

Clauses 2021 for ORLEN Capital Group companies (after MAR Regulation changes)

Clause No 1

The other party of the agreement is not a company whose financial instruments are traded on the stock exchange in the European Union member state.

Appendix 11

INFORMATION NOTE

Regarding disclosure requirements of public company

PKN ORLEN S.A., being a parent entity to IKS "Solino" S.A., is subject to disclosure requirements towards capital market, regulated by the Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse (market abuse regulation) and repealing Directive 2003/6/EC of the European Parliament and of the Council and Commission Directives 2003/124/EC, 2003/125/EC and 2004/72/EC with changes („MAR Regulation”).

Accordingly, in applying the provisions of the above Regulation:

1. IKS "Solino" S.A. informs the other party of the agreement about the intention of publishing the information regarding the agreement if this information will be recognized as an inside information within the meaning of MAR Regulation.
2. An inside information within the meaning of MAR Regulation cannot be used or unlawfully disclosed by the other party of the agreement and persons working on its behalf. In case of use of inside information or its unlawful disclosure, the sanctions according to MAR Regulation apply.

Clause No 2

The other party of the agreement is a company whose financial instruments are traded on the stock exchange in the European Union member state.

Appendix 11

INFORMATION NOTE

Regarding disclosure requirements of public company

PKN ORLEN S.A., being a parent entity to IKS "Solino" S.A. and(name of the second party of the agreement) are subject to disclosure requirements towards capital market, regulated by the Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse (market abuse regulation) and repealing Directive 2003/6/EC of the European Parliament and of the Council and Commission Directives 2003/124/EC, 2003/125/EC and 2004/72/EC with changes („MAR Regulation”).

Accordingly, in applying the provisions of the above Regulation:

1. Both parties of the agreement inform each other about the intention of publishing the information regarding that agreement if this information will be recognized as an inside information within the meaning of MAR Regulation.
2. An inside information within the meaning of MAR Regulation cannot be used or unlawfully disclosed by the other party of the agreement and persons working on its behalf. In case of use of inside information or its unlawful disclosure, the sanctions according to MAR Regulation apply.
3. Where both parties recognize the agreement as an inside information within the meaning of MAR Regulation, the parties allow themselves the possibility of presenting for consultation the scope of information being the subject of regulatory announcements regarding this agreement.

Clause No 3

The other party of the agreement are such persons as: advisers, accountants, auditors, consultants, rating agencies, translators, graphic designers, research companies and institutes, design companies and other persons specified in MAR Regulation as “working for PKN ORLEN S.A. subsidiary on the basis of other contract than the contract of employment”.

The clause should be used in the documents of The General Terms and Conditions for Purchase of Goods and Services if they relate to agreements with above mentioned entities.

Appendix 11

INFORMATION NOTE

Regarding disclosure requirements of public company

PKN ORLEN S.A., being a parent entity to IKS “Solino” S.A., is subject to disclosure requirements towards capital market, regulated by the Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse (market abuse regulation) and repealing Directive 2003/6/EC of the European Parliament and of the Council and Commission Directives 2003/124/EC, 2003/125/EC and 2004/72/EC with changes („MAR Regulation”).

Accordingly, in applying the provisions of the above Regulation:

1. IKS “Solino” S.A., informs the other party of the agreement that as a result of performing its tasks for IKS “Solino” S.A., it has an access to the inside information within the meaning of MAR Regulation, and PKN ORLEN S.A. shall publish the information immediately or with delay.

2. An inside information within the meaning of MAR Regulation cannot be used or unlawfully disclosed by the other party of the agreement and persons working on its behalf. In case of use of inside information or its unlawful disclosure, the sanctions according to MAR Regulation apply.

3. If the circumstances mentioned in point 1 arise, then acc. to Art. 18 of MAR Regulation:

- a) The other party of the agreement will be obliged to prepare a list of all persons who have access to the inside information mentioned above. The other party shall include on the list its employees and persons working on its behalf or on its account.
- b) The other party of the agreement shall take all reasonable steps to ensure that any person on the list of persons who have access to inside information acknowledges in writing the legal and regulatory duties entailed and is aware of the sanctions applicable in case of use of inside information or its unlawful disclosure.
- c) The other party of the agreement will be obliged to update the list promptly, strictly acc. to Art. 18 item 4 of MAR Regulation.
- d) The other party of the agreement will be obliged to retain its insider list for a period of at least five years after it is drawn up or updated.
- e) The other party of the agreement shall provide the list of persons who have access to inside information to the Polish Financial Authority upon its request.

4. Format of the list of persons who have access to inside information determines Commission Implementing Regulation (EU) 2016/347 of 10 March 2016 laying down implementing technical standards with regard to the precise format of insider lists and for updating insider lists in accordance with Regulation (EU) No 596/2014 of the European Parliament and of the Council.