

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE “COMPANY”)**  
**of 5 June 2025**

**to appoint the Chair of the Annual General Meeting**

**Section 1**

Pursuant to Art. 409.1 sentence 1 of the Commercial Companies Code, in conjunction with Section 5 of the Rules of Procedure for the General Meeting of the Company, the Annual General Meeting of ORLEN S.A. hereby appoints ..... as Chair of the General Meeting.

**Section 2**

This Resolution shall take effect upon adoption.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**to adopt the agenda of the Annual General Meeting**

**Section 1**

The Annual General Meeting of ORLEN S.A. resolves to adopt the following agenda:

1. Opening of the General Meeting.
2. Appointment of Chair of the General Meeting.
3. Confirmation that the General Meeting has been properly convened and has the capacity to pass resolutions.
4. Adoption of the agenda.
5. Appointment of the Ballot Committee.
6. Consideration of the Management Board's Report on the operations of the ORLEN Group and ORLEN S.A. in 2024.
7. Consideration of the financial statements of ORLEN S.A. for the year ended 31 December 2024, as well as the Management Board's recommendation regarding the allocation of net profit for the financial year 2024.
8. Consideration of the consolidated financial statements of the ORLEN Group for the year ended 31 December 2024.
9. Consideration of the Supervisory Board's Report on its activities for the financial year 2024.
10. Presentation of the Report on entertainment expenses, legal expenses, marketing expenses, public relations and social communication expenses, and management consultancy fees in 2024.
11. Consideration of and voting on a resolution to approve the Management Board's Report on the operations of the ORLEN Group and ORLEN S.A. in 2024.
12. Consideration of and voting on a resolution to approve the financial statements of ORLEN S.A. for the year ended 31 December 2024.
13. Consideration of and voting on a resolution to approve the consolidated financial statements of the ORLEN Group for the year ended 31 December 2024.
14. Consideration of and voting on a resolution to allocate the net profit for the financial year 2024, pay dividend from the net profit for 2024 and the Company's statutory reserve funds, and determine the dividend record date and the dividend payment date.
15. Consideration of and voting on a resolution to approve the Supervisory Board's Report on its activities for the financial year 2024.
16. Consideration of and voting on resolutions whether to discharge Members of the Management Board of liability for their activities in 2024.
17. Consideration of and voting on resolutions whether to discharge Members of the Supervisory Board of liability for their activities in 2024.
18. Consideration of and voting on a resolution to endorse the Supervisory Board's Report on remuneration of members of the Management Board and the Supervisory Board for 2024.
19. Consideration of and voting on a resolution to consent to the acquisition by the Company of all shares in Energomedia spółka z ograniczoną odpowiedzialnością of Trzebinia, entered in the Business Register of the National Court Register under No. KRS 0000067731, from ORLEN Południe Spółka Akcyjna.

20. Consideration of and voting on a resolution to determine the number of Supervisory Board Members.
21. Consideration of and voting on resolutions to appoint of Members of the Supervisory Board.
22. Determination of the amounts of remuneration for members of the Supervisory Board of the Company.
23. Closing of the General Meeting.

## **Section 2**

This Resolution shall take effect upon adoption.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**to appoint the Ballot Committee**

**Section 1**

Pursuant to Section 8 of the Rules of Procedure for the General Meeting of the Company, the Annual General Meeting of ORLEN S.A. hereby appoints the following persons to the Ballot Committee:

- .....
- .....
- .....

**Section 2**

This Resolution shall take effect upon adoption.

Number of shares validly voted: ...  
Percentage of share capital represented by validly voted shares: ... %  
Total number of valid votes: ...  
Votes in favour: ...  
Votes against: ...  
Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO.**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE “COMPANY”)**  
**of 5 June 2025**

**to approve the Management Board’s Report on the operations of the ORLEN Group and ORLEN S.A. in 2024**

**Section 1**

Acting pursuant to Art. 395.2.1 and 395.5 of the Commercial Companies Code, and Art. 7.7.1 of the Company’s Articles of Association in conjunction with Art. 49, Art. 55.2a, and Art. 63x of the Accounting Act, the Annual General Meeting ORLEN S.A., having read and considered the Management Board’s Report on the operations of the ORLEN Group and ORLEN S.A. in 2024, containing the Group’s sustainability report, as well as the Supervisory Board’s assessment thereof, hereby resolves to approve the Management Board’s report.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...  
Percentage of share capital represented by validly voted shares: ... %  
Total number of valid votes: ...  
Votes in favour: ...  
Votes against: ...  
Abstentions: ...

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE “COMPANY”)**  
**of 5 June 2025**

**to approve the financial statements of ORLEN S.A. for the year ended 31 December 2024**

**Section 1**

Acting pursuant to Art. 395.2.1 of the Commercial Companies Code, Art. 45 and Art. 53.1 of the Accounting Act in conjunction with Art. 7.7.1 of the Company’s Articles of Association, the Annual General Meeting of ORLEN S.A., having read and considered the audited financial statements of ORLEN S.A. for the year ended 31 December 2024 as submitted by the Management Board and the Supervisory Board’s assessment thereof, hereby resolves to approve the audited financial statements of ORLEN S.A. for the year ended 31 December 2024, comprising:

- the separate statement of profit or loss (included in the statement of profit or loss and other comprehensive income) for the period from 1 January 2024 to 31 December 2024, showing a net profit of PLN 3,944 million ( three billion, nine hundred and forty-four million złoty);
- the separate statement of financial position as at 31 December 2024, showing total assets and total equity and liabilities of PLN 197,738 million ( one hundred and ninety-seven billion, seven hundred and thirty-eight million złoty);
- the separate statement of changes in equity, showing a decrease in equity as at 31 December 2024 of PLN (2,956) million (two billion, nine hundred and fifty-six million złoty);
- the separate statement of cash flows, showing a net decrease in cash of PLN (1,468) million (one billion, four hundred and sixty-eight million złoty);
- supplementary information, comprising the introduction and notes to the separate financial statements.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**to approve the consolidated financial statements of the ORLEN Group for the year ended 31 December 2024**

**Section 1**

Acting pursuant to Art. 395.5 of the Commercial Companies Code, Art. 55 and Art. 63c.4 of the Accounting Act in conjunction with Art. 7.7.1 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A., having read and considered the audited consolidated financial statements of the ORLEN Group for the year ended 31 December 2024 as submitted by the Management Board and the Supervisory Board's assessment thereof, hereby resolves to approve the audited consolidated financial statements of the ORLEN Group for the year ended 31 December 2024, comprising:

- the consolidated statement of profit or loss (included in the consolidated statement of profit or loss and other comprehensive income) for the period from 1 January 2024 to 31 December 2024, showing a consolidated net profit of PLN 1,383 million (one billion, three hundred and eighty-three million złoty);
- the consolidated statement of financial position as at 31 December 2024, showing total assets and total equity and liabilities of PLN 255,368 million (two hundred and fifty-five billion, three hundred and sixty-eight million złoty);
- the consolidated statement of changes in equity, showing a decrease in equity as at 31 December 2024 of PLN (6,731) million (six billion, seven hundred and thirty-one million złoty);
- the consolidated statement of cash flows, showing a net decrease in cash of PLN (2,178) million (two billion, one hundred and seventy-eight million złoty);
- supplementary information, comprising the introduction and notes to the consolidated financial statements.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

**RESOLUTION NO. ...  
OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**

**of 5 June 2025**

**to allocate the net profit for the financial year 2024, pay dividend from the net profit for 2024 and the Company's statutory reserve funds, and determine the dividend record date and the dividend payment date.**

**Section 1**

Acting pursuant to Art. 395.2.2 of the Commercial Companies Code and Art. 7.7.3 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A., having read and considered the Supervisory Board's assessment of the profit allocation recommendation, resolves to allocate the entire 2024 net profit of PLN 3,944,314,694.14 (three billion, nine hundred and forty-four million, three hundred and fourteen thousand, six hundred and ninety-four złoty, 14/100) to the payment of dividend.

**Section 2**

The Annual General Meeting further resolves to allocate a total of PLN 6,965,652,294.00 (six billion, nine hundred and sixty-five million, six hundred and fifty-two thousand, two hundred and ninety-four złoty) to the payment of payment (PLN 6.00 per share). The dividend referred to in the preceding sentence shall be distributed from the net profit for 2024, of PLN 3,944,314,694.14 (three billion, nine hundred and forty-four million, three hundred and fourteen thousand, six hundred and ninety-four złoty, 14/100) and from a portion of the Company's statutory reserve funds created from retained earnings in prior years, of PLN 3,021,337,599.86 (three billion, twenty-one million, three hundred and thirty-seven thousand, five hundred and ninety-nine złoty, 86/100).

**Section 3**

14 August 2025 shall be the dividend record date and 1 September 2025 the dividend payment date.

**Section 4**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...



**RESOLUTION NO. ...  
OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")  
of 5 June 2025**

**to approve the Supervisory Board's report on its activities for the financial year 2024**

**Section 1**

The Annual General Meeting of ORLEN S.A. hereby resolves to approve Supervisory Board's report on its activities for the financial year 2024, including information on the operations of the ORLEN Group, the Supervisory Board and its committees, as well as such other information and assessments as are required under applicable laws and regulations and the Best Practice for GPW Listed Companies 2021.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves not to discharge Daniel Obajtek from liability for his activities as President of the Management Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves not to discharge Armen Konrad Artwich from liability for his activities as Member of the Management Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves not to discharge Adam Burak from liability for his activities as Member of the Management Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves not to discharge Patrycja Klarecka from liability for her activities as Member of the Management Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves not to discharge Michał Róg from liability for his activities as Member of the Management Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves not to discharge Jan Szewczak from liability for his activities as Member of the Management Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves not to discharge Józef Węgrecki from liability for his activities as Member of the Management Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.



**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves not to discharge Piotr Sabat from liability for his activities as Member of the Management Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves not to discharge Krzysztof Nowicki from liability for his activities as Member of the Management Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...  
Percentage of share capital represented by validly voted shares: ... %  
Total number of valid votes: ...  
Votes in favour: ...  
Votes against: ...  
Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves not to discharge Iwona Waksmundzka-Olejniczak from liability for her activities as Member of the Management Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...  
Percentage of share capital represented by validly voted shares: ... %  
Total number of valid votes: ...  
Votes in favour: ...  
Votes against: ...  
Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves not to discharge Robert Perkowski from liability for his activities as Member of the Management Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves to discharge Ireneusz Fąfara from liability for his activities as President of the Management Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves to discharge Witold Literacki from liability for his activities as Member of the Management Board of the Company and in this capacity as acting President and Vice President of the Management Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**  
**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves to discharge Magdalena Bartoś from liability for her activities as Vice President of the Management Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves to discharge Ireneusz Sitarski from liability for his activities as Vice President of the Management Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.



**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves to discharge Robert Soszyński from liability for his activities as Vice President of the Management Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves to discharge Marek Balawejder from liability for his activities as Member of the Management Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves to discharge Artur Osuchowski from liability for his activities as Member of the Management Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves to discharge Wiesław Prugar from liability for his activities as Member of the Management Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves to discharge Marcin Wasilewski from liability for his activities as Member of the Management Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**

**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE “COMPANY”)**

**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company’s Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves to discharge Kazimierz Mordaszewski from liability for his activities as Member of the Supervisory Board delegated to temporarily act as Member of the Management Board in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**

**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**

**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves to discharge Ireneusz Sitarski from liability for his activities as Member of the Supervisory Board delegated to temporarily act as Member of the Management Board in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**

**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE “COMPANY”)**

**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company’s Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves to discharge Tomasz Sójka from liability for his activities as Member of the Supervisory Board delegated to temporarily act as Member of the Management Board in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.



**RESOLUTION NO. ...**

**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**

**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves to discharge Tomasz Zieliński from liability for his activities as Member of the Supervisory Board delegated to temporarily act as Member of the Management Board in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**  
**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves not to discharge Wojciech Jasiński from liability for his activities as Chair of the Supervisory Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves not to discharge Andrzej Szumański from liability for his activities as Deputy Chair of the Supervisory Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**

**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves not to discharge Anna Wójcik from liability for her activities as Secretary of the Supervisory Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves not to discharge Barbara Jarzembowska from liability for her activities as Member of the Supervisory Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE “COMPANY”)**  
**of 5 June 2025**  
**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company’s Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves not to discharge Andrzej Kapała from liability for his activities as Member of the Supervisory Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE “COMPANY”)**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company’s Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves not to discharge Roman Kusz from liability for his activities as Member of the Supervisory Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves not to discharge Jadwiga Lesisz from liability for her activities as Member of the Supervisory Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.



**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves not to discharge Anna Sakowicz-Kacz from liability for her activities as Member of the Supervisory Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves to discharge Wojciech Popiołek from liability for his activities as Member and Chair of the Supervisory Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...  
Percentage of share capital represented by validly voted shares: ... %  
Total number of valid votes: ...  
Votes in favour: ...  
Votes against: ...  
Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves to discharge Michał Gajdus from liability for his activities as Deputy Chair of the Supervisory Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves to discharge Katarzyna Łobos from liability for her activities as Secretary of the Supervisory Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves to discharge Ewa Gąsiorek from liability for her activities as Member of the Supervisory Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves to discharge Kazimierz Mordaszewski from liability for his activities as Member of the Supervisory Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves to discharge Mikołaj Pietrzak from liability for his activities as Member of the Supervisory Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE “COMPANY”)**  
**of 5 June 2025**  
**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company’s Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves to discharge Ireneusz Sitarski from liability for his activities as Member of the Supervisory Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.



**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE “COMPANY”)**

**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves to discharge Marian Sewerski from liability for his activities as Member of the Supervisory Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves to discharge Ewa Sowińska from liability for her activities as Member of the Supervisory Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves to discharge Tomasz Sójka from liability for his activities as Member of the Supervisory Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE “COMPANY”)**  
**of 5 June 2025**

**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves to discharge Piotr Wielowieyski from liability for his activities as Member of the Supervisory Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE “COMPANY”)**  
**of 5 June 2025**  
**on the discharge of duties in the year 2024**

**Section 1**

Acting pursuant to Art. 395.2.3 of the Commercial Companies Code in conjunction with Art. 7.7.2 of the Company's Articles of Association, the Annual General Meeting of ORLEN S.A. hereby resolves to discharge Tomasz Zieliński from liability for his activities as Member of the Supervisory Board of the Company in the financial year 2024.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE “COMPANY”)**  
**of 5 June 2025**

**to endorse the Supervisory Board’s report on remuneration of members of the Management Board and the Supervisory Board for 2024**

**Section 1**

Acting pursuant to Art. 395.2.1 of the Commercial Companies Code in conjunction with Art. 90g.6 of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies, dated 29 July 2005, the Annual General Meeting of ORLEN S.A., having considered the auditor's assessment of the report of the Supervisory Board of ORLEN S.A. on remuneration of members of the Management Board and the Supervisory Board for 2024, hereby resolves to endorse the report.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

## **RESOLUTION NO. ...**

### **OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE “COMPANY”)**

**of 5 June 2025**

**to consent to the acquisition by the Company of all shares in Energomedia spółka z ograniczoną odpowiedzialnością of Trzebinia, entered in the Business Register of the National Court Register under No. KRS 0000067731, from ORLEN Południe Spółka Akcyjna.**

Acting pursuant to Art. 7.7.15 of the Company’s Articles of Association, the Annual General Meeting of the Company hereby resolves as follows:

#### **Section 1**

The Annual General Meeting consents to the acquisition by the Company, from ORLEN Południe Spółka Akcyjna of Trzebinia, of 54,356 (fifty-four thousand, three hundred and fifty-six) shares, with a par value of PLN 500 (five hundred złoty) per share and a total par value of PLN 27,178,000 (twenty-seven million, one hundred and seventy-eight thousand złoty), representing 100% (one hundred percent) of the share capital of Energomedia spółka z ograniczoną odpowiedzialnością of Trzebinia, entered in the Business Register of the National Court Register under No. KRS 0000067731, for a total consideration of PLN 21,536,000 (twenty-one million, five hundred and thirty-six thousand złoty), which – in accordance with the Locked Box mechanism applied – may be subject to upward or downward revision in line with the results of accounting for changes in working capital and net debt (the “Parameters”), with the materiality threshold below which no such revision shall be made set at PLN 500 thousand (five hundred thousand złoty) for each of the Parameters.

#### **Section 2**

This Resolution shall take effect as of its date.

.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

**RESOLUTION NO. ...  
OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE "COMPANY")**

**of 5 June 2025**

**to determine the number of Supervisory Board Members**

**Section 1**

Acting pursuant to Section 14.2 of the Rules of Procedure for the General Meeting of the Company, the Annual General Meeting hereby resolves that the Supervisory Board of ORLEN S.A. shall consist of .... members.

**Section 2**

This Resolution shall take effect upon adoption.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...



**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE “COMPANY”)**  
**of 5 June 2025**

**to appoint Chair/Member of the Supervisory Board**

**Section 1**

Acting pursuant to Art. 385.1 of the Commercial Companies Code and Art. 8.2.2 of the Company's Articles of Association, the Annual General Meeting of the Company hereby resolves to appoint ..... as Chair/Member of the Supervisory Board.

**Section 2**

This Resolution shall take effect as of its date.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...

The resolution has been passed in secret ballot.

**RESOLUTION NO. ...**  
**OF THE ANNUAL GENERAL MEETING OF ORLEN SPÓŁKA AKCYJNA (THE “COMPANY”)**  
**of 5 June 2025**

**to determine the amounts of remuneration for members of the Company’s Supervisory Board**

Pursuant to Art. 2.2.1 and Art. 10 of the Act on the Rules of Remunerating Persons Who Direct Certain Companies of 9 June 2016, the Annual General Meeting ORLEN S.A hereby resolves as follows:

**Section 1**

The monthly remuneration of members of the Supervisory Board shall be calculated as the product of the reference salary referred to in Art. 1.3.11 of the Act on Rules of Remunerating Persons Who Direct Certain Companies of 9 June 2016, and the following multipliers:

- a) for the Chair of the Supervisory Board – [...]
- b) for other members of the Supervisory Board – [...]

**Section 2**

Resolution No. 5 of the Company’s Extraordinary General Meeting of 24 January 2017 to determine the rules of remunerating members of the Supervisory Board, as amended by Resolution No. 45 of the Company’s Annual General Meeting of 14 June 2019 to amend Resolution No. 5 of the Company’s Extraordinary General Meeting of 24 January 2017 to determine the rules of remunerating members of the Supervisory Board, shall be amended as regards the matters referred to in Section 1 above.

**Section 3**

This Resolution shall take effect upon adoption.

Number of shares validly voted: ...

Percentage of share capital represented by validly voted shares: ... %

Total number of valid votes: ...

Votes in favour: ...

Votes against: ...

Abstentions: ...