

Receiving shareholder request of PKN ORLEN S.A. to convene General Meeting to approve proposal for transfer of all remaining UNIPETROL, a.s. shares to PKN ORLEN S.A.

UNIPETROL, a.s. ("herein after **"UNIPETROL"**") informs that on 19 July 2018 UNIPETROL was served a request from Polski Koncern Naftowy Orlen Spółka Akcyjna (PKN ORLEN S.A.), with its registered office at Chemików 7, 09-411 Płock (herein after **"PKN ORLEN"**), in its position of UNIPETROL's majority shareholder, i.e. a shareholder holding UNIPETROL shares, with a right to vote, with the aggregate nominal value of at least 90% of UNIPETROL share capital and representing at least 90% share in voting rights in UNIPETROL, to convene UNIPETROL General Meeting and to submit for its decision a proposal to transfer (in Czech: *přechod*) all other shares of UNIPETROL to PKN ORLEN pursuant to Section 375 of the Business Corporations Act (herein after the **"Request"**).

As per the Request, PKN ORLEN proposes a consideration of CZK 380 per one UNIPETROL share for the transfer of the remainder of UNIPETROL shares to PKN ORLEN.

Along with the Request, PKN ORLEN delivered a justification of the amount of the consideration and the Czech National Bank decision granting its consent with approval of General Meeting resolution on transfer of all remaining UNIPETROL's participation securities to PKN ORLEN in its position of majority shareholder pursuant to Section 391 of the Business Corporations Act.

The Request shall be discussed by UNIPETROL's Board of Directors and dealt with in accordance with the relevant provisions of UNIPETROL's Articles of Association and generally binding legal regulations, in particular the Business Corporations Act.

Important Notice

The transfer (in Czech: *přechod*) of the remainder of UNIPETROL shares to PKN ORLEN is subject to, in particular, adoption by UNIPETROL General Meeting of resolution on transfer of all remainder of UNIPETROL shares to PKN ORLEN.

In Prague, 19 July 2018
UNIPETROL, a.s.
Regulatory announcement No. 27/2018

