.
6. Examination of the report of the Management Board on the Company's activities and the Company's financial statement for the financial year 2015 and also the motion of the Management Board regarding the distribution of the net profit for the financial year 2015.
7. Examination of the report of the Management Board on ORLEN Capital Group's activities and the ORLEN Capital Group's consolidated financial statements for the financial year 2015.
8. Examination of the report of the Supervisory Board for 2015 fulfilling the requirements of Commercial Companies Code and Best Practices of Companies Listed on the Warsaw Stock Exchange.
9. Adoption of the resolution regarding the approval of the report of the Management Board on activities of the Company for the financial year 2015.
10. Adoption of the resolution regarding the approval of the financial statements of the Company for the financial year 2015.
11. Adoption of the resolution regarding the approval of the report of the Management Board on activities of the ORLEN Capital Group for the financial year 2015.
12. Adoption of the resolution regarding the approval of the consolidated financial statements of the ORLEN Capital Group for the financial year 2015.
13. Adoption of the resolution regarding the distribution of net profit for the financial year 2015 and the determination of the dividend day and the dividend payment date.
14. Adoption of the resolutions regarding the acknowledgement of fulfilment of duties by the members of the Management Board of the Company in 2015.
15. Adoption of the resolutions regarding the acknowledgement of fulfilment of duties by the members of the Supervisory Board of the Company in 2015.
16. Adoption of the resolution regarding the establishment of the number of the Supervisory Board members.
17. Adoption of resolutions regarding appointment of the members of the Supervisory Board for new term of office.
18. Conclusion of the General Meeting of Shareholders.

§ 2

The resolution shall come into force upon its adoption.

Number of shares for which valid votes were cast:	302 943 915
Percentage of shares for which valid votes were cast in the share capital:	70,82%
Total number of valid votes:	302 943 915
Votes in favour of the resolution	302 943 914
Votes against the resolution	1
Votes abstained	0

RESOLUTION NO. 3

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

**dated 3 June 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 Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. resolves to appoint the following persons as members of the Tellers Committee:

- Dorota Maćkiewicz
- Agnieszka Milke
- Łukasz Pijanowski

§ 2

The resolution shall come into force upon its adoption.

Number of shares for which valid votes were cast:	302 943 914
Percentage of shares for which valid votes were cast in the share capital:	70,82%

Total number of valid votes:	302 943 914
Votes in favour of the resolution	302 943 914
Votes against the resolution	0
Votes abstained	0

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 4

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

dated 3 June 2016

**regarding the approval of the Management Board report on Company's activities for the
financial year 2015**

§ 1

Pursuant to Article 395 § 2 point 1 of the Commercial Companies Code and § 7 item 7 point 1 of the Articles of Association of the Company, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A., having previously examined and become familiar with the opinion of the Company's Supervisory Board, resolves to approve the Management Board report on activities of Polski Koncern Naftowy ORLEN Spółka Akcyjna for the year ended on 31 December 2015.

§ 2

The resolution shall come into force on the day of its adoption.

Number of shares for which valid votes were cast:	302 943 914
Percentage of shares for which valid votes were cast in the share capital:	70,82%
Total number of valid votes:	302 943 914
Votes in favour of the resolution	302 943 914
Votes against the resolution	0
Votes abstained	0

RESOLUTION NO. 5

OF THE ORDINARY GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN SPÓŁKA AKCYJNA

dated 3 June 2016

regarding the approval of the Company's financial statement for the financial year 2015.

§ 1

Pursuant to Article 395 § 2 point 1 of the Commercial Companies Code and Article 45 and Article 53 item 1 of the Accounting Act in conjunction with § 7 item 7 point 1 of the Articles of Association of the Company, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A., having previously examined and become familiar with the opinion of the Company's Supervisory Board, resolves to approve the stand-alone financial statements of Polski Koncern Naftowy ORLEN Spółka Akcyjna submitted by the Management Board of the Company for the year ended on 31 December 2015, verified by the certified auditor, including the following items:

- stand-alone income statement (included in the statement of profit or loss and other comprehensive income) for the period from 1 January 2015 to 31 December 2015 presenting a net profit of PLN 1 047 519 491,84 (in words: one billion forty-seven million five hundred nineteen thousand four hundred ninety-one Polish zlotys, 84/100);
- stand-alone statement of financial position as of 31 December 2015 presenting the total balance of assets, equity and liabilities in the amount of PLN 36 980 669 667,80 (in words: thirty-six billion nine hundred eighty million six hundred sixty-nine thousand six hundred sixty-seven Polish zlotys, 80/100)
- stand-alone statement of changes in equity presenting a increase in the equity as at 31 December 2015 in the amount of PLN 1 543 692 992,49 (in words: one billion five hundred forty-three million six hundred ninety-two thousand nine hundred ninety-two Polish zlotys, 49/100)
- stand-alone cash flow statement presenting a decrease in the net cash of PLN 2 517 085 705,36 (in words: two billion five hundred seventeen million eighty-five thousand seven hundred and five Polish zlotys, 36/100)
- additional information including the introduction to the stand-alone financial statement and additional notes and explanations.

§ 2

The resolution shall come into force on the day of its adoption.

Number of shares for which valid votes were cast:	302 943 914
Percentage of shares for which valid votes were cast in the share capital:	70,82%
Total number of valid votes:	302 943 914
Votes in favour of the resolution	301 811 545
Votes against the resolution	0
Votes abstained	1 132 369

RESOLUTION NO. 6

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

dated 3 June 2016

**regarding: the approval of the Management Board report on activities of the ORLEN Capital
Group for the financial year 2015**

§ 1

Pursuant to Article 395 § 5 of the Commercial Companies Code and § 7 item 7 point 1 of the Articles of Association of the Company, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A., having previously examined and become familiar with the opinion of the Company's Supervisory Board, resolves to approve the Management Board report on activities of the ORLEN Capital Group for the year ended on 31 December 2015.

§ 2

The resolution shall come into force on the day of its adoption.

Number of shares for which valid votes were cast:	302 943 914
Percentage of shares for which valid votes were cast in the share capital:	70,82%

Total number of valid votes:	302 943 914
Votes in favour of the resolution	301 811 545
Votes against the resolution	0
Votes abstained	1 132 369

RESOLUTION NO. 7

OF THE ORDINARY GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN SPÓŁKA AKCYJNA

dated 3 June 2016

regarding the approval of the consolidated financial statements of the ORLEN Capital Group
for the financial year 2015

§ 1

Pursuant to Article 395 § 5 of the Commercial Companies Code and Article 55 and Article 63c item 4 of the Accounting Act in conjunction with § 7 item 7 point 1 of the Articles of Association of the Company, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A., having previously examined and become familiar with the opinion of the Company's Supervisory Board, resolves to approve the consolidated financial statement of the ORLEN Capital Group submitted by the Company's Management Board for the year ended on 31 December 2015, verified by the certified auditor, including the following items:

- consolidated income statement (included in the statement of profit or loss and other comprehensive income) for the period from 1 January 2015 to 31 December 2015 presenting a net profit of PLN 3 232 796 131,11 (in words: three billion two hundred thirty-two million seven hundred ninety-six thousand one hundred thirty-one Polish zlotys, 11/100);
- consolidated statement of financial position as at 31 December 2015 presenting the total balance of assets, equity and liabilities in the amount of PLN 48 137 062 310,82 (in words: forty-eight billion one hundred thirty-seven million sixty-two thousand three hundred ten Polish zlotys, 82/100);
- consolidated statement of changes in equity presenting an increase in the equity as at 31 December 2015 in the amount of PLN 3 857 436 121,20 (in words: three billion eight hundred fifty-seven million four hundred thirty-six thousand one hundred twenty-one Polish zlotys, 20/100);
- consolidated cash flow statement presenting a decrease in the net cash and cash equivalents of PLN 1 607 179 726,91 (in words: one billion six hundred seven million one hundred seventy-nine thousand seven hundred twenty-six Polish zlotys, 91/100);
- additional information including the introduction to the consolidated financial statement and additional notes and explanations.

§ 2

The resolution shall come into force on the day of its adoption.

Number of shares for which valid votes were cast:	302 943 915
Percentage of shares for which valid votes were cast in the share capital:	70,82%
Total number of valid votes:	302 943 915
Votes in favour of the resolution	301 811 545
Votes against the resolution	0
Votes abstained	1 132 370

RESOLUTION NO. 8

OF THE ORDINARY GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN SPÓŁKA AKCYJNA

dated 3 June 2016

regarding the distribution of net profit for the financial year 2015 and the determination of the
dividend day and the dividend payment date

§ 1

Pursuant to Article 395 § 2 point 2 of the Commercial Companies Code and § 7 item 7 point 3 of the Articles of Association of the Company, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A., having examined the opinion of the Supervisory Board resolves to allocate the net profit for the financial year 2015, in the amount of PLN 1 047 519 491,84 (in words: one billion forty-seven million five hundred nineteen thousand four hundred ninety-one Polish zlotys, 84/100) in the following way:

- 1) the amount of PLN 855 418 122,00 (in words: eight hundred fifty-five million four hundred eighteen thousand one hundred twenty-two Polish zlotys, 00/100) for dividend payment (PLN 2,00 per 1 share);
- 2) the remaining amount, i.e. PLN 192 101 369,84 (in words: one hundred ninety-two million one hundred one thousand three hundred sixty-nine Polish zlotys, 84/100) for the supplementary capital of the Company.

§ 2

Pursuant to Article 348 § 3 of the Commercial Companies Code, the Ordinary General Meeting of Shareholders of Polski Koncern Naftowy ORLEN S.A. determines

- 15 July 2016 as the dividend day
- 5 August 2016 as the dividend payment date.

§ 3

The resolution shall come into force on the day of its adoption.

Number of shares for which valid votes were cast:	302 943 915
Percentage of shares for which valid votes were cast in the share capital:	70,82%
Total number of valid votes:	302 943 915
Votes in favour of the resolution	247 922 551
Votes against the resolution	13 125 555
Votes abstained	41 895 809

RESOLUTION NO. 9

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

**dated 3 June 2016
regarding the acknowledgement of the fulfilment of duties in 2015**

§ 1

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code in conjunction with § 7 item 7 point 2 of the Articles of Association of the Company, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr. Wojciech Stefan Jasiński in the financial year 2015.

§ 2

The resolution shall come into force on the day of its adoption.

Number of shares for which valid votes were cast:	302 286 966
Percentage of shares for which valid votes were cast in the share capital:	70,67%.
Total number of valid votes:	302 286 966
Votes in favour of the resolution	301 045 364
Votes against the resolution	13 001
Votes abstained	1 228 601

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 10

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

**dated 3 June 2016
regarding the acknowledgement of the fulfilment of duties in 2015**

§ 1

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code in conjunction with § 7 item 7 point 2 of the Articles of Association of the Company, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr. Dariusz Jacek Krawiec in the financial year 2015.

§ 2

The resolution shall come into force on the day of its adoption.

Number of shares for which valid votes were cast:	302 943 914
Percentage of shares for which valid votes were cast in the share capital:	70,82%
Total number of valid votes:	302 943 914
Votes in favour of the resolution	301 702 299
Votes against the resolution	13 014
Votes abstained	1 228 601

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 11

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

**dated 3 June 2016
regarding the acknowledgement of the fulfilment of duties in 2015**

§ 1

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code in conjunction with § 7 item 7 point 2 of the Articles of Association of the Company, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr. Sławomir Robert Jędrzejczyk in the financial year 2015.

§ 2

The resolution shall come into force on the day of its adoption.

Number of shares for which valid votes were cast:	302 943 914
Percentage of shares for which valid votes were cast in the share capital:	70,82%
Total number of valid votes:	302 943 914
Votes in favour of the resolution	301 702 299
Votes against the resolution	13 004
Votes abstained	1 228 611

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 12

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

**dated 3 June 2016
regarding the acknowledgement of the fulfilment of duties in 2015**

§ 1

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code in conjunction with § 7 item 7 point 2 of the Articles of Association of the Company, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr. Krystian Pater in the financial year 2015.

§ 2

The resolution shall come into force on the day of its adoption.

Number of shares for which valid votes were cast:	302 943 914
Percentage of shares for which valid votes were cast in the share capital:	70,82%
Total number of valid votes:	302 943 914
Votes in favour of the resolution	301 702 300
Votes against the resolution	13 003
Votes abstained	1 228 611

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 13

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

**dated 3 June 2016
regarding the acknowledgement of the fulfilment of duties in 2015**

§ 1

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code in conjunction with § 7 item 7 point 2 of the Articles of Association of the Company, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr. Piotr Chełmiński in the financial year 2015.

§ 2

The resolution shall come into force on the day of its adoption.

Number of shares for which valid votes were cast:	302 943 914
Percentage of shares for which valid votes were cast in the share capital:	70,82%
Total number of valid votes:	302 943 914
Votes in favour of the resolution	301 702 300
Votes against the resolution	13 003
Votes abstained	1 228 611

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 14

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

**dated 3 June 2016
regarding the acknowledgement of the fulfilment of duties in 2015**

§ 1

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code in conjunction with § 7 item 7 point 2 of the Articles of Association of the Company, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr. Marek Sylwester Podstawa in the financial year 2015.

§ 2

The resolution shall come into force on the day of its adoption.

Number of shares for which valid votes were cast:	302 943 914
Percentage of shares for which valid votes were cast in the share capital:	70,82%
Total number of valid votes:	302 943 914
Votes in favour of the resolution	301 702 299
Votes against the resolution	13 003
Votes abstained	1 228 612

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 15

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

**dated 3 June 2016
regarding the acknowledgement of the fulfilment of duties in 2015**

§ 1

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code in conjunction with § 7 item 7 point 2 of the Articles of Association of the Company, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Ms. Angelina Anna Sarota in the financial year 2015.

§ 2

The resolution shall come into force on the day of its adoption.

Number of shares for which valid votes were cast:	302 943 914
Percentage of shares for which valid votes were cast in the share capital:	70,82%
Total number of valid votes:	302 943 914
Votes in favour of the resolution	301 702 310
Votes against the resolution	13 003
Votes abstained	1 228 601

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 16

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

**dated 3 June 2016
regarding the acknowledgement of the fulfilment of duties in 2015**

§ 1

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code in conjunction with § 7 item 7 point 2 of the Articles of Association of the Company, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr. Radosław Leszek Kwaśnicki in the financial year 2015.

§ 2

The resolution shall come into force on the day of its adoption.

Number of shares for which valid votes were cast:	302 943 903
Percentage of shares for which valid votes were cast in the share capital:	70,82%
Total number of valid votes:	302 943 903
Votes in favour of the resolution	301 702 299
Votes against the resolution	13 003
Votes abstained	1 228 601

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 17

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

**dated 3 June 2016
regarding the acknowledgement of the fulfilment of duties in 2015**

§ 1

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code in conjunction with § 7 item 7 point 2 of the Articles of Association of the Company, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr. Leszek Jerzy Pawłowicz in the financial year 2015.

§ 2

The resolution shall come into force on the day of its adoption.

Number of shares for which valid votes were cast:	302 943 904
Percentage of shares for which valid votes were cast in the share capital:	70,82%
Total number of valid votes:	302 943 904
Votes in favour of the resolution	301 702 299
Votes against the resolution	13 003
Votes abstained	1 228 602

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 18

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

**dated 3 June 2016
regarding the acknowledgement of the fulfilment of duties in 2015**

§ 1

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code in conjunction with § 7 item 7 point 2 of the Articles of Association of the Company, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr. Grzegorz Borowiec in the financial year 2015.

§ 2

The resolution shall come into force on the day of its adoption.

Number of shares for which valid votes were cast:	302 943 903
Percentage of shares for which valid votes were cast in the share capital:	70,82%
Total number of valid votes:	302 943 903
Votes in favour of the resolution	301 702 299
Votes against the resolution	13 003
Votes abstained	1 228 601

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 19

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

**dated 3 June 2016
regarding the acknowledgement of the fulfilment of duties in 2015**

§ 1

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code in conjunction with § 7 item 7 point 2 of the Articles of Association of the Company, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr. Artur Gabor in the financial year 2015.

§ 2

The resolution shall come into force on the day of its adoption.

Number of shares for which valid votes were cast:	302 943 903
Percentage of shares for which valid votes were cast in the share capital:	70,82%
Total number of valid votes:	302 943 903
Votes in favour of the resolution	301 702 299
Votes against the resolution	13 003
Votes abstained	1 228 601

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 20
OF THE ORDINARY GENERAL MEETING OF POLSKI KONCERN NAFTOWY ORLEN SPÓŁKA
AKCYJNA

dated 3 June 2016
regarding the acknowledgement of the fulfilment of duties in 2015

§ 1

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code in conjunction with § 7 item 7 point 2 of the Articles of Association of the Company, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr. Cezary Banasiński in the financial year 2015.

§ 2

The resolution shall come into force on the day of its adoption.

Number of shares for which valid votes were cast:	302 943 903
Percentage of shares for which valid votes were cast in the share capital:	70,82%
Total number of valid votes:	302 943 903
Votes in favour of the resolution	301 702 299
Votes against the resolution	13 003
Votes abstained	1 228 601

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 21

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

**dated 3 June 2016
regarding the acknowledgement of the fulfilment of duties in 2015**

§ 1

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code in conjunction with § 7 item 7 point 2 of the Articles of Association of the Company, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr. Cezary Jan Możejński in the financial year 2015.

§ 2

The resolution shall come into force on the day of its adoption.

Number of shares for which valid votes were cast:	302 943 903
Percentage of shares for which valid votes were cast in the share capital:	70,82%
Total number of valid votes:	302 943 903
Votes in favour of the resolution	301 702 299
Votes against the resolution	13 003
Votes abstained	1 228 601

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 22

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

**dated 3 June 2016
regarding the acknowledgement of the fulfilment of duties in 2015**

§ 1

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code in conjunction with § 7 item 7 point 2 of the Articles of Association of the Company, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr. Adam Robert Ambrozik in the financial year 2015.

§ 2

The resolution shall come into force on the day of its adoption.

Number of shares for which valid votes were cast:	302 943 903
Percentage of shares for which valid votes were cast in the share capital:	70,82%
Total number of valid votes:	302 943 903
Votes in favour of the resolution	301 702 299
Votes against the resolution	13 003
Votes abstained	1 228 601

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 23

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

**dated 3 June 2016
regarding the acknowledgement of the fulfilment of duties in 2015**

§ 1

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code in conjunction with § 7 item 7 point 2 of the Articles of Association of the Company, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr. Maciej Stanisław Bałtowski in the financial year 2015.

§ 2

The resolution shall come into force on the day of its adoption.

Number of shares for which valid votes were cast:	302 943 903
Percentage of shares for which valid votes were cast in the share capital:	70,83%
Total number of valid votes:	302 943 903
Votes in favour of the resolution	301 702 299
Votes against the resolution	13 003
Votes abstained	1 228 601

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 24

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

**dated 3 June 2016
regarding the acknowledgement of the fulfilment of duties in 2015**

§ 1

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code in conjunction with § 7 item 7 point 2 of the Articles of Association of the Company, the Ordinary General Meeting of Polski Koncern Naftowy ORLEN S.A. acknowledges the fulfilment of duties by Mr. Remigiusz Przemysław Nowakowski in the financial year 2015.

§ 2

The resolution shall come into force on the day of its adoption.

Number of shares for which valid votes were cast:	302 943 903
Percentage of shares for which valid votes were cast in the share capital:	70,82%
Total number of valid votes:	302 943 903
Votes in favour of the resolution	301 702 299
Votes against the resolution	13 003
Votes abstained	1 228 601

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 25
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF POLSKI KONCERN
NAFTOWY ORLEN SPÓŁKA AKCYJNA

dated 3 June 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 Ordinary General Meeting of Shareholders shall resolve the composition of the Supervisory Board of Polski Koncern Naftowy ORLEN S.A. to consist of 9 persons.

§ 2

The resolution shall come into force upon its adoption.

Number of shares for which valid votes were cast:	302 943 915
Percentage of shares for which valid votes were cast in the share capital:	70,82%
Total number of valid votes:	302 943 915
Votes in favour of the resolution	292 806 323
Votes against the resolution	10 000 001
Votes abstained	137 591

RESOLUTION NO. 26

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

**dated 3 June 2016
regarding the appointment of the Chairman of the Supervisory Board**

§ 1

Pursuant to § 8 item 4 of the Company's Articles of Association the Ordinary General Meeting of Shareholders resolves to appoint Ms. Angelina Anna Sarota for the position of the Chairman of the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.

§ 2

The resolution shall come into force upon its adoption.

Number of shares for which valid votes were cast:	302 943 915
Percentage of shares for which valid votes were cast in the share capital:	70,82%
Total number of valid votes:	302 943 915
Votes in favour of the resolution	233 863 442
Votes against the resolution	47 492 704
Votes abstained	21 587 769

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 27

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

**dated 3 June 2016
regarding the appointment to the Supervisory Board**

§ 1

Pursuant to § 8 item 2 point 2 of the Company's Articles of Association, the Ordinary General Meeting of Shareholders resolves to appoint Mr. Mateusz Henryk Bochacik to the composition of the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.

§ 2

The resolution shall come into force upon its adoption.

Number of shares for which valid votes were cast:	263 158 350
Percentage of shares for which valid votes were cast in the share capital:	61,52%
Total number of valid votes:	263 158 350
Votes in favour of the resolution	191 967 633
Votes against the resolution	47 492 703
Votes abstained	23 698 014

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 28

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

**dated 3 June 2016
regarding the appointment to the Supervisory Board**

§ 1

Pursuant to § 8 item 2 point 2 of the Company's Articles of Association, the Ordinary General Meeting of Shareholders resolves to appoint Mr. Adrian Dworzyński to the composition of the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.

§ 2

The resolution shall come into force upon its adoption.

Number of shares for which valid votes were cast:	302 943 914
Percentage of shares for which valid votes were cast in the share capital:	70,82%
Total number of valid votes:	302 943 914
Votes in favour of the resolution	243 491 835
Votes against the resolution	47 492 716
Votes abstained	11 959 363

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 29

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

**dated 3 June 2016
regarding the appointment to the Supervisory Board**

§ 1

Pursuant to § 8 item 2 point 2 of the Company's Articles of Association, the Ordinary General Meeting of Shareholders resolves to appoint Mr. Artur Gabor to the composition of the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.

§ 2

The resolution shall come into force upon its adoption.

Number of shares for which valid votes were cast:	302 943 914
Percentage of shares for which valid votes were cast in the share capital:	70,82%

Total number of valid votes:	302 943 914
Votes in favour of the resolution	243 491 835
Votes against the resolution	47 492 716
Votes abstained	11 959 363

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 30
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF POLSKI KONCERN
NAFTOWY ORLEN SPÓŁKA AKCYJNA

dated 3 June 2016
regarding the appointment to the Supervisory Board

§ 1

Pursuant to § 8 item 2 point 2 of the Company's Articles of Association, the Ordinary General Meeting of Shareholders resolves to appoint Ms. Agnieszka Krzętowska to the composition of the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.

§ 2

The resolution shall come into force upon its adoption.

Number of shares for which valid votes were cast:	302 943 914
Percentage of shares for which valid votes were cast in the share capital:	70,82%
Total number of valid votes:	302 943 914
Votes in favour of the resolution	233 863 442
Votes against the resolution	47 492 703
Votes abstained	21 587 769

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 31
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF POLSKI KONCERN
NAFTOWY ORLEN SPÓŁKA AKCYJNA

dated 3 June 2016
regarding the appointment to the Supervisory Board

§ 1

Pursuant to § 8 item 2 point 2 of the Company's Articles of Association, the Ordinary General Meeting of Shareholders resolves to appoint Mr. Radosław Leszek Kwaśnicki to the composition of the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.

§ 2

The resolution shall come into force upon its adoption.

Number of shares for which valid votes were cast:	302 943 914
Percentage of shares for which valid votes were cast in the share capital:	70,82%
Total number of valid votes:	302 943 914
Votes in favour of the resolution	233 863 442
Votes against the resolution	47 492 703
Votes abstained	21 587 769

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 32

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

**dated 3 June 2016
regarding the appointment to the Supervisory Board**

§ 1

Pursuant to § 8 item 2 point 2 of the Company's Articles of Association, the Ordinary General Meeting of Shareholders resolves to appoint Mr. Remigiusz Przemysław Nowakowski to the composition of the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.

§ 2

The resolution shall come into force upon its adoption.

Number of shares for which valid votes were cast:	302 943 914
Percentage of shares for which valid votes were cast in the share capital:	70,82%
Total number of valid votes:	302 943 914
Votes in favour of the resolution	231 753 197
Votes against the resolution	47 492 703
Votes abstained	23 698 014

The resolution was adopted by way of secret ballot.

RESOLUTION NO. 33

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

**dated 3 June 2016
regarding the appointment to the Supervisory Board**

§ 1

Pursuant to § 8 item 2 point 2 of the Company's Articles of Association, the Ordinary General Meeting of Shareholders resolves to appoint Mr. Wiesław Tomasz Protasewicz to the composition of the Supervisory Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna.

§ 2

The resolution shall come into force upon its adoption.

Number of shares for which valid votes were cast:	302 943 914
Percentage of shares for which valid votes were cast in the share capital:	70,82%
Total number of valid votes:	302 943 914
Votes in favour of the resolution	225 196 591
Votes against the resolution	49 602 948
Votes abstained	28 144 375

The resolution was adopted by way of secret ballot.