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**THE CHANCELLERY OF THE PRIME MINISTER
STATE TREASURY DEPARTMENT**

Warsaw, June 24th 2019

DSKP.WN2.282.24.1.2019.MK(5)

**Mr
Mateusz Aleksander Bonca
President of the
Management Board
Grupa LOTOS S.A.**

**PROPOSAL
OF DRAFT RESOLUTIONS ON MATTERS INCLUDED IN THE AGENDA OF THE ANNUAL
GENERAL MEETING OF GRUPA LOTOS SPÓŁKA AKCYJNA CONVENED FOR JUNE 28TH 2019,
SUBMITTED BY A SHAREHOLDER REPRESENTING AT LEAST ONE-TWENTIETH OF THE
COMPANY'S SHARE CAPITAL**

Acting on behalf of the State Treasury – President of the Polish Council of Ministers as a shareholder of Grupa LOTOS S.A. (the "Company"), holding 53.19% of shares in the Company's share capital, I hereby submit, pursuant to Art. 401.4 of the Commercial Companies Code, draft resolutions on matters included in the agenda of the General Meeting as items:

14. Grant of discharge to members of the Company's Management Board in respect of their duties in the period from January 1st to December 31st 2018

15. Grant of discharge to members of the Company's Supervisory Board in respect of their duties in the period from January 1st to December 31st 2018

RATIONALE

The State Treasury, as the Company's majority shareholder, submits the following draft resolutions with respect to items 14 and 15 of the Annual General Meeting's agenda: draft resolution to grant discharge to Piotr Ciach in respect of his duties as Supervisory Board member delegated to temporarily act as Management Board member in the period from March 19th to May 21st 2018, and draft resolution to grant discharge to Piotr Ciach in respect of his duties as Deputy Chairman of the Grupa LOTOS S.A. Supervisory Board in the period from January 1st to December 31st 2018. In the period from January 1st to December 31st 2018, Piotr Ciach was Deputy Chairman of the Supervisory Board, and in the period from March 19th 2018 to May 21st 2018 he was delegated to temporarily act as member of the Company's Management Board. As of the time of his delegation Piotr Ciach, Deputy Chairman of the Supervisory Board, had the status of Management Board member, with all the effects of the same, therefore the General Meeting should pass a separate resolution on granting discharge in respect of his duties in the delegation period as part of item 14 of the agenda, which refers to granting discharge to members of the Company's Management Board.

Director
of the State Treasury Department
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Appendix:
-draft resolutions of the AGM