

REPRESENTATION

- BY CANDIDATE TO GRUPA LOTOS S.A. SUPERVISORY BOARD

- BY MEMBER OF GRUPA LOTOS S.A. SUPERVISORY BOARD .1

No..		yes	no
1.	In accordance with Art. 18 of the Commercial Companies Code, I represent that I have full capacity to enter into legal transactions, I have not been sentenced by 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.		
2.	In accordance with Art. 387 of the Commercial Companies Code, I represent that I do not serve as a management board member, commercial proxy, liquidator, branch or plant manager, chief accountant, legal counsel or attorney at law at Grupa LOTOS S.A.		
3.	I represent that the Polish Financial Supervision Authority has not imposed on me any sanctions in the form of a prohibition on serving as a member of the supervisory board of public-interest entities pursuant to Art. 193 of the Act on Statutory Auditors, Audit Firms and Public Oversight of May 11th 2017		

.....

date, signature

REPRESENTATION ON INDEPENDENCE

I represent that I satisfy² the criteria set out in Annex II to the Commission Recommendation of 15 February 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 the additional requirements stipulated in the document entitled “Best Practice for GPW Listed Companies 2016”, which forms an appendix to Resolution No. 26/1413/2015 of the Supervisory Board of the Warsaw Stock Exchange, dated October 13th 2015, concerning adoption of the “Best Practice for GPW Listed Companies 2016” and in Art. 129.3 of the Act on Statutory Auditors, Audit Firms and Public Oversight of May 11th 2017 (Dz.U. of 2017, item 1089), and in particular I represent that:

¹ Strike out as appropriate

² If any of the independence criteria are not met, please strike out the criterion and specify the reasons why the criterion is not met in the “Comment” column.

No..	Text of the representation	I confirm (put an X)	I deny (put an X))	Comment
1.	I am not, and in the last five years from the date of my appointment, I have not been a member of senior management of Grupa LOTOS S.A. (Staff A), and I am not and have not been a member of the Management Board or any other governing body of Grupa LOTOS S.A. or any of its related entities.			
2.	I am not, and in the last three years from the date of my appointment I have not been, an employee of Grupa LOTOS S.A. or any of its related entities, regardless of the form of employment;			
3.	I do not exercise control over Grupa LOTOS S.A. within the meaning of Art. 3.1.37a-e of the Accounting Act of September 29th 1994, nor do I represent any person exercising such control			
4.	I do not receive and have not received any significant additional remuneration from Grupa LOTOS S.A. or any of its related entities other than the remuneration I have received as a member of the Supervisory Board, including the audit committee			
5.	I do not have, and during the last year from the date of my appointment I have not had, any significant business relationship with Grupa LOTOS S.A. or any of its related entities, either directly or as the owner, partner, shareholder, member of the supervisory board or any other supervisory or control body, or as a member of senior management, including a member of the management board or any other governing body of an entity having such relationship;			
6.	I am not and in the last two years before the date of my appointment to the Supervisory Board I have			

	<p>not been:</p> <p>a) the owner, partner (including general partner) or shareholder of the present or previous audit firm engaged to audit the financial statements of Grupa LOTOS S.A. or any of its related entities, or</p> <p>b) a member of the supervisory board or any other supervisory or control body of the present or previous audit firm engaged to audit the financial statements of Grupa LOTOS S.A., or</p> <p>c) an employee or a member of senior management, including a member of the management board or any other governing body of the present or previous audit firm engaged to audit the financial statements of Grupa LOTOS S.A. or any of its related entities, or</p> <p>d) any other natural person engaged to provide services to or supervised by the present or previous audit firm or the qualified auditor acting on behalf of such firm;</p> <p>e) the lead auditor or the auditor carrying out a statutory audit on behalf of the audit firm or I did not participate directly in the audit of Grupa LOTOS S.A.</p>			
7.	<p>I am not a member of the management board or other governing body of an entity in which a member of the Management Board of Grupa LOTOS S.A. is a member of the supervisory or other supervisory or control body, and I do not have any other significant links with executive directors of Grupa LOTOS S.A. by reason of participation in other companies or bodies;</p>			
8.	<p>I have not served on the Supervisory Board of Grupa</p>			

	LOTOS S.A. for more than 12 years;			
9.	I am not a spouse, cohabitating person , relative or in-law in the direct line or in a lateral line to the fourth degree of a member of the Management Board of Grupa LOTOS S.A. or any of the persons referred to in items 1-8 above;			
10.	I am not an adoptee or under the custody or guardianship of a member of the Management Board of Grupa LOTOS S.A. or any of the persons referred to in items 1-8 above.			

Furthermore, within the meaning of the provisions of “Best Practice for GPW Listed Companies 2016”, I do not have/I have* an actual or significant relationship with a shareholder(s) entitled to exercise 5% or more of total voting rights at the General Meeting of Grupa LOTOS S.A. or another LOTOS Group company, and I do not represent such shareholder in any way.

*

I agree to forthwith notify Grupa LOTOS S.A. in writing of any change in the circumstances that may affect my satisfaction of the criteria set out above.

In addition, I shall:

- a) remain independent in all circumstances in my analysis, decisions and actions;
- b) not solicit or accept any undue advantage that could be considered as compromising my independence; and
- c) clearly voice my objections if I find that a decision of the (supervisory) board may be detrimental to Grupa LOTOS S.A.

I am aware of criminal liability for making a false representation.

I represent that I am aware of the principles of financial liability related to a breach of Regulation (EU) No 537/2014 of the European Parliament and of the Council of 16 April 2014 on specific requirements regarding statutory audit of public-interest entities and repealing Commission Decision 2005/909/EC and of the Act on Statutory Auditors, Audit Firms, and Public Oversight of May 11th 2017 (Dz.U. of 2017, item 1089), as set out in Art. 192 et seq.

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date, signature

Representations on the knowledge and skills of the candidate to/member of the audit committee

