



**Resolution No. 6071/18
of the Management Board
of Polski Koncern Naftowy ORLEN Spółka Akcyjna
dated June 6th 2018**

concerning change of the agenda of the Annual General Meeting

Acting pursuant to Par. 9.7.1 of the Company's Articles of Association, and Par. 5.5.4 of the Rules of Procedure for the Management Board in connection with the motions of the Shareholders: Aviva Otwarty Fundusz Emerytalny Aviva BZ WBK and the State Treasury, submitted pursuant to Article 401 par. 1 of the Code of Commercial Companies and considering Resolution No. 6062/18 of the Management Board dated May 29th 2018 on convening of the Annual General Meeting and Resolution No. 6063/18 of the Management Board dated May 29th 2018 concerning draft resolutions of the Company's Annual General Meeting the Management Board hereby resolves as follows:

Par.1

1. The Management Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna enters following additional points to the agenda of the Annual General Meeting of Polski Koncern Naftowy ORLEN S.A., convened for June 26th 2018, at 11:00, to be held at Dom Technika at ul. Kazimierza Wielkiego 41, Płock, Poland:
"The adoption of resolutions regarding changes in the composition of the Company's Supervisory Board."
and
"The adoption of resolution regarding change to the resolution no 4 of the Extraordinary General Meeting dated January 24th 2017 regarding rules of determining of the PKN ORLEN Management Board remuneration."
2. The Management Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna determines a new agenda of the Annual General Meeting convened for June 26th 2018, changed, according to item 1 hereof, on the requests of the Shareholders Aviva Otwarty Fundusz Emerytalny Aviva BZ WBK and the State Treasury, as follows:
 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. Consideration of the Directors' Report on the activities of the ORLEN Group and PKN ORLEN S.A. in 2017.
 7. Consideration of the financial statements of PKN ORLEN S.A. for the year ended December 31st 2017, as well as the Management Board's recommendation regarding the distribution of net profit for the financial year 2017.
 8. Consideration of the consolidated financial statements of the ORLEN Group for the year ended December 31st 2017.
 9. Consideration of the report of the Supervisory Board of PKN ORLEN S.A. for the financial year 2017.
 10. Presentation of the Report on representation expenses, legal fees, marketing costs, public relations and social communication expenses, and management consultancy fees for the year ended December 31st 2017.
 11. Voting on a resolution to receive the Directors' Report on the activities of the ORLEN Group and PKN ORLEN S.A. in 2017.

12. Voting on a resolution to receive the financial statements of PKN ORLEN S.A. for the year ended December 31st 2017.
13. Voting on a resolution to receive the consolidated financial statements of the ORLEN Group for the year ended December 31st 2017.
14. Voting on a resolution to distribute the net profit for the financial year 2017 and to determine the dividend record date and the dividend payment date.
15. Voting on resolutions to grant discharge to members of the Management Board of PKN ORLEN S.A. for performance of their duties in 2017.
16. Voting on resolutions to grant discharge to members of the Supervisory Board of PKN ORLEN S.A. for performance of their duties in 2017.
17. Consideration of and voting on resolutions to amend the Company's Articles of Association and to approve the consolidated text of the Articles of Association.
18. The adoption of resolutions regarding changes in the composition of the Company's Supervisory Board.
19. The adoption of resolution regarding change to the resolution no 4 of the Extraordinary General Meeting dated January 24th 2017 regarding rules of determining of the PKN ORLEN Management Board remuneration.
20. Closing of the General Meeting.

Par.2

The Management Board of Polski Koncern Naftowy ORLEN Spółka Akcyjna approves the draft resolution of the adoption of the agenda of Annual General Meeting. The draft resolutions of the Annual General Meeting is attached hereto.

Par.3

This Resolution, in the scope presented in Par.1 and Par.2 changes the Resolution No. 6062/18 of the Management Board dated May 29th 2018 on convening of the Annual General Meeting and Resolution No. 6063/18 of the Management Board dated May 29th 2018 concerning draft resolutions of the Company's Annual General Meeting.

Par.4

This resolution shall come into force upon its adoption.

Five (5) Members of the Management Board took part in the vote, with five (5) votes cast in favour of the Resolution, no (0) votes cast against it and no (0) abstentions.