

December 27, 2012

Termination Notice

**NOTICE TO HOLDERS OF GLOBAL DEPOSITARY SHARES EVIDENCED BY
GLOBAL DEPOSITARY RECEIPTS REPRESENTING DEPOSITED ORDINARY SHARES
OF:
Polski Koncern Naftowy Orlen S.A.
ONE GDR REPRESENTS TWO SHARES**

You are hereby notified, as owners and beneficial owners of the above Global Depositary Receipts ("GDRs"), that we will terminate the Deposit Agreement, dated **26 November, 1999** (as amended by supplemental agreements dated 3 July 2000, 18 June 2002 and 31 December 2009), between **Polski Koncern Naftowy Orlen S.A.**, The Bank of New York Mellon, as Depositary, and the Owners and Beneficial Owners of Global Depositary Receipts ("GDRs") (the "Deposit Agreement"). As a result, the existing GDR facility will be terminated, effective 5:00 pm (Eastern Time) on **February 27, 2013**.

As a result of the termination of the Deposit Agreement described above, you have until **February 27, 2013** to decide if you would like to retain your interest in shares of the Issuer. If you do not surrender your GDRs and request delivery of the underlying Issuer shares before the Depositary sells those shares, you will lose the right to receive those shares and instead will be entitled, upon subsequent surrender of your GDRs, to receive the net proceeds of sale of those shares. The date or dates on which the Depositary will sell remaining deposited Issuer shares has not been determined, but it will not be earlier than **February 27, 2013**.

If you surrender GDRs for the purpose of withdrawing the underlying Issuer shares before the Depositary sells those shares, you must pay a cable fee of \$17.50 and any applicable taxes or governmental charges. Payment should be made payable to The Bank of New York Mellon.

Please note that the delivery in the local market may require your bank/agent to have instructions to receive the shares from The Bank of New York Mellon's custodian. You or your broker must contact your bank/agent to ensure that the necessary receive instructions are in place. If the shares are not delivered to and received by your bank/agent by the date the Depositary is permitted to sell the shares, the owner will remain a GDR holder and may thereafter receive any net cash proceeds, from sale of the shares, as described herein.

If you wish to receive payment of the proceeds of sale of Issuer shares, please do not surrender your GDRs at this time. The Depositary will send a separate notice with instructions to surrender your GDRs after the sale of shares has been completed.

The address of the Depositary is: The Bank of New York Mellon, 101 Barclay Street, Depositary Receipts Division – 15th Floor, Attention: Cancellation Desk, New York, NY 10286. Registered or overnight mail is the suggested method of delivering GDRs to the Depositary. Terms used in this Notice and not otherwise defined therein shall have the meanings set forth in the Deposit Agreement. For information regarding your **Polski Koncern Naftowy Orlen S.A.** GDRs, please contact the Depositary on telephone number 1-888-BNY-ADRS (1-888-269-2377).

To learn more about Depositary Receipts and issuer programs, please contact our marketing desks:

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