

Current report 9/2017
Orange Polska S.A. – Warsaw, Poland
19 April 2017

Pursuant to art. 38, clause 1, item 7 of the Decree of the Minister of Finance of 19 February 2009 on current and periodic information disclosed by issuers of securities and conditions for recognising as equivalent information required by the laws of a non-member state, the Management Board of Orange Polska S.A. ("Orange Polska", "Company") submits content of the resolutions that were adopted by the Ordinary Annual General Meeting on April 19, 2017.

Resolution no 1 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on nomination of the Chairman of the Annual General Meeting

§ 1

The General Meeting nominates Mr. Jacek Krauss as the Chairmen of the Annual General Meeting.

§ 2

The resolution comes into force on the day of its adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour - 844 073 556
votes against – 0
sustained – 0

Resolution no 2 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on approval of the Management Board's report on the Orange Polska S.A. activity in 2016

On the basis of art. 53 of the Accountancy Act and art. 393 item 1 and art. 395 § 2 item 1 of the Commercial Companies Code and § 13 item 1 of Orange Polska SA Articles of Association, the following resolution is hereby adopted:

§ 1

The General Meeting approves the Management Board's report on the Orange Polska S.A. activity in 2016.

§ 2

The resolution comes into force on the day of its adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour - 844 073 555
votes against – 1
sustained – 0

Resolution no 3 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on approval of the Orange Polska S.A. IFRS financial statements for 2016

On the basis of art. 53 clause 1 of the Accountancy Act and art. 393 item 1, art. 395 § 2 item 1 of the Commercial Companies Code and § 13 item 1 of the Orange Polska S.A. Articles of Association, the following resolution is hereby adopted:

§ 1

The Annual General Meeting approves the Orange Polska S.A. IFRS financial statements for 2016 that include:

- 1) balance sheet as at 31.12.2016, with the balance sheet total of PLN 22,390 million (in words: PLN twenty two billion three hundred and ninety million),
- 2) profit and loss account for 2016 showing a net loss of PLN 1,762 million (in words: PLN one billion seven hundred and sixty two million),
- 3) change in equity for 2016 showing a decrease in equity by PLN 1,842 million (in words: PLN one billion eight hundred and forty two million),
- 4) cash flow account showing an increase in net cash and cash equivalents by PLN 5 million (in words: PLN five million),
- 5) notes to the financial statements.

§ 2

The resolution comes into force on the day of its adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour - 844 073 555
votes against – 1
sustained – 0

Resolution no 4 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on covering Orange Polska S.A. net loss for the 2016 financial year

On the basis of art 395 § 2 item 2 of the Commercial Companies Code and § 13 clause 2 of Orange Polska S.A. Articles of Association, the following resolution is hereby adopted:

§ 1

The net loss of Orange Polska S.A. for the 2016 financial year of PLN 1,761,202,944.13 (in words: PLN one billion seven hundred and sixty one million two hundred and two thousand nine hundred and forty four 13/100) shall be covered in a following way:

1. from reserve capital established in accordance with § 31 item 3 of Articles of Association, the net loss shall be covered in the amount of PLN 476,215,285.10 (in words: PLN four hundred and seventy six million two hundred and fifteen thousand two hundred and eighty five zlotys 10/100),
2. from supplementary capital, the net loss shall be covered in the amount of PLN 1,284,987,659.03 (in words: PLN one billion two hundred and eighty four million nine hundred and eighty seven thousand six hundred and fifty nine 03/100).

§ 2

The resolution comes into force on the day of its adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour - 844 073 555
votes against – 1
sustained – 0

Resolution no 5 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on distribution of the Orange Polska S.A. profit from previous years

On the basis of art 395 § 2 item 2 of the Commercial Companies Code and § 13 clause 2 of Orange Polska S.A. Articles of Association, the following resolution is hereby adopted:

§ 1

The profit from previous years of Orange Polska S.A. disclosed in the Company's Financial Statements for the 2016 financial year of PLN 32,503,549.86 (in words: PLN thirty two million five hundred and three thousand five hundred and forty nine 86/100) shall be allocated to the reserve capital.

§ 2

Allocated to the reserve capital amount of PLN 32,503,549.86 (in words: PLN thirty two million five hundred and three thousand five hundred and forty nine 86/100), referred to in § 1 may be distributed as a dividend.

§ 3

The resolution comes into force on the day of its adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour - 844 073 556
votes against – 0
sustained – 0

Resolution no 6 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on approval of the Management Board report on the activity of Orange Polska Group in the 2016 financial year

On the basis of art. 63c clause 4 of the Accountancy Act and art. 395 § 5 of the Commercial Companies Code, the following resolution is hereby adopted:

§ 1

The Annual General Meeting approves the Management Board report on the activity of Orange Polska Group in the 2016 financial year.

§ 2

The resolution comes into force on the day of its adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour - 844 073 555
votes against – 1
sustained – 0

Resolution no 7 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on approval of the IFRS consolidated financial statements for 2016

On the basis of art. 63c clause 4 of the Accountancy Act and art. 395 § 5 of the Commercial Companies Code the following resolution is hereby adopted:

§ 1

The Annual General Meeting approves the Orange Polska Group IFRS consolidated financial statements for 2016, that include:

- 1) consolidated balance sheet as at 31.12.2016, showing the balance sheet total of PLN 22,588 million (in words: PLN twenty two billion five hundred and eighty eight million),
- 2) consolidated profit and loss account for 2016 showing consolidated a net loss after taxation of PLN 1,746 million (in words: PLN one billion seven hundred and forty six million), including a net loss attributable to equity holders of Orange Polska S.A. of PLN 1,746 million (in words: PLN one billion seven hundred and forty six million),
- 3) changes in total consolidated equity for 2016 showing a decrease in total consolidated equity by PLN 1,968 million (in words: PLN one billion nine hundred and sixty eight million), including a decrease of equity attributable to equity holders of Orange Polska S.A. by PLN 1,968 million (in words: PLN one billion nine hundred and sixty eight million),
- 4) consolidated cash flow statement showing a decrease in net cash and cash equivalents by PLN 4 million (in words: PLN four million),
- 5) notes to consolidated financial statements.

§ 2

The resolution comes into force on the day of its adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour - 844 073 555
votes against – 1
sustained – 0

Resolution no 8 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on granting approval of the performance of duties of the Management Board's President of Orange Polska S.A.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Mr. Bruno Duthoit of his duties as the President of the Orange Polska S.A. Management Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour – 843 558 588
votes against – 514 968
sustained – 0

Resolution no 9 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on granting approval of the performance of duties of the Management Board's President of Orange Polska S.A.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Mr. Jean-François Fallacher of his duties as the President of the Orange Polska S.A. Management Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour – 843 558 588
votes against – 514 968
sustained – 0

Resolution no 10 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on granting approval of the performance of duties of the Management Board's member of Orange Polska S.A.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Mr. Mariusz Gaca of his duties as a member of the Orange Polska S.A. Management Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour – 843 558 588
votes against – 514 968
sustained – 0

Resolution no 11 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on granting approval of the performance of duties of the Management Board's member of Orange Polska S.A.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Mr. Piotr Muszyński of his duties as a member of the Orange Polska S.A. Management Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour – 843 558 588
votes against – 514 968
sustained – 0

Resolution no 12 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on granting approval of the performance of duties of the Management Board's member of Orange Polska S.A.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Ms. Jolanta Dudek of her duties as a member of the Orange Polska S.A. Management Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour – 843 558 588
votes against – 514 968
sustained – 0

Resolution no 13 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on granting approval of the performance of duties of the Management Board's member of Orange Polska S.A.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Mr. Jacek Kowalski of his duties as a member of the Orange Polska S.A. Management Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital

votes in favour – 843 558 588
votes against – 514 968
sustained – 0

Resolution no 14 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017

on granting approval of the performance of duties of the Management Board's member of Orange Polska S.A.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Ms. Bożena Leśniewska of her duties as a member of the Orange Polska S.A. Management Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour – 843 558 588
votes against – 514 968
sustained – 0

Resolution no 15 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017

on granting approval of the performance of duties of the Management Board's member of Orange Polska S.A.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Mr. Maciej Nowohonski of his duties as a member of the Orange Polska S.A. Management Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour – 843 558 588
votes against – 514 968
sustained – 0

Resolution no 16 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017

on granting approval of the performance of duties of the Management Board's member of Orange Polska S.A.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Mr. Michał Paschalis-Jakubowicz of his duties as a member of the Orange Polska S.A. Management Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour – 843 558 588
votes against – 514 968
sustained – 0

Resolution no 17 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on granting approval of the performance of duties of the Supervisory Board member of Orange Polska S.A.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Mr. Maciej Witucki of his duties as a member of the Orange Polska S.A. Supervisory Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 557 valid votes, corresponding to 844 073 557 shares that account for 64.32% of the share capital
votes in favour – 843 558 589
votes against – 514 968
sustained – 0

Resolution no 18 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on granting approval of the performance of duties of the Supervisory Board member of Orange Polska S.A.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Mr. Andrzej Koźmiński of his duties as a member of the Orange Polska S.A. Supervisory Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 557 valid votes, corresponding to 844 073 557 shares that account for 64.32% of the share capital
votes in favour – 843 558 589
votes against – 514 968
sustained – 0

Resolution no 19 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on granting approval of the performance of duties of the Supervisory Board member of Orange Polska S.A.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Mr. Gervais Pellissier of his duties as a member of the Orange Polska S.A. Supervisory Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour – 843 558 588
votes against – 514 968
sustained – 0

Resolution no 20 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on granting approval of the performance of duties of the Supervisory Board member of Orange Polska S.A.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Mr. Marc Ricau of his duties as a member of the Orange Polska S.A. Supervisory Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour – 843 558 588
votes against – 514 968
sustained – 0

Resolution no 21 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on granting approval of the performance of duties of the Supervisory Board member of Orange Polska S.A.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Mr. Federico Colom Artola of his duties as a member of the Orange Polska S.A. Supervisory Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour – 843 558 588
votes against – 514 968
sustained – 0

Resolution no 22 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on granting approval of the performance of duties of the Supervisory Board member of Orange Polska S.A.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Ms. Henryka Bochniarz of her duties as a member of the Orange Polska S.A. Supervisory Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour – 843 558 588
votes against – 514 968
sustained – 0

Resolution no 23 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on granting approval of the performance of duties of the Supervisory Board member of Orange Polska S.A.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Mr. Jean-Marie Culpin of his duties as a member of the Orange Polska S.A. Supervisory Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour – 843 558 588
votes against – 514 968
sustained – 0

Resolution no 24 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on granting approval of the performance of duties of the Supervisory Board member of Orange Polska S.A.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Mr Patrice Lambert de Diesbach of his duties as a member of the Orange Polska S.A. Supervisory Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour – 843 558 588
votes against – 514 968
sustained – 0

Resolution no 25 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on granting approval of the performance of duties of the Supervisory Board member of Orange Polska S.A.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Mr. Eric Debroeck of his duties as a member of the Orange Polska S.A. Supervisory Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 557 valid votes, corresponding to 844 073 557 shares that account for 64.32% of the share capital
votes in favour – 843 558 589
votes against – 514 968
sustained – 0

Resolution no 26 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on granting approval of the performance of duties of the Supervisory Board member of Orange Polska S.A.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Mr. Ramon Fernandez of his duties as a member of the Orange Polska S.A. Supervisory Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour – 843 558 588
votes against – 514 968
sustained – 0

Resolution no 27 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on granting approval of the performance of duties of the Supervisory Board member of Orange Polska S.A.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Mr. Mirosław Gronicki of his duties as a member of the Orange Polska S.A. Supervisory Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour – 843 558 588
votes against – 514 968
sustained – 0

Resolution no 28 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on granting approval of the performance of duties of the Supervisory Board member of Orange Polska S.A.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Mr. John Russell Houlden of his duties as a member of the Orange Polska S.A. Supervisory Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour – 843 558 588
votes against – 514 968
sustained – 0

Resolution no 29 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on granting approval of the performance of duties of the Supervisory Board member of Orange Polska S.A.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Mr. Michał Kleiber of his duties as a member of the Orange Polska S.A. Supervisory Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 557 valid votes, corresponding to 844 073 557 shares that account for 64.32% of the share capital
votes in favour – 843 558 589
votes against – 514 968
sustained – 0

Resolution no 30 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on granting approval of the performance of duties of the Supervisory Board member of Orange Polska S.A.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Ms. Marie-Christine Lambert of her duties as a member of the Orange Polska S.A. Supervisory Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour – 843 558 588
votes against – 514 968
sustained – 0

Resolution no 31 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on granting approval of the performance of duties of the Supervisory Board member of Orange Polska S.A.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Ms. Maria Pasło-Wiśniewska of her duties as a member of the Orange Polska S.A. Supervisory Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour – 843 558 588
votes against – 514 968
sustained – 0

Resolution no 32 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on granting approval of the performance of duties of the Supervisory Board member of Orange Polska S.A.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Mr. Gerard Ries of his duties as a member of the Orange Polska S.A. Supervisory Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour – 843 558 588
votes against – 514 968
sustained – 0

Resolution no 33 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on granting approval of the performance of duties of the Supervisory Board member of Orange Polska S.A.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Mr. Wiesław Rożłucki of his duties as a member of the Orange Polska S.A. Supervisory Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 557 valid votes, corresponding to 844 073 557 shares that account for 64.32% of the share capital
votes in favour – 843 558 589
votes against – 514 968
sustained – 0

Resolution no 34 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on granting approval of the performance of duties of the Supervisory Board member of Orange Polska S.A.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Ms. Valérie Thérond of her duties as a member of the Orange Polska S.A. Supervisory Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 555 valid votes, corresponding to 844 073 555 shares that account for 64.32% of the share capital
votes in favour – 843 558 588
votes against – 514 967
sustained – 0

Resolution no 35 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on distribution of the TP Invest sp. z o.o. and Orange Customer Service sp. z o.o. net profit for 9 months of the 2016 financial year

In connection with the takeover of TP Invest sp. z o.o. and Orange Customer Service sp. z o.o. by Orange Polska S.A. in the mode of art. 492 § 1 point 1 and art. 494 § 1 of the commercial companies code, the following resolution is hereby adopted:

§ 1

The net profit for 9 month of the 2016 financial year of:

1. TP Invest sp. z o.o. amounting to PLN 25,772,524.92 (in words: PLN twenty five million seven hundred and seventy two thousand five hundred and twenty four 92/100),
2. Orange Customer Service sp. z o.o. amounting to PLN 30,465,542.52 (in words: PLN thirty million four hundred and sixty five thousand five hundred and forty two 52/100)

shall be allocated to the reserve capital.

§ 2

Allocated to the reserve capital amount of PLN 56,238,067.44 (in words: PLN fifty six million two hundred and thirty eight thousand sixty seven 44/100), referred to in § 1 may be distributed as a dividend.

§ 3

The resolution comes into force on the day of its adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour - 844 073 556
votes against – 0
sustained – 0

Resolution no 36 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on granting approval of the performance of duties of the Management Board's President of TP Invest sp. z o.o.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Mr. Maciej Nowochoński of his duties as the President of the TP Invest sp. z o.o. Management Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour - 844 073 556
votes against – 0
sustained – 0

Resolution no 37 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on granting approval of the performance of duties of the Management Board's member of TP Invest sp. z o.o.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Ms. Jowita Bukowińska of her duties as a member of the TP Invest sp. z o.o. Management Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour - 844 073 556
votes against – 0
sustained – 0

Resolution no 38 of Annual General Meeting of Orange Polska S.A.

dated 19 April 2017

on granting approval of the performance of duties of the Management Board's President of Orange Customer Service sp. z o.o.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Ms. Jolanta Dudek of her duties as the President of the Orange Customer Service sp. z o.o. Management Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour - 844 073 556
votes against – 0
sustained – 0

Resolution no 39 of Annual General Meeting of Orange Polska S.A.

dated 19 April 2017

on granting approval of the performance of duties of the Management Board's member of Orange Customer Service sp. z o.o.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Mr. Tomasz Dreslerski of his duties as a member of the Orange Customer Service sp. z o.o. Management Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour - 844 073 556
votes against – 0
sustained – 0

Resolution no 40 of Annual General Meeting of Orange Polska S.A.

dated 19 April 2017

on granting approval of the performance of duties of the Management Board's member of Orange Customer Service sp. z o.o.

Pursuant to article 393 point 1 and article 395 § 2 point 3 of the Commercial Companies Code and § 13.3 of the Company's Articles of Association, the following is resolved:

§ 1

The approval of the performance by Mr. Adam Wrzosek of his duties as a member of the Orange Customer Service sp. z o.o. Management Board in financial year 2016 is granted.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour - 844 073 555
votes against – 1
sustained – 0

Resolution no 41 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on amendment of the Regulations of the General Meeting.

Pursuant to § 18 clause 2 of Orange Polska S.A. Articles of Association, the following resolution is hereby adopted:

§ 1

The Regulations of the General Meeting attached to the resolution no 38 of the Annual General Meeting of Orange Polska S.A. dated 23 April 2003 (as amended), shall be amended as follows:

1) § 8 adopts following wording:

„After the Chairman of General Meeting has been elected and the attendance list has been signed the Chairman of General Meeting shall state that the Meeting has been properly convened and is capable to adopt resolutions and shall present the agenda”,

2) the section “V. Election of Scrutiny Commission” is deleted,

3) the current sections VI –X, shall be numbered V-IX and the current § 10- 25 shall be numbered § 9-24 accordingly.

§ 2

The uniform text of the Regulations of the General Meeting of Orange Polska S.A. is hereby amended by the attachment to the following resolution.

§ 3

1. The amendments to the Regulations of the Orange Polska S.A. General Meeting shall become effective as of the next General Meeting of Orange Polska S.A.

2. The resolution shall come into force on the day of its adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour - 844 073 556
votes against – 0
sustained – 0

REGULATIONS OF THE GENERAL MEETING OF ORANGE POLSKA S.A.

- *uniform text* –

I. General Provisions

§ 1

The General Meeting shall be convened and conducted in the procedure and on the terms stipulated by the Code of Commercial Partnerships, Companies, the Company’s Articles of Association and these Regulations.

§ 2

1. The General Meeting shall be convened by an announcement to be made on the Company's web page and by means of current report 26 days prior to the General Meeting.
2. The following persons may take part in the General Meeting:
 - 1) persons that are shareholders of the Company 16 days prior to the General Meeting (the record date) whose right to participate in the General Meeting was determined by the Company on a basis of the list of entitled persons created and submitted by an entity managing the depository of securities;
 - 2) Members of the Management Board and of the Supervisory Board.
3. The Management Board may invite guests and experts to take part in the General Meeting as observers.

§ 3

1. The shareholders may take part in the General Meeting and exercise the right of vote in person or by proxy holder (other representatives).
2. The power of attorney should be given in writing or by means electronic means.
3. Appointment of a proxy holder by electronic means shall be notified to the Company on pełnomocnictwo.wza@orange.com not later than 3 days before the General Meeting. The notification shall be attached by a scan of granted proxy.
4. The proxy, referred to in clause 3 shall be granted by means of a form available at www.orange.pl/investors.
5. The notification shall be attached by scan of the identification document of the Shareholder (in case the Shareholder is a natural person) or the excerpt from the registry of the Shareholder (in case the Shareholder is not a natural person) together with the scan of the identification document(s) of person(s) authorized to represent the Shareholder who signed the power of attorney and the scan of the identification document of a proxy holder (in case the proxy holder is a natural person) or the excerpt from the registry of a proxy holder (in case the proxy holder is not a natural person). If documents, referred to in this paragraph are not in the Polish or English language, the notification shall be attached by a scan of their sworn translation into Polish.

II. Opening of Session and Election of Chairman

§ 4

The General Meeting shall be opened by the President of Supervisory Board or his deputy, and if they are not present by the President of Management Board or a person designated by the Management Board, and thereafter the Chairman shall be elected from among all those entitled to take part in the General Meeting.

§ 5

1. Every person entitled to take part in the General Meeting has the right to candidate for the Chairman of General Meeting or to put forward to the minutes one candidate for the position of the Chairman of General Meeting.
2. The candidate who has been put forward shall be entered onto a list after submitting a statement to the minutes that he consents to candidate. The list of all candidates shall be drawn up by a person who has opened the General Meeting. The list is deemed closed upon being announced.
3. If only one candidate has been put forward this candidate shall become the Chairman of General Meeting if none of those entitled to voted raises an objection thereto.
4. The Chairman of General Meeting shall be elected by voting for each candidate in turn in an alphabetical order.

5. The person who has opened the General Meeting shall safeguard the proper conduct of voting, shall announce the name of the person elected for the Chairman of General Meeting and hand over direction over the session to that person.
6. The Chairman of General Meeting shall become the candidate who has received in the voting the largest simple majority of votes cast.
7. In the event that several candidates receive equal the largest simple majority of votes cast the person who has opened the General Meeting shall order a supplementary voting. The candidate who has received the largest simple majority of votes cast shall be deemed as elected.

III. Responsibilities of the Chairman

§ 6

1. The Chairman of General Meeting shall direct the session in accordance with the agreed agenda, the law, the provisions of the Company's Articles of Association and of this Regulations.
2. The Chairman of the General Meeting ensures an efficient conduct of the Meeting and observance of the rights and interests of all shareholders. The chairman should counteract, in particular, the abuse of rights by the participants of the Meeting and should guarantee that the rights of minority shareholders are respected.
3. The responsibilities of the Chairman of General Meeting comprise in particular:
 - 1) to ensure smooth and proper conduct of the session and voting,
 - 2) to give the floor,
 - 3) to give appropriate instructions to maintain order during the session,
 - 4) to order voting, to safeguard its proper conduct and to sign documents with the results of voting,
 - 5) to ensure that all issues on the agenda have been addressed,
 - 6) to give a final decision in procedural matters and in matters relating to the course of properly convened General Meeting.

§ 7

1. Promptly after election the Chairman of General Meeting shall sign an attendance list containing the names of those participating in the General Meeting, the number of shares submitted by each of them and the number of votes they are entitled to.
2. The persons drawing the attendance list should:
 - 1) check identity of the shareholder or his attorney-in-fact (other representative) on the basis of an identity document or another credible document confirming the identity,
 - 2) check whether the shareholder is entitled to take part in the General Meeting,
 - 3) check whether the manner of shareholder's representation is correct; documents stating the right of representation (powers of attorney, extracts from appropriate registers, etc.) shall be enclosed to the minutes of General Meeting,
 - 4) obtain the signature of the shareholder or his attorney-in-fact (other representative) on the attendance list,
 - 5) issue to the shareholder or his attorney-in-fact (other representative) an appropriate magnetic card for voting or another document to be used for voting.
3. The attendance list shall be drawn up by person designated for that purpose by the Management Board.
4. Appeals relating to the entitlement to take part in the General Meeting shall be addressed to the Chairman of General Meeting.
5. The attendance list should be exposed all the time during the continuance of the session of General Meeting until the latter is closed. The persons drawing up the attendance list are obliged to take

down on an ongoing basis all changes in the attendance at the General Meeting stating also the moment when such changes have occurred.

IV. Statement that the General Meeting has been Properly Convened

§ 8

After the Chairman of General Meeting has been elected and the attendance list has been signed the Chairman of General Meeting shall state that the Meeting has been properly convened and is capable to adopt resolutions and shall present the agenda.

V. Sessions

§ 9

1. The Chairman of General Meeting does not have the right to remove the matters from the agenda or to change the sequence of the matters put on the agenda without consent of the General Meeting.
2. No resolution may be adopted in matters which have not been put on the agenda unless the whole share capital is represented at the General Meeting and none of those present has objected to the adoption of the resolution.
3. A motion to convene the Extraordinary General Meeting and motions of procedural nature may be adopted even though they have not been put on the agenda.
4. Each Shareholder may during the Extraordinary General Meeting table draft resolutions regarding the matters put on the agenda. The draft resolutions shall be presented in Polish

§ 10

1. After each subsequent matter on the agenda has been presented the Chairman of General Meeting shall open a discussion giving floor to speakers in the sequence in which they have submitted their willingness to speak. Upon the consent of the General Meeting several points from the agenda may be discussed jointly.
2. The Chairman of General Meeting may give floor to Management Board members and Supervisory Board members without paying attention to the sequence.
3. The Chairman of General Meeting may order that willingness to take part in discussion be submitted in writing giving name and surname of the person, and in the event of attorneys-in-fact (other representatives) of shareholders giving also the name and surname or business name of the principal.
4. If there are many persons declaring their willingness to take part in the discussion over a given point on the agenda the Chairman of General Meeting may decide that the number of speakers be limited.

§ 11

1. The participants may rise to speak only in the matters which have been put on the agenda and are considered at the moment.
2. When every point on the agenda is considered each shareholder has the right to one speech of 5 minutes and a reply of 5 minutes.
3. The Chairman of General Meeting has the right to reprimand a speaker who diverts from the subject matter of the discussion or exceeds the agreed time as stipulated by sec. 2. The Chairman of General Meeting may order that the speakers who do not comply with his reprimand leave the floor.
4. Each speech in the discussion over a particular draft resolution should be finished with an explicitly expressed standpoint whether the speaker is for or against this draft resolution.

§ 12

Each shareholder has the right to ask questions in every matter on the agenda.

§ 13

The shareholder has the right to object against a decision of the Chairman of General Meeting. The General Meeting shall decide in a resolution whether the decision of the Chairman be upheld or reversed.

§ 14

1. Shareholder who motions for the inclusion of an issue on the agenda of the General Meeting, including a motion to take an issue off the agenda, shall provide grounds enabling an informed decision on the resolution.
2. Every shareholder has the right to suggest amendments and supplements to draft resolutions, which are covered by the agenda of General Meeting, by the time of closing the discussion over the point on the agenda referring to the draft resolution with which the suggestion is concerned.
3. The suggestions referred to above under 2, along with short justification should be submitted to the hands of the Chairman of General Meeting in writing, separately for each draft resolution, giving the name and surname (business name) of the shareholder or his attorney-in-fact (other representative).

§ 15

The Chairman of General Meeting has the right to give the floor to invited guests and experts.

§ 16

1. In procedural matters the Chairman of General Meeting may give the floor to speakers without paying attention to the sequence. A motion in a procedural matter may be put forward by every person entitled to take part in General Meeting.
2. As motions in procedural matters shall be treated motions relating to the manner of discussing and voting, and in particular to:
 - 1) limitation, adjourning or closing the discussion,
 - 2) closing the list of candidates for Chairman of General Meeting,
 - 3) closing the list of speakers,
 - 4) limitation of speech duration,
 - 5) manner of directing the session,
 - 6) ordering a recess in the session,
 - 7) sequence in which the motions are to be adopted.
3. Discussion over the motions in procedural matters should be opened directly after the motions have been put forward.
4. The Chairman of General Meeting may finish the discussion and order voting on the motion in the procedural matter.

VI. Adoption of Resolutions

§ 17

Subject to situations set forth in the Code of Commercial Partnerships and Companies and in the Company's Articles of Association resolutions of the General Meeting shall be adopted by a simple majority of votes cast.

§ 18

1. The shareholder may not vote, either in person or by a proxy holder (other representative) on resolutions relating to his liability to the Company, for whatever reasons, including granting him vote of acceptance, releasing him from an obligation towards the Company or dispute between him and the Company.
2. The shareholder who votes as a proxy holder of other person on resolutions, referred to in clause 1 shall vote in accordance with voting instructions issued by the shareholder.

§ 19

1. Subject to sec. 2 voting shall be open.
2. Voting by secret ballot shall be ordered:
 - 1) during election of and on motions for revoking members of Company authorities or receivers,
 - 2) on motions for holding liable members of Company authorities or receivers,
 - 3) in personal matters,
 - 4) if at least one of the shareholders present or represented at the General Meeting demands so.

§ 20

1. After closing discussion on each point on the agenda and before the voting is commenced the Chairman of General Meeting announces which motions have been put forward and determines the sequence in which they shall be voted on. Voting on motions is made in the sequence in which the motions have been put forward.
2. Voting may be made with the help of cards for voting or a computer system for casting and counting the votes which ensures that the quantity of votes cast conforms to the number of held shares as well as eliminates, if voting is by secret ballot, the possibility to identify how individual shareholders have voted.
3. Before voting is commenced the Chairman of General Meeting or a person designated by him shall provide detailed instructions relating to the manner in which voting will be conducted.

VII. Election of Supervisory Board Members

§ 21

1. Candidates for Supervisory Board members shall be put forward to the minutes orally along with a justification.
2. The suggested candidate for a Supervisory Board member shall be entered onto a list after giving a statement to the minutes, in writing or orally, that he consents to candidate.
3. The list of suggested candidates for Supervisory Board members shall be drawn up by the Chairman of General Meeting in an alphabetical order. The list is deemed as closed upon having been announced.

§ 22

1. Supervisory Board members are elected by voting for each candidate in turn in an alphabetical order.
2. The candidates who have received the largest simple majority of votes cast shall be deemed as elected for Supervisory Board members, bearing in mind the number of Supervisory Board members as stipulated by the Company's Articles of Association.

VIII. Election of Supervisory Board Members by Voting in Separate Groups

§ 23

1. Upon the motion of shareholders representing at least one fifth of the share capital the Supervisory Board should be elected on the forthcoming General Meeting by voting in separate groups, even if the Company's Articles of Association provide for another manner of appointing the Supervisory Board.
2. The motion for electing Supervisory Board members by voting in separate groups shall be submitted to the Management Board in writing within a time limit which enables placing on the agenda of the General Meeting the election of Supervisory Board members by voting in separate groups.
3. The election of Supervisory Board members by voting in separate groups shall be provided for in the agenda presented in the announcement that the General Meeting is to be convened.
4. Groups of shareholders shall be created for the purpose of electing Supervisory Board members. It is allowed to create so many groups how many places are available to be filled in the Supervisory Board. The part of Supervisory Board which is appointed by an entity (entities) provided for in a separate statutory act shall not be taken into account.
5. The minimum of shares required in order to create a group is determined by dividing the number of shares represented on the General Meeting by the number of places in the Supervisory Board which remain to be filled.
6. A group of shareholders has the right to elect so many Supervisory Board members how many times the number of shares represented by the group exceeds the minimum referred to in clause 5.
7. The surplus number of shares in a given group which exceeds the minimum, or the multiplicity of the minimum, referred to in clause 5 does not entitle the group to elect one more Supervisory Board member.
8. A simple majority of votes cast shall decide about the election of a Supervisory Board member within one group.
9. A shareholder may belong to only one voting group.
10. A resolution about electing Supervisory Board member(s) by a given group shall be recorded by a notary.

IX. Final Provisions

§ 24

1. After all points on the agenda have been addressed the Chairman of General Meeting shall announce that the Meeting is closed.
2. To the matters not regulated by these Regulations the provisions of the Code of Commercial Partnerships and Companies and the provisions of the Company's Articles of Association shall apply.

Resolution no 42 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on appointment of a Supervisory Board member

Pursuant to article 385 of the Commercial Companies Code and § 13.9 of the Company's Articles of Association, the following is resolved:

§ 1

Mr. John Russell Houlden is appointed to the Orange Polska S.A. Supervisory Board.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour – 829 274 739
votes against – 14 796 563
sustained – 2 254

Resolution no 43 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on appointment of a Supervisory Board member

Pursuant to article 385 of the Commercial Companies Code and § 13.9 of the Company's Articles of Association, the following is resolved:

§ 1

Mr. Federico Colom Artola is appointed to the Orange Polska S.A. Supervisory Board.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour – 823 750 911
votes against – 20 322 645
sustained – 0

Resolution no 44 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on appointment of a Supervisory Board member

Pursuant to article 385 of the Commercial Companies Code and § 13.9 of the Company's Articles of Association, the following is resolved:

§ 1

Ms. Valérie Thérond is appointed to the Orange Polska S.A. Supervisory Board.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 557 valid votes, corresponding to 844 073 557 shares that account for 64.32% of the share capital
votes in favour – 809 728 122
votes against – 34 345 435
sustained – 0

Resolution no 45 of Annual General Meeting of Orange Polska S.A.
dated 19 April 2017
on appointment of a Supervisory Board member

Pursuant to article 385 of the Commercial Companies Code and § 13.9 of the Company's Articles of Association, the following is resolved:

§ 1

Mr. Patrice Lambert de Diesbach is appointed to the Orange Polska S.A. Supervisory Board.

§ 2

The resolution enters into force upon adoption.

There were submitted 844 073 556 valid votes, corresponding to 844 073 556 shares that account for 64.32% of the share capital
votes in favour – 809 728 581
votes against – 34 344 975
sustained – 0
