



**Annual General Meeting
of Polski Koncern Naftowy ORLEN S.A.**

Dear Shareholders,

This is to inform you that the agenda of the upcoming Annual General Meeting of Polski Koncern Naftowy ORLEN S.A. includes granting discharge of liability for activities in 2022 in their official capacity to both members of the governing bodies of PKN ORLEN S.A. and members of the governing bodies of Grupa LOTOS S.A. and PGNiG S.A., which were acquired by the Company in 2022.

Pursuant to Art. 395.2.3 of the Commercial Companies Code, the business of the annual general meeting of a company should include discharging members of its governing bodies of liability for their activities in their official capacity. It is generally accepted that a vote on such discharge should be held for each person who served on any of the Company's governing bodies in the last completed financial year.

In 2022, PKN ORLEN S.A. merged pursuant to Art. 492.1.1 of the Commercial Companies Code first with Grupa LOTOS S.A. and then with Polskie Górnictwo Naftowe i Gazownictwo S.A. Upon the respective mergers, the acquirees ceased to exist as separate legal entities, and PKN ORLEN S.A. assumed all their rights and obligations. This follows from the fact that as a universal successor to their rights and obligations, as provided for in Art. 494.1 of the Commercial Companies Code, PKN ORLEN S.A. took over the entirety of their legal situations. This means that it is PKN ORLEN S.A. which is currently responsible for conducting the procedure to discharge, on behalf of the acquirees, the persons who served on the acquirees' governing bodies of liability for their activities.

In view of the foregoing, it is therefore necessary and appropriate to present to the Annual General Meeting draft resolutions on discharging all members of both the Company's governing bodies and the governing bodies of the companies acquired in 2022.