

Pursuant to the Statute of Grupa LOTOS, the Supervisory Board is composed of six to nine members, including a Chairman, a Vice-Chairman and a Secretary. The number of Supervisory Board members is determined by shareholders at the General Shareholders Meeting. The Supervisory Board is appointed and dismissed by shareholders at the General Shareholders Meeting by the absolute majority of votes cast by secret ballot from among an unlimited number of candidates. Notwithstanding the above, as long as the State Treasury is the Company's shareholder, it has the right to appoint and dismiss one Supervisory Board member. The Chairman of the Supervisory Board is appointed by shareholders at the General Shareholders Meeting. The term of the Supervisory Board is joint and lasts three years.



## **Wiesław Skwarko**

Chairman of the Supervisory Board

Appointed to the Supervisory Board of Grupa LOTOS on 30 June 2008 as the Chairman of the Supervisory Board. He administers and manages the Supervisory Board's work and represents the Supervisory Board in relations with other authorities of the Company and other persons. At the same time, he is the Chairman of the Strategy and Development Committee of the Supervisory Board. Since 19 March 2009, he is also a member of the Audit Committee of the Supervisory Board.

Pursuant to the Supervisory Board's decision of 12 August 2008, he supervises the 10+ Programme, i.e. in particular he:

- monitors work progress and adherence to the schedule;

- supervises the implementation of the raw material acquisition strategy;
- supervises the implementation of the sales strategy for products manufactured under the project;
- supervises the consistency of logistic activities.

Graduate of the Faculty of Foreign Trade at the Warsaw School of Economics (SGH).

In 1987-1994, Assistant Professor at the Warsaw School of Economics. From 1990 to 1999, Partner of Access Sp. z o.o., afterwards a member of the Management Board of Rothschild Polska Sp. z o.o. In 2005-2006, head of the Privatisation Office at Nafta Polska S.A. From 2006, Director for Financial Strategies and Capital Development at CTL Maczki Bór in Sosnowiec, and subsequently at CTL Logistics S.A. in Warsaw. In 2008-2009, member of the Management Board of Nafta Polska S.A., and since 1 January 2010, the liquidator of Nafta Polska S.A. under liquidation. Chairman of the Supervisory Board of ZAK S.A.



## **Leszek Starosta**

Vice-chairman of the Supervisory Board

Appointed to the Supervisory Board of Grupa LOTOS on 30 June 2008. Since 12 August 2008, Vice-Chairman of the Supervisory Board. As the Vice-Chairman, he is authorised to exercise all rights of the Chairman of the Supervisory Board as arising from the Company's Statute and the By-laws of the Supervisory Board, if authorised thereto by the Chairman or in the case of the Chairman's absence. He is also the

Chairman of the Organisation and Management Committee and a member of the Strategy and Development Committee of the Supervisory Board.

Pursuant to the Supervisory Board's decision of 12 August 2008, he individually supervises the investment project of Grupa LOTOS, i.e. the 10+ Programme, including in particular contract procedures and compliance with the investment law.

Graduate of the Faculty of Law and Administration at Poznań University. Associate Professor, PhD in Law, Dean of the Faculty of Law and Pro-Rector for Development of the Academy of International Economic and Political Relations in Gdynia, Director of the Institute for European Studies in Gdynia. In the years 1991-2000, consultant to the Management Board of Rafineria Gdańska S.A., in the years 1995-1998, adviser to and consultant of the President of the Management Board of Petrochemia Płock S.A. Author of over 20 studies and analyses related to the crude oil and fuel sectors, prepared for central authorities of public administration. In 1998-2007, member and Vice-Chairman of the Supervisory Board of Prokom Software S.A. Attorney, member of the Chamber of Attorneys in Gdańsk, Vice-President of the Polish Employers' Association, arbitrator at the Arbitration Court for Sport at the Polish Olympic Committee.



## **Oskar Pawłowski**

Secretary of the Supervisory Board

Appointed to the Supervisory Board of Grupa LOTOS on 11 February 2010. Since 2 March 2010, Secretary of the Supervisory Board. As

the Secretary, he organises and evidences the operation of the Supervisory Board and takes care of its organisational and technical service. Since 2 March 2010, member of the Organisation and Management Committee and the Audit Committee of the Supervisory Board. Graduate of the Faculty of Law and Administration at Poznań University and British and EU Law at Cambridge University. In 2006, completed legal counsel training held by the District Chamber of Legal Counsels in Poznań and was entered in the list of legal counsels. Currently, Managing Partner at the Oskar Pawłowski i Wspólnicy Sp.k. law firm, formerly a lawyer at, among others, D. Janczak i Wspólnicy Sp.k./Domański Zakrzewski Palinka Sp.k. law firm – Ernst & Young Law Alliance – Grupa Energetyczna, and Prawna Głowacki, Grynhoff, Hałaziński s.j. law firm. He specialises in the regulatory environment of the energy sector and legal services for transactions in real estate and investment processes. He has extensive experience in the field of company law, mergers and acquisitions. The author of the following publications: "The Rights of Electricity Consumers and the Methods of Protecting Them" (*Rynek Energii*, 2/2009), "Legal Due Diligence of Real Estate" (*Inwestor*, 1/2010).



## **Małgorzata Hirszel**

member of the Supervisory Board

Appointed to the Supervisory Board of Grupa LOTOS in accordance with §11.2 of the Company's Statute on 1 July 2008. Member of the Strategy and Development Committee and the Organisation and Management Committee of the Supervisory Board.

Graduate of the Faculty of Law and Administration at the University of Warsaw and Post-Graduate Course at the Faculty of Journalism and Political Science of the University of Warsaw (specialisation: European Studies). PhD candidate of the Polish Academy of Science, the

Institute of Legal Science. Since 2000, member of the Prime Minister Chancellery; where until 2002 she worked as a Chief Specialist/Legal Advisor of the Head of the Polish Cabinet to later become the Legal Advisor of the Vice-president of the Council of Ministers and the Legal Advisor of the President of the Council of Ministers at the Department of Economics and Social Issues (then transformed into the Council of Ministers Committee Department). From 2002 to 2006, acted as Deputy Director of the Department of Economic Issues. Then, acted as Director of the Programme Department of KPRM. Since 2007, the Head of the Council of Ministers Committee Department and Secretary of the Fixed Committee of the Council of Ministers. She passed an examination for candidates for supervisory board members in State Treasury companies in 2002.



## **Michał Rumiński**

member of the Supervisory Board

Appointed to the Supervisory Board of Grupa LOTOS on 11 February 2010. Since 2 March 2010, member of the Strategy and Development Committee and the Organisation and Management Committee of the Supervisory Board.

MBA graduate of the University of Chicago, Booth School of Business, Economics at Warsaw School of Economics, and Law at the University of Warsaw. Since 2007, he has cooperated with MCI Euroventures (investment fund), holding the following positions: Investment Partner, member of the Management Board of ABC Data Holding S.A., President of the Management Board, and Managing Partner of

Cleantech Venture Partners, and member of the Supervisory Board of Grupa Lew Sp. z o.o. In 2000-2007, worked for KBC Group; in 2004, served as Corporate Finance Director at the investment bank, KBC Securities N.V. The author of “The 1997 Currency Crisis vs. Restructuring of Financial and Enterprise Sectors in South Korea” (National Bank of Poland, 2004) and “Free Flow of Capital in the European Community” (INFOR, 2000).



## **Rafał Wardziński**

member of the Supervisory Board

Appointed to the Supervisory Board of Grupa LOTOS on 11 February 2010. Since 2 March 2010, member of the Strategy and Development Committee of the Supervisory Board.

Graduated from MA. studies at the University of Szczecin, European Integration Faculty, and supplementary studies in Law at the University of Liege (Belgium), scholarship holder of the European Commission. In 2003–2004, worked with the European Integration Department of the Marshal's Office of the Zachodniopomorskie Voivodship. From 2004 to 2007, parliamentary adviser at the Committee of Industry, Research and Energy of the European Parliament in Brussels. In 2007–2008, Director of the Regional Office of the Zachodniopomorskie Voivodship in Brussels. Since 2008, employed at the Ministry of the State Treasury, at present as Deputy Director of the Corporate Supervision and Privatisation Department I, in charge of supervision over gas and oil enterprises. Former Chairman of the Supervisory Board of PERN

"Przyjaźń" and member of the Supervisory Board of Kopalnia i Zakłady Chemiczne Siarki "Siarkopol" S.A. At present, member of the Supervisory Board of Operator Gazociągów Przesyłowych GAZ–SYSTEM S.A.

In 2009 and in the first quarter of 2010, the Supervisory Board of Grupa LOTOS of the 7<sup>th</sup> term was composed of:

As at 1 January 2009:

- Wiesław Skwarko, Chairman
- Leszek Starosta, Vice-chairman
- Mariusz Obszyński, Secretary
- Radosław Barszcz, Member
- Piotr Chajderowski, Member
- Małgorzata Hirszel, Member
- Jan Stefanowicz, Member.

On 10 March 2009, Piotr Chajderowski resigned from the Supervisory Board. On 27 April 2009, Shareholders at the General Shareholders Meeting of Grupa LOTOS resolved to appoint Ireneusz Fąfara as a member of the Supervisory Board of the 7<sup>th</sup> term.

As at 31 December 2009:

- Wiesław Skwarko, Chairman
- Leszek Starosta, Vice-chairman
- Mariusz Obszyński, Secretary
- Radosław Barszcz, Member

- Małgorzata Hirszel, Member
- Jan Stefanowicz, Member
- Ireneusz Fąfara, Member.

On 11 February 2010, shareholders at the Extraordinary Shareholders Meeting of Grupa LOTOS dismissed Mariusz Obszyński, Radosław Barszcz and Jan Stefanowicz from the Supervisory Board and then appointed Oskar Pawłowski, Michał Rumiński and Rafał Wardziński as members of the Company's Supervisory Board of the 7<sup>th</sup> term. Justifying their decision, shareholders stated that changes in the composition of the Supervisory Board were to strengthen the Supervisory Board's supervision over the Company's activities.

On 29 March 2010, Ireneusz Fąfara resigned from the Supervisory Board of the Company.

As at 31 March 2010:

- Wiesław Skwarko, Chairman
- Leszek Starosta, Vice-chairman
- Oskar Pawłowski, Secretary
- Małgorzata Hirszel, Member
- Michał Rumiński, Member
- Rafał Wardziński, Member.