

**REPRESENTATION BY A  
CANDIDATE FOR MEMBER OF THE SUPERVISORY BOARD OF GRUPA LOTOS S.A.  
MEMBER OF THE SUPERVISORY BOARD OF GRUPA LOTOS S.A.\***

I hereby represent that there are no circumstances which could undermine my independence as member of the Supervisory Board of Grupa LOTOS S.A. of Gdańsk.

In accordance with Art. 18 of the Commercial Companies Code, I represent that I have full capacity to enter into legal transactions, have not been sentenced by a final court judgment for any offence specified in Chapters XXXIII–XXXVII of the Polish Criminal Code or in Art. 585, Art. 587, Art. 590 and Art. 591 of the Commercial Companies Code.

In accordance with Art. 387 of the Commercial Companies Code, I represent that I do not hold a position of a management board member, commercial proxy, liquidator, branch or plant manager, chief accountant, legal counsel or attorney at law at Grupa LOTOS S.A.

I represent that I satisfy the criteria under Annex II to the Commission Recommendation of February 15th 2005 on the role of non-executive or supervisory directors of listed companies and on the committees of the (supervisory) board (2005/162/EC), as well as additional requirements stipulated in the document entitled “Best Practice for GPW Listed Companies 2016”, which forms an annex to WSE Supervisory Board Resolution No. 26/1413/2015 of October 13th 2015 concerning the approval of the “Best Practice for GPW Listed Companies 2016”. In particular, I represent that:

1. I am not an executive or managing director of Grupa LOTOS S.A. or another LOTOS Group company, and I have not been in such a position for the previous five years;
2. I am not an employee of Grupa LOTOS S.A., its subsidiary or another LOTOS Group company, and I have not been in such a position for the previous three years, except when the non-executive or supervisory director does not belong to senior management and has been elected to the (supervisory) board in the context of a system of workers’ representation recognised by law and providing for adequate protection against abusive dismissal and other forms of unfair treatment;
3. I do not receive, or have received, significant additional remuneration from Grupa LOTOS S.A. or another LOTOS Group company apart from a fee received as a member of the Supervisory Board of Grupa LOTOS S.A.;
4. I am not, and do not represent in any way, the controlling shareholder(s) (control being determined by reference to the cases mentioned in Article 1(1) of Council Directive 83/349/EEC) of Grupa LOTOS S.A.;
5. I am not actually or materially related to a shareholder(s) holding voting rights representing 5% or more of total voting rights at the general meeting of Grupa LOTOS S.A. or another LOTOS Group company, nor do I in any way represent any such shareholder;
6. I do not have, and have not had within the last year, a significant business relationship with Grupa LOTOS S.A. or another LOTOS Group company, either directly or as a partner, shareholder, director or senior employee of a body having such a relationship;
7. I am not, or have been within the last three years, partner or employee of the present or former external auditor of Grupa LOTOS S.A. or another LOTOS Group company;
8. I am not an executive or managing director in another company in which an executive or managing director of Grupa LOTOS S.A. is non-executive or supervisory director, and not to have other significant links with executive directors of Grupa LOTOS S.A. through involvement in other companies or bodies;
9. I have not served on the Supervisory Board of Grupa LOTOS S.A. for more than three terms of office or more than 12 years;
10. I am not a close family member of an executive or managing director of Grupa LOTOS S.A., or of persons in the situations referred to in points 1 to 8.

I undertake to forthwith notify Grupa LOTOS S.A. in writing of any change of circumstances that may affect my satisfying the criteria referred to above.

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\* delete as appropriate

I further undertake:

- a) to maintain in all circumstances my independence of analysis, decision and action;
- b) not to seek or accept any unreasonable benefits that could be considered as compromising my independence; and
- c) to clearly express my objections if I find that a decision of the supervisory board may be harmful to Grupa LOTOS S.A.

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date, legible signature