

**RESOLUTION No. ...
OF THE ANNUAL GENERAL MEETING of Grupa LOTOS S.A.
of June 28th 2018**

concerning: consent to planned subscription and payment for shares in the increased share capital of LOTOS Upstream sp. o.o.

Acting pursuant to Art. 9.13 of the Company's Articles of Association, having considered the request of the Management Board of Grupa LOTOS S.A. set out in the Management Board Resolution No. 15/X/2018 of May 29th 2018 and the positive opinion of the Supervisory Board of Grupa LOTOS S.A. expressed in Resolution No. 85/X/2018 of May 29th 2018, the General Meeting of Grupa LOTOS S.A. resolves as follows:

Section 1.

The General Meeting of Grupa LOTOS S.A. grants its consent to the planned subscription for up to 3,300,000 (three million three hundred thousand) shares in LOTOS Upstream Sp. z o.o. of Gdańsk, KRS No. 0000660548, with a par value of PLN 100 (one hundred złoty) per share, to be paid up in cash, by way of a single increase or a series of successive increases of the share capital of LOTOS Upstream Sp. z o.o. by a total amount of no more than PLN 330,000,000 (three hundred and thirty million).

Section 2.

This Resolution shall become effective as of its date.