

RESOLUTION No.
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
of Grupa LOTOS S.A.,
dated June 27th 2011

concerning: Election of Chairperson for the Annual General Shareholders Meeting

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

Par.1

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

Par. 2

This Resolution has been adopted by secret ballot.

RESOLUTION No.
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
of Grupa LOTOS S.A.,
dated June 27th 2011

concerning: approval of the financial statements of Grupa LOTOS S.A. for the year ended December 31st 2010

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. 24/VII/2011 and Resolution of the Supervisory Board No. 121/VII/2011, the General Shareholders Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Shareholders Meeting approves the financial statements of Grupa LOTOS S.A. for the year ended December 31st 2010, comprising::

- 1) statement of comprehensive income for the period from January 1st to December 31st 2010, showing net profit from continuing operations of PLN 464,954 thousand and total comprehensive income of PLN 464,954 thousand,
- 2) statement of financial position as at December 31st 2010, showing total assets and total equity and liabilities of PLN 14,686,730 thousand,
- 3) statement of cash flows for the period from January 1st to December 31st 2010, showing a net increase in cash of PLN 272,422 thousand,
- 4) statement of changes in equity for the period from January 1st to December 31st 2010, showing an increase in equity of PLN 464,954 thousand,
- 5) notes to the financial statements.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION NO.
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
of Grupa LOTOS S.A.,
of June 27th 2011

concerning: approval of the Directors' Report on the Operations of Grupa LOTOS S.A. in the year ended December 31st 2010

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, having considered Resolution of the Management Board No. 25/VII/2011 and Resolution of the Supervisory Board No122/VII/2011, the General Shareholders Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Shareholders Meeting approves the Directors' Report on the Operations of Grupa LOTOS S.A. in the year ended December 31st 2010.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
of Grupa LOTOS S.A.,
dated June 27th 2011

concerning: approval of the consolidated financial statements of the LOTOS Group for the year ended December 31st 2010

Acting pursuant to Art. 395.5 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. 26/VII/2011 and Resolution of the Supervisory Board No. 123/VII/2011, the General Shareholders Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Shareholders Meeting approves the consolidated financial statements of the LOTOS Group for the year ended December 31st 2010, comprising:

- 1) consolidated statement of comprehensive income for the period from January 1st to December 31st 2010, showing net profit from continuing operations of PLN 681,353 thousand and total comprehensive income of PLN 687,609 thousand,
- 2) consolidated statement of financial position as at December 31st 2010, showing total assets and total equity and liabilities of PLN 17,736,029 thousand,
- 3) consolidated statement of cash flows for the period from January 1st to December 31st 2010, showing a net increase in cash of PLN 272,095 thousand,
- 4) consolidated statement of changes in equity for the period from January 1st to December 31st 2010, showing an increase in equity of PLN 667,332 thousand,
- 5) notes to the consolidated financial statements.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION NO.
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
of Grupa LOTOS S.A.,
dated June 27th 2011

concerning: approval of the Directors' Report on the Operations of the LOTOS Group in the year ended December 31st 2010

Acting pursuant to Art. 395.5 of the Commercial Companies Code and pursuant to Par. 9.1 of the Company's Articles of Association, having considered Resolution of the Management Board No. 27/VII/2011 and Resolution of the Supervisory Board No. 124/VII/2011, the General Shareholders Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Shareholders Meeting approves the Directors' Report on the Operations of the LOTOS Group in the year ended December 31st 2010.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
of Grupa LOTOS S.A.,
dated June 27th 2011

concerning: distribution of the net profit of Grupa LOTOS S.A. for the year ended December 31st 2010

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, having considered Resolution of the Management Board No. 49/VII/2011 and Resolution of the Supervisory Board No. 125/VII/2011, the General Shareholders 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 2010, of PLN **464,954,376.74** (four hundred and sixty-four million, nine hundred and fifty-four thousand, three hundred and seventy-six zloty, 74/100), shall be excluded in whole from distribution to Company Shareholders and allocated as follows:

- 1) PLN 463,454,376.74 (four hundred and sixty-three million, four hundred and fifty-four thousand, three hundred and seventy-six zloty, 74/100) – 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 SHAREHOLDERS MEETING
of Grupa LOTOS S.A.,
dated June 27th 2011

**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 2010**

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. 129/VII/2011, the General Shareholders Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Shareholders 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 2010.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
of Grupa LOTOS S.A.,
dated June 27th 2011

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 2010

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. 131/VII/2011, the General Shareholders Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Shareholders 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 2010.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.

**OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
of Grupa LOTOS S.A.,
dated June 27th 2011**

**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 2010**

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. 130/VII/2011, the General Shareholders Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Shareholders 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 2010.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
of Grupa LOTOS S.A.,
dated June 27th 2011

**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 2010**

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. 132/VII/2011, the General Shareholders Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Shareholders 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 2010.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
of Grupa LOTOS S.A.,
dated June 27th 2011

**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 2010**

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 Shareholders Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Shareholders 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 2010.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
of Grupa LOTOS S.A.,
dated June 27th 2011

**concerning : granting discharge in respect of performance of duties by
Mr Leszek Starosta, Deputy Chairman of the Supervisory Board
of Grupa LOTOS S.A., in the period from January 1st to
December 31st 2010**

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 Shareholders Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Shareholders Meeting of Grupa LOTOS S.A. hereby approves the performance of duties by **Mr Leszek Starosta**, Deputy Chairman of the Supervisory Board of Grupa LOTOS S.A., in the period from January 1st to December 31st 2010.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
of Grupa LOTOS S.A.,
dated June 27th 2011

**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 2010**

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 Shareholders Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Shareholders 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 2010.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
of Grupa LOTOS S.A.,
dated June 27th 2011

concerning : granting discharge in respect of performance of duties by
Mr Ireneusz Fąfara, Member of the Supervisory Board of Grupa
LOTOS S.A., in the period from January 1st to March 29th 2010

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 Shareholders Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Shareholders Meeting of Grupa LOTOS S.A. hereby approves the performance of duties by **Mr Ireneusz Fąfara**, Member of the Supervisory Board of Grupa LOTOS S.A., in the period from January 1st to March 29th 2010.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
of Grupa LOTOS S.A.,
dated June 27th 2011

**concerning : granting discharge in respect of performance of duties by
Mr Jan Stefanowicz, Member of the Supervisory Board of Grupa
LOTOS S.A., in the period from January 1st to February 11th
2010**

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 Shareholders Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Shareholders Meeting of Grupa LOTOS S.A. hereby approves the performance of duties by **Mr Jan Stefanowicz**, Member of the Supervisory Board of Grupa LOTOS S.A., in the period from January 1st to February 11th 2010.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
of Grupa LOTOS S.A.,
dated June 27th 2011

concerning : granting discharge in respect of performance of duties by
Mr Mariusz Obszyński, Secretary of the Supervisory Board of
Grupa LOTOS S.A., in the period from January 1st to February
11th 2010

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 Shareholders Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Shareholders Meeting of Grupa LOTOS S.A. hereby approves the performance of duties by **Mr Mariusz Obszyński**, Secretary of the Supervisory Board of Grupa LOTOS S.A., in the period from January 1st to February 11th 2010.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
of Grupa LOTOS S.A.,
dated June 27th 2011

**concerning : granting discharge in respect of performance of duties by
Mr Radosław Barszcz, Member of the Supervisory Board of
Grupa LOTOS S.A., in the period from January 1st to February
11th 2010**

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 Shareholders Meeting of Grupa LOTOS S.A. hereby resolves as follows::

Par. 1

The General Shareholders Meeting of Grupa LOTOS S.A. hereby approves the performance of duties by **Mr Radosław Barszcz**, Member of the Supervisory Board of Grupa LOTOS S.A., in the period from January 1st to February 11th 2010.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
of Grupa LOTOS S.A.,
dated June 27th 2011

**concerning : granting discharge in respect of performance of duties by
Mr Oskar Pawłowski, Member of the Supervisory Board of
Grupa LOTOS S.A., in the period from February 11th to
December 31st 2010**

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 Shareholders Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Shareholders Meeting of Grupa LOTOS S.A. hereby approves the performance of duties by **Mr Oskar Pawłowski**, Member of the Supervisory Board of Grupa LOTOS S.A. in the period from February 11th to December 31st 2010, and Secretary of the Supervisory Board from March 2nd 2010.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
of Grupa LOTOS S.A.,
dated June 27th 2011

**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 February 11th to December 31st
2010**

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 Shareholders Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Shareholders 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 February 11th to December 31st 2010.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
of Grupa LOTOS S.A.,
dated June 27th 2011

**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 February 11th to December 31st
2010**

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 Shareholders Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Shareholders Meeting of Grupa LOTOS S.A. hereby approves the performance of duties by **Mr Rafał Wardziński**, Member of the Supervisory Board of Grupa LOTOS S.A., in the period from February 11th to December 31st 2010.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
of Grupa LOTOS S.A.,
dated June 27th 2011

**concerning : granting discharge in respect of performance of duties by
Ms Ewa Sibrecht-Ośka, Member of the Supervisory Board of
Grupa LOTOS S.A., in the period from June 28th to December
31st 2010**

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 Shareholders Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Shareholders Meeting of Grupa LOTOS S.A. hereby approves the performance of duties by **Ms Ewa Sibrecht-Ośka**, Member of the Supervisory Board of Grupa LOTOS S.A., in the period from June 28th to December 31st 2010.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
of Grupa LOTOS S.A.,
dated June 27th 2011

**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 June 28th to December 31st
2010**

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 Shareholders Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

The General Shareholders 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 June 28th to December 31st 2010.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
of Grupa LOTOS S.A.,
dated June 27th 2011

concerning: granting of annual bonus for 2010 to Mr Paweł Olechnowicz,
President of the Company's Management Board

Pursuant to Art. 10.2 of the Act on Remunerating Persons Who Manage Certain Legal Entities, dated March 3rd 2000 (Dz.U. of 2000, No. 26, item 306, as amended), in conjunction with Par. 4.3 of the Minister of State Treasury's Regulation Concerning Detailed Rules and Procedure for Granting Annual Bonuses to the Management Staff of Certain Legal Entities, dated March 12th 2001 (Dz.U. of 2001, No. 22, item 259, as amended), and Par. 13.2.12 of the Company's Articles of Association, in appreciation of:

- the work contribution to improvement of results in 2010 by Grupa LOTOS S.A.,
- strengthening the Company's market and sector positions,
- effective implementation of the corporate restructuring programme and the development programme, including of the 10+ Programme, which is the largest investment project in Poland,
- timely payment of public charges,

having considered the Supervisory Board's proposal included in Resolution No. 136/VII/2011, dated May 19th 2011, the General Shareholders Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

Paweł Olechnowicz, President of the Management Board of Grupa LOTOS S.A., is hereby granted an annual bonus of **PLN 62,184.00** (sixty-two thousand, one hundred and eighty-four złoty) for 2010.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
of Grupa LOTOS S.A.,
dated June 27th 2011

**concerning: determination of the number of Members of the Supervisory Board
of the eighth term of office**

Acting pursuant to Art. 385.1 of the Commercial Companies Code and Par. 11.1 of the Company's Articles of Association, the General Shareholders Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par.1

For the eighth term of office, the Supervisory Board shall be composed of members.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
of Grupa LOTOS S.A.,
dated June 27th 2011

concerning: appointment of the Chairperson of the Supervisory Board of Grupa LOTOS S.A.

Acting pursuant to Art. 385.1 of the Commercial Companies Code, as well as pursuant to Par. 9.4, Par. 11.2 and Par. 11.4 of the Company's Articles of Association, the General Shareholders Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

Mr/Ms shall be appointed as member of the Supervisory Board of Grupa LOTOS S.A. of the eighth term of office and shall serve as the Chairperson of the Supervisory Board.

Par. 2

This Resolution shall become effective as of its date.

RESOLUTION No.
OF THE ANNUAL GENERAL SHAREHOLDERS MEETING
of Grupa LOTOS S.A.,
dated June 27th 2011

concerning: appointment of Member of the Supervisory Board of Grupa LOTOS S.A.

Acting pursuant to Art. 385.1 of the Commercial Companies Code as well as Par. 9.4 and pursuant to Par. 11.2 of the Company's Articles of Association, the General Shareholders Meeting of Grupa LOTOS S.A. hereby resolves as follows:

Par. 1

Mr/Ms shall be appointed to serve on the Supervisory Board of Grupa LOTOS S.A. of the eighth term of office.

Par. 2

This Resolution shall become effective as of its date.