

**Power of Attorney
authorising to represent the undersigned
at Orange Polska SA Annual General Meeting
on April 19, 2017**

The Shareholder:

Name & surname/ company:

Address:

Id document full number/KRS:

Phone number:

The Representative:

Name & surname/ company:

Address:

Id document full number/KRS:

Phone number:

This Power of Attorney shall authorise the representative to execute in my name all the rights conferred on me by virtue of the Orange Polska SA shares (number of shares), in particular to participate and speak at the AGM as well as to sign the attendance list and vote in my name.

The personal certificate of the right to take part in the AGM has been made

by, certificate number:

.....

* If a shareholder is not a natural person, the power of attorney shall be signed by a person or persons authorised to represent the shareholder (according to proper register).

IMPORTANT INFORMATION:

Shareholder's identification

The following documents shall be attached to this POA in order to identify the Shareholder:

1. If the Shareholder is a natural person – a copy of the id document, passport or another formal document proving the Shareholder's identity; or
2. If the Shareholder is not a natural person – a copy of the entry in the relevant register or another document proving authorisation of the natural person(s) to represent the Shareholder at the AGM (e.g., a continuous set of POAs).

In case there are any doubts about the validity of the a/m copies, the management shall have the right to demand from the representative the following documents when making the attendance list:

1. If the Shareholder is a natural person – a copy of the id document, passport or another formal document proving the Shareholder's identity authenticated by the Notary Public or another relevant institution for compliance with the original;
2. If the Shareholder is not a natural person – a copy of the entry in the relevant register or another document proving authorisation of the natural person(s) to represent the Shareholder at the AGM (e.g., a continuous set of POAs), authenticated by the Notary Public or another relevant institution for compliance with the original.

Representative's identification

In order to identify the representative, the management shall have the right to demand from the representative the following documents when making the attendance list:

1. If the Shareholder is a natural person – a copy of the id document, passport or another formal document proving the Shareholder's identity; or
2. If the Shareholder is not a natural person – a copy of the entry in the relevant register or another document proving authorisation of the natural person(s) to represent the Shareholder at the AGM (e.g., a continuous set of POAs), authenticated by the Notary Public or another relevant institution for compliance with the original.

IN CASE THERE ARE DISCREPANCIES BETWEEN THE SHAREHOLDER'S DATA INCLUDED IN THE POA AND THE DATA IN THE SHAREHOLDERS' LIST BASED ON THE SPECIFICATION RECEIVED FROM THE SECURITIES DEPOSIT (NATIONAL SECURITIES DEPOSIT SA) AND DELIVERED TO THE COMPANY PURSUANT TO ART. 406 3 OF THE COMMERCIAL COMPANIES CODE, THE SHAREHOLDER MAY BE REFUSED PARTICIPATION IN THE AGM.

PLEASE NOTE THAT THE COMPANY MAKES NO OBLIGATION TO USE THIS FORM FOR GRANTING POWER OF ATTORNEY.