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## REGULATORY ANNOUNCEMENT

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### Resolutions of Ordinary General Meeting 2014

#### **1) Resolution on approval of the Report of the Company's Board of Directors on Business Activities of the Company and State of its Property for the year of 2013**

The General Meeting of UNIPETROL, a.s. (the “**Company**”) held on 26 May 2014 approved under the item 7 of the agenda pursuant to Article 12 (2) (u) of the Articles of Association of the Company the Report of the Company's Board of Directors on Business Activities of the Company and State of its Property for the year of 2013.

#### **2) Resolution on approval of ordinary non-consolidated financial statements and ordinary consolidated financial statements as of 31 December 2013 of UNIPETROL, a.s.**

The General Meeting of the Company held on 26 May 2014 approved under the item 8 of the agenda pursuant to Article 12 (2) (v) of the Articles of Association of the Company the ordinary non-consolidated financial statements of the Company as of 31 December 2013.

The General Meeting of the Company further approved under the item 9 of the agenda pursuant to Article 12 (2) (v) of the Articles of Association of the Company the ordinary consolidated financial statements of the Company as of 31 December 2013.

#### **3) Resolution on distribution of non-consolidated profit of UNIPETROL, a.s. for 2013**

The General Meeting of the Company held on 26 May 2014 decided under the item 10 of the agenda pursuant to Article 12 (2) (v) of the Articles of Association of the Company on distribution of the Company's profit generated on non-consolidated basis in 2013 in amount of CZK 937,691,162.13 as follows:

- a) 5 % of the Company's net profit amounting to CZK 46,884,558.11 will be transferred to the Company's reserve fund; and
- b) the amount of CZK 890,806,604.02 of the Company's net profit will be transferred to the retained earnings.

**4) Resolution on changes in composition of the Supervisory Board of UNIPETROL, a.s. and approval of agreements on performance of positions of Members of the Supervisory Board of UNIPETROL, a.s.**

I. The General Meeting of the Company held on 26 May 2014 re-elected under the item 11 of the agenda pursuant to Article 12 (2) (n) of the Articles of Association of the Company into the position of Members of the Supervisory Board of the Company:

- Mr. Dariusz Jacek Krawiec,
- Mr. Sławomir Robert Jędrzejczyk,
- Mr. Piotr Robert Kearney,

with effect as of 1 July 2014.

***The composition of the Supervisory Board of the Company will be with effect as of 1 July 2014 as follows:***

- *Mr. Dariusz Jacek Krawiec,*
- *Mr. Sławomir Robert Jędrzejczyk,*
- *Mr. Ivan Kočárník,*
- *Mr. Zdeněk Černý,*
- *Mr. Bogdan Dzudzewicz,*
- *Mr. Piotr Kearney,*
- *Mr. Piotr Chelminski,*
- *Mr. Krystian Pater,*
- *Mr. Rafał Sekuła.*

***Professional experience of re-elected members of the Supervisory Board***

***Professional experience of Mr. Dariusz Jacek Krawiec:***

He is currently President of the Management Board and CEO of PKN ORLEN and he also serves as Chairman of the Supervisory Board of UNIPETROL, a.s.

- 18/09/2008 appointed President of the Management Board and CEO of PKN ORLEN
- 6/2008 – 9/2008 acted as Vice-President of the Management Board
- 2006 – 2008 served as President of the Management Board of Action SA
- 2003 – 2004 was managing director for Sindicatum Ltd London
- 2002 became President of the Management Board of Elektrim SA

- 1998 – 2002 served as President of the Management Board and CEO of Impexmetal SA
- 1998 worked for UK branch of Japanese investment bank Nomura plc, where he was responsible for Polish market
- 1992 – 1997 worked for Bank PEKAO SA and consulting firms Ernst & Young and Price Waterhouse

***Professional experience of Mr. Sławomir Robert Jędrzejczyk:***

He currently serves as Vice-President of the Management Board and Chief Financial Officer of PKN ORLEN. He also serves as Vice-Chairman of the Supervisory Board of UNIPETROL, a.s.

- 9/2008 appointed Vice-president of the Management Board and CFO of PKN ORLEN
- 2005 – 2008 served as President of the Management Board and CEO of Emitel
- Worked for companies listed on the Warsaw Stock Exchange:
  - Head of the Controlling Division of Telekomunikacja Polska SA
  - Member of the Management Board and CFO at Impexmetal SA
- Worked at Audit and Business Advisory Department of Price Waterhouse

***Professional experience of Mr. Piotr Kearney:***

He currently works as Director of Mergers and Acquisitions Department in PKN ORLEN. He also serves as Member of the Supervisory Board of UNIPETROL, a.s.

- 2006 – 2010 and 2013 – pending – Member of the Supervisory Board of ORLEN Upstream Sp. z o.o., Poland
- 2008 – Member of the Supervisory Board of Polkomtel S. A., Poland
- 2003 – 2004 served as Member of the Supervisory Board of ORLEN Deutschland AG, Germany
- 2003 – 2004 served as Member of the Supervisory Board of Rafineria Trzebinia S.A., Poland
- 2003 – 2004 served as Member of the Supervisory Board of Inowroclawskie Kopalnie Soli Solino S.A., Poland
- 2000 joined PKN ORLEN as Deputy Director for Capital Investments and later on assumed the post of Strategy and Development Executive Director.
- 1997 – 2000 worked as adviser in the Financial Policy Department and subsequently as Deputy Director for Restructuring and Privatisation Department at Nafta Polska
- 1995 – 1996 worked as Development Finance Manager at Rafineria Gdańska

II. The General Meeting of the Company held on 26 May 2014 approved under the item 11 the agenda agreements on performance of positions of members of the Supervisory Board of

the Company and Messrs. JUDr. Zdeněk Černý, Krystian Pater, Bogdan Dzudzewicz, Ivan Kočárník, Rafał Sekuła and Piotr Chełmiński.

**5) Resolution on approval of agreements on performance of positions of members of the Audit Committee of UNIPETROL, a.s.**

The General Meeting of the Company held on 26 May 2014 approved under the item 13 of the agenda agreements on performance of positions of members of the Audit Committee of the Company and Messrs. Ivan Kočárník, Piotr Robert Kearney, Rafał Warpechowski and Iain Haggis.

**6) Resolution on change to the Articles of Association of UNIPETROL, a.s.**

The General Meeting of the Company held on 26 May 2014 decided under the item 14 of the agenda pursuant to Article 12 (2) (a) of the Articles of Association of the Company on change to the Articles of Association of the Company. The Articles of Association of the Company as amended were published on 23 April 2014 as part of the documents relating to the publication of the invitation to the General Meeting. By adoption of these Articles of Association, the Company has also submitted itself under the regime of the Act on Business Corporations as a whole.

In Prague, 27 May 2014  
UNIPETROL, a.s.  
Regulatory announcement No. 14/2014