![Polish Eagle emblem]

PRIME MINISTER
DSKP.WN2.282.20.2019.RA(7)
PW-204876

Warsaw, June 6th 2019

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

REQUEST FROM A SHAREHOLDER REPRESENTING AT LEAST ONE-TWENTIETH
OF THE SHARE CAPITAL, SUBMITTED IN CONNECTION WITH A DRAFT RESOLUTION
CONCERNING AN ITEM PLACED ON THE AGENDA OF THE ANNUAL GENERAL
MEETING CONVENED FOR JUNE 14TH 2019

Acting on behalf of the Polish State Treasury as a shareholder in Polski Koncern Naftowy ORLEN S.A. of Płock (the "Company"), holding 27.52% of the Company's share capital, pursuant to Art. 401.4 of the Commercial Companies Code, I hereby submit a draft resolution concerning the following item of the agenda of the Company's Annual General Meeting convened for June 14th 2019:

"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".

EXPLANATORY NOTE

The Polish State Treasury, as the main shareholder in Polski Koncern Naftowy ORLEN S.A., proposes with respect to the aforesaid agenda item that:

• Section 2.2 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 clarify the existing rules of remunerating members of the Company's Management Board, in accordance with generally applicable laws;

• 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, and to clarify the existing rules of remunerating members of the Company's Management Board, in accordance with generally applicable laws.

Head of the State Treasury Department
Mateusz Berger

Appendices:
- Draft resolution for the AGM
- Copy of power of attorney dated June 7th 2018.