



PRIME MINISTER

Warsaw, January 16th 2019

DSKP.WN2.283.7.2019.RA(1)
PW-180222

**Mr
Daniel Obajtek
President of the Management Board
Polski Koncern Naftowy ORLEN S.A.
of Plock**

REQUEST

*BY A SHAREHOLDER REPRESENTING AT LEAST ONE-TWENTIETH OF THE COMPANY'S
SHARE CAPITAL THAT CERTAIN MATTERS BE PLACED ON THE AGENDA OF THE NEXT
GENERAL MEETING*

Acting on behalf of the Polish State Treasury as a shareholder in Polski Koncern Naftowy ORLEN S.A. of Plock (the "Company"), holding 27.52% of the Company's share capital, pursuant to Art. 401.1 of the Commercial Companies Code and Art. 7.4.3 of the Company's Articles of Association, I hereby request that the following item be placed on the agenda of the Company's next General Meeting:

1. Voting on a resolution to amend Resolution No. 4 of the Company's Extraordinary General Meeting of January 24th 2017 on the rules of remunerating members of the Management Board.

STATEMENT OF REASONS

The Polish State Treasury, as the main shareholder in Polski Koncern Naftowy ORLEN S.A., proposes with respect to aforesaid item 1 that Section 3 of Resolution No. 4 of the PKN ORLEN Extraordinary General Meeting of January 24th 2017 on the rules of remunerating members of the Management Board be amended to include adoption of a set of Management Objectives and additional Management Objectives, on the basis of which a variable remuneration component would be payable to Management Board members.

Appendix:

- draft resolution of the EGM