

**ITEM 10: RECALL AND ELECTION OF MEMBERS OF THE SUPERVISORY BOARD OF UNIPETROL, A.S.**

**Resolution for recall of members of the Supervisory Board of UNIPETROL, a.s.:**

*The General Meeting of UNIPETROL, a.s. in accordance with Section 8.2 letter i) of the Articles of Association of UNIPETROL, a.s. hereby recalls*

*[to be inserted] residing at [to be inserted]*

*from the position of member of the Supervisory Board of UNIPETROL, a.s. with effect as of [to be inserted]*

**Resolution for election of members of the Supervisory Board of UNIPETROL, a.s.:**

*The General Meeting of UNIPETROL, a.s. in accordance with Section 8.2 letter i) of the Articles of Association of UNIPETROL, a.s. hereby elects*

*[to be inserted] residing at [to be inserted]*

*into the position of member of the Supervisory Board of UNIPETROL, a.s. with effect as of [to be inserted]*

**Justification:**

Changes in composition of the Supervisory Board of UNIPETROL, a.s. are proposed due to resignation of Mr. Dariusz Jacek Krawiec and Mr. Rafał Sekula from their office of member of the Supervisory Board of UNIPETROL, a.s. and subsequent termination of their office and together with upcoming lapse of term of office of the following members of the Supervisory Board, Mr. Krystian Pater and Mr. Zdeněk Černý on 30 June 2016 and Mr. Piotr Chelmiński on 24 June 2016.

Standard template of agreement on performance of position of member of the Supervisory Board between UNIPETROL, a.s. and member of the Supervisory Board of UNIPETROL, a.s. in wording approved at the General Meeting on 26 May 2014 shall be concluded with the appointed members of the Supervisory Board. The General Meeting held on 26 May 2014 at the same time approved conditions and remunerations contained in this standard template of agreement as standard remuneration pursuant to Section 59 (4) of Act on Business Corporations and as other payments pursuant to Section 61 (1) of Act on Business Corporations. This standard template of agreement on performance of position of member of the Supervisory Board shall be used to regulate relations between UNIPETROL, a.s. and newly elected member of the Supervisory Board of UNIPETROL, a.s. unless the General Meeting of UNIPETROL, a.s., based on a shareholder proposal, approves other agreement on performance and/or other remuneration, including conditions of its payment.

In accordance with the Section 361 (2) of the Act on Business Corporations, the shareholders will propose specific members of the Supervisory Board to be recalled and candidates for election into the position of member of the Supervisory Board of UNIPETROL, a.s. at the General Meeting of UNIPETROL, a.s.