

**ITEM 13: APPROVAL OF AGREEMENTS ON PERFORMANCE OF POSITIONS OF MEMBERS OF THE AUDIT COMMITTEE OF UNIPETROL, A.S.**

**Resolution :**

*The General Meeting approves:*

- 1. agreement on performance of position of member of the Audit Committee between UNIPETROL, a.s. and Mr Ing. Ivan Kočárník, as per wording submitted to the ordinary Shareholders' General Meeting;*
- 2. agreement on performance of position of member of the Supervisory Board between UNIPETROL, a.s. and Mr Piotr Robertem Kearney, as per wording submitted to the ordinary Shareholders' General Meeting;*
- 3. agreement on performance of position of member of the Supervisory Board between UNIPETROL, a.s. and Mr Rafał Warpechowski, as per wording submitted to the ordinary Shareholders' General Meeting;*
- 4. agreement on performance of position of member of the Supervisory Board between UNIPETROL, a.s. and Mr Iian Haggis, as per wording submitted to the ordinary Shareholders' General Meeting;*
- 5. standard template of agreement on performance of position of member of the Audit Committee between UNIPETROL, a.s. and member of the Audit Committee of UNIPETROL, a.s., as per wording submitted to the ordinary Shareholders' General Meeting; ordinary Shareholders' General Meeting at the same time approves conditions and remunerations contained in this standard template of agreement as standard remuneration pursuant to Section 59 Article 4 of Act on Business Corporations and as other payments pursuant to Section 61 article 1 of Act on Business Corporations.*

**Justification:**

In accordance with intertemporal provisions of the Act on Business Corporations, until 30 June 2014 the company obliged to adapt the Agreements on performance of positions to sections of this act. In this respect, the Board of Directors submits proposal to approve of Agreements on performance of positions of members of the Audit Committee. At the same time it is proposed to approve a standard template of Agreement on performance of position of member of the Audit Committee as per wording submitted to the General Meeting and approval of terms and conditions and remunerations contained in this standard template of agreement as a standard remuneration pursuant to Section 59 (4) of the Act on Business Corporations and as other payments pursuant to Section 61 (1) of the Act on Business Corporations.