

RESOLUTION No.
OF THE ANNUAL GENERAL MEETING of Grupa LOTOS S.A.,
dated June 28th 2012

concerning: election of Chairperson for the Annual General Meeting

Acting pursuant to Art. 409.1 of the Commercial Companies Code and Par. 5 of the Rules of Procedure for General Meetings, the General Meeting hereby elects the Chairperson of the General Meeting.

Par. 1

Mr/Ms ... is hereby appointed as the Chairperson of the Annual General Meeting.

Par. 2

This Resolution has been adopted by secret ballot.

**RESOLUTION No. ...
OF THE ANNUAL GENERAL MEETING of Grupa LOTOS S.A.,
dated June 28th 2012**

**concerning: approval of the financial statements of Grupa LOTOS S.A. for the
year ended December 31st 2011**

Acting pursuant to Art. 393.1 and Art. 395.2.1 of the Commercial Companies Code, and pursuant to Par. 9.1 of the Company's Articles of Association, and having considered Resolution of the Management Board No. 27/VII/2012 and Resolution of the Supervisory Board No. 24/VIII/2012, the General Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Meeting approves the financial statements of Grupa LOTOS S.A. for the year ended December 31st 2011, comprising:

- 1) statement of comprehensive income for the period from January 1st to December 31st 2011, showing net profit from continuing operations of PLN 307,670 thousand and total comprehensive income (loss) of PLN (111,611) thousand,
- 2) statement of financial position as at December 31st 2011, showing total assets and total equity and liabilities of PLN 16,449,524 thousand,
- 3) statement of cash flows for the period from January 1st to December 31st 2011, showing a net increase in cash of PLN 21,079 thousand,
- 4) statement of changes in equity for the period from January 1st to December 31st 2011, showing a decrease in equity of PLN 111,611 thousand,
- 5) notes to the financial statements.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL MEETING of Grupa LOTOS S.A.,
dated June 28th 2012

concerning: approval of the Directors' Report on the operations of Grupa LOTOS S.A. in the year ended December 31st 2011

Acting pursuant to Art. 393.1 and Art. 395.2.1 of the Commercial Companies Code, and pursuant to Par. 9.1 of the Company's Articles of Association, and having considered Resolution of the Management Board No. 28/VII/2012 and Resolution of the Supervisory Board No. 25/VIII/2012, the General Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Meeting approves the Directors' Report on the operations of Grupa LOTOS S.A. in the year ended December 31st 2011.

Par. 2

This Resolution shall become effective as of its date.

**RESOLUTION No. ...
OF THE ANNUAL GENERAL MEETING of Grupa LOTOS S.A.,
dated June 28th 2012**

**concerning: approval of the consolidated financial statements of the LOTOS
Group for the year ended December 31st 2011**

Acting pursuant to Art. 395.5 of the Commercial Companies Code and Par. 9.1 of the Company's Articles of Association, and having considered Resolution of the Management Board No. 29/VII/2012 and Resolution of the Supervisory Board No. 26/VIII/2012, the General Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Meeting approves the consolidated financial statements of the LOTOS Group for the year ended December 31st 2011, comprising:

- 6) consolidated statement of comprehensive income for the period from January 1st to December 31st 2011, showing net profit from continuing operations of PLN 649,322 thousand and total comprehensive income of PLN 277,628 thousand,
- 7) consolidated statement of financial position as at December 31st 2011, showing total assets and total equity and liabilities of PLN 20,423,220 thousand,
- 8) consolidated statement of cash flows for the period from January 1st to December 31st 2011, showing a net increase in cash of PLN 43,319 thousand,
- 9) consolidated statement of changes in equity for the period from January 1st to December 31st 2011, showing an increase in equity of PLN 268,906 thousand,
- 10) notes to the consolidated financial statements.

Par. 2

This Resolution shall become effective as of its date.

**RESOLUTION No. ...
OF THE ANNUAL GENERAL MEETING of Grupa LOTOS S.A.,
dated June 28th 2012**

**concerning: approval of the Directors' Report on the operations of the LOTOS
Group in the year ended December 31st 2011**

Acting pursuant to Art. 395.5 of the Commercial Companies Code and Par. 9.1 of the Company's Articles of Association, and having considered Resolution of the Management Board No. 30/VII/2012 and Resolution of the Supervisory Board No. 27/VIII/2012, the General Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Meeting approves the Directors' Report on the operations of the LOTOS Group in the year ended December 31st 2011.

Par. 2

This Resolution shall become effective as of its date.

**RESOLUTION No. ...
OF THE ANNUAL GENERAL MEETING of Grupa LOTOS S.A.,
dated June 28th 2012**

**concerning: distribution of the net profit of Grupa LOTOS S.A. for the year
ended December 31st 2011**

Acting pursuant to Art. 395.2.2 of the Commercial Companies Code and pursuant to Par. 9.3 of the Company's Articles of Association, and having considered Resolution of the Management Board No. 38/VII/2012 and Resolution of the Supervisory Board No. 28/VIII/2012, the General Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The net profit of Grupa LOTOS S.A. for the year ended December 31st 2011, of **PLN 307,669,935.90** (three hundred and seven million, six hundred and sixty-nine thousand, nine hundred and thirty-five zloty, 90/100), will be excluded in whole from distribution to Company Shareholders and allocated as follows:

- 1) PLN 306,169,935.90 (three hundred and six million, one hundred and sixty-nine thousand, nine hundred and thirty-five zloty, 90/100) – for transfer to the Company's statutory reserve funds,
- 2) PLN 1,500,000.00 (one million and five hundred thousand zloty) – for transfer to the Special Account financing corporate social responsibility (CSR) projects.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL MEETING of Grupa LOTOS S.A.,
dated June 28th 2012

concerning: granting discharge in respect of performance of duties by Mr Paweł Olechnowicz, President of the Management Board of Grupa LOTOS S.A., in the period from January 1st to December 31st 2011

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and pursuant to Par. 9.2 of the Company's Articles of Association, and having considered Resolution of the Supervisory Board No. 32/VIII/2012, the General Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Meeting of Grupa LOTOS S.A. hereby approves the performance of duties by **Mr Paweł Olechnowicz**, President of the Management Board of Grupa LOTOS S.A., in the period from January 1st to December 31st 2011.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL MEETING of Grupa LOTOS S.A.,
dated June 28th 2012

concerning: granting discharge in respect of performance of duties by Mr Mariusz Machajewski, Vice-President of the Management Board of Grupa LOTOS S.A., in the period from January 1st to December 31st 2011

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and pursuant to Par. 9.2 of the Company's Articles of Association, and having considered Resolution of the Supervisory Board No. 33/VIII/2012, the General Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Meeting of Grupa LOTOS S.A. hereby approves the performance of duties by **Mr Mariusz Machajewski**, Vice-President of the Management Board of Grupa LOTOS S.A., in the period from January 1st to December 31st 2011.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL MEETING of Grupa LOTOS S.A.,
dated June 28th 2012

concerning: granting discharge in respect of performance of duties by Mr Marek Sokołowski, Vice-President of the Management Board of Grupa LOTOS S.A., in the period from January 1st to December 31st 2011

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and pursuant to Par. 9.2 of the Company's Articles of Association, and having considered Resolution of the Supervisory Board No. 34/VIII/2012, the General Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Meeting of Grupa LOTOS S.A. hereby approves the performance of duties by **Mr Marek Sokołowski**, Vice-President of the Management Board of Grupa LOTOS S.A., in the period from January 1st to December 31st 2011.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL MEETING of Grupa LOTOS S.A.,
dated June 28th 2012

concerning: granting discharge in respect of performance of duties by Mr Maciej Szozda, Vice-President of the Management Board of Grupa LOTOS S.A., in the period from January 1st to December 31st 2011

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and pursuant to Par. 9.2 of the Company's Articles of Association, and having considered Resolution of the Supervisory Board No. 35/VIII/2012, the General Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Meeting of Grupa LOTOS S.A. hereby approves the performance of duties by **Mr Maciej Szozda**, Vice-President of the Management Board of Grupa LOTOS S.A., in the period from January 1st to December 31st 2011.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL MEETING of Grupa LOTOS S.A.,
dated June 28th 2012

concerning: granting discharge in respect of performance of duties by Mr Wiesław Skwarko, Chairman of the Supervisory Board of Grupa LOTOS S.A., in the period from January 1st to December 31st 2011

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and pursuant to Par. 9.2 of the Company's Articles of Association, the General Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Meeting of Grupa LOTOS S.A. hereby approves the performance of duties by **Mr Wiesław Skwarko**, Chairman of the Supervisory Board of Grupa LOTOS S.A., in the period from January 1st to December 31st 2011.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL MEETING of Grupa LOTOS S.A.,
dated June 28th 2012

concerning: granting discharge in respect of performance of duties by Mr Oskar Pawłowski, Secretary of the Supervisory Board of Grupa LOTOS S.A., in the period from January 1st to December 31st 2011

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and pursuant to Par. 9.2 of the Company's Articles of Association, the General Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Meeting of Grupa LOTOS S.A. hereby approves the performance of duties by **Mr Oskar Pawłowski**, Secretary of the Supervisory Board of Grupa LOTOS S.A., in the period from January 1st to December 31st 2011.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL MEETING of Grupa LOTOS S.A.,
dated June 28th 2012

concerning: granting discharge in respect of performance of duties by Ms Małgorzata Hirszel, Member of the Supervisory Board of Grupa LOTOS S.A., in the period from January 1st to December 31st 2011

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and pursuant to Par. 9.2 of the Company's Articles of Association, the General Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Meeting of Grupa LOTOS S.A. hereby approves the performance of duties by **Ms Małgorzata Hirszel**, Member of the Supervisory Board of Grupa LOTOS S.A., in the period from January 1st to December 31st 2011.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL MEETING of Grupa LOTOS S.A.,
dated June 28th 2012

concerning: granting discharge in respect of performance of duties by Mr Michał Rumiński, Member of the Supervisory Board of Grupa LOTOS S.A., in the period from January 1st to December 31st 2011

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and pursuant to Par. 9.2 of the Company's Articles of Association, the General Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Meeting of Grupa LOTOS S.A. hereby approves the performance of duties by **Mr Michał Rumiński**, Member of the Supervisory Board of Grupa LOTOS S.A., in the period from January 1st to December 31st 2011.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL MEETING of Grupa LOTOS S.A.,
dated June 28th 2012

concerning: granting discharge in respect of performance of duties by Mr Leszek Starosta, Member of the Supervisory Board of Grupa LOTOS S.A., in the period from January 1st to December 31st 2011

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and pursuant to Par. 9.2 of the Company's Articles of Association, the General Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Meeting of Grupa LOTOS S.A. hereby approves the performance of duties by **Mr Leszek Starosta**, Member and – from January 1st to June 27th 2011 – Deputy Chairman of the Supervisory Board of Grupa LOTOS S.A., in the period from January 1st to December 31st 2011.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL MEETING of Grupa LOTOS S.A.,
dated June 28th 2012

concerning: granting discharge in respect of performance of duties by Mr Rafał Wardziński, Member of the Supervisory Board of Grupa LOTOS S.A., in the period from January 1st to December 31st 2011

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and pursuant to Par. 9.2 of the Company's Articles of Association, the General Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Meeting of Grupa LOTOS S.A. hereby approves the performance of duties by **Mr Rafał Wardziński**, Member and – from July 11th to December 31st 2011 – Deputy Chairman of the Supervisory Board of Grupa LOTOS S.A., in the period from January 1st to December 31st 2011.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL MEETING of Grupa LOTOS S.A.,
dated June 28th 2012

concerning: granting discharge in respect of performance of duties by Ms Ewa Sibrecht-Ońska, Member of the Supervisory Board of Grupa LOTOS S.A., in the period from January 1st to November 8th 2011

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and pursuant to Par. 9.2 of the Company's Articles of Association, the General Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Meeting of Grupa LOTOS S.A. hereby approves the performance of duties by **Ms Ewa Sibrecht-Ońska**, Member of the Supervisory Board of Grupa LOTOS S.A., in the period from January 1st to November 8th 2011.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL MEETING of Grupa LOTOS S.A.,
dated June 28th 2012

concerning: granting discharge in respect of performance of duties by Mr Rafał Lorek, Member of the Supervisory Board of Grupa LOTOS S.A., in the period from January 1st to June 27th 2011

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and pursuant to Par. 9.2 of the Company's Articles of Association, the General Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Meeting of Grupa LOTOS S.A. hereby approves the performance of duties by **Mr Rafał Lorek**, Member of the Supervisory Board of Grupa LOTOS S.A., in the period from January 1st to June 27th 2011.

Par. 2

This Resolution shall become effective as of its date.

**RESOLUTION No. ...
OF THE ANNUAL GENERAL MEETING of Grupa LOTOS S.A.,
dated June 28th 2012**

**concerning: granting of annual bonus for 2011 to Mr Paweł Olechnowicz,
President of the Company's Management Board**

Pursuant to the Act on Remunerating Persons Who Manage Certain Legal Entities, dated March 3rd 2000 (Dz. U. of 2000, No. 26, item 306, as amended) and Par. 13.2.12 of the Company's Articles of Association, and in response to the proposal of the Supervisory Board set out in Resolution No. 39/VIII/2011 of May 23rd 2012, in appreciation of:

- commitment to improving Grupa LOTOS S.A.'s results in 2011,
- strengthening the Company's market and industry position,
- effective implementation of the development programme, including the 10+ Programme – the largest investment project in Poland, completed in 2011, and
- timely payment of public charges,

the Annual General Meeting hereby resolves as follows:

Par. 1

Paweł Olechnowicz, President of the Management Board of Grupa LOTOS S.A., is hereby granted an annual bonus for 2011 of **PLN 62,184.00** (sixty-two thousand, one hundred and eighty-four złoty).

Par. 2

This Resolution shall become effective as of its date.