

Resolution No. 1 on appointment of the Chairperson of the Annual General Meeting

Acting pursuant to Art. 409.1 of the Commercial Companies Code and pursuant to Art. 5 in conjunction with Art. 8.2 of the Rules of Procedure for the General Meeting of Grupa LOTOS S.A., the Annual General Meeting resolves as follows:

Section 1

The Annual General Meeting resolves to appoint **Dominika Martyna Lechowska** as the Chairperson of the Annual General Meeting.

Section 2

This Resolution has been passed by secret ballot.

Number of votes cast:

134,696,622 votes for the resolution (72.86% of the Company's share capital),

0 votes against the resolution,

0 abstaining votes.

Total number of valid votes: 134,696,622

Total number of validly voted shares: 134,696,622

Resolution No. 2 on adoption of the agenda for the Annual General Meeting of Grupa LOTOS S.A.

The Annual General Meeting of Grupa LOTOS S.A. of Gdańsk (the "Company") resolves to adopt the following agenda:

Section 1

The agenda for the Annual General Meeting of Grupa LOTOS S.A. convened for June 28th 2018 is as follows:

1. Opening of the Meeting.
2. Appointment of the Chairperson of the Meeting.
3. Confirmation that the Meeting has been properly convened and has the capacity to adopt resolutions.
4. Approval of the agenda.
5. Review of the financial statements of Grupa LOTOS S.A. for 2017.
6. Review of the consolidated financial statements of the LOTOS Group for 2017.
7. Review of the Directors' Report on the operations of Grupa LOTOS S.A. and the LOTOS Group in 2017.
8. Review of the Supervisory Board's reports for 2017.
9. Approval of the financial statements of Grupa LOTOS S.A. for 2017.
10. Authorisation of the consolidated financial statements of the LOTOS Group for 2017.
11. Approval of the Directors' Report on the operations of Grupa LOTOS S.A. and the LOTOS Group in 2017.
12. Allocation of the Company's net profit for 2017.
13. Granting discharge to members of the Company's Management Board in respect of performance of their duties in the period from January 1st to December 31st 2017.

14. Granting discharge to members of the Company's Supervisory Board in respect of performance of their duties in the period from January 1st to December 31st 2017.
15. Voting on resolutions to change the composition of the Company's Supervisory Board.
16. Voting on a resolution to amend the Company's Articles of Association.
17. Voting on a resolution to authorise the Supervisory Board to prepare a consolidated text of the amended Articles of Association of the Company.
18. Consent to planned subscription and payment for shares in the increased share capital of LOTOS Upstream sp. o.o. of Gdańsk
19. Closing of the Meeting.

Section 2

This Resolution shall become effective as of its date.

Number of votes cast:

113,040,942 votes for the resolution (61.14% of the Company's share capital),

0 votes against the resolution,

21,655,687 abstaining votes,

Total number of valid votes: 134,696,629

Total number of validly voted shares: 134,696,629

Resolution No. 3 on approval of the financial statements of Grupa LOTOS S.A. for 2017

Acting pursuant to Art. 393.1 and Art. 395.2.1 of the Commercial Companies Code and Art. 9.1 of the Company's Articles of Association, having considered the Management Board's Resolution No. 33/IX/2018 of March 6th 2018 and the Supervisory Board's Resolution No. 69/X/2018 of May 29th 2018, the Annual General Meeting of Grupa LOTOS S.A. resolves as follows:

Section 1

The General Meeting approves the financial statements of Grupa LOTOS S.A. for 2017, comprising:

- 1) the statement of comprehensive income for 2017, showing a net profit of PLN 1,419.5m and total comprehensive income of PLN 2,007.6m,
- 2) the statement of financial position as at December 31st 2017, showing total assets and total equity and liabilities of PLN 15,779.3m,
- 3) the statement of cash flows for 2017, showing a net increase in cash of PLN 291.1m,
- 4) the statement of changes in equity for 2017, showing an increase in equity of PLN 1,822.7m,
- 5) notes to the financial statements.

Section 2

This Resolution shall become effective as of its date.

At this point, Olga Żebrowska, a proxy of shareholder Krzysztof Bogdan Łobos, raised an objection to the Resolution.

Number of votes cast:

134,309,248 votes for the resolution (72.65% of the Company's share capital),

7,421 votes against the resolution,

379,960 abstaining votes
Total number of valid votes: 134,696,629
Total number of validly voted shares: 134,696,629

Resolution No. 4 on approval of the consolidated financial statements of the LOTOS Group for 2017

Acting pursuant to Art. 395.5 of the Commercial Companies Code and Art. 9.1 of the Company's Articles of Association, and having considered the Management Board's Resolution No. 34/IX/2018 of March 6th 2018 and the Supervisory Board's Resolution No. 70/X/2018 of May 29th 2018, the Annual General Meeting of Grupa LOTOS S.A. resolves as follows:

Section 1

The General Meeting approves the consolidated financial statements of the LOTOS Group for 2017, comprising:

- 1) the consolidated statement of comprehensive income for 2017, showing a net profit of PLN 1,671.8m and total comprehensive income of PLN 2,286.5m,
- 2) consolidated statement of financial position as at December 31st 2017, showing total assets and total equity and liabilities of PLN 21,171.2m,
- 3) the consolidated statement of cash flows for 2017, showing a net increase in cash of PLN 1,189.8m,
- 4) the consolidated statement of changes in equity for 2017, showing an increase in equity of PLN 2,101.6m,
- 5) notes to the financial statements.

Section 2

This Resolution shall become effective as of its date.

At this point, Olga Żebrowska, a proxy of shareholder Krzysztof Bogdan Łobos, raised an objection to the Resolution.

Number of votes cast:
134,309,248 for the resolution (72.65% of the Company's share capital),
1 vote against the resolution
387,380 abstaining votes
Total number of valid votes: 136,701,073
Total number of validly voted shares: 134,696,629

Resolution No. 5 on approval of the Directors' Report on the operations of Grupa LOTOS S.A. and the LOTOS Group in 2017

Acting pursuant to Art. 393.1, Art. 395.2 and Art. 395.5 of the Commercial Companies Code and Art. 9.1 of the Company's Articles of Association, having considered the Management Board's Resolution No. 36/IX/2018 of March 6th 2018 and the Supervisory Board's Resolution No. 71/X/2018 of May 29th 2018, the Annual General Meeting of Grupa LOTOS S.A. resolves as follows:

Section 1

The General Meeting approves the Directors' Report on the operations of Grupa LOTOS S.A. and the LOTOS Group in 2017.

Section 2

This Resolution shall become effective as of its date.

At this point, Olga Żebrowska, a proxy of shareholder Krzysztof Bogdan Łobos, and shareholder Bogdan Kamola raised an objection to the Resolution.

Number of votes cast:

134,309,248 for the resolution (72.65% of the Company's share capital),

7,421 votes against the resolution,

379,960 abstaining votes

Total number of valid votes: 134,696,629

Total number of validly voted shares: 134,696,629

Resolution No. 6 on allocation of the net profit of Grupa LOTOS S.A. for 2017

Acting pursuant to Art. 395.2.2 and Art. 348.4 of the Commercial Companies Code and pursuant to Art. 9.3 of the Company's Articles of Association, having considered the Management Board's Resolution No. 14/X/2018 of May 29th 2018 and the Supervisory Board's Resolution No. 72/X/2018 of May 29th 2018, the Annual General Meeting of Grupa LOTOS S.A. resolves as follows:

Section 1

The General Meeting of Grupa LOTOS S.A. resolves to allocate the net profit of Grupa LOTOS S.A. for 2017, amounting to **PLN 1,419,501,109.93** (one billion, four hundred and nineteen million, five hundred and one thousand, one hundred and nine zloty, 93/100) in the following manner:

- 1) **PLN 184,873,362.00** (one hundred and eighty-four million, eight hundred and seventy-three thousand, three hundred and sixty-two zloty, 00/100) to be paid as dividend (**PLN 1 per share**),
- 2) **PLN 347,051,700.66** (three hundred and forty-seven million, fifty-one thousand, seven hundred zloty, 66/100) to cover the net loss for 2014 and 2015,
- 3) **PLN 887,576,047.27** (eight hundred and eighty-seven million, five hundred and seventy-six thousand, forty-seven zloty, 27/100) to be transferred to the statutory reserve funds.

Section 2

The General Meeting of Grupa LOTOS S.A. resolves that September 12th 2018 be the dividend record date and September 28th 2018 be the dividend payment date.

Section 3

This Resolution shall become effective as of its date.

Number of votes cast:

134,422,642 votes for the resolution (72.71% of the Company's share capital),

266,566 votes against the resolution

7,421 abstaining votes.

Total number of valid votes: 134,696,629

Total number of validly voted shares: 134,696,629

Resolution No. 7 on granting discharge to Mateusz Aleksander Bonca, Vice President of the Management Board, in respect of performance of his duties in the period from January 1st to December 31st 2017

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and pursuant to Art. 9.2 of the Company's Articles of Association, and having considered the Supervisory Board's Resolution No. 80/X/2018 of May 29th 2018, the Annual General Meeting of Grupa LOTOS S.A. resolves as follows:

Section 1

The General Meeting of Grupa LOTOS S.A. grants discharge to Mateusz Aleksander Bonca, Vice President of the Management Board, in respect of performance of his duties in the period from January 1st to December 31st 2017.

Section 2

This Resolution shall become effective as of its date.

At this point, Olga Żebrowska, a proxy of shareholder Krzysztof Bogdan Łobos, raised an objection to the Resolution.

Number of votes cast:

134,316,668 votes for the resolution (72.65% of the Company's share capital),

1 vote against the resolution

379,960 abstaining votes

Total number of valid votes: 134,696,629

Total number of validly voted shares: 134,696,629

Resolution No. 8 on granting discharge to Jarosław Kawula, Vice President of the Management Board, in respect of performance of his duties in the period from January 12th to December 31st 2017

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and pursuant to Art. 9.2 of the Company's Articles of Association, and having considered the Supervisory Board's Resolution No. 81/X/2018 of May 29th 2018, the Annual General Meeting of Grupa LOTOS S.A. resolves as follows:

Section 1

The General Meeting of Grupa LOTOS S.A. grants discharge to **Jarosław Kawula**, Vice President of the Management Board, in respect of performance of his duties in the period from January 12th to December 31st 2017.

Section 2

This Resolution shall become effective as of its date.

At this point, Olga Żebrowska, a proxy of shareholder Krzysztof Bogdan Łobos, raised an objection to the Resolution.

Number of votes cast:

134,309,248 votes for the resolution (72.65% of the Company's share capital),

1 vote against the resolution

387,380 abstaining votes

Total number of valid votes: 134,696,629

Total number of validly voted shares: 134,696,629

Resolution No. 9 on granting discharge to Marcin Jastrzębski, Vice President and President of the Management Board, in respect of performance of his duties in the period from January 1st to December 31st 2017

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and pursuant to Art. 9.2 of the Company's Articles of Association, and having considered the Supervisory Board's Resolution No. 82/X/2018 of May 29th 2018, the Annual General Meeting of Grupa LOTOS S.A. resolves as follows:

Section 1

The General Meeting of Grupa LOTOS S.A. grants discharge to **Marcin Jastrzębski**, Vice President of the Management Board in the period January 1st – January 12th 2017 and President of the Management Board in the period January 12th – December 31st 2017, in respect of performance of his duties in the period from January 1st to December 31st 2017.

Section 2

This Resolution shall become effective as of its date.

At this point, Olga Żebrowska, a proxy of shareholder Krzysztof Bogdan Łobos, raised an objection to the Resolution.

Number of votes cast:

134,309,248 votes for the resolution (72.65% of the Company's share capital),

7,421 votes against the resolution,

379,960 abstaining votes

Total number of valid votes: 134,696,629

Total number of validly voted shares: 134,696,629

Resolution No. 10 on granting discharge to Mariusz Machajewski, Vice President of the Management Board, in respect of performance of his duties in the period from January 1st to September 5th 2017

Acting pursuant to Art. 393.1 and Art. 395.2.3 of the Commercial Companies Code, and pursuant to Art. 9.2 of the Company's Articles of Association, and having considered the Supervisory Board's Resolution No. 83/X/2018 of May 29th 2018, the Annual General Meeting of Grupa LOTOS S.A. resolves as follows:

Section 1

The General Meeting of Grupa LOTOS S.A. grants discharge to **Mariusz Machajewski**, Vice President of the Management Board, in respect of performance of his duties in the period from January 1st to September 5th 2017.

Section 2

This Resolution shall become effective as of its date.

At this point, Olga Żebrowska, a proxy of shareholder Krzysztof Bogdan Łobos, raised an objection to the Resolution.

Number of votes cast:

134,309,248 votes for the resolution (72.65% of the Company's share capital),

7,421 votes against the resolution,

379,960 abstaining votes

Total number of valid votes: 134,696,629

Total number of validly voted shares: 134,696,629

Resolution No. 11 on granting discharge to Beata Kozłowska-Chyła, Member of the Supervisory Board of Grupa LOTOS S.A., in respect of performance of her duties in the period from January 1st to December 31st 2017

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

Section 1

The General Meeting of Grupa LOTOS S.A. grants discharge to **Beata Kozłowska-Chyła**, Member and Acting Chairperson of the Supervisory Board, in respect of performance of her duties in the period from January 1st to December 31st 2017.

Section 2

This Resolution shall become effective as of its date.

At this point, Olga Żebrowska, a proxy of shareholder Krzysztof Bogdan Łobos, raised an objection to the Resolution.

Number of votes cast:

134,309,248 votes for the resolution (72.65% of the Company's share capital),

1 vote against the resolution

387,380 abstaining votes

Total number of valid votes: 134,696,629

Total number of validly voted shares: 134,696,629

Resolution No. 12 on granting discharge to Piotr Ciach, Member of the Supervisory Board of Grupa LOTOS S.A., in respect of performance of his duties in the period from January 1st to December 31st 2017

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

Section 1

The General Meeting of Grupa LOTOS S.A. grants discharge to **Piotr Ciach**, Member of the Supervisory Board, in respect of performance of his duties in the period from January 1st to December 31st 2017.

Section 2

This Resolution shall become effective as of its date.

At this point, Olga Żebrowska, a proxy of shareholder Krzysztof Bogdan Łobos, raised an objection to the Resolution.

Number of votes cast:

134,309,248 votes for the resolution (72.65% of the Company's share capital),

7,421 votes against the resolution,

379,960 abstaining votes

Total number of valid votes: 134,696,629

Total number of validly voted shares: 134,696,629

Resolution No. 13 on granting discharge to Katarzyna Lewandowska, Member of the Supervisory Board of Grupa LOTOS S.A., in respect of performance of her duties in the period from January 1st to December 31st 2017

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

Section 1

The General Meeting of Grupa LOTOS S.A. grants discharge to **Katarzyna Lewandowska**, Member of the Supervisory Board, in respect of performance of her duties in the period from January 1st to December 31st 2017.

Section 2

This Resolution shall become effective as of its date.

At this point, Olga Żebrowska, a proxy of shareholder Krzysztof Bogdan Łobos, raised an objection to the Resolution.

Number of votes cast:

134,309,248 votes for the resolution (72.65% of the Company's share capital),

1 vote against the resolution

387,380 abstaining votes

Total number of valid votes: 134,696,629

Total number of validly voted shares: 134,696,629

Resolution No. 14 on granting discharge to Dariusz Figura, Member of the Supervisory Board of Grupa LOTOS S.A., in respect of performance of his duties in the period from January 1st to December 31st 2017

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

Section 1

The General Meeting of Grupa LOTOS S.A. grants discharge to **Dariusz Figura**, Member of the Supervisory Board of Grupa LOTOS S.A., in respect of performance of his duties in the period from January 1st to December 31st 2017.

Section 2

This Resolution shall become effective as of its date.

At this point, Olga Żebrowska, a proxy of shareholder Krzysztof Bogdan Łobos, raised an objection to the Resolution.

Number of votes cast:

134,309,248 votes for the resolution (72.65% of the Company's share capital),

7,421 votes against the resolution,

379,960 abstaining votes

Total number of valid votes: 134,696,629

Total number of validly voted shares: 134,696,629

Resolution No. 15 on granting discharge to Mariusz Golecki, Member of the Supervisory Board of Grupa LOTOS S.A., in respect of performance of his duties in the period from January 1st to December 31st 2017

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

Section 1

The General Meeting of Grupa LOTOS S.A. grants discharge to **Mariusz Golecki**, Member of the Supervisory Board of Grupa LOTOS S.A., in respect of performance of his duties in the period from January 1st to December 31st 2017

Section 2

This Resolution shall become effective as of its date.

At this point, Olga Żebrowska, a proxy of shareholder Krzysztof Bogdan Łobos, raised an objection to the Resolution.

Number of votes cast:

134,309,248 votes for the resolution (72.65% of the Company's share capital),

1 vote against the resolution

387,380 abstaining votes

Total number of valid votes: 134,696,629

Total number of validly voted shares: 134,696,629

Resolution No. 16 on granting discharge to Adam Lewandowski, Member of the Supervisory Board of Grupa LOTOS S.A., in respect of performance of his duties in the period from January 1st to December 31st 2017

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

Section 1

The General Meeting of Grupa LOTOS S.A. grants discharge to **Adam Lewandowski**, Member of the Supervisory Board, in respect of performance of his duties in the period from January 1st to December 31st 2017.

Section 2

This Resolution shall become effective as of its date.

At this point, Olga Żebrowska, a proxy of shareholder Krzysztof Bogdan Łobos, raised an objection to the Resolution.

Number of votes cast:

134,309,248 votes for the resolution (72.65% of the Company's share capital),

1 vote against the resolution

387,380 abstaining votes

Total number of valid votes: 134,696,629

Total number of validly voted shares: 134,696,629

Resolution No. 17 on granting discharge to Agnieszka Szklarczyk-Mierzwa, Member of the Supervisory Board of Grupa LOTOS S.A., in respect of performance of her duties in the period from January 1st to December 31st 2017

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

Section 1

The General Meeting of Grupa LOTOS S.A. grants discharge to **Agnieszka Szklarczyk-Mierzwa**, Member of the Supervisory Board, in respect of performance of her duties in the period from January 1st to December 31st 2017.

Section 2

This Resolution shall become effective as of its date.

At this point, Olga Żebrowska, a proxy of shareholder Krzysztof Bogdan Łobos, raised an objection to the Resolution.

Number of votes cast:

134,309,248 votes for the resolution (72.65% of the Company's share capital),

1 vote against the resolution

387,380 abstaining votes

Total number of valid votes: 134,696,629

Total number of validly voted shares: 134,696,629

Resolution No. 18 on appointment of Grzegorz Rybicki as Member of the Supervisory Board of Grupa LOTOS S.A.

Pursuant to Art. 385.1 of the Commercial Companies Code and Art. 9.4 of the Company's Articles of Association:

Section 1

The General Meeting hereby appoints Grzegorz Rybicki to the Supervisory Board of Grupa LOTOS S.A.

Section 2

This Resolution shall become effective as of its date.

Number of votes cast:

105,907,221 votes for the resolution (57.29% of the Company's share capital),

18,146,174 votes against the resolution

10,643,234 abstaining votes

Total number of valid votes: 134,696,629

Total number of validly voted shares: 134,696,629

Resolution No. 19 on amendment of the Articles of Association of Grupa LOTOS S.A.

Acting pursuant to Art. 430.1 of the Commercial Companies Code and Art. 9.14 of the Company's Articles of Association, the Annual General Meeting of Grupa LOTOS S.A. of Gdańsk (the "Company") resolves as follows:

Section 1

The Annual General Meeting resolves to make the following amendments to the Articles of Association of Grupa LOTOS S.A.:

1. The existing Art. 11.2 shall be amended to read as follows:

"Members of the Supervisory Board shall be appointed and removed from office by the General Meeting. Notwithstanding the foregoing, as long as the State Treasury remains a shareholder in the Company, the entity authorised to exercise voting rights attached to the shares held by the State Treasury shall have the right to appoint one member of the Supervisory Board by way of a written statement to that effect."

2. The existing Art. 13.2.4 shall be amended to read as follows:

"selection of the audit firm to audit the Company's and the Group's financial statements, in compliance with the provisions of the Accounting Act,"

3. The existing Art. 18.1 shall be amended to read as follows:

"An auction shall be announced in the Public Information Bulletin on the website of the entity authorised to exercise voting rights attached to the shares held by the State Treasury, on the Company's website, in a public area of the Company's registered office where such announcement is clearly visible, and in other places customarily used for posting announcements."

Section 2

This Resolution shall become effective as of its date.

Number of votes cast:

133,504,306 votes for the resolution (72.21% of the Company's share capital),

373,218 votes against the resolution

819,105 abstaining votes

Total number of valid votes: 134,696,629

Total number of validly voted shares: 134,696,629

Resolution No. 20 on authorising the Supervisory Board to prepare a consolidated text of the amended Articles of Association

Acting pursuant to Art. 430.5 of the Commercial Companies Code, the Annual General Meeting of Grupa LOTOS S.A. of Gdańsk (the "Company") resolves as follows:

Section 1

In connection with Resolution No. 19 on amendment of the Company's Articles of Association, passed by the General Meeting of Grupa LOTOS S.A. on June 28th 2018, the General Meeting of Grupa LOTOS S.A. hereby authorises the Supervisory Board of Grupa LOTOS S.A. to prepare a consolidated text of the Company's Articles of Association incorporating the amendments introduced by the above-mentioned resolution.

Section 2

This Resolution shall become effective as of its date.

Number of votes cast:

133,511,726 votes for the resolution (72.22% of the Company's share capital),

373,218 votes against the resolution

811,685 abstaining votes

Total number of valid votes: 134,696,629

Total number of validly voted shares: 134,696,629

Resolution No. 21 on adjournment of the Annual General Meeting of Grupa LOTOS S.A.

Acting pursuant to Art. 408.2 of the Commercial Companies Code, the Annual General Meeting of Grupa LOTOS S.A. resolves as follows:

Section 1

The General Meeting of Grupa LOTOS S.A. resolves to adjourn the Meeting until 11am on July 12th 2018 after it has considered item 17 of the agenda: 'Voting on a resolution to authorise the Supervisory Board to prepare a consolidated text of the amended Articles of Association of the Company'. The Meeting will continue at the registered office of Grupa LOTOS S.A.

Section 2

This Resolution shall become effective as of its date.

Number of votes cast:

113,033,515 votes for the resolution (61.14% of the Company's share capital),

7,420 votes against the resolution,

21,655,694 abstaining votes

Total number of valid votes: 134,696,629

Total number of validly voted shares: 134,696,629