

ITEM 12: RECALL AND ELECTION OF MEMBERS OF THE AUDIT COMMITTEE OF THE COMPANY

Resolution for recall of members of the Audit Committee of the Company:

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

[name to be inserted]

from the office of member of the Audit Committee of UNIPETROL, a.s. with effect as of [to be inserted].

Resolution for election of members of the Audit Committee of UNIPETROL, a.s.:

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

[name to be inserted], date of birth: [to be inserted], residing at [to be inserted]

into the office of member of the Audit Committee of UNIPETROL, a.s. with effect from [to be inserted]

Justification:

Appointment of members of the Audit Committee of the Company is proposed due to lapse of term of office of the member of the Audit Committee, Mr. Stanisław Waclaw Urban as of 2 June 2018 and due to the appointment of Mr. Stanisław Waclaw Urban as substitute member of the Company's Audit Committee with effect from 3 June 2018 until the next General Meeting of the Company (i.e., the General Meeting of the Company convened by this invitation for 28 June 2018), by the resolution of the Supervisory Board of the Company dated 25 May 2018 according to the Article 19.7 of the Company's Articles of Association.

Standard template of agreement on performance of position of member of the Audit Committee between the Company and member of the Audit Committee of the Company in wording approved at the Company General Meeting on 26 May 2014 shall be concluded with the appointed members of the Audit Committee. The Company 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 Audit Committee shall be used to regulate relations between the Company and newly appointed member of the Audit Committee of the Company unless the Company General Meeting, based on a shareholder proposal, approves other agreement on performance and/or other remuneration, including conditions of its payment.

The shareholders may propose specific members of the Audit Committee for recall and candidates for appointment into the position of member of the Audit Committee of the Company to the General Meeting of the Company.