Consolidated financial statements

of the ORLEN Group
for the year ended
31 December 2025

2025

SELECTED DATA FOR 2025

ORLEN GROUP

- EBITDA PLN 24,200 million
- EBIT PLN 9,957 million
- Net profit PLN 2,648 million
- Assets PLN 265,048 million
- CAPEX PLN 33,045 million
- Net debt PLN (1,411) million

- Equity PLN 144,543 million
- Number of shares 1,160,942,049
- Equity per share PLN 123.71
- Dividend payment for 2024: PLN (6,966) million / PLN 6.00 per share

UPSTREAM & SUPPLY

- Revenue PLN 144,428 million
- EBITDA PLN 13,920 million
- EBIT PLN 8,637 million
- Assets PLN 235,939 million
- CAPEX PLN 8,813 million

DOWNSTREAM

- Revenue PLN 125,007 million
- EBITDA PLN (3,488) million
- EBIT PLN (6,302) million
- Assets PLN 52,762 million
- CAPEX PLN 10,323 million

ENERGY

- Revenue PLN 47,392 million
- EBITDA PLN 11,230 million
- EBIT PLN 6,839 million
- Assets PLN 87,447 million
- CAPEX PLN 11,041 million

CONSUMERS AND PRODUCTS

- Revenue PLN 91,993 million
- EBITDA PLN 4,904 million
- EBIT PLN 3,604 million
- Assets PLN 24,438 million
- CAPEX PLN 1,820 million

EBIT – profit/(loss) from operating activities
EBITDA – profit/(loss) from operating activities before depreciation and amortisation
Capital expenditure (CAPEX) comprises additions to property, plant and equipment, intangible assets (excluding goodwill), investment property and right-of-use assets, including the capitalisation of borrowing costs, net of penalties received or receivable for improper performance of the contract. This item does not include CO_2 emission allowances purchased or received free of charge. The item also includes additions to non-current arising from business combinations.
Net debt: long- and short-term borrowings and bonds, less cash and short-term deposits

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CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	NOTE	2025	2024 (restated)
Revenue	*10, 11.1, 11.2*	267,827	294,886
Cost of sales	*11.3.1*	(220,205)	(252,398)
Gross profit		**47,622**	**42,488**
Selling expenses		(14,829)	(14,677)
General and administrative expenses		(6,783)	(6,123)
Other operating income	*11.4.1*	7,792	10,534
Other operating expenses	*11.4.2*	(23,632)	(22,067)
(Impairment loss)/reversal of impairment loss on trade and other receivables	*11.6*	(213)	(448)
Operating profit		**9,957**	**9,707**
Share of profit/(loss) of entities accounted for using the equity method	*12.5*	525	(140)
Finance income	*11.5.1*	1,486	1,238
Finance costs	*11.5.2*	(2,955)	(1,502)
Net finance income/(costs)		**(1,469)**	**(264)**
Profit before tax		**9,013**	**9,303**
Income tax	*11.8*	(6,365)	(6,556)
Net profit		**2,648**	**2,747**
Other comprehensive income:			
that will not be reclassified subsequently to profit or loss		**(287)**	**(31)**
fair value measurement of investment property as at reclassification date		*60*	*2*
actuarial gains and losses	*12.14.2*	*(169)*	*(32)*
gains and losses on investments in equity instruments measured at fair value through other comprehensive income		*(249)*	*(7)*
deferred tax	*11.8*	*71*	*6*
that may be reclassified subsequently to profit or loss		**2,488**	**(3,266)**
derivative instruments hedging cash flows	*14.2*	*2,171*	*(2,388)*
costs of hedging	*14.2*	*913*	*(400)*
foreign currency translation reserve		*(65)*	*(1,020)*
share of other comprehensive income of investees accounted for using the equity method		*-*	*12*
income tax	*11.8*	*(531)*	*530*
		2,201	**(3,297)**
Total comprehensive income		**4,849**	**(550)**
Net profit attributable to		**2,648**	**2,747**
owners of the parent		*2,531*	*2,826*
non-controlling interests		*117*	*(79)*
Total comprehensive income attributable to		**4,849**	**(550)**
owners of the parent		*4,740*	*(467)*
non-controlling interests		*109*	*(83)*
Earnings per share attributable *to owners of the parent* (PLN per share)			
basic		*2.18*	*2.43*
diluted		*2.18*	*2.43*

** Comparative data have been restated; detailed information is set out in Note 4.2.*

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	NOTE	31/12/2025	31/12/2024 (restated)	01/01/2024 (restated)
ASSETS				
Non-current assets				
Property, plant and equipment	*12.1*	142,380	141,639	135,191
Investment property	*12.2*	768	678	598
Intangible assets	*12.3*	4,526	7,012	11,651
Goodwill	*12.4*	3,812	4,372	2,179
Right-of-use assets	*15.2.1*	14,824	13,899	13,486
Investments accounted for using the equity method	*12.5*	2,465	1,969	2,170
Deferred tax assets	*11.8.2*	1,903	2,088	1,033
Other financial assets	*12.12.1*	4,148	3,823	4,288
Mandatory stocks	*12.7.1*	9,180	11,033	10,258
Other assets	*12.13*	701	339	427
		184,707	**186,852**	**181,281**
Current assets				
Inventories	*12.7.1*	19,126	21,739	22,917
Trade receivables	*12.7.2*	24,060	26,411	33,443
Income tax receivables		399	786	1,417
Cash	*12.8*	26,445	11,042	13,282
Other financial assets	*12.12.1*	4,738	4,183	4,706
Other assets	*12.13*	4,148	4,230	6,794
Assets classified as held for sale		1,425	152	242
		80,341	**68,543**	**82,801**
Total assets		**265,048**	**255,395**	**264,082**
EQUITY AND LIABILITIES				
EQUITY				
Share capital	*12.11.1*	1,974	1,974	1,974
Share premium	*12.11.2*	46,405	46,405	46,405
Other components of equity	*12.11.3*	2,641	303	3,585
Retained earnings	*12.11.4*	92,597	97,089	99,072
Equity attributable to owners of the parent		**143,617**	**145,771**	**151,036**
Equity attributable to non-controlling interests	*12.11.5*	**926**	**979**	**1,081**
Total equity		**144,543**	**146,750**	**152,117**
LIABILITIES				
Non-current liabilities				
Borrowings and bonds	*12.9*	23,657	14,979	10,671
Lease liabilities	*15.2.1*	10,867	9,875	9,343
Provisions	*12.14*	12,051	11,388	9,952
Deferred tax liabilities	*11.8.2*	10,975	10,779	10,195
Other financial liabilities	*12.12.2*	950	600	592
Other liabilities	*12.13*	1,833	703	646
		60,333	**48,324**	**41,399**
Current liabilities				
Trade payables	*12.7.3*	18,552	19,987	20,288
Lease liabilities	*15.2.1*	1,694	1,470	1,386
Contract liabilities	*12.13.1*	2,084	1,771	1,818
Borrowings and bonds	*12.9*	1,507	3,167	4,496
Provisions	*12.14*	12,127	8,989	12,213
Income tax liabilities		3,326	2,873	2,331
Other financial liabilities	*12.12.2*	9,277	9,976	12,399
Other liabilities	*12.13*	11,605	12,088	15,635
		60,172	**60,321**	**70,566**
Total liabilities		**120,505**	**108,645**	**111,965**
Total equity and liabilities		**265,048**	**255,395**	**264,082**

** Comparative data have been restated; detailed information is set out in Note 4.2.*

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Share capital	Share premium	Other components of equity	*treasury shares*	*hedging reserve*	*costs of hedging*	*fair value reserve*	*exchange differences on translation of foreign operations*	Retained earnings	Equity attributable to owners of the parent	Equity attributable to non-controlling interests	Total equity
NOTE	*12.11.1*	*12.11.2*	*12.11.3*						*12.11.4*		*12.11.5*	
01/01/2025 (restated)	1,974	46,405	303	-	*976*	*533*	*(7)*	*(1,199)*	97,089	145,771	979	146,750
Net profit	-	-	-	-	-	-	-	-	2,531	2,531	117	2,648
Components of other comprehensive income	-	-	2,338	-	*1,758*	*795*	*(150)*	*(65)*	(129)	2,209	(8)	2,201
Total comprehensive income	**-**	**-**	**2,338**	**-**	***1,758***	***795***	***(150)***	***(65)***	**2,402**	**4,740**	**109**	**4,849**
Change in equity interests	-	-	-	-	-	-	-	-	72	72	(161)	(89)
Dividends	-	-	-	-	-	-	-	-	(6,966)	(6,966)	(1)	(6,967)
Transactions with owners	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**(6,894)**	**(6,894)**	**(162)**	**(7,056)**
31/12/2025	**1,974**	**46,405**	**2,641**	**-**	***2,734***	***1,328***	***(157)***	***(1,264)***	**92,597**	**143,617**	**926**	**144,543**
01/01/2024 (as published)	1,974	46,405	3,585	*(2)*	*2,905*	*862*	*(1)*	*(179)*	100,358	152,322	1,098	153,420
Adjustment to opening balance	-	-	-	-	-	-	-	-	(1,286)	(1,286)	(17)	(1,303)
01/01/2024 (restated)	1,974	46,405	3,585	*(2)*	*2,905*	*862*	*(1)*	*(179)*	99,072	151,036	1,081	152,117
Net profit/(loss)	-	-	-	-	-	-	-	-	2,826	2,826	(79)	2,747
Components of other comprehensive income	-	-	(3,284)	-	*(1,929)*	*(329)*	*(6)*	*(1,020)*	(9)	(3,293)	(4)	(3,297)
Total comprehensive income	**-**	**-**	**(3,284)**	**-**	***(1,929)***	***(329)***	***(6)***	***(1,020)***	**2,817**	**(467)**	**(83)**	**(550)**
Sale of treasury shares	-	-	2	*2*	-	-	-	-	-	2	-	2
Change in equity interests	-	-	-	-	-	-	-	-	18	18	(18)	-
Dividends	-	-	-	-	-	-	-	-	(4,818)	(4,818)	(1)	(4,819)
Transactions with owners	**-**	**-**	**2**	**2**	**-**	**-**	**-**	**-**	**(4,800)**	(4,798)	**(19)**	**(4,817)**
31/12/2024 (restated)	**1,974**	**46,405**	**303**	**-**	***976***	***533***	***(7)***	***(1,199)***	**97,089**	**145,771**	**979**	**146,750**

** Comparative data have been restated; detailed information is set out in Note 4.2.*

CONSOLIDATED STATEMENT OF CASH FLOWS

	NOTE	2025	2024 (restated)
Cash flows from operating activities			
Profit before tax		**9,013**	**9,303**
Adjustments for:			
Share of profit/(loss) of entities accounted for using the equity method	*12.5*	(525)	140
Depreciation and amortisation	*11.3.1*	14,243	14,014
Foreign exchange (gains)	*13.1*	(500)	(366)
Net interest and dividends	*13.2*	909	444
Loss on investing activities	*13.3*	16,582	13,373
Change in provisions	*13.4*	9,606	7,467
Change in working capital	*12.7*	2,748	7,064
Other adjustments	*13.5*	572	(9,682)
Income tax (paid)	*13.6*	(5,428)	(5,123)
Net cash provided by operating activities		**47,220**	**36,634**
Cash flows from investing activities			
Acquisition of property, plant and equipment, intangible assets, and right-of-use assets		(26,684)	(28,590)
Purchase of energy rights		(3,247)	(2,347)
Payments to obtain control of subsidiaries and joint operations, net of cash acquired	*13.8*	(877)	(3,550)
Other		91	436
Net cash (used in) investing activities		**(30,717)**	**(34,051)**
Cash flows from financing activities			
Proceeds from borrowings	*12.9*	6,345	12,961
Repayment of borrowings	*12.9*	(7,542)	(10,516)
Proceeds from issuance of bonds	*12.9*	9,508	-
Repayment of bonds	*12.9*	(1,000)	(105)
Interest paid on borrowings and bonds	*12.10.1*	(756)	(496)
Interest paid on lease liabilities	*12.10.1*	(508)	(454)
Dividends paid	*13.7*	(6,967)	(4,819)
Repayment of lease liabilities	*12.10*	(1,650)	(1,607)
Proceeds from government grants	*12.13.2*	1,552	426
Other		(163)	(151)
Net cash (used in) financing activities		**(1,181)**	**(4,761)**
Net increase/(decrease) in cash		**15,322**	**(2,178)**
Effect of exchange rate changes on cash		81	(62)
Cash at beginning of period		**11,042**	**13,282**
Cash at end of period	*12.8*	**26,445**	**11,042**
including restricted cash	*12.8*	*984*	*1,405*

* *Comparative data have been restated; detailed information is set out in Note 4.2.*

1. GENERAL INFORMATION

PRINCIPAL BUSINESS OF THE ORLEN GROUP

GENERAL INFORMATION ABOUT THE GROUP	
NAME	ORLEN Spółka Akcyjna
REGISTERED OFFICE	ul. Chemików 7, 09-411 Płock, Poland
NATIONAL COURT REGISTER (KRS) NUMBER	0000028860
COURT OF REGISTRATION	District Court for Łódź-Śródmieście in Łódź, 20th Commercial Division
STATISTICAL NUMBER (REGON)	610188201
TAX IDENTIFICATION NUMBER (NIP)	774-00-01-454
PRINCIPAL BUSINESS	The ORLEN Group's principal business activities comprise: • exploration and production of hydrocarbons, • wholesale trading in crude oil and natural gas; • refining and petrochemical production, with increasing use of renewable and recycled feedstocks, and wholesale trading in refined and petrochemical products; • generation of electricity and heat, with continuous development of modern, low-emission power generation assets and investment in gas-fired power generation and renewable energy sources such as wind farms and photovoltaic farms; • distribution of electricity and natural gas, and electricity trading; • retail sales of fuels, electricity, and natural gas, and the provision of other services for retail customers and households, prioritising the development of modern retail solutions, including e-mobility infrastructure, the digitalisation of services, and the VITAY loyalty programme.

ORLEN SPÓŁKA AKCYJNA, with its registered office at ul. Chemików 7, Płock, Poland (the 'Company', 'ORLEN', the 'Issuer', or the 'Parent'), was formed on 7 September 1999 through the merger of Petrochemia Płock S.A. and Centrala Produktów Naftowych S.A. ORLEN is not a subsidiary of any other entity that holds a full or partial interest in it.

ORLEN, together with its subsidiaries forming the ORLEN Group (the 'ORLEN Group' or the 'Group'), is one of the largest and most modern multi-energy groups in Central Europe, operating principally in the Polish, Lithuanian, Czech, Slovak, Hungarian, German, Austrian, Canadian, and Norwegian markets. The Group consistently strengthens its position as one of the leaders in innovative energy transition, combining business development with environmental responsibility and the sustained creation of shareholder value.

ORLEN shares have been listed on the Warsaw Stock Exchange (GPW) main market under the continuous trading system since 26 November 1999.

2. BASIS OF PREPARATION OF THE CONSOLIDATED FINANCIAL STATEMENTS

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards as adopted by the European Union (EU IFRS). The accounting policies applied by the Group are based on the standards and interpretations endorsed by the EU that are applicable to the period beginning on 1 January 2025 or to earlier periods.

The consolidated financial statements have been prepared on a historical cost basis, except for derivative financial instruments, investment property measured at fair value, and financial assets measured at fair value. These consolidated financial statements have been prepared on the accrual basis of accounting, except for the consolidated statement of cash flows, which is presented on a cash basis.

The scope of the consolidated financial statements also complies with the Regulation of the Minister of Finance dated 6 June 2025 on current and periodic information to be published by issuers of securities and conditions for recognition as equivalent to information required under the laws of a non-member state, and covers the annual reporting period from 1 January to 31 December 2025 and the comparative period from 1 January to 31 December 2024.

In the opinion of the Management Board, the consolidated financial statements give a true and fair view of the financial and asset position of the ORLEN Group as at 31 December 2025, and its financial performance and cash flows for the year ended 31 December 2025.

The consolidated financial statements of the Group have been prepared on a going concern basis, on the assumption that the Group will continue to operate for at least twelve months from the end of the reporting period.

In assessing the Group’s ability to continue as a going concern, the Management Board analysed financial and operational risks, taking into account their potential impact on the Group’s operations over a period of at least 12 months from the reporting date. The analysis covered, in particular, an assessment of the Group’s financial position and key financial indicators, including liquidity, leverage, profitability, and turnover ratios, which did not indicate any threats to the Group’s financial stability.

The Group identifies and actively manages liquidity risk, i.e. the risk that it may be unable, in whole or in part, to meet its current and future financial obligations, by maintaining an appropriate level of cash and access to diversified sources of funding. The Group is able to meet its liabilities as they fall due, in particular through positive cash flows from operating activities and access to external financing. To mitigate liquidity gap risk, the Group diversifies its funding sources and uses a variety of instruments to manage liquidity effectively. Selected matters relating to equity management and liquidity risk management are set out in Notes 12.10.2 and 14.1.4.

As part of its going concern assessment, the Management Board also considered risks arising from the macroeconomic and geopolitical environment and from climate change, analysing their potential impact on the Group’s operations and financial performance.

Based on the analyses performed, as at the date of signing the consolidated financial statements, the Management Board of the Parent has not identified any facts or circumstances that would indicate a threat to the Group's ability to continue as a going concern in the foreseeable future, i.e. for at least 12 months from the reporting date.

The Parent and its subsidiaries forming the ORLEN Group have been established for an indefinite period.

3. FUNCTIONAL AND PRESENTATION CURRENCY AND TRANSLATION OF FINANCIAL DATA FOR CONSOLIDATION

The functional currency of the Parent and the presentation currency of these consolidated financial statements is the Polish zloty (PLN). Any rounding differences of up to PLN 1 million in the totals of items presented in the notes to the financial statements arise from the rounding applied.

Transactions denominated in foreign currencies are initially recognised at the foreign exchange rate of the functional currency prevailing on the transaction date. At the reporting date:

- Monetary items denominated in foreign currencies are translated at the functional currency exchange rate (quoted by the National Bank of Poland, 'NBP') prevailing at the reporting date;
- Non-monetary items denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevailing on the transaction date;
- Non-monetary items measured at fair value in a foreign currency are translated using the exchange rate applicable on the date on which the fair value was determined.

Exchange differences on the settlement of monetary items or on the translation of monetary items at exchange rates different from those applied at initial recognition are recognised in profit or loss. Exchange differences that form part of the gain or loss on the measurement of a hedging instrument in a hedge accounting relationship are recognised in other comprehensive income.

For consolidation purposes, the financial statements of foreign operations are translated into PLN as follows:

- Assets and liabilities – at the exchange rate prevailing at the reporting date,
- Items in the statement of profit or loss and other comprehensive income and the statement of cash flows – using the average exchange rate for the reporting period (calculated as the arithmetic mean of the daily average exchange rates quoted by the NBP during the reporting period).

Exchange differences arising from these translations are recognised in equity under 'Exchange differences on translation of foreign operations'. Upon disposal of a foreign operation, accumulated foreign exchange differences recognised in equity in respect of that operation are reclassified to profit or loss as part of the gain or (loss) on disposal.

To hedge foreign exchange risk, the Group seeks to hedge its net position using derivative financial instruments (for the Group’s accounting policies for derivative financial instruments, see Note 14).

CURRENCY	**Average rate for the reporting period**		**Exchange rate as at the reporting date**	
	2025	**2024**	**31/12/2025**	**31/12/2024**
EUR/PLN	4.2402	4.3064	4.2267	4.2730
USD/PLN	3.7588	3.9815	3.6016	4.1012
CAD/PLN	2.6882	2.9072	2.6288	2.8543
CZK/PLN	0.1718	0.1715	0.1746	0.1699
NOK/PLN	0.3619	0.3705	0.3577	0.3624

4. ACCOUNTING POLICIES

4.1 Significant accounting policies

Selected significant accounting policies and key judgements and estimates are presented in the relevant notes to the consolidated financial statements. The Group has applied its accounting policies consistently throughout all reporting periods presented, except for the changes described below.

Following material acquisitions completed in prior periods, the Group has in recent years undertaken a project to develop a new, standardised financial reporting framework. In 2025, as part of that process, the Group changed the presentation of gains and losses on the measurement and settlement of derivative instruments not designated in hedge accounting relationships that hedge foreign exchange risk. Previously, the effects of the measurement and settlement of such derivative instruments were presented within finance income and finance costs. With effect from 1 January 2025, gains and losses on the measurement and settlement of derivative instruments not designated in hedge accounting relationships that hedge foreign exchange risk are presented in accordance with the nature of the hedged exposure. This approach is consistent with the change made in 2024 to the presentation of foreign exchange differences on trade receivables and trade payables. In addition, the Group changed the classification of selected asset and liability line items between financial and non-financial categories:

- the line item 'Trade and other receivables' was renamed 'Trade receivables', and all receivables representing non-financial assets, together with receivables representing financial assets that do not arise from the entity's core operating activities — namely the sale or purchase of goods or services — were separated from that line item;
- the line item 'Trade and other payables' was renamed 'Trade payables', and all liabilities representing non-financial liabilities, together with liabilities representing financial liabilities that do not arise from the entity's core operating activities — namely the sale or purchase of goods or services — were separated from that line item; and
- new statement of financial position line items, ‘Other financial assets’ and ‘Other financial liabilities’, were introduced for financial assets and financial liabilities that do not arise directly from operating activities, including derivatives, which in the previous period had been presented in a separate line item in the statement of financial position.

The impact of the above changes on comparative data is set out in Note 4.2.

In the Group's opinion, the changes to the accounting policies introduced in respect of the events indicated above, arising from significant acquisitions completed in previous periods that materially changed the scale and nature of the Group's operations and the Management Board's approach to analysing operating results, will provide more useful and reliable information that better reflects the Group's operating results and operational performance. These changes were introduced primarily to enhance the usefulness, transparency, clarity and comparability of the Group's financial statements; in the Group's view, they also respond to investors' needs and are consistent with market practice observed among other global multi-energy groups.

Also, at the beginning of 2025 the Group presented its updated 2035 Strategy, ‘Energy of Tomorrow Starts Today’, setting out the Group’s development directions across four key operating segments:

- Upstream & Supply,
- Downstream,
- Energy,
- Consumers & Products.

Accordingly, the Group also changed the presentation of its operating segments for financial reporting purposes. The new segments reflect the current management model, which is aligned with key trends, the Group's decision-making structure in place since 2025, and the manner in which the Parent's Management Board reviews financial performance. Disclosures on the operating segments, including a description of the new segments and financial information attributed to each, are set out in Note 9.

Selected accounting policies	NOTE
Operating segments	9
Revenue	11.1
Operating expenses	11.3
Other operating income and expenses	11.4
Finance income and costs	11.5
Income tax	11.8
Property, plant and equipment	12.1
Exploration and extraction of mineral resources	12.1, 12.3
Investment property	12.2
Intangible assets	12.3
Goodwill	12.4
Investments accounted for using the equity method	12.5
Impairment of property, plant and equipment and intangible assets	12.6
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4.2 Restatement of comparative data

Changes in accounting policies

The Group restated the comparative data following the presentation changes described in Note 4.1.

Final accounting for business combinations

In these consolidated financial statements, the Group presents the final accounting for the acquisition of the E&G photovoltaic installation and wind farm. Following the determination of the final acquisition-date fair values of the assets acquired and liabilities assumed, which resulted in adjustments to the provisional amounts recognised previously, the Group made the appropriate retrospective restatement of comparative data as at 31 December 2024. As a result, selected asset and liability line items were adjusted. Further information on the final accounting for the transaction is set out in Note 7.3.1.

Recognition of forward contracts

In prior years, the Group recognised certain natural gas purchase and sale transactions entered into on the over-the-counter (OTC) market as contracts meeting the criteria for the 'own-use' exemption under IFRS 9 *Financial Instruments*. Accordingly, those contracts were not recognised as financial instruments and were not subject to fair value measurement, which represented a departure from the requirements of IFRS 9.

The Group carried out a further detailed analysis of the nature, structure and manner of settlement of those transactions. Following that review, the Group concluded that the criteria for applying the 'own-use' exemption were not met. In particular, notwithstanding the physical nature of those transactions, the manner of their settlement and the primary business purpose for entering into them meant that the contracts could not be regarded as having been entered into and held solely for the purpose of the receipt or delivery of a non-financial item in accordance with the Group's expected requirements. As a result of the previous incorrect accounting treatment, the Group recognised the contracts in question as financial instruments measured at fair value and restated the comparative data retrospectively, including as at 1 January 2024 and 31 December 2024.

Adjustments for other departures from IFRS requirements

In the current reporting period, the Group also retrospectively restated the comparative data to reflect the following changes:

- presentation of VAT receivables and payables in the statement of financial position as at 31 December 2024 and 1 January 2024. The Group concluded that, where a legally enforceable right to set off exists, in particular where VAT receivables and payables arise from tax imposed by the same tax authority on the same taxpayer, they should be offset;
- presentation of a borrowing under a long-term loan agreement at one of the Group's subsidiaries. As a result of a breach of the loan agreement terms as at 31 December 2024, the liability should, as at that date, have been presented as current. Further information is set out in Note 12.9;
- the amounts of provisions for onerous contracts relating to electricity sales contracts at Energa-Obrót SA (Energa Group) as at 1 January 2024 and 31 December 2024. Following its analysis of the previous provisioning methodology, the Group identified an error and recalculated the provisions to include a broader range of unavoidable costs directly related to fulfilling the obligations under the contracts;
- the accounting treatment of events relating to the German national CO_2 emissions trading scheme at ORLEN Deutschland, which affected, as at 31 December 2024 and 1 January 2024, the presentation of provisions, inventories, and selected operating income and expense line items, with no impact on profit or loss;

- presentation of selected transactions affecting revenue, cost of sales, and selling expenses, with no impact on operating profit, including transactions resulting from a change in judgement in respect of the previously identified agency model for ORLEN Deutschland's sales of non-fuel goods to its customer network, and from a change in the presentation of tax relating to fuel sales on the Austrian market (change to net presentation).

Details of the impact of the above adjustments on the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of financial position, and the consolidated statement of cash flows are set out in the tables below. In the statement of changes in equity, the above adjustments affected only retained earnings.

	31/12/2024 (as published)	Changes in accounting policies	Final accounting for business combinations	Recognition of forward contracts	Other adjustments	31/12/2024 (restated)
ASSETS						
Non-current assets						
Property, plant and equipment	141,714	-	(75)	-	-	141,639
Investment property	678	-	-	-	-	678
Intangible assets	7,012	-	-	-	-	7,012
Goodwill	4,277	-	95	-	-	4,372
Right-of-use assets	13,929	-	(30)	-	-	13,899
Investments accounted for using the equity method	1,969	-	-	-	-	1,969
Deferred tax assets	2,048	-	19	-	21	2,088
Derivatives	1,489	(1,550)	-	61	-	-
Other financial assets	-	3,823	-	-	-	3,823
Mandatory stocks	11,033	-	-	-	-	11,033
Other assets	2,612	(2,273)	-	-	-	339
	186,761	**-**	**9**	**61**	**21**	**186,852**
Current assets						
Inventories	21,162	-	-	-	577	21,739
Trade and other receivables	31,897	(31,067)	-	-	(830)	-
Trade receivables	-	26,411	-	-	-	26,411
Income tax receivables	786	-	-	-	-	786
Cash	11,042	-	-	-	-	11,042
Derivatives	1,543	(1,732)	-	189	-	-
Other financial assets	-	4,183	-	-	-	4,183
Other assets	2,025	2,205	-	-	-	4,230
Assets classified as held for sale	152	-	-	-	-	152
	68,607	**-**	**-**	**189**	**(253)**	**68,543**
Total assets	**255,368**	**-**	**9**	**250**	**(232)**	**255,395**
EQUITY AND LIABILITIES						
Equity						
Share capital	1,974	-	-	-	-	1,974
Share premium	46,405	-	-	-	-	46,405
Other components of equity	303	-	-	-	-	303
Retained earnings	97,018	-	-	174	(103)	97,089
Equity attributable to owners of the parent	**145,700**	**-**	**-**	**174**	**(103)**	**145,771**
Equity attributable to non-controlling interests	**989**	**-**	**-**	**-**	(10)	**979**
Total equity	**146,689**	**-**	**-**	**174**	**(113)**	**146,750**
Non-current liabilities						
Borrowings and bonds	15,091	-	-	-	(112)	14,979
Lease liabilities	9,925	-	(50)	-	-	9,875
Provisions	11,342	-	46	-	-	11,388
Deferred tax liabilities	10,744	-	-	41	(6)	10,779
Derivatives	225	(225)	-	-	-	-
Other financial liabilities	-	600	-	-	-	600
Other liabilities	1,078	(375)	-	-	-	703
	48,405	**-**	**(4)**	**41**	**(118)**	**48,324**
Current liabilities						
Trade and other payables	41,173	(40,356)	13	-	(830)	-
Trade payables	-	19,987	-	-	-	19,987
Lease liabilities	1,470	-	-	-	-	1,470
Contract liabilities	1,771	-	-	-	-	1,771
Borrowings and bonds	3,055	-	-	-	112	3,167
Provisions	8,272	-	-	-	717	8,989
Income tax liabilities	2,873	-	-	-	-	2,873
Derivatives	926	(961)	-	35	-	-
Other financial liabilities	-	9,976	-	-	-	9,976
Other liabilities	734	11,354	-	-	-	12,088
	60,274	**-**	**13**	**35**	**(1)**	**60,321**
Total equity and liabilities	**255,368**	**-**	**9**	**250**	**(232)**	**255,395**

	01/01/2024 (as published)	Changes in accounting policies	Recognition of forward contracts	Other adjustments	01/01/2024 (restated)
ASSETS					
Non-current assets					
Property, plant and equipment	135,191	-	-	-	135,191
Investment property	598	-	-	-	598
Intangible assets	11,651	-	-	-	11,651
Goodwill	2,179	-	-	-	2,179
Right-of-use assets	13,486	-	-	-	13,486
Investments accounted for using the equity method	2,170	-	-	-	2,170
Deferred tax assets	1,017	-	-	16	1,033
Derivatives	1,682	(1,682)	-	-	-
Other financial assets	-	4,288	-	-	4,288
Mandatory stocks	10,258	-	-	-	10,258
Other assets	3,033	(2,606)	-	-	427
	181,265	**-**	**-**	**16**	**181,281**
Current assets					
Inventories	22,536	-	-	381	22,917
Trade and other receivables	39,722	(38,944)	-	(778)	-
Trade receivables	-	33,443	-	-	33,443
Income tax receivables	1,417	-	-	-	1,417
Cash	13,282	-	-	-	13,282
Derivatives	2,617	(2,617)	-	-	-
Other financial assets	-	4,706	-	-	4,706
Other assets	3,382	3,412	-	-	6,794
Assets classified as held for sale	242	-	-	-	242
	83,198	**-**	**-**	**(397)**	**82,801**
Total assets	**264,463**	**-**	**-**	**(381)**	**264,082**
EQUITY AND LIABILITIES					
Equity					
Share capital	1,974	-	-	-	1,974
Share premium	46,405	-	-	-	46,405
Other components of equity	3,585	-	-	-	3,585
Retained earnings	100,358	-	(1,119)	(167)	99,072
Equity attributable to owners of the parent	**152,322**	**-**	**(1,119)**	**(167)**	**151,036**
Equity attributable to non-controlling interests	**1,098**	**-**	**-**	**(17)**	**1,081**
Total equity	**153,420**	**-**	**(1,119)**	**(184)**	**152,117**
Non-current liabilities					
Borrowings and bonds	10,671	-	-	-	10,671
Lease liabilities	9,343	-	-	-	9,343
Provisions	9,952	-	-	-	9,952
Deferred tax liabilities	10,485	-	(263)	(27)	10,195
Derivatives	241	(379)	138	-	-
Other financial liabilities	-	592	-	-	592
Other liabilities	859	(213)	-	-	646
	41,551	**-**	**(125)**	**(27)**	**41,399**
Current liabilities					
Trade and other payables	41,509	(40,731)	-	(778)	-
Trade payables	-	20,288	-	-	20,288
Lease liabilities	1,386	-	-	-	1,386
Contract liabilities	1,818	-	-	-	1,818
Borrowings and bonds	4,496	-	-	-	4,496
Provisions	11,605	-	-	608	12,213
Income tax liabilities	2,331	-	-	-	2,331
Derivatives	1,797	(3,041)	1,244	-	-
Other financial liabilities	-	12,399	-	-	12,399
Other liabilities	4,550	11,085	-	-	15,635
	69,492	**-**	**1,244**	**(170)**	**70,566**
Total equity and liabilities	**264,463**	**-**	**-**	**(381)**	**264,082**

	2024 (as published)	Changes in accounting policies	Recognition of forward contracts	Other adjustments	2024 (restated)
Revenue	294,976	-	-	(90)	294,886
Cost of sales	(253,201)	-	-	803	(252,398)
Gross profit	**41,775**	**-**	**-**	**713**	**42,488**
Selling expenses	(14,051)	-	-	(626)	(14,677)
General and administrative expenses	(6,123)	-	-	-	(6,123)
Other operating income	8,664	238	1,632	-	10,534
Other operating expenses	(21,870)	(162)	(35)	-	(22,067)
(Impairment loss)/reversal of impairment loss on trade and other receivables	(448)	-	-	-	(448)
Operating profit	**7,947**	**76**	**1,597**	**87**	**9,707**
Share of profit/(loss) of entities accounted for using the equity method	(140)	-	-	-	(140)
Finance income	1,476	(238)	-	-	1,238
Finance costs	(1,664)	162	-	-	(1,502)
Net finance income/(costs)	**(188)**	**(76)**	**-**	**-**	**(264)**
Profit before tax	**7,619**	**-**	**1,597**	**87**	**9,303**
Income tax	(6,236)	-	(304)	(16)	(6,556)
Net profit	**1,383**	**-**	**1,293**	**71**	**2,747**
Net profit attributable to	**1,383**	**-**	**1,293**	**71**	**2,747**
owners of the parent	*1,469*	-	*1,293*	64	*2,826*
non-controlling interests	*(86)*	-	-	7	*(79)*
Total comprehensive income attributable to	**(1,914)**	**-**	**1,364**	**-**	**(550)**
owners of the parent	*(1,824)*	-	*1,357*	-	*(467)*
non-controlling interests	*(90)*	-	*7*	-	*(83)*
Basic and diluted earnings per share attributable to owners of the parent (PLN per share)	*1.27*	-	*1.11*	*0.05*	*2.43*

	2024 (as published)	Changes in accounting policies	Recognition of forward contracts	Other adjustments	2024 (restated)
Cash flows from operating activities					
Profit before tax	**7,619**	**-**	**1,597**	**87**	**9,303**
Adjustments for:					
Share of profit/(loss) of entities accounted for using the equity method	140	-	-	-	140
Depreciation and amortisation	14,014	-	-	-	14,014
Foreign exchange (gains)/losses	(366)	-	-	-	(366)
Net interest and dividends	444	-	-	-	444
Loss on investing activities	13,373	-	-	-	13,373
Change in provisions	6,977	-	-	490	7,467
Change in working capital	7,937	(296)	-	(577)	7,064
inventories	*1,370*	-	-	(577)	*793*
receivables	*7,989*	(471)	-	52	*7,570*
liabilities	*(1,422)*	175	-	(52)	*(1,299)*
Other adjustments	(8,381)	296	(1,597)	-	(9,682)
Income tax (paid)	(5,123)	-	-	-	(5,123)
Net cash provided by operating activities	**36,634**	**-**	**-**	**-**	**36,634**

4.3 Impact of sustainability matters on the financial statements

Sustainability-related matters materially affect the ORLEN Group's operations, particularly its business models, operating processes, ability to raise financing, and relationships with investors and customers.
Climate change and the resulting energy transition are key factors shaping the regulatory, market, and technological environment in which the Group operates. Given the energy-intensive nature of the Group's operating segments, ORLEN has a material impact on the climate through greenhouse gas emissions arising both from its own operations and across its value chain.

In relation to climate change mitigation and energy, the Group identifies regulatory, legal, technological, market, financial, and reputational risks that may increase operating costs, in particular as a result of the greenhouse gas emissions trading system, more stringent environmental regulations, and changes in demand for fossil fuels. At the same time, the Group identifies opportunities arising from the development of low-emission activities, improvements in energy efficiency, and diversification of its business portfolio.

Accordingly, the ORLEN Group's strategic planning is based on an analysis of macroeconomic, regulatory, and technological changes, as well as consumer preferences, over the short, medium, and long term. These factors are closely linked to the European Union's climate policy and may affect the Group's financial performance, financial position, and cash flows in future periods.
The Group's response to these conditions is the ORLEN Group Strategy to 2035 and the ORLEN Transition Plan derived from it, published in 2025. The document sets out the directions and framework for the Group's energy transition. The implementation of the ORLEN Transition Plan represents a transitional stage in the Group's transformation and is intended to prepare the operational and technological infrastructure for further emission reductions after 2035, towards achieving climate neutrality by 2050.
The key assumptions of the plan include greenhouse gas emission reduction targets for 2030 and 2035, the planned phase-out of coal-fired electricity and heat generation, the minimisation of methane emissions, and the development of new business lines based on low-emission technologies. Energy transition-related capital projects, including the development of renewable and low-emission energy sources, sustainable transport using alternative fuels, and carbon capture, utilisation and storage (CCUS) technologies, represent a significant proportion of the Group's planned capital expenditure, accounting for approximately 40% of planned capital expenditure to 2035.

In parallel with matters relating to the transition to a low-emission economy, the ORLEN Group also identifies a range of material impacts, risks, and opportunities in other sustainability areas that affect financial matters. These include climate change adaptation in response to the materialisation of physical risks; environmental matters, including biodiversity, water and wastewater management, and pollution; matters relating to employees and communities affected by the Group's activities; and responsible governance.

Sustainable development – the Group's Strategy
The ORLEN Group Sustainable Development Strategy is a comprehensive document constituting the Group's overarching plan for action and development in line with sustainability requirements.
In 2025, in connection with the update of the business strategy and the extension of its horizon to 2035, the Group also updated its Sustainable Development Strategy. The current Sustainable Development Strategy defines objectives across five pillars: Climate, Environment, Employees, Communities, and Governance, with targets set for the periods to 2026 and 2030, and ambitions defined for 2035+.

CLIMATE
Within the Climate pillar, the key focus areas are decarbonisation and the energy transition. Targets have been set for investments in renewable energy sources, such as the Baltic Power wind farm in the Baltic Sea, and for biogas and biofuel production, as well as greenhouse gas emission reduction targets for 2030 and 2035 (2019 baseline), on the pathway to Net Zero in 2050.
Another key objective is the decision to end coal-fired electricity generation by 2030 and heat generation from coal by 2035. By 2030, the ORLEN Group also intends to achieve two dedicated targets in its upstream operations – Near-Zero Upstream Methane Emissions and Zero Routine Flaring.

ENVIRONMENT
The Environment pillar focuses on minimising the adverse impact of the ORLEN Group's operations on the environment and counteracting biodiversity loss. Another important element is sustainable water and wastewater management, where the aim is to develop a water and wastewater policy and calculate the water footprint. Within this work stream, planned initiatives include, inter alia, closing water circuits, for example through upgrades to car wash facilities at service stations.
Another important workstream within the Environment pillar is the circular economy and the minimisation of pollution. In 2025, a Circular Economy Policy was adopted, setting out development directions, operating principles and key measures supporting the implementation of circular economy solutions at every stage of the ORLEN Group's operations.

EMPLOYEES
In the Employees pillar, targets have been established to further minimise workplace accidents across the ORLEN Group, alongside the implementation of uniform occupational health, safety, and process safety standards throughout the expanded Group. Another key element of this pillar is the well-being of Group employees, with the aim of continuing and further expanding the portfolio of projects developing employee competencies, as well as initiatives promoting physical and mental health.

COMMUNITIES

Communities are an important pillar given the significant impact of the ORLEN Group on local communities. ORLEN intends to continue engaging with local communities, including by implementing a comprehensive communication system, while developing projects that involve and support local communities. The implementation of the comprehensive communication system includes the appointment of a Local Communities Ombudsman and the development and promotion of a system for managing submissions from local communities. A key objective is to develop and implement a Just Transition programme that will safeguard local communities in areas affected by the energy transition.

GOVERNANCE

The final pillar, essential for integrating all the others, is Governance. Objectives set under this pillar relate, inter alia, to due diligence across the ORLEN Group's value chain for human rights and environmental protection. The objectives set under this pillar also relate to ensuring consistent standards for the protection of human rights, ethics, and anti-corruption across the ORLEN Group, promoting diversity, and implementing a centralised cyber security management model. Numerous training programmes on diversity and equality across the organisation will continue to be delivered and further developed.

Significant judgements, key sources of estimation uncertainty, and accounting policies

In preparing these consolidated financial statements, the Management Board has assessed the impact of sustainability-related matters—particularly climate change, the energy transition, and associated risks and opportunities – on the significant judgements and estimates made by the Group, particularly in the context of the decarbonisation strategy being implemented, which includes specific commitments to reduce emissions and achieve climate neutrality.

In accordance with IFRS, when making assumptions and estimates, the Management Board relies on rational and factually supported assumptions that reflect management's best estimate of all economic conditions that may arise in the foreseeable future. Nevertheless, the estimates relating to the impact of climate change and the energy transition on the Group's operations are subject to significant uncertainty and may change materially in subsequent periods, depending on the pace of the transition. External sources of climate and energy transition data that could inform these estimates often differ substantially in their projections of future price levels and the variability thereof, as well as projected demand and supply. In the Group's assessment, key factors will include the final form and timing of implementation of forthcoming legal regulations, including revisions to the European emissions trading system and European directives on renewable energy sources and improvements in energy efficiency. No less significant from the Group's perspective is the legislative trend towards transport decarbonisation, including substantially higher environmental standards for new internal combustion engine vehicles, which could result in reduced revenue from conventional fuel sales. Also of significance will be the manner in which EU directives on climate issues, energy transition and sustainable development are transposed into the national laws of the countries in the region in which the Group companies operate. The increasing pressure to decarbonise may also lead to shifts in consumer preferences and transport behaviours. At the same time, uncertainty regarding the reliability and scalability of new technological solutions may result in a failure to achieve the projected returns on planned investments in the future.

The table below maps the Group's key sustainability issues to the relevant notes, summarising the information contained in those notes and covering areas that are or may in the future be affected by environmental, social and governance matters.

ESG* area	Topic	Note	Description
Environment (E)	Impact of climate-related matters on judgements and estimates applied to non-financial non-current assets	12.1 Property, plant and equipment 12.6 Impairment of property, plant and equipment, intangible assets, goodwill and right-of-use assets	The Group reviews the useful lives of property, plant and equipment at the end of each financial year. As part of this process, the Group also currently considers the impact of climate-related factors, particularly in relation to assets whose useful lives may be shortened as part of its emissions reduction plans. In determining the assumptions underlying the estimation of future expected cash flows used in impairment tests, the Group has considered key macroeconomic parameters, including probability-weighted estimates of the impact of CO_2 emission allowance prices on revenue from product sales, as well as other factors relevant to determining the recoverable amount of assets.
Environment (E)	Sustainable investing – Investments in renewable energy sources and new technologies.	7.2 Changes in the structure of the ORLEN Group from 1 January 2025 8. Financial and operating results	The ORLEN Group is actively investing in low-emission technologies as part of its business and sustainability strategy. In 2025, the Group, inter alia: • purchased a wind farm, a photovoltaic farm, and a ready-to-build energy storage facility by acquiring 100% of the shares in the SPV VRW11 Sp. z o.o., which owns the Sompolno hybrid project; • acquired 100% of the shares in the share capital of BioEvolution Głąbowo Sp. z o.o., an SPV established to operate in the production of liquefied biomethane (bioLNG); • acquired 100% of the shares in the SPV Solar Serby sp. z o.o., which is implementing the 112 MW PV Serby photovoltaic power plant project. During the reporting period, total expenditure on the development of low-emission activities amounted to PLN 9,684 million, comprising capital expenditure (CAPEX) and acquisition expenditure (M&A), including unconsolidated activities.
Environment (E)	Recognition of environmental provisions, including those related to reclamation and decommissioning obligations.	12.14 Provisions	The Group recognises environmental provisions, in light of legal requirements applicable to the Group and anticipated obligations, based on an assessment of the extent of soil and groundwater contamination and the estimated costs of remediation, as well as provisions for costs associated with the decommissioning of wind and photovoltaic farms. The Group also considered potential additional contingent liabilities arising from regulatory requirements, including: • obligations requiring remediation of environmental damage, • additional environmental levies or penalties, • potential onerous contracts, • the need for restructuring to achieve climate-related objectives. Based on the analysis performed, as at 31 December 2025, the Group did not identify any contingent liabilities related to climate change.
Environment (E)	Recognition of a provision for obligations arising from regulatory requirements related to the surrender of CO_2 emission allowances and energy certificates, as well as environmental levies.	11.3.1 Operating costs 12.14 Provisions 14.2 Risk identification	The Group companies are subject, among other things, to the EU regulation establishing a greenhouse gas emissions trading scheme. In addition, they are subject to environmental levies under the Environmental Protection Law and the Water Law, and are required, among other things, to fulfil the National Indicative Target (NCW) and the National Reduction Target (NCR). The ORLEN Group recognises provisions for obligations arising from regulatory requirements relating to the surrender of CO_2 emission allowances and energy certificates, in accordance with applicable regulations. ORLEN centrally manages the risk associated with the cost of CO2 emissions settlement within the Group. In this context, the Group's disclosures include the following information: • in 2025, the Group incurred net CO_2 emissions costs of PLN 5,655.9 million and environmental charges of PLN 72 million (these costs were recognised under 'Taxes and charges'); • the accounting policies applied by the Group for the provisioning of estimated CO_2 emission costs and other environmental risks (Note 12.14); • the Group's policy for hedging market risk arising from fluctuations in CO_2 emission allowance prices, primarily implemented through derivative financial instruments to mitigate the risk of variability in cash flows (Note 14.2).
Environment (E)	Impact of climate change on deferred tax	11.8.2 Deferred tax 12.6 Impairment of property, plant and equipment, intangible assets, goodwill and right-of-use assets	The recoverable amount of deferred tax assets is measured using the assumptions and factors applied in determining the recoverable amount of the assets. Accordingly, they also cover matters and processes relating to the energy transition and climate change. The Group expects that forecast cash flows will be sufficient to support the utilisation of the deferred tax assets recognised as at 31 December 2025.

ESG* area	Topic	Note	Description
Environment (E)	Green financing	12.9.3 Bonds	Mounting climate and regulatory pressure is affecting overall economic conditions in the markets in which Group companies operate, translating into the availability and prices of certain commodities, as well as interest rates, exchange rates, inflation indicators, and access to financing. Environmental regulations are gradually being supplemented by sustainable finance guidelines, under which funds raised must be allocated to investments that reduce climate-related and environmental risks. As at 31 December 2025, ORLEN had open Series A and Series D Green Bond issuance programmes with a total nominal value of EUR 1,100 million. In June 2025, ORLEN updated its Green Finance Framework – a document enabling the issuance of green financial instruments, including eurobonds, the proceeds of which will be allocated to investments supporting the energy transition and climate change mitigation – based on the published ORLEN Transition Plan. Under the Green Finance Framework, the ORLEN Group may allocate proceeds from green bonds to finance a range of projects supporting the energy transition and sustainable development, including: • construction and acquisition of new renewable energy generation capacity; • further development of the electric vehicle fast-charging network; • development of refuelling infrastructure for hydrogen-powered buses and cars, • production of green hydrogen; • implementation of energy efficiency projects; • implementation of electricity transmission and distribution projects; and • implementation of projects involving the production of biogas or biofuels for use in transport.
Environment (E)	Government grants	12.3 Intangible assets 12.3.1 Energy rights 12.9 Borrowings and bonds 12.13.2 Government grants 12.3.1 Energy rights	The Group uses available government support programmes from national and international institutions for projects focused on the transition to a low-carbon economy and the research and development of green technologies. Recently, the Group has secured financing on preferential terms from, among others: • the European Investment Bank (EIB), for energy transition objectives. The Group will use the PLN 3.5 billion obtained from the EIB to finance investments in modernising and expanding its electricity distribution network. (Note: 12.9); • from Bank Gospodarstwa Krajowego under the National Recovery and Resilience Plan, totalling over PLN 7.7 billion. The Group will allocate the funds to a programme for the modernisation and digitalisation of the energy grid in northern and central Poland (Note 12.9). The Group also accessed financing from the National Fund for Environmental Protection and Water Management (NFOŚiGW) to support environmental protection and sustainable development projects. In addition, the Group obtained funding under EU programmes. Among other things, in 2025 the Group was awarded co-financing of over PLN 818 million from the European Funds for Infrastructure, Climate and Environment Programme 2021-2027 (the 'FEnIKS programme') for the expansion and modernisation of the gas network. In 2025 and 2024, the Group also received free allocations of CO_2 emission allowances and energy certificates, amounting in total to 8,707 thousand tonnes and 7 thousand MWh in 2025, and 9,256 thousand tonnes and 13 thousand MWh in 2024, respectively, which reduced the costs of meeting the Group's surrender obligations.
Social responsibility (S)	Benefits provided free of charge Community, cultural, and sports sponsorship	11.4.2 Other operating expenses 11.3.1 Operating costs	The Group, both directly and in partnership with its corporate foundations, engages in social and educational initiatives, supporting local community development and promoting environmentally friendly innovation and technology. The Group also runs ORLEN community, cultural, and amateur-sport sponsorship programmes; the related costs are recognised within operating expenses. The Group also operates employee volunteering programmes aimed at supporting local communities and delivering socially significant projects. The ORLEN Charitable Giving Policy sets out the principles for granting, using, and accounting for donations, thereby ensuring transparency and effectiveness of activities. In 2025, the value of benefits provided free of charge amounted to PLN 182 million and was recognised within other operating expenses.

ESG* area	Topic	Note	Description
Corporate governance (G)	Remuneration policy for key management personnel	15.6 Related-party transactions	The bonus arrangements align with the Group's strategic priorities, promote collaboration between individual employees, and motivate the achievement of the best results at ORLEN Group level. Incentive schemes linked to climate and sustainability-related performance are embedded in the annual qualitative objectives related to the execution of the ORLEN Group's strategic initiatives. Sustainability-related initiatives and actions have been operationalised and incorporated into the Management by Objectives (MBO) system. Implementation of the initiatives has a direct effect on annual bonuses awarded to the Management Board and executive management, ensuring alignment of the Group's activities with sustainable development goals. The Management Board's bonus scheme includes, inter alia, targets relating to: • the delivery of decarbonisation measures that contribute to reducing greenhouse gas emissions, in line with operational decarbonisation targets for 2030 and 2035 and the Net-Zero 2050 target; • the delivery of tasks under the five pillars of the Sustainable Development Strategy – Climate, Environment, Employees, Communities, and Governance; • the reduction of the Total Recordable Rate (TRR) injury metric. Similarly, specific targets for individual decarbonisation and sustainability projects are linked to the performance bonuses of senior executives who report directly to the Management Board and are responsible for delivering specific GHG-reduction initiatives across the Group.

** (Environmental, Social, Governance) covers matters relating to environmental protection, social responsibility, and corporate governance.*

Details of significant climate- and energy-transition-related actions and events affecting the 2025 financial data are set out in the individual notes referenced above to these consolidated financial statements. Based on the analysis carried out, the Management Board concluded that, provided the Group continues systematically to assess climate-related risks and to implement appropriate adaptation measures to strengthen the resilience of its business models, climate change and the ongoing energy transition will not have a significant impact on the Group's going concern assessment, either in the short term or in the foreseeable future.

5. IMPACT OF AMENDMENTS TO IFRS ON THE CONSOLIDATED FINANCIAL STATEMENTS OF THE ORLEN GROUP

The following amendments to existing standards, issued by the International Accounting Standards Board (IASB) and endorsed by the EU, are effective for annual periods beginning on or after 1 January 2025 and are applied for the first time in the Company's financial statements for the year ended 31 December 2025:

- Amendments to IAS 21 *Effects of Changes in Foreign Exchange Rates – Lack of Exchangeability*, endorsed by the EU on 12 November 2024 (effective for annual periods beginning on or after 1 January 2025).

The above amendments did not materially affect the Company's consolidated financial statements for 2025.

Standards issued by the International Accounting Standards Board, endorsed by the EU but not yet effective

- *Amendments to the Classification and Measurement of Financial Instruments* (amendments to IFRS 9 and IFRS 7), endorsed by the EU on 27 May 2025 (effective for annual periods beginning on or after 1 January 2026),
- *Contracts Referencing Nature-dependent Electricity* (amendments to IFRS 9 and IFRS 7), endorsed by the EU on 30 June 2025 (effective for annual periods beginning on or after 1 January 2026),
- *Annual Improvements to IFRS Accounting Standards – Volume 11*, endorsed by the EU on 9 July 2025 (effective for annual periods beginning on or after 1 January 2026), with amendments to: IFRS 1 *First-time Adoption of International Financial Reporting Standards*, IFRS 7 *Financial Instruments: Disclosures*, IFRS 9 *Financial Instruments*, IFRS 10 *Consolidated Financial Statements*, and IAS 7 Statement of Cash Flows: *Cost Method*,
- IFRS 18 *Presentation and Disclosure in Financial Statements*, endorsed by the EU on 13 February 2026 (effective for annual periods beginning on or after 1 January 2027).

Standards issued by the International Accounting Standards Board pending endorsement by the EU

- IFRS 19 *Subsidiaries without Public Accountability: Disclosures* (effective for annual periods beginning on or after 1 January 2027),
- Amendments to IAS 21 *The Effects of Changes in Foreign Exchange Rates – Translation to a Hyperinflationary Presentation Currency* (effective for annual periods beginning on or after 1 January 2027),
- Amendments to IFRS 19 *Subsidiaries without Public Accountability: Disclosures* (effective for annual periods beginning on or after 1 January 2027).

The Group expects that, with the exception of IFRS 18 – whose application will materially affect the manner of presentation and the scope of disclosures in the financial statements – the above-mentioned standards will not have a material effect on the ORLEN Group's consolidated financial statements.
The introduction of IFRS 18 will affect the Group's consolidated financial statements, in particular the structure of the consolidated statement of profit or loss and other comprehensive income, and the manner of classification and presentation of individual categories of income and expenses.
The Standard requires all items of income and expenses to be assigned to five defined categories – operating, investing, financing, income tax, and discontinued operations – and introduces new mandatory subtotals. As a consequence, some items presented to date within other operating income and expenses may need to be reclassified to other categories, depending on the nature of the transaction and the Group's principal activities.
In addition, IFRS 18 also introduces new disclosure requirements relating to management-defined performance measures (Management Defined Performance Measure, MPM) used in the Group's external communications. As at the date of preparation of these consolidated financial statements, the Group continues to analyse the performance measures it uses to determine which of them meets the definition of a management-defined performance measure under IFRS 18 and which is consistent with the ESMA Guidelines on Alternative Performance Measures (APMs).
As at the date of authorisation for issue of these consolidated financial statements, the Group is carrying out a detailed analysis of the classification of income and expenses into the individual profit or loss categories, including the identification of items that may require reclassification. This work also covers a review of the subtotals used, the new aggregation and disaggregation requirements, and the presentation of management-defined performance measures.
In addition, the Group is analysing the effect of amendments to other standards arising from the implementation of IFRS 18, including amendments to IAS 7 relating to the classification of cash flows.

The Group intends to adopt the new IFRS standards mentioned above, issued by the International Accounting Standards Board (IASB) and published but not yet effective as at the date of authorisation for issue of these consolidated financial statements, in accordance with their respective effective dates.

6. CHANGES COMPARED WITH DATA DISCLOSED IN THE REPORT FOR THE FOURTH QUARTER OF 2025

	Data disclosed in the quarterly financial report for the fourth quarter of 2025	Changes in accounting policies	Other changes	Data disclosed in the consolidated financial statements for 2025
Non-current assets	**192,196**	**-**	**(7,489)**	**184,707**
Property, plant and equipment	150,244	-	(7,864)	142,380
Investment property	759	-	9	768
Intangible assets	4,298	-	228	4,526
Goodwill	3,812	-	-	3,812
Right-of-use assets	14,656	-	168	14,824
Investments accounted for using the equity method	2,470	-	(5)	2,465
Deferred tax assets	1,911	-	(8)	1,903
Derivatives	2,377	(2,377)	-	-
Other financial assets	-	4,153	(5)	4,148
Mandatory stocks	9,180	-	-	9,180
Other assets	2,489	(1,776)	(12)	701
Current assets	**80,205**	**-**	**136**	**80,341**
Inventories	19,151	-	(25)	19,126
Trade and other receivables	28,488	(28,488)	-	-
Trade receivables	-	24,010	50	24,060
Income tax receivables	392	-	7	399
Cash	26,448	-	(3)	26,445
Derivatives	3,162	(3,162)	-	-
Other financial assets	-	4,910	(172)	4,738
Other assets	1,139	2,730	279	4,148
Assets classified as held for sale	1,425	-	-	1,425
ASSETS	**272,401**	**-**	**(7,353)**	**265,048**
Equity				
Share capital	1,974	-	-	1,974
Share premium	46,405	-	-	46,405
Other components of equity	2,690	-	(49)	2,641
Retained earnings	101,283	-	(8,686)	92,597
Equity attributable to owners of the parent	**152,352**	**-**	**(8,735)**	**143,617**
Equity attributable to non-controlling interests	**954**	**-**	**(28)**	**926**
Total equity	**153,306**	**-**	**(8,763)**	**144,543**
Non-current liabilities	**60,434**	**-**	**(101)**	**60,333**
Borrowings and bonds	23,657	-	-	23,657
Lease liabilities	10,903	-	(36)	10,867
Provisions	12,121	-	(70)	12,051
Deferred tax liabilities	10,935	-	40	10,975
Derivatives	543	(527)	(16)	-
Other financial liabilities	-	950	-	950
Other liabilities	2,275	(423)	(19)	1,833
Current liabilities	**58,661**	**-**	**1,511**	**60,172**
Trade and other payables	37,421	(37,421)	-	-
Trade payables	-	18,700	(148)	18,552
Lease liabilities	1,303	-	391	1,694
Contract liabilities	2,056	-	28	2,084
Borrowings and bonds	1,491	-	16	1,507
Provisions	10,894	-	1,233	12,127
Income tax liabilities	3,406	-	(80)	3,326
Derivatives	1,483	(1,483)	-	-
Other financial liabilities	-	8,471	806	9,277
Other liabilities	607	11,733	(735)	11,605
	119,095	**-**	**1,410**	**120,505**
EQUITY AND LIABILITIES	**272,401**	**-**	**(7,353)**	**265,048**

CHANGES COMPARED WITH DATA DISCLOSED IN THE REPORT FOR THE FOURTH QUARTER OF 2025

(PLN million)

	Data disclosed in the quarterly financial report for the fourth quarter of 2025	Other changes	Data disclosed in the consolidated financial statements for 2025
Revenue	267,329	498	267,827
Cost of sales	(220,805)	600	(220,205)
Gross profit	**46,524**	**1,098**	**47,622**
Selling expenses	(14,026)	(803)	(14,829)
General and administrative expenses	(6,785)	2	(6,783)
Other operating income	7,294	498	7,792
Other operating expenses	(14,225)	(9,407)	(23,632)
(Impairment loss)/reversal of impairment loss on trade and other receivables	(300)	87	(213)
Operating profit	**18,482**	**(8,525)**	**9,957**
Share of profit/(loss) of entities accounted for using the equity method	525	-	525
Finance income	1,530	(44)	1,486
Finance costs	(2,980)	25	(2,955)
Net finance income/(costs)	**(1,450)**	**(19)**	**(1,469)**
Profit before tax	**17,557**	**(8,544)**	**9,013**
Income tax	(6,309)	(56)	(6,365)
Net profit	**11,248**	**(8,600)**	**2,648**
Other comprehensive income:			
that will not be reclassified subsequently to profit or loss	**(291)**	**4**	**(287)**
fair value measurement of investment property as at reclassification date	*56*	*4*	*60*
actuarial gains and losses	*(169)*	*-*	*(169)*
gains and losses on investments in equity instruments measured at fair value through other comprehensive income	*(249)*	*-*	*(249)*
deferred tax	*71*	*-*	*71*
that may be reclassified subsequently to profit or loss	**2,541**	**(53)**	**2,488**
derivative instruments hedging cash flows	*2,858*	*(687)*	*2,171*
costs of hedging	*225*	*688*	*913*
exchange differences arising on translation of foreign operations	*57*	*(122)*	*(65)*
income tax	*(599)*	*68*	*(531)*
	2,250	**(49)**	**2,201**
Total comprehensive income	**13,498**	**(8,649)**	**4,849**
Net profit attributable to	**11,248**	**(8,600)**	**2,648**
owners of the parent	*11,110*	*(8,579)*	*2,531*
non-controlling interests	*138*	*(21)*	*117*
Total comprehensive income attributable to	**13,498**	**(8,649)**	**4,849**
owners of the parent	*13,369*	*(8,629)*	*4,740*
non-controlling interests	*129*	*(20)*	*109*
Earnings per share attributable to owners of the parent (PLN per share)			
basic	*9.57*	*(7.39)*	*2.18*
diluted	*9.57*	*(7.39)*	*2.18*

	Data disclosed in the quarterly financial report for the fourth quarter of 2025	Other changes	Data disclosed in the consolidated financial statements for 2025
Cash flows from operating activities			
Profit before tax	**17,557**	**(8,544)**	**9,013**
Adjustments for:		-	
Share of profit/(loss) of entities accounted for using the equity method	(525)	-	(525)
Depreciation and amortisation	14,358	(115)	14,243
Foreign exchange (gains)	(509)	9	(500)
Net interest	880	29	909
Loss on investing activities	8,273	8,309	16,582
Change in provisions	9,011	595	9,606
Change in working capital, including:	2,378	370	2,748
inventories	*2,080*	*(5)*	*2,075*
receivables	*2,266*	*271*	*2,537*
liabilities	*(1,968)*	*104*	*(1,864)*
Other adjustments	1,378	(806)	572
Income tax (paid)	(5,437)	9	(5,428)
Net cash provided by/(used in) operating activities	**47,364**	**(144)**	**47,220**
Cash flows from investing activities		**-**	
Acquisition of property, plant and equipment, intangible assets, and right-of-use assets	(30,076)	3,392	(26,684)
Purchase of energy rights	-	(3,247)	(3,247)
Payments to obtain control of subsidiaries and businesses, net of cash acquired	(877)	-	(877)
Other	104	(13)	91
Net cash provided by/(used in) investing activities	**(30,849)**	**132**	**(30,717)**
Cash flows from financing activities		**-**	
Proceeds from borrowings	6,345	-	6,345
Repayment of borrowings	(7,542)	-	(7,542)
Proceeds from issuance of bonds	9,508	-	9,508
Repayment of bonds	(1,000)	-	(1,000)
Interest paid on borrowings and bonds	(760)	4	(756)
Interest paid on lease liabilities	(513)	5	(508)
Dividends paid	(6,967)	-	(6,967)
Repayment of lease liabilities	(1,659)	9	(1,650)
Proceeds from government grants	1,552	-	1,552
Other	(154)	(9)	(163)
Net cash provided by/(used in) financing activities	**(1,190)**	**9**	**(1,181)**
Net increase in cash	**15,325**	**(3)**	**15,322**
Effect of exchange rate changes on cash	81	-	81
Cash at beginning of period	11,042	-	11,042
Cash at end of period	**26,448**	**(3)**	**26,445**
including restricted cash	*984*	-	*984*

The above changes affecting assets and liabilities, profit or loss, and the statement of cash flows primarily related to:

1. impairment losses on property, plant and equipment, intangible assets, and other assets, net, totalling PLN (8,325) million, mainly:
   - in the Downstream segment: PLN (6,213) million, mainly at: Unipetrol Group PLN (5,718) million and Anwil PLN (425) million,
   - in the Energy segment: PLN (1,119) million, mainly at: Unipetrol Group PLN (1,119) million, ENERGA Group PLN 98 million, and ORLEN New Power PLN (96) million,
   - in the Upstream & Supply segment: PLN (993) million, mainly at: ORLEN Petrobaltic Group PLN (436) million and ORLEN PLN (583) million;
2. the recognition of provisions totalling PLN (544) million, primarily at ENERGA Group, in respect of the potential obligation to transfer PLN 551 million to the Price Difference Compensation Fund;
3. changes in the presentation of selected transactions affecting revenue, cost of sales, and selling expenses, with no impact on operating profit, including those resulting from a change in judgement regarding the previously identified agency model for non-fuel goods sales by ORLEN Deutschland to its customer network, and from a change in the presentation of tax relating to fuel sales in the Austrian market;
4. change in the presentation of the measurement of derivative instruments used to hedge foreign currency risk, by transferring the relevant amounts between Hedge reserve and Costs of hedging;
5. other adjustments arising from audit processes completed at Group companies.

As a result of the adjustments, the amounts of deferred tax assets and deferred tax liabilities also changed.

7. STRUCTURE OF THE ORLEN GROUP AND ITS CHANGES

7.1 Structure of the Group

SELECTED ACCOUNTING POLICIES

Basis of consolidation

The consolidated financial statements of the Group comprise the assets, liabilities, equity, income, expenses and cash flows of the Parent and its subsidiaries, presented as if they belonged to a single economic entity. They are prepared as at the same reporting date as the separate financial statements of the Parent, using uniform accounting policies for similar transactions and other events occurring in similar circumstances. Subsidiaries are consolidated using the full consolidation method from the date on which the Group obtains control until the date on which control is lost.

The financial data of subsidiaries and joint arrangements (joint ventures) that in aggregate do not materially affect the Group's financial statements may be excluded from consolidation. In such cases, investments in these entities are measured at cost.

Where necessary, adjustments are made to the separate financial statements to align the accounting policies applied by individual entities with those applied by the Group.

Subsidiaries are consolidated using the full consolidation method. Non-controlling interests are presented within equity in the consolidated statement of financial position, separately from equity attributable to the owners of the Parent.

If the Parent loses control of a subsidiary during the reporting period, the consolidated financial statements include the subsidiary's profit or loss for the portion of the reporting period during which the Parent held such control.

For its interests in joint operations, the Group recognises its share of the assets, liabilities, income, and expenses. Joint ventures and investments in associates are accounted for using the equity method. The Group's share of the net profit or loss of the investee is recognised in the line item 'Share of profit/(loss) of entities accounted for using the equity method', presented outside operating profit. For investments in associates, the Group is presumed to have significant influence if it holds, directly or indirectly (e.g. through subsidiaries), between 20% and 49% of the voting rights in the investee, unless it can be clearly demonstrated otherwise. Conversely, if the entity holds, directly or indirectly (e.g. through subsidiaries), less than 20% of the voting rights in the investee, it is presumed not to have significant influence, unless such influence can be clearly demonstrated. The existence of a controlling interest or substantial ownership by another investor does not necessarily preclude an entity from having significant influence.

PROFESSIONAL JUDGEMENT

Investments in subsidiaries and joint arrangements

The Group determines the classification of its interests in an investee by assessing, on the basis of all relevant facts and circumstances, whether it has control or joint control (for a joint venture), irrespective of the nature of its involvement with the investee.

The Parent operates as a multi-segment entity, with its activities appropriately allocated across all operating segments and corporate functions.

ORLEN GROUP – CONSOLIDATION SCHEME

(% of share in share capital as at 31/12/2025 and 31/12/2024)

DOWNSTREAM

ANWIL S.A.	100%
Inowrocławskie Kopalnie Soli Solino S.A	100%
ORLEN Laboratorium S.A.	100%
ORLEN Lietuva Group	100%
ORLEN Asfalt Group	100%
ORLEN Eko Group	100%
ORLEN Oil Sp. z o.o.	100%
ORLEN Paliwa Sp. z o.o.	100%
ORLEN Projekt Group	100%
ORLEN Aviation Sp. z o.o.	100%
ORLEN Południe Group	100%
ORLEN UNIPETROL Group	100%
ORLEN Serwis Group	100%
ORLEN Transport Group	100%
ORLEN Olefiny Sp. z o.o. w likwidacji	100%
ORLEN Kolej Group	100%
ORLEN Trading Switzerland GmbH	100%
LOTOS Green H2 Sp. z o.o.	100%
ORLEN International Trading (SUZHOU) Co., Ltd.	100%
S 54 Sp. z o.o.	100%

SUPSTREAM & SUPPLY

ORLEN Upstream Polska Group	100%
LOTOS Upstream Group	100%
ORLEN Petrobaltic Group	99.99%
GEOFIZYKA Toruń S.A.	100%
ORLEN Upstream North Africa B.V. (formerly: PGNiG Upstream North Africa B.V.)	100%
ORLEN Upstream Norway Group	100%
ORLEN Energy Trading Group (formerly: PGNiG Supply & Trading Group)	100%
ORLEN Technologie S.A.	100%
ORLEN GAZOPROJEKT S.A. (formerly: PGNiG GAZOPROJEKT S.A.)	100%**
Exalo Drilling Group	100%
GAS -TRADING Group	79.58%
LLC Karpatgazvydobuvannya	100%
ORLEN SPV1 Sp. z o.o. w likwidacji (formerly: PGNIG Upstream Polska sp. z o.o.)	100%
ORLEN SPV 6 Sp. z o.o. (formerly: PGNiG SPV 6 Sp. z o.o.)	100%
PGNiG SPV 10 Sp. z o.o	100%

ENERGY

ORLEN Południe Group	100%
ORLEN New Power Group (formerly: ORLEN Wind 3 Group)	100%
ORLEN Energia Sp. z o.o.	100%
ORLEN Neptun Group	100%
ORLEN TERMIKA Group (formerly: PGNIG TERMIKA Group)	100%
Polska Spółka Gazownictwa Group	100%
ORLEN Biometan Group (formerly: PGNiG Bioevolution Group)	100%
System Gazociągów Tranzytowych EUROPOL GAZ S.A.	100%
ENERGA Group	92.03%*
ORLEN Lietuva Group	100%
ORLEN UNIPETROL Group	100%
ORLEN Energomedia Operator sp. z o.o. (formerly: Energomedia sp. z o.o.)	100%

CONSUMERS & PRODUCTS

ORLEN UNIPETROL Group	100%
ORLEN Deutschland Group	100%
ORLEN Centrum Serwisowe Sp. z o.o.	100%
ORLEN Budonaft Sp. z o.o.	100%
AB ORLEN Baltics Retail	100%
Usługi Logistyczne Group w likwidacji (formerly: RUCH Group)	65%
ORLEN Austria Group	100%
ORLEN Paczka sp. z o.o.	100%
re58 S.A. (formerly: SIGMA BIS S.A.)	66%
SOLGEN Sp. z o.o. S.A.	100%
ENERGA Group	92.03%*
myORLEN Sp. z o.o. (formerly: PGNiG Obrót Detaliczny Sp. z o.o.)	100%

CORPORATE FUNCTIONS

ENERGA Group	92.03%*
ORLEN Centrum Usług Korporacyjnych sp. z o.o.	100%
ORLEN UNIPETROL Group	100%
ORLEN Holding Malta Group	100%
ORLEN Capital AB	100%
ORLEN Usługi Finansowe Sp. z o.o.	100%
Polska Press Group	100%
ORLEN Administracja Sp. z o.o.	100%
ORLEN Nieruchomości sp. z o.o. w likwidacji	100%
ORLEN Straż Gdańsk sp. z o.o. (formerly: LOTOS Straż Sp. z o.o.)	100%
ORLEN Ochrona Group	100%
ORLEN VC sp. z o.o.	100%
ORLEN Lietuva Group	100%

*94.09% in number of votes as at 31/12/2025
90.92% of share in share capital and
93.28% in number of votes as at 31/12/2024
**95.17% of share in share capital and
96.37% in number of votes as at 31/12/2024

The list of entities included within lower-tier subsidiary groups presented in the consolidation diagram.

Group/Company	Group's percentage ownership interest		Registered office	Segment	Principal business
	as at 31/12/2025	as at 31/12/2024			
ORLEN Lietuva Group					
AB ORLEN Lietuva	100%	100%	Juodeikiai, Lithuania	Downstream, Energy, Corporate Functions	Crude oil processing, production of refined products, and wholesale distribution
ORLEN Eesti OÜ	100%	100%	Tallinn, Estonia	Downstream	
ORLEN Latvija SIA	100%	100%	Riga, Latvia	Downstream	
AB ORLEN Mockavos terminalas	100%	100%	Lazdijų r. sav, Lithuania	Downstream	
ORLEN Asfalt Group					
ORLEN Asfalt Sp. z o.o.	100%	100%	Płock, Poland	Downstream	Production and sale of road bitumen and specialist bitumen products
ORLEN Asfalt Ceska Republika s.r.o.	100%	100%	Pardubice, Czech Republic	Downstream	
ORLEN Eko Group					
ORLEN Eko Sp. z o.o.	100%	100%	Płock, Poland	Downstream	Treatment and disposal of hazardous waste
ORLEN EkoUtylizacja Sp. z o.o.	100%	100%	Płock, Poland	Downstream	
ORLEN Projekt Group			Płock, Poland		
ORLEN Projekt S.A.	100%	100%	Płock, Poland	Downstream	Specialised design services
ORLEN Projekt Česká republika s.r.o.	59.91%	59.91%	Kralupy nad Vltavou, Czech Republic	Downstream	
ENERGOP Sp. z o.o.	74.11%	74.11%	Sochaczew, Poland	Downstream	
ORLEN Południe Group					
ORLEN Południe S.A.	100%	100%	Trzebinia, Poland	Downstream, Energy	Crude oil processing, production and sale of biofuels, oils
Konsorcjum Olejów Przepracowanych - Organizacja Odzysku Opakowań i Olejów S.A.	96%	90%	Jedlicze, Poland	Downstream	
ORLEN Unipetrol Group					
ORLEN Unipetrol a.s.	100%	100%	Prague, Czech Republic	Corporate Functions	Crude oil processing, production and distribution of refined, petrochemical, and chemical products
ORLEN UNIPETROL RPA s.r.o.	100%	100%	Litvínov, Czech Republic	Downstream, Energy, Consumers & Products, Corporate Functions	
ORLEN UNIPETROL Hungary Kft.	100%	100%	Budapest, Hungary	Downstream	
ORLEN UNIPETROL Deutschland GmbH	100%	100%	Langen, Germany	Downstream	
ORLEN UNIPETROL Slovakia s.r.o.	100%	100%	Bratislava, Slovakia	Downstream, Consumers & Products	
Spolana s.r.o.	100%	100%	Neratovice, Czech Republic	Downstream	
ORLEN HUNGARY Kft.	100%	100%	Budapest, Hungary	Consumers & Products	
REMAQ s.r.o.	100%	100%	Otrokovice, Czech Republic	Downstream	
HC Verva Litvinov a.s.	70.95%	70.95%	Litvínov, Czech Republic	Corporate Functions	
Paramo a.s.	100%	100%	Pardubice, Czech Republic	Downstream	
ORLEN Kolej Group					
ORLEN Kolej Sp. z o.o.	100%	100%	Gdańsk, Poland	Downstream	Freight transport of fuel and petrochemical products in Poland, Germany and throughout Europe
ORLEN UNIPETROL Doprava s.r.o.	100%	–	Litvínov, Czech Republic	Downstream	
ORLEN Transport Group					
ORLEN Transport Sp. z o.o.	100%	100%	Płock, Poland	Downstream	Land and pipeline transport
PETROTRANS s.r.o.	100%	–	Prague, Czech Republic	Downstream	
ORLEN Serwis Group					
ORLEN Serwis S.A.	100%	100%	Płock, Poland	Downstream	Installation of industrial machinery, equipment, and fittings
ORLEN Service Česká Republika s.r.o.	100%	100%	Litvínov, Czech Republic	Downstream	
UAB ORLEN Service Lietuva	100%	100%	Juodeikiai, Lithuania	Downstream	
ORLEN Upstream Polska Group					
ORLEN Upstream Polska Sp. z o.o.	100%	100%	Warsaw, Poland	Upstream & Supply	Exploration for and appraisal of hydrocarbon deposits, production of oil and gas
ORLEN Upstream Canada Ltd.	100%	100%	Calgary, Canada	Upstream & Supply	
KCK Atlantic Holdings Ltd.	100%	100%	Calgary, Canada	Upstream & Supply	
LOTOS Upstream Group					
LOTOS Upstream Sp. z o.o.	100%	100%	Gdańsk, Poland	Upstream & Supply	Crude oil exploration and production, natural gas production
AB LOTOS Geonafta	100%	100%	Gargždai, Lithuania	Upstream & Supply	
UAB Genciu Nafta	100%	100%	Gargždai, Lithuania	Upstream & Supply	
UAB Manifoldas	100%	100%	Gargždai, Lithuania	Upstream & Supply	
Baltic Gas Sp. z o.o.	100%	–	Gdańsk, Poland	Upstream & Supply	
Baltic Gas Sp. z o.o. i wspólnicy sp. k.	100%	–	Gdańsk, Poland	Upstream & Supply	
ORLEN Petrobaltic Group					
ORLEN Petrobaltic S.A.	99.99%	99.99%	Gdańsk, Poland	Upstream & Supply	Exploration for and production of crude oil and natural gas
Energobaltic Sp. z o.o.	100%	100%	Władysławowo, Poland	Upstream & Supply	
Miliana Shipholding Company Ltd.	100%	100%	Nicosia, Cyprus	Upstream & Supply	
Bazalt Navigation Company Ltd.	100%	100%	Nicosia, Cyprus	Upstream & Supply	

Granit Navigation Company Ltd.	100%	100%	Nicosia, Cyprus	Upstream & Supply	
Kambr Navigation Company Ltd.	100%	100%	Nicosia, Cyprus	Upstream & Supply	
Miliana Shipmanagement Ltd.	100%	100%	Nicosia, Cyprus	Upstream & Supply	
Petro Aphrodite Company Ltd.	100%	100%	Nicosia, Cyprus	Upstream & Supply	
Petro Icarus Company Ltd.	100%	100%	Nicosia, Cyprus	Upstream & Supply	
St. Barbara Navigation Company Ltd.	100%	100%	Nicosia, Cyprus	Upstream & Supply	
Technical Ship Management Sp. z o.o.	100%	100%	Gdańsk, Poland	Upstream & Supply	
SPV Baltic Sp. z o.o.	100%	100%	Gdańsk, Poland	Upstream & Supply	
SPV Petro Sp. z o.o.	100%	100%	Gdańsk, Poland	Upstream & Supply	
ORLEN Energy Trading Group (formerly: PGNiG Supply & Trading Group)					
ORLEN Energy Trading GmbH (formerly: PGNiG Supply & Trading GmbH)	100%	100%	Munich, Germany	Upstream & Supply	Trading of gaseous fuels in network systems
ORLEN LNG SHIPPING LIMITED	100%	100%	London, United Kingdom	Upstream & Supply	
ORLEN LNG TRADING LIMITED	100%	100%	London, United Kingdom	Upstream & Supply	
Exalo Drilling Group					
Exalo Drilling S.A.	100%	100%	Piła, Poland	Upstream & Supply	Oilfield services supporting the production of crude oil and natural gas
Exalo Diament Sp. z o.o.	100%	100%	Zielona Góra, Poland	Upstream & Supply	
EXALO DRILLING UKRAINE LLC	100%	100%	Kyiv, Ukraine	Upstream & Supply	
Zakład Gospodarki Mieszkaniowej Sp. z o.o. w Pile	100%	100%	Piła, Poland	Upstream & Supply	
GAS - TRADING Group					
GAS - TRADING S.A.	79.58%	79.58%	Warsaw, Poland	Upstream & Supply	Trading and distribution of natural gas and liquefied petroleum gas, construction of oil and gas pipelines and natural gas compression stations
Gas-Trading Podkarpacie Sp. z o.o.	99.04%	99.04%	Dębica, Poland	Upstream & Supply	
ORLEN Upstream Norway Group					
ORLEN Upstream Norway AS	100%	100%	Stavanger, Norway	Upstream & Supply	Exploration, appraisal, and production of crude oil and natural gas, mainly on the Norwegian Continental Shelf
LOTOS Exploration and Production Norge AS	100%	–	Stavanger, Norway	Upstream & Supply	
ORLEN New Power Group (formerly: ORLEN Wind 3 Group)					
ORLEN New Power Sp. z o.o. (formerly: ORLEN Wind 3 Sp. z o.o.)	100%	100%	Warsaw, Poland	Energy	Electricity generation
Livingstone Sp. z o.o.	100%	100%	Warsaw, Poland	Energy	
Nowotna Farma Wiatrowa Sp. z o.o.	100%	100%	Warsaw, Poland	Energy	
Forthewind Sp. z o.o.	100%	100%	Warsaw, Poland	Energy	
Copernicus Windpark Sp. z o.o.	100%	100%	Warsaw, Poland	Energy	
Ujazd Sp. z o.o.	100%	100%	Warsaw, Poland	Energy	
EW Dobrzyca Sp. z o.o.	100%	100%	Warsaw, Poland	Energy	
Wind Field Wielkopolska Sp. z o.o.	100%	100%	Warsaw, Poland	Energy	
PV WAŁCZ 01 Sp. z o.o.	100%	100%	Warsaw, Poland	Energy	
Neo Solar Chotków Sp. z o.o.	100%	100%	Warsaw, Poland	Energy	
Neo Solar Farms Sp. z o.o.	100%	100%	Warsaw, Poland	Energy	
"FW WARTA" Sp. z o.o.	100%	100%	Warsaw, Poland	Energy	
ORLEN Neptun Group					
ORLEN Neptun Sp. z o.o.	100%	100%	Warsaw, Poland	Energy	Electricity generation
Świnoujście Offshore Terminal Sp. z o.o.	100%	100%	Świnoujście, Poland	Energy	
ORLEN Neptun III Sp. z o.o.	100%	100%	Warsaw, Poland	Energy	
ORLEN Neptun IV Sp. z o.o.	100%	100%	Warsaw, Poland	Energy	
ORLEN Neptun V Sp. z o.o.	100%	100%	Warsaw, Poland	Energy	
ORLEN Neptun VII Sp. z o.o.	100%	100%	Warsaw, Poland	Energy	
Baltic East Sp. z o.o. (formerly: ORLEN Neptun VIII Sp. z o.o.)	100%	100%	Gdańsk, Poland	Energy	
ORLEN Neptun X Sp. z o.o.	100%	100%	Warsaw, Poland	Energy	
ORLEN Neptūnas, UAB	100%	100%	Juodeikiai, Lithuania	Energy	
ORLEN TERMIKA Group (formerly: PGNiG TERMIKA Group)					
ORLEN TERMIKA S.A. (formerly: PGNiG TERMIKA S.A.)	100%	100%	Warsaw, Poland	Energy	Production, distribution and sale of heat and electricity
ORLEN TERMIKA Silesia S.A. (formerly: PGNiG TERMIKA Energetyka Przemysłowa S.A.)	100%	100%	Jastrzębie-Zdrój, Poland	Energy	
ORLEN Termika TechSerwis Sp. z o.o. (formerly: PGNiG TERMIKA Energetyka Przemysłowa - Technika Sp. z o.o.)	100%	100%	Jastrzębie-Zdrój, Poland	Energy	
ORLEN TERMIKA Przemyśl Sp. z o.o. (formerly: PGNiG TERMIKA Energetyka Przemyśl Sp. z o.o.)	100%	100%	Warsaw, Poland	Energy	
ORLEN TERMIKA Rozproszona Sp. z o.o. (formerly: PGNiG TERMIKA Energetyka Rozproszona Sp. z o.o.)	100%	100%	Wrocław, Poland	Energy	
Polska Spółka Gazownictwa Group					
Polska Spółka Gazownictwa Sp. z o.o.	100%	100%	Tarnów, Poland	Energy	Distribution of gaseous fuels in network systems
Gaz Sp. z o.o.	100%	100%	Błonie, Poland	Energy	
PSG Inwestycje Sp. z o.o.	100%	100%	Warsaw, Poland	Energy	
ORLEN Biometan Group (formerly: PGNiG Bioevolution Group)					
ORLEN Biometan Sp. z o.o. (formerly: PGNiG Bioevolution Sp. z o.o.)	100%	100%	Warsaw, Poland	Energy	Trading of gaseous fuels in network systems, generation of electricity
Bioenergy Project Sp. z o.o.	100%	100%	Warsaw, Poland	Energy	
CHP Energia Sp. z o.o.	100%	100%	Szepietowo, Poland	Energy	
Bioutil Sp. z o.o.	100%	100%	Jeżewo, Poland	Energy	
BioEvolution Głąbowo SP. z o.o.	100%	–	Głąbowo, Poland	Energy	
ENERGA Group					
Energa S.A.	92.03%	90.92%	Gdańsk, Poland	Energy, Consumers & Products, Corporate Functions	Generation, distribution and trading of electricity and heat
CCGT Gdańsk Sp. z o.o.	100%	100%	Gdańsk, Poland	Energy	
CCGT Grudziądz Sp. z o.o.	100%	100%	Grudziądz, Poland	Energy	

CCGT Ostrołęka Sp. z o.o.	100%	100%	Ostrołęka, Poland	Energy	
Centrum Badawczo-Rozwojowe im. M. Faradaya Sp. z o.o.	100%	100%	Gdańsk, Poland	Energy	
ENERGA Finance AB	100%	100%	Stockholm, Sweden	Corporate Functions	
Energa Green Development Sp. z o.o.	100%	100%	Gdańsk, Poland	Energy	
Farma Wiatrowa Szybowice Sp. z o.o.	100%	100%	Warsaw, Poland	Energy	
Helios Polska Energia Sp. z o.o.	100%	100%	Konin, Poland	Energy	
Solar Serby Sp. z o.o.	100%	–	Gdańsk, Poland	Energy	
Energa Informatyka i Technologie Sp. z o.o.	100%	100%	Gdańsk, Poland	Energy	
Energa Logistyka Sp. z o.o.	100%	100%	Płock, Poland	Energy	
Energa Prowis Sp. z o.o.	100%	100%	Gdańsk, Poland	Energy	
Energa Oświetlenie Sp. z o.o.	100%	100%	Sopot, Poland	Energy	
Energa-Obrót S.A.	100%	100%	Gdańsk, Poland	Consumers & Products	
Enspirion Sp. z o.o.	100%	100%	Gdańsk, Poland	Energy	
Energa Kogeneracja Sp. z o.o.	100%	64.59%	Elbląg, Poland	Energy	
Energa Ciepło Kaliskie Sp. z o.o.	91.24%	91.24%	Kalisz, Poland	Energy	
Energa Ciepło Ostrołęka Sp. z o.o.	100%	100%	Ostrołęka, Poland	Energy	
Energa-Operator S.A.	100%	100%	Gdańsk, Poland	Energy	
Energa Operator Wykonawstwo Elektroenergetyczne Sp. z o.o.	100%	100%	Słupsk, Poland	Energy	
Energa Wytwarzanie S.A.	100%	100%	Gdańsk, Poland	Energy	
Energa Elektrownie Ostrołęka S.A.	89.64%	89.64%	Ostrołęka, Poland	Energy	
ECARB Sp. z o.o.	100%	100%	Gdańsk, Poland	Energy	
Energa Serwis Sp. z o.o.	100%	100%	Ostrołęka, Poland	Energy	
ENERGA MFW 1 Sp. z o.o.	100%	100%	Gdańsk, Poland	Energy	
ENERGA MFW 2 Sp. z o.o.	100%	100%	Gdańsk, Poland	Energy	
Energa Wind Service Sp. z o.o.	100%	100%	Gdańsk, Poland	Energy	
E&G Sp. z o.o.	100%	100%	Gdańsk, Poland	Energy	
VRW 11 Sp. z o.o.	100%	–	Warsaw, Poland	Energy	
Energa Storage Sp. z o.o.	100%	100%	Gdańsk, Poland	Energy	
ORLEN Deutschland Group					
ORLEN Deutschland GmbH	100%	100%	Elmshorn, Germany	Consumers & Products	Fuel sales at service stations
ORLEN Deutschland Betriebsgesellschaft GmbH	100%	100%	Elmshorn, Germany	Consumers & Products	
ORLEN Deutschland Süd Betriebsgesellschaft mbH	100%	100%	Elmshorn, Germany	Consumers & Products	
Grupa Usługi Logistyczne in liquidation (formerly: Grupa "RUCH")					
Usługi Logistyczne S.A. in liquidation (formerly: "RUCH" S.A.)	65%	65%	Warsaw, Poland	Consumers & Products	CEP industry and parcel logistics services
Fincores Business Solutions Sp. z o.o. in liquidation (formerly: Fincores Business Solutions Sp. z o.o.)	100%	100%	Warsaw, Poland	Consumers & Products	
ORLEN Austria Group					
ORLEN Austria GmbH	100%	100%	Wels, Austria	Consumers & Products	Marketing and sale of fuels and all types of merchandise, particularly for service stations
Austrocard GmbH	100%	100%	Wels, Austria	Consumers & Products	
Turmöl GmbH (formerly: Tulpen Tankstellenbetriebs GmbH)	100%	100%	Wels, Austria	Consumers & Products	
ORLEN Holding Malta Group					
ORLEN Holding Malta Ltd.	100%	100%	St. Julians, Malta	Corporate Functions	Holding activities; holds shares in Orlen Insurance Ltd, which provides property insurance for selected ORLEN Group companies
Orlen Insurance Ltd.	100%	100%	St. Julians, Malta	Corporate Functions	
Polska Press Group					
Polska Press Sp. z o.o.	100%	100%	Warsaw, Poland	Corporate Functions	Newspaper publishing, web portal activities
Pro Media Sp. z o.o.	53%	53%	Opole, Poland	Corporate Functions	
ORLEN Ochrona Group					
ORLEN Ochrona Sp. z o.o.	100%	100%	Płock, Poland	Corporate Functions	Protection of persons and property
UAB ORLEN Apsauga	100%	100%	Juodeikiai, Lithuania	Corporate Functions	
Polskie Centrum Brokerskie Sp. z o.o.	100%	100%	Warsaw, Poland	Corporate Functions	

7.2 Changes in the structure of the ORLEN Group from 1 January 2025

ACQUISITION/DISPOSAL OF SHARES:

- On 24 January 2025, the Extraordinary General Meeting of LOTOS Upstream Sp. z o.o. authorised the company to acquire shares in the share capital of Baltic Gas Sp. z o.o., as well as all rights and obligations held by CalEnergy Resources Poland Sp. z o.o. in Baltic Gas Sp. z o.o. i Wspólnicy Sp.k. The transaction, completed on 28 January 2025, resulted in the company obtaining full control over the development of the B4/B6 gas fields in the Baltic Sea.
- On 14 April 2025, the Group completed a buy-out of the shares held by the minority shareholders of PGNiG Gazoprojekt S.A. ORLEN now holds 100% of the shares in PGNiG Gazoprojekt S.A., which has operated under the name ORLEN Gazoprojekt S.A. since 4 September 2025.
- On 16 April 2025, Energa Wytwarzanie S.A. acquired from the Greenvolt Group 100% of the shares in VRW11 sp. z o.o., the SPV that owns the Sompolno hybrid project, comprising a 26 MW wind farm, a 10 MW photovoltaic farm, and a 3 MW ready-to-build energy storage facility. The acquiree is engaged in renewable power generation. The company holds an electricity generation licence. The fair value of the consideration transferred as determined on final accounting for the transaction was PLN 178 million. It comprised the purchase price of the shares and the settlement of a loan previously granted to the company by its former owner, the repayment of which was a prerequisite for obtaining control of the company.

Principal components of the net assets acquired comprised property, plant and equipment amounting to PLN 260 million and bank borrowings assumed of PLN 182 million.
As a result of accounting for the transaction, goodwill of PLN 85 million was recognised. The goodwill represents the value of expected future economic benefits arising from licences, grid connection agreements and electricity sales agreements acquired in the transaction that did not meet the criteria for recognition as separate assets, and from future contracts.

- On 30 April 2025, PGNiG BioEvolution Sp. z o.o. (renamed ORLEN Biometan Sp. z o.o. on 7 November 2025) acquired 100% of the share capital of BioEvolution Głąbowo Sp. z o.o. (the 'SPV'), a non-trading entity. As planned, the SPV's business will be the production of liquefied biomethane (bioLNG). The company will produce liquefied biomethane (bioLNG) using the assets of the Greenfield Głąbowo Biogas Plant project, currently under development by PGNiG BioEvolution Sp. z o.o. (now operating under the name ORLEN Biometan Sp. z o.o.), which is planned to produce 7.2 million cubic metres of biomethane per year. The Group assessed that the assets acquired and related liabilities assumed as part of the transaction do not constitute a business as defined in IFRS 3 and accounted for the transaction as the acquisition of a group of assets.
- On 16 May 2025, Energa Green Development sp. z o.o. acquired 100% of the shares in the SPV Solar Serby sp. z o.o., which is implementing the 112 MW PV Serby photovoltaic power plant project.
  In the Group’s opinion, the assets acquired and related liabilities assumed as part of the transaction do not constitute a business as defined in IFRS 3. Accordingly, it accounted for the transaction as the acquisition of a group of assets. The acquired company was the owner of a ready-to-build photovoltaic farm project. However, no substantive process was identified, as Solar Serby Sp. z o.o. did not employ any staff and did not generate revenues as at the acquisition date.
  The acquired company had achieved ready-to-build status, and on the acquisition date a notice to proceed with construction was issued. The final fair value of the consideration transferred was PLN 46 million, comprising the share purchase and the repayment of a loan granted to the company by its former owners – a prerequisite for obtaining control of the company;
- since 27 November 2025, ORLEN has executed further transactions to acquire shares in ENERGA S.A., and as at 30 March 2026, as disclosed in a current report, its equity interest in the company had increased to 92.28%;
- On 18 December 2025, under a share purchase agreement, ORLEN S.A. acquired from Synthos S.A. 100% of the shares in S 54 Sp. z o.o. S 54 Sp. z o.o. is an SPV responsible for the construction of a new butadiene extraction unit at the Płock Production Plant. The acquisition of S 54 Sp. z o.o. by ORLEN will ultimately extend the petrochemical value chain at the Płock Production Plant. The purchase price for the 100% interest amounted to approximately PLN 692 million. In the Group’s opinion, the assets acquired and related liabilities assumed as part of the transaction do not constitute a business as defined in IFRS 3. Accordingly, it accounted for the transaction as the acquisition of a group of assets. Substantially the entire value of the transaction was concentrated in a single identifiable asset, namely the new butadiene unit under construction at the Płock Production Plant. The assessment also found no occurrence of at least one substantive process capable of transforming the inputs acquired into outputs;
- On 15 January 2026, ORLEN acquired from PNE Erneuerbare Energien GmbH of Husum, Germany, 100% of the shares in RES PROJECT 5 Sp. z o.o. of Koszalin; as a result, RES PROJECT 5 Sp. z o.o. became a subsidiary of ORLEN S.A. and a member of the ORLEN Group.
- On 25 February 2026, ORLEN Biometan acquired 100% of the share capital of BIOENERGIA JAZY Sp. z o.o. of Kołobrzeg. The company's activities cover the preparation of a project to build a biogas plant in Jazy, Kołobrzeg County, West Pomeranian Voivodeship;;

ACQUISITION/DISPOSAL OF SHARES WITHIN THE GROUP:

- On 31 March 2025, ORLEN S.A. acquired from Usługi Logistyczne S.A. in liquidation (formerly RUCH S.A.) 25,000 shares in ORLEN Paczka Sp. z o.o., representing 100% of the share capital of the company;
- On 16 June 2025, ENERGA S.A. and Energa Wytwarzanie S.A. entered into a dation-in-payment (datio in solutum) agreement, under which title to 283,902 shares in Energa Kogeneracja sp. z o.o. was transferred from Energa Wytwarzanie S.A. to ENERGA S.A. As a result of the transaction, ENERGA S.A. became the sole shareholder of Energa Kogeneracja Sp. z o.o. of Warsaw;
- On 1 July 2025, pursuant to a share purchase agreement dated 24 June 2025, ORLEN S.A. acquired from ORLEN Południe S.A. 100% of the shares in Energomedia Sp. z o.o. As a result of the transaction, Energomedia Sp. z o.o. became a direct subsidiary of ORLEN. With effect from 31 December 2025, the company has operated under the name ORLEN Energomedia Operator Sp. z o.o.;
- On 1 October 2025, ORLEN Kolej Sp. z o.o. acquired from the ORLEN Unipetrol Group (ORLEN UNIPETROL RPA s.r.o. and ORLEN Unipetrol a.s.) 100% of the shares in ORLEN Unipetrol Doprava s.r.o.;
- On 1 October 2025, ORLEN Transport Sp. z o.o. acquired from the ORLEN Unipetrol Group (ORLEN UNIPETROL RPA s.r.o. and ORLEN Unipetrol a.s.) 100% of the shares in PETROTRANS s.r.o.;
- On 27 October 2025, as part of the optimisation of ORLEN's exploration and production assets in Norway, the tripartite sale and purchase of shares in LOTOS Exploration and Production Norge AS, with its registered office in Stavanger, Norway, was completed. ORLEN Upstream Norway AS, with its registered office in Stavanger, Norway, acquired the shares previously held by ORLEN and LOTOS Upstream Sp. z o.o. and thereby became the sole shareholder of LOTOS Exploration and Production Norge AS;
- On 22 December 2025, ORLEN Południe S.A. of Trzebinia entered into a registered share purchase agreement with FUCHS Oil Corporation Sp. z o.o. of Gliwice, pursuant to which it acquired 60 registered Series A shares in KONSORCJUM OLEJÓW PRZEPRACOWANYCH – ORGANIZACJA ODZYSKU OPAKOWAŃ I OLEJÓW S.A. On 27 January 2026, an entry was made in the Register of Shareholders. As a result of the transaction, ORLEN Południe's interest in the company's share capital increased from 90% to 96%;
- On 5 February 2026, ENERGA S.A. and Energa Kogeneracja Sp. z o.o. entered into a share purchase agreement concerning Centrum Badawczo-Rozwojowe im. M. Faradaya Sp. z o.o., under which the title to 100% of the shares in Centrum Badawczo-

Rozwojowe im. M. Faradaya Sp. z o.o. was transferred to Energa Kogeneracja Sp. z o.o. As a result of the agreement, Energa Kogeneracja Sp. z o.o. became the sole shareholder of Centrum Badawczo-Rozwojowe im. M. Faradaya Sp. z o.o.

MERGERS OF COMPANIES

- On 1 April 2025, the merger of ORLEN Laboratorium S.A. (as the surviving company) with LOTOS Lab Sp. z o.o. (as the acquired company) was registered;
- On 28 April 2025, the General Meeting of ORLEN Petrobaltic S.A. and the shareholders' meetings of B8 Sp. z o.o. and B8 spółka z ograniczoną odpowiedzialnością BALTIC S.K.A. adopted resolutions on the merger of ORLEN Petrobaltic S.A. with B8 Sp. z o.o. and B8 spółka z ograniczoną odpowiedzialnością BALTIC S.K.A. The merger was registered in the National Court Register on 1 July 2025;
- Following the execution of a notarial deed on 18 June 2025, ORLEN UniCRE was struck off the Czech Commercial Register on 30 June 2025 as a result of its merger with ORLEN Unipetrol RPA. A merger in the Czech Republic may take effect retroactively; in this case, with effect from 1 January 2025;
- On 1 July 2025, the merger of ORLEN Ochrona Sp. z o.o. (as the surviving company) with PGNiG Serwis Sp. z o.o. (as the acquired company) was registered;
- On 18 September 2025, the merger of PGNiG Supply & Trading GmbH, Munich (as the surviving company) with PST Europe Sales GmbH in liquidation, Munich (as the acquired company) was registered;
- On 23 September 2025, the merger of PGNiG Supply & Trading GmbH, Munich (as the surviving company) with XOOL GmbH in liquidation, Munich (as the acquired company) was registered;
- On 2 October 2025, the merger of PVE 28 Sp. z o.o. and VRS 14 Sp. z o.o. (as the acquired companies) with Energa Wytwarzanie S.A. (as the surviving company), which had held 100% of the shares in the acquired companies prior to the merger, was registered. PVE 28 Sp. z o.o. and VRS 14 Sp. z o.o. are special-purpose vehicles established to execute photovoltaic farm projects;
- On 1 November 2025, an amalgamation of subsidiaries within the ORLEN Austria Group was registered, reducing the number of entities from 24 to 3, namely: ORLEN Austria and two subsidiaries: Turmöl GmbH (formerly Tulpen Tankstellenbetriebs GmbH) and Austrocard GmbH;
- On 3 November 2025, the merger of Wena Projekt 2 Sp. z o.o. (as the acquired company) with Energa Wytwarzanie S.A. (as the surviving company) was registered. Wena Projekt 2 Sp. z o.o. is a special-purpose vehicle established to execute a photovoltaic farm project;
- On 18 November 2025, the merger of ORLEN Neptun VI Sp. z o.o., ORLEN Neptun IX Sp. z o.o., and ORLEN Neptun XI Sp. z o.o. (as the acquired companies) with ORLEN Neptun V Sp. z o.o. (as the surviving company) was registered;
- On 26 March 2026, LOTOS Exploration and Production Norge AS was definitively removed from the Norwegian register (liquidation through merger with ORLEN Upstream Norway AS pursuant to an approved merger plan), thereby ending its legal existence. 100% of the shares in the company had been held by ORLEN Upstream Norway AS.

COMMENCEMENT OF LIQUIDATION PROCEEDINGS / REMOVAL FROM THE COMMERCIAL REGISTER

- On 30 January 2025, the Extraordinary General Meeting of PGNiG Supply & Trading Polska Sp. z o.o. resolved to dissolve the company and commence its liquidation. The company was removed from the National Court Register on 31 October 2025, and the removal became legally final on 11 November 2025;
- On 31 January 2025, the Extraordinary General Meetings of LOTOS SPV 3 Sp. z o.o., LOTOS SPV 4 Sp. z o.o., and LOTOS SPV 6 Sp. z o.o. adopted resolutions to dissolve the companies and commence their liquidation;
- On 27 June 2025, the Annual General Meetings of Usługi Logistyczne S.A. (formerly: RUCH S.A.) and FINCORES Business Solutions Sp. z o.o. adopted resolutions to dissolve the companies and commence their liquidation;
- On 30 September 2025, the Extraordinary General Meeting of ORLEN SPV 1 Sp. z o.o. adopted a resolution to dissolve the company and commence its liquidation;
- On 29 December 2025, the Extraordinary General Meeting of ORLEN Olefiny Sp. z o.o. adopted a resolution to dissolve ORLEN Olefiny Sp. z o.o. of Płock and commence its liquidation, following ORLEN's decision to change the legal-termination route for ORLEN Olefiny Sp. z o.o., a member of the ORLEN Group – specifically, to abandon the planned merger of the company with ORLEN and instead dissolve the company under Articles 270(2) and 271 § 1 of the Commercial Companies Code;
- On 29 December 2025, the Extraordinary General Meeting of ORLEN Nieruchomości Sp. z o.o. adopted a resolution to dissolve the company and commence its liquidation, which took effect on 31 December 2025.

For information on joint ventures and associates, see Note 12.5.

7.3 Business combinations

SELECTED ACCOUNTING POLICIES

The acquisition of control of a business is accounted for using the acquisition method. At the acquisition date, the identifiable assets acquired and liabilities assumed that together constitute a business as defined in IFRS 3 are measured at fair value. Goodwill is recognised when the acquisition cost – comprising the fair value of the consideration transferred, any non-controlling interest in the acquiree measured in accordance with IFRS 3, and, in the case of a step acquisition, the acquisition-date fair value of the acquirer's previously held equity interest in the acquiree – exceeds the net fair value of the identifiable assets acquired and liabilities assumed at the acquisition date. If the acquisition cost is lower than the net amount of the acquisition-date fair value of the identifiable assets acquired and liabilities assumed, the resulting difference is recognised as a gain in profit or loss as at the acquisition date (gain on bargain purchase).

Business combinations under common control are accounted for by aggregating the individual items of assets and liabilities, and of income and expenses, of the combining companies at carrying amounts derived from the acquirer's consolidated financial statements as at the merger date (the predecessor method). In the acquirer's financial statements, the positive or negative difference between the price paid and the carrying amount of the acquired business is presented within equity under 'Equity arising from business combinations under common control (retained earnings)'.

7.3.1 Accounting for business combinations completed in the prior financial year

Acquisition of the Neo Solar Chotków and Neo Solar Farms photovoltaic farms and the FW WARTA wind farm

On 23 October 2024, the ORLEN Group completed the acquisition of photovoltaic and wind farms from EDP Renewables Polska Sp. z o.o. through the purchase of 100% of the shares in Neo Solar Chotków Sp. z o.o., Neo Solar Farms Sp. z o.o., and FW WARTA Sp. z o.o. Details of the transaction are disclosed in Note 7.3.1.3 to the 2024 Consolidated Financial Statements.

As at the date of preparation of these consolidated financial statements, the accounting for the business combination has been completed. In finalising the process, the Group determined that the provisional amounts reported in the 2024 Consolidated Financial Statements are the final fair values; accordingly, no changes were required to the amounts previously presented.

Acquisition of the E&G photovoltaic installation and wind farm

On 5 December 2024, the Group completed the purchase of a photovoltaic installation and wind farm from Lewandpol Holding Sp. z o.o. by acquiring 100% of the shares in E&G Sp. z o.o. (hereinafter: 'E&G'). A preliminary purchase agreement for the installation was signed on 13 October 2023. The transaction comprised the acquisition of a 225 MW photovoltaic farm and an 11.7 MW wind farm located near Kleczew in the Greater Poland Voivodeship. The photovoltaic farm may be expanded by further installations with a combined capacity of 25.43 MW. Energa Wytwarzanie S.A., a company of the Energa Group, became the direct owner of the farms.

As a result of the transaction, the Group strengthened its generation potential by increasing the installed capacity of its onshore wind farms and photovoltaic farms.

Final accounting for the transaction

The transaction to purchase shares in E&G is accounted for using the acquisition method in accordance with IFRS 3 *Business Combinations*. As at the date of preparation of these consolidated financial statements, the acquisition accounting – including the fair value measurement of the identifiable net assets acquired, for which the Group engaged external advisers – had been completed.

Fair value of the key identifiable assets acquired and liabilities assumed at the acquisition date:

		05/12/2024
Assets acquired	**A**	**833**
Non-current assets		**787**
Property, plant and equipment		697
Right-of-use assets		67
Deferred tax assets		23
Current assets		**46**
Inventories		1
Trade and other receivables		14
Cash and cash equivalents		26
Other assets		5
Liabilities assumed	**B**	**808**
Non-current liabilities		**99**
Provisions		48
Lease liabilities		51
Current liabilities		**709**
Trade and other payables		16
Borrowings and bonds		693
Net assets	**C = A – B**	**25**
Fair value of consideration transferred	**D**	807
Goodwill	**E = D – C**	**782**

The final amount of net assets was PLN 25 million, representing a decrease of PLN 86 million compared with the provisional accounting for the transaction presented in the 2024 Consolidated Financial Statements.

The change was attributable mainly to the fair value measurement of property, plant and equipment. The provisional amounts reflected carrying amounts based on the historical construction cost of the solar PV plant and wind farm and totalled PLN 780 million. At the transaction date, the fair value determined using the replacement cost method was lower, at PLN 697 million, mainly as a result of changes in the solar PV panel market, reducing the valuation by PLN 83 million.

In addition, right-of-use assets and lease liabilities were adjusted downward by PLN 31 million and PLN 51 million, respectively. In addition, a reclamation provision of PLN 46 million was recognised, increasing the provision balance accordingly.

There were no material changes in the other items of net assets.

The final fair value of the consideration transferred was PLN 807 million. It comprised the purchase price of the shares, including the estimated fair value of the contingent consideration provided for in the share purchase agreement, and the settlement of loans granted to E&G by its former owner – the repayment of which was a prerequisite for obtaining control of the company.

The liability outstanding as at 31 December 2025 amounted to approximately PLN 99 million and related primarily to contingent consideration dependent on the finally agreed permitted capacity of the wind farm.

The net cash outflow related to the acquisition of E&G, representing the difference between the net cash acquired (recognised within investing activities) and the cash consideration paid, amounted to PLN 682 million.

The goodwill recognised on final accounting for the combination represents the value of assets that could not be recognised separately under IAS 38 Intangible Assets, including in particular:

a. the potential for revenue growth and improved financial performance of the Group through expansion of its operations in the renewable energy sector,
b. the strengthening of the Group's market position in the renewable energy segment and the execution of its energy transition strategy,
c. the existing generation capacity of the wind farms, access to sites with favourable wind conditions, and access to an organised operations and maintenance structure.

FINANCIAL POSITION OF THE GROUP

8. FINANCIAL AND OPERATING RESULTS

In the twelve months ended 31 December 2025, the ORLEN Group generated revenue of PLN 267,827 million, a year-on-year decrease of PLN (27,059) million.
The main driver of the revenue decrease was a (14)% year-on-year fall in crude oil market quotations, which depressed revenue in Upstream & Supply and, through lower quotations of the main refinery and petrochemical products, in the Downstream and Consumers & Products segments. In 2025, quotations fell year on year, including: petrol by (12)%, diesel by (9)%, jet fuel by (5)%, light heating oil by (9)%, heavy heating oil by (10)%, benzene by (33)%, propylene by (6)%, and ethylene by (5)%.

Revenue was further reduced by forward natural gas contracts settled on the Polish Power Exchange (TGE) at lower prices. Contracts for 2024 had been concluded in late 2023, when gas prices were high, whereas contracting for 2025 was conducted in a more stable market environment.

Revenue was also constrained by lower prices realised in electricity trading, reflecting sustained high volatility in the power market throughout 2025.
Beyond the trends in product quotations noted above, revenue was further reduced by a (27)% year-on-year decline in sales volumes of crude oil, condensate, and NGL in the Upstream & Supply segment. Lower hydrocarbon production and sales volumes were partly offset by a 24% year-on-year increase in natural gas sales, reflecting a recovery in industrial demand following the price surges triggered by the conflict in Ukraine.

Product sales volumes in the Downstream and Consumers & Products segments fell year on year by (447) thousand tonnes, reflecting mainly lower petrochemical product sales – polyolefins down (18)%, olefins down (10)%, PVC down (24)%, and PTA down (29)% – amid adverse market conditions arising from rising competition from Asian producers and production-unit outages. Motor fuel sales volumes in the Consumers & Products segment fell by (117) thousand tonnes year on year, reflecting intense price competition on the Polish market and, on the Austrian market, the elimination of lower-priced fuels of Russian origin.

In addition, electricity sales volumes in the Energy segment fell by (4)% year on year as a result of lower activity on the Polish Power Exchange, reflecting changes in market structure and the growing role of prosumers.

Operating expenses fell by PLN 31,381 million year on year to PLN (241,817) million. Raw materials and energy consumption costs fell by 31% year on year, reflecting lower crude oil quotations. Natural gas costs rose marginally, by 2% year on year, reflecting higher market quotations. A further significant reduction in operating expenses came from the absence of the negative impact of the PLN 15,417 million 2024 contribution to the Price Difference Compensation Fund.

Consequently, profit from operating activities before depreciation and amortisation ('EBITDA') for 2025 rose year on year by PLN 479 million to PLN 24,200 million. Excluding net impairment losses on non-current assets, EBITDA amounted to PLN 40,477 million, a year-on-year increase of PLN 3,241 million.

The result on other operating activities amounted to PLN (15,840) million, a year-on-year decrease of PLN (4,307) million. The change was driven mainly by higher year-on-year net impairment losses on non-current assets of PLN (2,762) million and by an adverse year-on-year effect of PLN (1,938) million from the settlement and measurement of derivative financial instruments relating to operating exposures.

After tax expense of PLN (6,365) million, the ORLEN Group's net profit for 2025 amounted to PLN 2,648 million, a year-on-year decrease of PLN (99) million.

The positive cash flows from operating activities of PLN 47,220 million generated in 2025, together with additional proceeds of PLN 9,508 million from bond issues, were used in part to finance capital expenditure of PLN (26,684) million incurred in accordance with the strategic plan, and to make net repayments of syndicated loans, overdraft facilities and other borrowings of PLN (1,197) million. Accordingly, as at 31 December 2025, cash and cash equivalents amounted to PLN 26,445 million and the Group reduced a net debt position to a net cash position by PLN (1,411) million.

Statement of financial position

As at 31 December 2025, the ORLEN Group's total assets amounted to PLN 265,048 million, an increase of PLN 9,653 million compared with 31 December 2024.

As at 31 December 2025, non-current assets amounted to PLN 184,707 million, a decrease of PLN (2,145) million compared with the end of the previous year. The key movements were in the following items:

- property, plant and equipment and intangible assets, whose carrying amount decreased by PLN (1,745) million year on year to PLN 146,906 million.
- The change was driven primarily by the continued delivery of capital projects focused on strategic growth areas and on modernising property, plant and equipment. Capital expenditure covered a broad range of activities across the Group's operating segments, including in particular:

  - Upstream & Supply: exploration and production projects in Norway (Yggdrasil, Tommeliten and Fenris), production projects in Canada, and the expansion of domestic production;
  - Downstream: activities in this segment included construction of: Downstream: the Hydrocracking Unit in Lithuania, the Rapeseed Oil Pressing Plant in Kętrzyn, the Hydrocracked Base Oil (HBO) Unit in Gdańsk, the second-generation Bioethanol Plant in Jedlicze, the marine cargo terminal on the Martwa Wisła in Gdańsk, and a new monomer production unit under the Nowa Chemia project;
  - Energy: expansion and modernisation of the power and gas networks; construction of photovoltaic farms in Poland and Lithuania; and construction of combined-cycle gas turbine (CCGT) units in Ostrołęka and Grudziądz;
  - Consumers & Products: key investments in modernising and rebranding the service-station network, and in expanding the non-fuel retail segment and the alternative fuels network.

  In 2025, the ORLEN Group's capital expenditure amounted to PLN 31,853 million.

  The impact of this capital expenditure on the carrying amount of non-current assets was partly offset by depreciation and amortisation of PLN (14,243) million recognised in the period, by net impairment losses on non-current assets of PLN (16,277) million, mainly in the Downstream and Upstream & Supply segments, and by the net effect of energy rights surrendered and received totalling PLN (3,345) million.
- Mandatory stocks, whose carrying amount decreased by PLN (1,853) million to PLN 9,180 million, mainly reflecting a lower average price and lower volumes following a reduction in the required levels.

As at 31 December 2025, current assets amounted to PLN 80,341 million, a year-on-year increase of PLN 11,798 million. The key movements were in the following items:

- cash and cash equivalents, which increased by PLN 15,403 million, driven primarily by positive cash flows from operating activities and proceeds from bond issues, partly offset by capital expenditure outflows and repayments of borrowings;
- trade receivables, whose carrying amount decreased by PLN (2,351) million, primarily reflecting a decrease of PLN (3,164) million in receivables from contracts with customers (mainly on the back of lower gas prices), partly offset by an increase of PLN 1,331 million in receivables available for sale to the factor, reflecting lower utilisation of non-recourse factoring limits in the period;
- inventories, whose carrying amount decreased by PLN (2,613) million, reflecting mainly a significant decrease in the average price of inventories (crude oil and gas) at comparable inventory volumes.
- derivatives, whose carrying amount increased by PLN 1,370 million, mainly reflecting a change in the fair value of a commodity swap and commodity forwards on natural gas entered into by ORLEN.

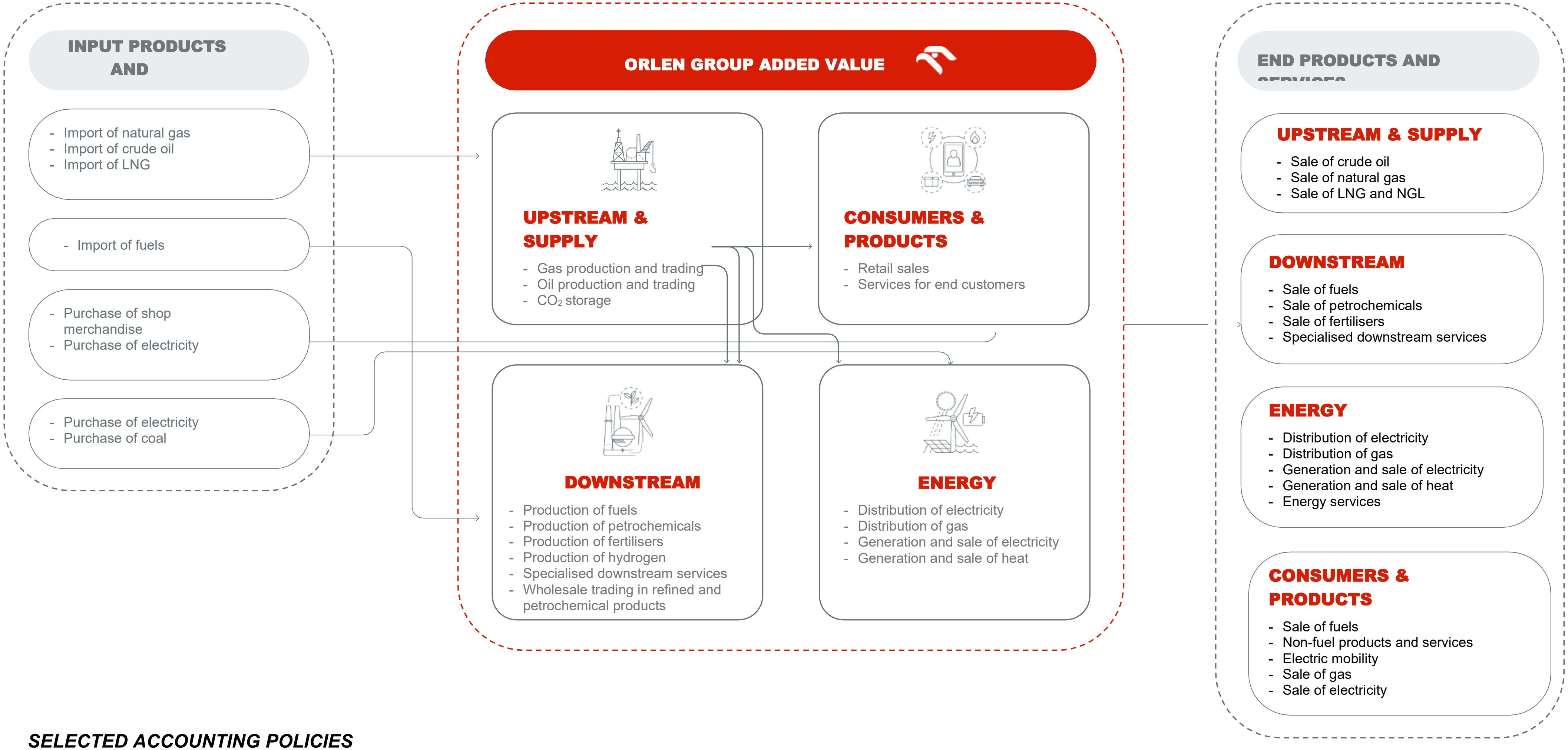
As at 31 December 2025, equity amounted to PLN 144,543 million, a year-on-year decrease of PLN (2,207) million reflecting mainly the recognition of net profit for the twelve months ended 31 December 2025 of PLN 2,648 million, offset by a dividend of PLN (6,966) million paid to ORLEN shareholders out of prior-year profits.

As at 31 December 2025, liabilities amounted to PLN 120,505 million, an increase of PLN 11,860 million.
The key movements were in the following items:

- borrowings and bonds, whose carrying amount increased by PLN 7,018 million, mainly reflecting bond issues (for details, see Note 12.9);
- provisions, whose carrying amount increased by PLN 3,801 million to PLN 24,178 million, mainly reflecting a net increase of PLN 2,070 million in provisions for estimated CO2 emissions and energy certificates, comprising principally additions to provisions of PLN 9,362 million, measured using the weighted-average cost of allowances and certificates held, and use of provisions of PLN (7,106) million on the surrender of a portion of the energy rights relating to 2024. In addition, the provision for decommissioning and environmental costs rose by PLN 749 million, mainly relating to new wells, and other provisions rose by PLN 739 million, mainly reflecting a provision recognised by the ENERGA Group for a potential obligation to transfer PLN 551 million to the Price Difference Compensation Fund.
- lease liabilities, whose carrying amount increased by PLN 1,216 million mainly as a result of new lease contracts and amendments to existing contracts compared with the end of 2024;

SEGMENT DATA

9. OPERATING SEGMENTS



INPUT PRODUCTS AND

- Import of natural gas
- Import of crude oil
- Import of LNG

- Import of fuels

- Purchase of shop merchandise
- Purchase of electricity

- Purchase of electricity
- Purchase of coal

ORLEN GROUP ADDED VALUE

UPSTREAM & SUPPLY

- Gas production and trading
- Oil production and trading
- CO_2 storage

CONSUMERS & PRODUCTS

- Retail sales
- Services for end customers

DOWNSTREAM

- Production of fuels
- Production of petrochemicals
- Production of fertilisers
- Production of hydrogen
- Specialised downstream services
- Wholesale trading in refined and petrochemical products

ENERGY

- Distribution of electricity
- Distribution of gas
- Generation and sale of electricity
- Generation and sale of heat

END PRODUCTS AND

UPSTREAM & SUPPLY

- Sale of crude oil
- Sale of natural gas
- Sale of LNG and NGL

DOWNSTREAM

- Sale of fuels
- Sale of petrochemicals
- Sale of fertilisers
- Specialised downstream services

ENERGY

- Distribution of electricity
- Distribution of gas
- Generation and sale of electricity
- Generation and sale of heat
- Energy services

CONSUMERS & PRODUCTS

- Sale of fuels
- Non-fuel products and services
- Electric mobility
- Sale of gas
- Sale of electricity

SELECTED ACCOUNTING POLICIES

The ORLEN Group's organisational and management structure is based on separate operating segments. Operating segments are determined based on factors such as the types of products and services offered, the characteristics of the production process, the types of customers, and other economic similarities. The Group does not aggregate operating segments for reporting purposes; therefore, each operating segment is reported separately.

Assessment of operating segments' financial performance and resource-allocation decisions are primarily based on EBITDA. EBITDA is one of the measures of business performance and is not defined under IFRS. The ORLEN Group defines EBITDA as net profit/(loss) for the reporting period before income tax, finance income and costs, and depreciation and amortisation. Revenue from transactions with third parties and inter-segment transactions are conducted on an arm's length basis.

10. REVENUE, EXPENSES, PROFIT OR LOSS, ADDITIONS TO NON-CURRENT ASSETS, SEGMENT ASSETS

2025

	NOTE	Upstream & Supply	Downstream	Energy	Consumers & Products	Corporate Functions	Eliminations	Total
Revenue from external customers	*11.1*	53,802	96,639	27,786	89,210	390	-	267,827
Inter-segment revenue		90,626	28,368	19,606	2,783	1,070	(142,453)	-
Revenue		144,428	125,007	47,392	91,993	1,460	(142,453)	267,827
Total operating expenses		(133,686)	(119,766)	(39,374)	(87,427)	(4,016)	142,452	(241,817)
Other operating income	*11.4.1*	3,774	2,715	683	584	70	(34)	7,792
Other operating expenses	*11.4.2*	(5,825)	(14,279)	(1,927)	(1,333)	(300)	32	(23,632)
impairment losses on property, plant and equipment, intangible assets and other assets, net	*11.4, 12.6*	*(2,087)*	*(12,319)*	*(1,337)*	*(522)*	*(12)*	-	*(16,277)*
(Impairment loss)/reversal of impairment loss on trade and other receivables	*11.6*	(54)	21	65	(213)	(32)	-	(213)
Profit/(loss) from operating activities (A)		**8,637**	**(6,302)**	**6,839**	**3,604**	**(2,818)**	**(3)**	**9,957**
Share of profit/(loss) of entities accounted for using the equity method								525
Net finance income/(costs)	*11.5*							(1,469)
Profit before tax								**9,013**
Income tax								(6,365)
Net profit								**2,648**
Depreciation and amortisation (B)	*11.3.1*	**5,283**	**2,814**	**4,391**	**1,300**	**463**	**(8)**	**14,243**
EBITDA (A+B)		**13,920**	**(3,488)**	**11,230**	**4,904**	**(2,355)**	**(11)**	**24,200**
LIFO		**(268)**	**(785)**	**-**	**-**	**-**	**-**	**(1,053)**
LIFO-BASED EBITDA		**14,188**	**(2,703)**	**11,230**	**4,904**	**(2,355)**	**(11)**	**25,253**
LIFO-based EBITDA (excluding impairment losses)		**16,275**	**9,616**	**12,567**	**5,426**	**(2,343)**	**(11)**	**41,530**
Segment assets		**235,939**	**52,762**	**87,447**	**24,438**	**43,691**	**(179,229)**	**265,048**
goodwill	*12.4*	*875*	*113*	*2,506*	*318*	-	-	*3,812*
Additions to non-current assets (CAPEX)	*12.1,12.2,12.3,15.2.1*	**8,654**	**9,643**	**10,688**	**1,820**	**1,090**	**(42)**	**31,853**
Additions to non-current assets from business combinations	*12.1,12.2,12.3,15.2.1*	**159**	**680**	**353**	**-**	**-**	**-**	**1,192**

2024

	NOTE	Upstream & Supply	Downstream	Energy	Consumers & Products	Corporate Functions	Eliminations	Total
		(restated)	(restated)	(restated)	(restated)	(restated)	(restated)	(restated)
Revenue from external customers	*11.1*	59,179	108,974	26,962	99,339	432	-	294,886
Inter-segment revenue		110,083	32,714	22,252	2,950	1,013	(169,012)	-
Revenue		169,262	141,688	49,214	102,289	1,445	(169,012)	294,886
Total operating expenses		(158,752)	(137,482)	(42,057)	(100,184)	(3,763)	169,040	(273,198)
Other operating income	*11.4.1*	5,369	4,653	54	259	201	(2)	10,534
Other operating expenses	*11.4.2*	(3,428)	(17,009)	(811)	(516)	(305)	2	(22,067)
impairment losses on property, plant and equipment, intangible assets and other assets, net	*11.4, 12.6*	*(157)*	*(12,566)*	*(543)*	*(203)*	*(46)*	-	*(13,515)*
(Impairment loss)/reversal of impairment loss on trade and other receivables	*11.6*	(105)	(53)	(40)	(237)	(13)	-	(448)
Profit/(loss) from operating activities (A)		**12,346**	**(8,203)**	**6,360**	**1,611**	**(2,435)**	**28**	**9,707**
Share of profit/(loss) of entities accounted for using the equity method								(140)
Net finance income/(costs)	*11.5*							(264)
Profit before tax								**9,303**
Income tax								(6,556)
Net profit								**2,747**
Depreciation and amortisation (B)	*11.3.1*	**5,755**	**2,633**	**3,993**	**1,266**	**377**	**(10)**	**14,014**
EBITDA (A+B)		**18,101**	**(5,570)**	**10,353**	**2,877**	**(2,058)**	**18**	**23,721**
LIFO		**(235)**	**(36)**	**-**	**-**	**-**	**-**	**(271)**
LIFO-BASED EBITDA		**18,336**	**(5,534)**	**10,353**	**2,877**	**(2,058)**	**18**	**23,992**
LIFO-based EBITDA (excluding impairment losses)		**18,493**	**7,032**	**10,896**	**3,080**	**(2,012)**	**18**	**37,507**
Segment assets		**203,494**	**58,961**	**82,326**	**26,606**	**27,812**	**(143,804)**	**255,395**
goodwill	*12.4*	*1,071*	*110*	*2,422*	*769*	-	-	*4,372*
Additions to non-current assets (CAPEX)	*12.1,12.2,12.3,15.2.1*	**7,646**	**12,271**	**9,575**	**2,195**	**727**	**(50)**	**32,364**
Additions to non-current assets from business combinations	*12.1,12.2,12.3,15.2.1*	**1,231**	**-**	**2,221**	**611**	**-**	**-**	**4,063**

Total operating expenses *consist primarily of cost of sales. Selling, general and administrative expenses represent less than 10%.*

LIFO *– reflects the difference between operating profit/(loss) measured using the weighted-average cost of production or acquisition (as reported in the consolidated financial statements) and operating profit/(loss) measured using the LIFO (Last In, First Out) inventory valuation method. LIFO is an inventory cost formula under which the cost of the inventory items most recently received into stock is charged to cost first. Operating results measured using the LIFO method apply primarily to manufacturing companies, including ORLEN S.A., the ORLEN Unipetrol Group, the ORLEN Lietuva Group, the ORLEN Południe Group, and the ORLEN OIL Group.*

Under IFRS, the use of the LIFO inventory measurement method is not permitted. Accordingly, it is not applied under the Group's accounting policies and therefore not used in the Group's financial statements.

LIFO-based EBITDA *– operating profit/(loss) measured using the LIFO inventory valuation method, increased by depreciation and amortisation.*

LIFO-based EBITDA (excluding impairment losses) *– operating profit/(loss) measured using the LIFO inventory valuation method, increased by depreciation and amortisation, and adjusted for the reversal or recognition of impairment losses on property, plant and equipment, intangible assets and other assets.*

Capital expenditure (CAPEX) *comprises additions to property, plant and equipment, intangible assets, investment property, and right-of-use assets, together with the capitalisation of borrowing costs, less penalties received or receivable for defective contract performance. This item does not include CO_2 emission allowances purchased or received free of charge.*

Additions to non-current assets from business combinations *– additions to property, plant and equipment, intangible assets, investment property, and right-of-use assets arising from business combinations and asset acquisitions.*

Segment assets *– comprise all assets other than financial assets, tax assets, cash and cash equivalents, and immaterial items. Shared assets used by multiple operating segments are allocated using a revenue-based allocation key.*

Details of non-current assets by geographical region of operation are as follows:

	2025	**2024 (restated data)**
Poland	135,559	132,264
Norway	17,577	15,812
Czech Republic	4,825	11,341
Germany	4,853	4,227
Canada	2,114	2,073
Austria	483	815
Pakistan	602	629
Lithuania, Latvia, Estonia	297	347
United Arab Emirates	-	92
	166,310	**167,600**

Non-current assets by geographical area as at 31 December 2025 and 31 December 2024 comprise property, plant and equipment (Note 12.1), intangible assets (Note 12.3), goodwill (Note 12.4), investment property (Note 12.2), and right-of-use assets (Note 15.2.1).

For information on sales for each geographical region, see Note 11.2 (Geographical disaggregation of revenue – presented by the country of the customer's registered office).

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

11. NOTES TO THE STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

11.1 Revenue

SELECTED ACCOUNTING POLICIES

Revenue from sale of goods and services is recognised when (or as) the Group satisfies a performance obligation by transferring a promised good or service (i.e. an asset) to the customer, in an amount that reflects the consideration to which the Group expects to be entitled in exchange for that good or service. For contracts where the consideration comprises a variable amount, the Group applies the same principle and recognises revenue at the expected amount of consideration to the extent that it is highly probable that it will not be reversed in the future. The Group considers that the transfer of an asset occurs when the customer obtains control of the asset. The following circumstances indicate that control has been transferred in accordance with IFRS 15: the entity has a present right to payment for the asset, the customer has legal title to the asset, the customer has physical possession of the asset, the customer has the significant risks and rewards of ownership, and the customer has accepted the asset. Revenue comprises amounts received and receivable for goods delivered and services rendered, net of discounts, penalties, bonuses, value-added tax (VAT), excise duty, and the fuel levy. Revenue from sale of goods and services is adjusted for gains or losses arising on settlement of instruments designated in cash flow hedges that represent the effective portion of the hedge previously accumulated in the cash flow hedge reserve within equity, and is set out in the notes under the category corresponding to the nature of the hedged item for the reporting period.

For sales recognised over time, revenue is recognised based on progress towards complete satisfaction of the performance obligation, i.e. the transfer of control of the promised goods or services to the customer. The Group applies both output methods and input methods to measure progress towards satisfying performance obligations. When applying input methods, the Group excludes costs that do not reflect its performance in transferring control of goods or services to the customer. Under the output method, the Group mostly applies the practical expedient under which it recognises revenue in the amount it has a right to invoice, corresponding directly to the value to which the Group is entitled for goods and services transferred to the customer to date.

Where a significant financing component exists in contracts with customers, the Group presents the financing effects (interest income or expense) separately from revenue from contracts with customers, within other operating activities.

PROFESSIONAL JUDGEMENT

Based on its analysis of sales-contract clauses, the Group identified an agency model primarily in the sale and distribution of energy and in gas transmission, where such services are procured from suppliers outside the Group.

A liability under the Group's VITAY loyalty programme arises at the moment of each individual sale of goods and services at company-owned and franchised stations and from the crediting of VITAY points for other activities, such as purchases made by the Group's customers at partner e-stores. The liability is measured using a factor reflecting the probability of redemption, based on empirical data and the annual trend in points redeemed relative to points awarded to customers (85% in 2025 and 68.5% in 2024).

The Group has assessed that marketing services provided to suppliers in the Consumers & Products segment are inextricably linked to the purchase of those goods. Accordingly, revenue from marketing services reduces the costs of their purchase and of making them available for sale.

Revenue by product and category

2025	UPSTREAM & SUPPLY	DOWNSTREAM	ENERGY	CONSUMERS & PRODUCTS	CORPORATE FUNCTIONS	Total
Revenue from contracts with customers (IFRS 15)						
Sale of crude oil	2,061	-	-	-	-	**2,061**
Sale of gas, including:	49,026	-	-	22,620	-	**71,646**
Natural gas	*46,988*	-	-	*22,458*	-	***69,446***
*CNG******	-	-	-	*125*	-	***125***
*LNG*****	*1,738*	-	-	*37*	-	***1,775***
*NGL****	*300*	-	-	-	-	***300***
Sale of light distillates, including:	76	17,103	-	21,021	-	**38,200**
Gasoline	-	*15,889*	-	*19,342*	-	***35,231***
*LPG*******	*76*	*1,214*	-	*1,679*	-	***2,969***
Sale of middle distillates, including:	-	52,760	-	26,868	-	**79,628**
Diesel oil	-	*45,972*	-	*26,348*	-	***72,320***
Light fuel oil	-	*723*	-	*508*	-	***1,231***
Jet A-1	-	*6,065*	-	*12*	-	***6,077***
Sale of heavy fractions	-	8,205	-	-	-	**8,205**
Sale of electricity	440	4	5,039	9,164	-	**14,647**
Sale of petrochemical products, including:	-	9,481	-	-	-	**9,481**
Monomers	-	*2,726*	-	-	-	***2,726***
Polymers	-	*2,660*	-	-	-	***2,660***
Aromatics	-	*924*	-	-	-	***924***
Fertilisers	-	*1,285*	-	-	-	***1,285***
Plastics	-	*743*	-	-	-	***743***
PTA	-	*1,143*	-	-	-	***1,143***
Distribution services, including:	-	-	15,281	-	-	**15,281**
gas	-	-	*8,245*	-	-	***8,245***
heat	-	-	*139*	-	-	***139***
electricity	-	-	*6,897*	-	-	***6,897***
heat sold under approved tariffs	-	-	4,716	-	-	**4,716**
helium	257	-	-	-	-	**257**
Other	1,113	9,051*	2,474	8,732**	358	**21,728**
Revenue from contracts with customers (IFRS 15)	**52,973**	**96,604**	**27,510**	**88,405**	**358**	**265,850**
Compensation for electricity prices	**-**	**-**	**14**	**591**	**-**	**605**
Compensation for gaseous fuel prices	**-**	**-**	**1**	**21**	**-**	**22**
	52,973	**96,604**	**27,525**	**89,017**	**358**	**266,477**
Revenue outside the scope of IFRS 15	**829**	**35**	**261**	**193**	**32**	**1,350**
Total	**53,802**	**96,639**	**27,786**	**89,210**	**390**	**267,827**
By timing of transfer:						
At a point in time	37,449	87,966	4,757	42,861	308	**173,341**
Over time, including:	15,524	8,638	22,768	46,156	50	**93,136**
based on time and inputs used	*259*	*721*	*3*	*35*	*31*	***1,049***
based on output	*15,265*	*7,917*	*22,765*	*46,121*	*19*	***92,087***
	52,973	**96,604**	**27,525**	**89,017**	**358**	**266,477**
By contract duration:						
Short-term	50,556	96,497	26,229	80,320	357	**253,959**
Long-term	2,417	107	1,296	8,697	1	**12,518**
	52,973	**96,604**	**27,525**	**89,017**	**358**	**266,477**
By type of contract:						
Fixed-price contracts	52,811	90,393	27,044	78,219	342	**248,809**
Variable-price contracts	162	6,211	481	10,798	16	**17,668**
	52,973	**96,604**	**27,525**	**89,017**	**358**	**266,477**

2024	UPSTREAM & SUPPLY (restated)	DOWNSTREAM (restated)	ENERGY (restated)	CONSUMERS & PRODUCTS (restated)	CORPORATE FUNCTIONS (restated)	Total (restated)
Revenue from contracts with customers (IFRS 15)						
Sale of crude oil	3,861	-	-	-	-	**3,861**
Sale of gas, including:	48,468	-	-	25,802	-	**74,270**
Natural gas	*47,549*	-	-	*25,589*	-	***73,138***
*CNG******	-	-	-	*124*	-	***124***
*LNG*****	*510*	-	-	*89*	-	***599***
*NGL****	*409*	-	-	-	-	***409***
Sale of light distillates, including:	75	18,994	-	22,939	-	**42,008**
Gasoline	-	*17,862*	-	*21,159*	-	***39,021***
*LPG********	*75*	*1,132*	-	*1,780*	-	***2,987***
Sale of middle distillates, including:	-	58,120	-	30,651	-	**88,771**
Diesel oil	-	*51,160*	-	*30,128*	-	***81,288***
Light fuel oil	-	*848*	-	*507*	-	***1,355***
Jet A-1	-	*6,112*	-	*16*	-	***6,128***
Sale of heavy fractions	-	10,179	-	-	-	**10,179**
Sale of electricity	475	5	6,567	10,524	-	**17,571**
Sale of petrochemical products, including:	-	12,306	-	-	-	**12,306**
Monomers	-	*3,237*	-	-	-	***3,237***
Polymers	-	*3,470*	-	-	-	***3,470***
Aromatics	-	*1,457*	-	-	-	***1,457***
Fertilisers	-	*1,350*	-	-	-	***1,350***
Plastics	-	*972*	-	-	-	***972***
PTA	-	*1,820*	-	-	-	***1,820***
Distribution services, including:	-	-	12,328	-	-	**12,328**
gas	-	-	*5,920*	-	-	***5,920***
heat	-	-	*123*	-	-	***123***
electricity	-	-	*6,285*	-	-	***6,285***
heat sold under approved tariffs	-	-	4,658	-	-	**4,658**
helium	318	-	-	-	-	**318**
Other	2,729	9,340*	2,451	3,540**	400	**18,460**
Revenue from contracts with customers (IFRS 15)	**55,926**	**108,944**	**26,004**	**93,456**	**400**	**284,730**
Compensation for electricity prices	**-**	**-**	**421**	**1,451**	**-**	**1,872**
Compensation for gaseous fuel prices	**-**	**-**	**455**	**3,582**	**-**	**4,037**
	55,926	**108,944**	**26,880**	**98,489**	**400**	**290,639**
Revenue outside the scope of IFRS 15	**3,253**	**30**	**82**	**850**	**32**	**4,247**
Total	**59,179**	**108,974**	**26,962**	**99,339**	**432**	**294,886**
By timing of transfer:						
At a point in time*******	37,805	77,232	6,662	47,111	388	**169,198**
Over time, including:	18,121	31,712	20,218	51,378	12	**121,441**
based on time and inputs used	*376*	*903*	*182*	*50*	*12*	***1,523***
*based on outputs********	*17,745*	*30,809*	*20,036*	*51,328*	-	***119,918***
	55,926	**108,944**	**26,880**	**98,489**	**400**	**290,639**
By contract duration:						
Short-term	51,219	108,851	25,352	90,762	400	**276,584**
Long-term	4,707	93	1,528	7,727	-	**14,055**
	55,926	**108,944**	**26,880**	**98,489**	**400**	**290,639**
By type of contract:						
Fixed-price contracts	55,626	101,850	26,339	88,551	382	**272,748**
Variable-price contracts	300	7,094	541	9,938	18	**17,891**
	55,926	**108,944**	**26,880**	**98,489**	**400**	**290,639**

* *Other mainly comprises brine, residual salt, acetone, phenol and industrial gases, along with sulphur, ammonia, lubricants, isomerisates, paraffins, glycols, ethylene oxide, pyrolysis petrol, extracts, and slack wax. Also included is revenue from the sale of services and materials.*

** *Other mainly comprises non-fuel goods.*

*** *Natural gas liquids: gas consisting of molecules heavier than methane, including ethane, propane, butane, and isobutane.*

**** *LNG – Liquefied natural gas.*

***** *CNG – Compressed natural gas.*

****** *LPG – Liquefied petroleum gas.*

******* *Compared with the 2024 financial statements, the presentation of revenue from gas sales on commodity exchanges – classified as revenue recognised at a point in time – has been changed.*

In 2025 and 2024, the Group did not identify any major customers for which revenue from sales exceeded 10% of the ORLEN Group’s total revenue.
In 2025, more than 10% of the Group's total revenue was generated from transactions executed on the Polish Power Exchange (TGE) and cleared by the Polish Power Exchange Clearing House (IRGiT).

11.2 Geographical disaggregation of revenue – presented by the country of the customer’s registered office

	2025	2024 (restated)	% share 2025	% share 2024 (restated)
Revenue from contracts with customers				
Poland	171,632	192,239	64.1%	65.2%
Germany	24,014	20,580	9.0%	7.0%
Czech Republic	17,118	19,561	6.4%	6.6%
Lithuania, Latvia, Estonia	12,214	12,709	4.6%	4.3%
Austria	4,246	5,239	1.6%	1.8%
Other countries, including:	37,253	40,311	13.8%	13.6%
Netherlands	*7,682*	*9,373*	*2.9%*	*3.2%*
Ukraine	*5,523*	*4,405*	*2.1%*	*1.5%*
Switzerland	*3,978*	*5,332*	*1.5%*	*1.8%*
United Kingdom	*3,783*	*6,449*	*1.4%*	*2.2%*
Hungary	*2,779*	*2,589*	*1.0%*	*0.9%*
Slovakia	*1,815*	*2,042*	*0.7%*	*0.7%*
Ireland	*1,030*	*966*	*0.4%*	*0.3%*
	266,477	**290,639**	99.5%	98.5%
outside the scope of IFRS 15	**1,350**	**4,247**	0.5%	1.5%
	267,827	**294,886**	**100.0%**	**100.0%**

Performance obligations

Under its contractual arrangements, the Group undertakes to supply customers principally with refined and petrochemical products and goods, electricity and heat, crude oil, natural gas, electricity distribution and gas transmission services, geophysical and geological services, and connection services. The Group acts as the principal in fulfilling these obligations.

Transaction prices in contracts with customers are not subject to restrictions, other than for customers whose tariffs must be approved by the President of the Energy Regulatory Office (URE). These restrictions apply mainly to the Energy segment and the Consumers & Products segment, and relate primarily to the sale and distribution of electricity and heat and to the sale and distribution of gaseous fuels. The Group does not enter into contracts that provide for material refunds of consideration or other similar obligations.

Warranties provided under the contracts serve to assure the customer that the relevant product complies with the agreed specifications. They do not represent a distinct service.

Most of the Group's sales are on deferred payment terms. Payment terms in contracts with customers are generally 30 days or less; however, for petrochemical products in the Downstream segment and for sales in the Upstream & Supply segment, payment terms generally do not exceed 60 days. For significant customers, extended credit periods may be granted where commercially justified. Additionally, the Consumers & Products segment operates cash sales at service stations. Payments are generally due upon the transfer of control of goods or completion of services.

Revenue from the supply of electricity, heat and gaseous fuel, and from electricity distribution, heat transmission and distribution, and gas transmission and distribution, is recognised in ten-day, monthly or bi-monthly cycles based on invoiced volumes and prices, plus estimation adjustments. Revenue estimation adjustments for electricity are determined on the basis of reports from billing systems, as well as forecasts of customers’ demand for electricity and prices for estimated days of electricity consumption, and as a result of electricity balance reconciliations. The value of gaseous fuel delivered to retail customers but not yet invoiced is estimated based on historical consumption profiles in comparable reporting periods. The estimated revenue from gaseous fuel sales is calculated as the product of volumes allocated to specific tariff groups and the rates set out in the applicable tariff.

Macroeconomic environment

The Group operates in a volatile macroeconomic environment. Economic conditions, the labour market and macroeconomic trends materially influence the consumption of fuels, electricity and gas, and petrochemical products, which in turn affects their sales volumes and prices. Margins in the Downstream, Upstream & Supply and Energy segments are driven primarily by market quotations for refined and petrochemical products, crude oil, natural gas, electricity, and CO_2 emission allowances. The prices of crude oil and natural gas are shaped by factors such as demand fluctuations, production levels, global crude oil inventories, and fuel price quotations. Recently, geopolitical tensions and market tensions associated with the energy transition have re-emerged among the factors influencing crude oil and natural gas prices.

Gross Domestic Product (GDP) is the primary indicator reflecting economic conditions. Driven by consumption, capital expenditure and exports, GDP provides a basis for assessing where the economy stands in the cycle. Changes in GDP typically correlate with movements in unemployment rates, fuel consumption, and demand for electricity and gas. The overall condition of the economy, measured by GDP among other indicators, influences both current and future consumer behaviour.

Disaggregation of revenue into categories reflecting significant economic factors affecting its recognition

The disaggregation of revenue by product and geographical region is set out in Notes 11.1 and 11.2. The Group disaggregates revenue by the categories set out in Note 11.1 based on:

- Type of contract

Most of the Group's contracts with customers for the supply of goods or services are on fixed-price terms, meaning that revenue already recognised will not change. The Group treats as variable consideration the revenue arising from contracts where: the consideration is based on a variable fee linked to sales volumes; customers have rights to discounts and bonuses; certain revenue relates to penalties charged; or the selling price of services is determined based on costs incurred.

- Timing of transfer

Where control of goods is transferred at a point in time, revenue is recognised, and customer settlements occur upon each delivery.

Most point-in-time revenue is generated within the Consumers & Products segment from the sale of goods and services at service stations, where the performance obligation is satisfied and settlement with customers takes place when the goods are released, except for goods sold under the Flota Programme, where settlement with customers is generally on a two-weekly basis.
Revenue recognised at a point in time includes gas sales on commodity exchanges and network connection fees, recognised upon completion of connection works.
For goods and services where customers simultaneously receive and consume benefits without formal sales documentation, revenue is recognised over time. The Group applies output methods for over-time revenue recognition, principally for sales and distribution services of electricity, heat and gas, for petrochemical products, and for fuel sales through the Flota Programme. In the Downstream and Upstream & Supply segments, for continuous deliveries of goods transported through pipelines, legal title to the transferred goods passes to the customer at a designated point within the installation. This moment is considered the date of sale.

- Contract duration

In the Group, the duration of most contracts is short-term.
As at 31 December 2025, the Group analysed the transaction price allocated to unsatisfied performance obligations. Unsatisfied or partially unsatisfied performance obligations as at 31 December 2025 primarily related to contracts for the sale of electricity, gas and other energy utilities to business and institutional customers, and to parcel-delivery and -collection services. These contracts are either expected to be completed within twelve months or are open-ended with termination notice periods of twelve months or less. As these obligations form part of contracts that can be considered short-term, or where revenue from satisfying performance obligations is recognised in the amount the Group has the right to invoice, the Group has applied the practical expedient under which it does not disclose the aggregate transaction price allocated to outstanding performance obligations.

- Sales channels

The Group primarily generates revenue from direct sales to customers through its own, leased, or franchised sales channels. The Group manages the network of 3,546 service stations: 2,936 Group-owned stations and 610 stations operated under franchise agreements.
In addition, the Group's direct sales to customers are delivered through a complementary network of fuel terminals, inland transhipment terminals, pipeline networks, rail transport, and road tankers. Sales and distribution of gas and electricity are conducted primarily through the Group's own distribution infrastructure.

11.3 Operating expenses

SELECTED ACCOUNTING POLICIES

Cost of sales comprises the cost of goods and services sold and inventory write-downs to net realisable value. Costs are adjusted for gains or losses arising from the settlement of instruments hedging cash flows relating to these costs. Additionally, costs are reduced by grants, including compensation, relating to the relevant cost items. The line item 'Cost of gas' comprises the cost of gas purchased from domestic and foreign sources, together with a justified portion of system and transaction charges, extraction costs from domestic sources and nitrogen rejection costs.
Selling expenses comprise sales agency costs, trading expenses, advertising and promotion costs, and distribution costs, as well as fees incurred by the Group under regulatory requirements calculated based on the volume of certain goods placed on the market, such as the National Reduction Target (NCR) and the National Indicative Target (NCW).
General and administrative expenses comprise costs associated with managing and administering the Group as a whole.
For crude oil produced on the Norwegian Continental Shelf, where the Group holds joint interests in individual licences with other interest holders, the volume of crude oil sold to customers may differ from the volume attributable to the Group as a licence holder in the reporting period. If the production volume exceeds the sales volume, an underlift asset is recognised in the consolidated financial statements. Conversely, if the volume of crude oil sold during a reporting period exceeds the production volume attributable to the Group, an overlift liability is recognised. The underlift asset and overlift liability are measured based on market values as at the reporting date. Changes in the carrying amount of production surpluses or deficits of hydrocarbons relative to volumes sold are recognised in profit or loss for the current period as an adjustment to the cost of sales.

11.3.1 Operating costs

	2025	2024 (restated)	% share 2025	% share 2024
Raw materials and consumables used	(82,965)	(108,622)	34.3%	39.7%
Cost of gas	(55,214)	(56,419)	22.8%	20.7%
Cost of goods held for resale and materials sold	(42,784)	(36,968)	17.7%	13.5%
Services	(18,220)	(17,684)	7.5%	6.5%
Employee benefits, including:	(14,208)	(13,149)	5.9%	4.8%
salaries and wages	*(10,931)*	*(10,221)*	*4.5%*	*3.7%*
social security contributions	*(2,102)*	*(1,916)*	*0.9%*	*0.7%*
Depreciation and amortisation	(14,243)	(14,014)	5.9%	5.1%
Taxes and charges, including:	(11,969)	(26,789)	4.9%	9.7%
contribution to the Price Difference Compensation Fund	-	*(15,417)*	*0.0%*	*5.6%*
Other*	(2,214)	447	1.0%	0.0%
Operating expenses	**(241,817)**	**(273,198)**	**100.0%**	**100.0%**
Cost of sales	(220,205)	(252,398)		
Selling expenses	(14,829)	(14,677)		
General and administrative expenses	(6,783)	(6,123)		

** 'Other' comprises changes in inventories and cost of products and services for own use and other.*

11.4 Other operating income and other operating expenses

SELECTED ACCOUNTING POLICIES

Other operating income and expenses

Within other operating activities, the Group recognises income and expenses unrelated to its core operations, including:

- *interest income on trade receivables;*
- *the recognition or reversal of impairment losses on property, plant and equipment, intangible assets, and other assets;*
- *gains or losses on the settlement and/or measurement of derivatives not designated in hedge accounting relationships, for exposures associated with operating and investing activities, including derivatives hedging the foreign exchange risk arising on those exposures; and*
- *foreign exchange gains and losses on trade receivables and trade payables are presented net, as the excess of such gains over such losses, or vice versa.*

11.4.1 Other operating income

	NOTE	2025	2024 (restated)
Gain on disposal of non-current non-financial assets		133	67
Reversal of impairment losses on property, plant and equipment, intangible assets, and other assets	*10, 12.6.3*	1,656	4,844
Reversal of provisions		361	163
Interest income		232	168
Net foreign exchange gains exchange differences on trade receivables and payables		1,023	-
Penalties and compensation		403	1,142
Government grants		172	251
Arbitration award – interest on overcharges for natural gas		527	-
Gains on settlement and/or measurement of derivative instruments, including:		2,762	3,212
not designated in hedge accounting relationships – settlement and measurement		*2,466*	*2,688*
cash flow hedge derivatives – ineffective portion, settlement and measurement		*206*	*326*
Other		523	687
		7,792	**10,534**

In 2025, reversals of impairment losses on property, plant and equipment, intangible assets, goodwill and other assets were driven mainly by the release of the provision for well decommissioning and by an increase in the production potential of the Kościan–Brońsko field on ORLEN's production assets within the Upstream & Supply segment.

The item 'Arbitration award – interest on overcharges for natural gas' relates to the recognition in the fourth quarter of 2025 of PLN 527 million following the final award rendered by the arbitral tribunal in favour of ORLEN on ORLEN's claim against Gazprom for interest on overcharges for natural gas supplied under the Yamal Contract in 2014–2020. For more information, see Note 15.4.1.

11.4.2 Other operating expenses

	NOTE	2025	2024 (restated)
Loss on disposal of non-current non-financial assets		(55)	(113)
Recognition of impairment losses on property, plant and equipment, intangible assets, goodwill, and other assets	*10, 12.6.3*	(17,933)	(18,359)
Provisions recognised		(1,682)	(794)
Net foreign exchange losses exchange differences on trade receivables and payables		-	(199)
Penalties, damages and compensation		(118)	(108)
(Losses) on settlement and/or measurement of derivative instruments, including:		(3,251)	(1,763)
not designated in hedge accounting relationships – settlement and measurement		*(2,991)*	*(1,168)*
cash flow hedge derivatives – ineffective portion, settlement and measurement		*(128)*	*(237)*
Other, including:		(593)	(731)
benefits provided free of charge		*(182)*	*(338)*
		(23,632)	**(22,067)**

In 2025, impairment losses recognised on property, plant and equipment, intangible assets, goodwill and other assets mainly related to impairment charges recognised in the Downstream, Upstream & Supply and Energy segments. For more information, see Note 12.6.

The recognition of provisions in 2025 related mainly to a potential liability of PLN (783) million to Gazprom arising from the retroactive settlement of the Yamal Contract price for the period from January 2018 to January 2021, and to a provision recognised in the ENERGA Group for a potential obligation, arising from the administrative decision of the President of the URE dated 6 March 2026, to transfer PLN (551) million to the Price Difference Compensation Fund.
For more information, see Note 15.4.1.

Gains/(losses) on settlement and/or measurement of derivative instruments

In 2025 and 2024, the net measurement and settlement of derivative financial instruments not designated in hedge accounting relationships, presented within other operating activities, mainly related to hedging purchase and sale prices of natural gas and sale prices of electricity (commodity futures and forwards), and to the ineffective portion of hedge accounting arising from timing mismatches on crude oil purchases. In addition, the effect of the measurement and settlement of foreign currency forward contracts related to the hedging of foreign exchange risk arising from the Group's operating activities, mainly in USD, was recognised within other operating activities.

11.5 Finance income and finance costs

SELECTED ACCOUNTING POLICIES

Finance income and finance costs
Interest income mainly comprises interest on investments in debt instruments, in particular loans, as well as on cash. Such income is calculated using the effective interest method on the amortised-cost carrying amount. Other interest income includes, inter alia, interest on leases.
Other interest expense comprises interest costs arising from financing obtained by the Group, including interest on lease liabilities measured at amortised cost, as well as bank fees and commissions.
Finance income and costs also include interest accrued on the provision for employee benefits and gains or losses on the settlement and/or measurement of derivatives not designated in hedge accounting relationships, to the extent they relate to exposures associated with financing activities.
Foreign exchange gains and losses, excluding exchange differences on trade receivables and trade payables, are presented net, as the excess of such gains over such losses, or vice versa.

11.5.1 Finance income

	2025	2024 (restated)
Interest income from financial assets measured at amortised cost	1,001	727
Other interest income (including interest on leases)	58	92
Net foreign exchange gains	152	234
Gains on the settlement and/or measurement of derivative financial instruments not designated in hedge accounting relationships	198	99
Other	77	86
	1,486	**1,238**

11.5.2 Finance costs

	NOTE	2025	2024 (restated)
Interest expense on financial liabilities measured at amortised cost		(385)	(29)
Other interest expense (including interest on leases)		(1,029)	(787)
Losses on the settlement and/or measurement of derivative financial instruments not designated in hedge accounting relationships		(475)	(95)
(Impairment loss) on loans	*11.6*	(456)	(59)
Other		(610)	(532)
		(2,955)	**(1,502)**

Gains/(losses) on the settlement and/or measurement of derivative financial instruments not designated in hedge accounting relationships

In 2025 and 2024, the net fair value measurement and settlement of derivative financial instruments not designated in hedge accounting relationships mainly related to hedging currency risk on liquidity-management transactions (foreign currency forwards) and hedging interest rate risk (interest rate swaps and cross-currency interest rate swaps). In January 2025, upon the issuance of 10-year, fixed-rate USD-denominated bonds, the Group entered into cross-currency interest rate swaps (CCIRS) that (i) exchanged the fixed USD coupon for a floating EURIBOR-linked rate and (ii) converted the bond principal from USD into EUR. Consistent with the Group's Market Risk Management Policy, the Group optimises the structure of fixed-rate debt relative to total debt (the FIXED-to-TOTAL ratio). The switch from USD to EUR exposure mirrors the Group's larger current and forecast natural long position in EUR relative to USD, thereby facilitating servicing of the bond liabilities. As part of optimising the FIXED-to-TOTAL ratio, and to benefit from the expected decline in euro interest rates, the fixed rate was swapped for a floating rate while maintaining an optimal ratio of fixed-rate debt to total debt. Additionally, to reduce funding costs, the benchmark reference rate was changed from the higher-yielding SOFR to six-month EURIBOR. Measurement and settlement of derivative financial instruments were driven primarily by movements in PLN/EUR and PLN/USD exchange rates and by changes in EURIBOR.

11.6 (Impairment loss)/reversal of impairment loss on trade receivables and other financial assets

	NOTE	2025	2024 (restated)
(Impairment loss) on trade receivables		(1,111)	(793)
(Impairment loss) on interest accrued on trade receivables		(80)	(85)
Reversal of impairment loss on trade receivables		900	436
Reversal of impairment loss on interest accrued on trade receivables		56	50
Impairment losses on other receivables		(11)	(60)
Reversal of impairment losses on other receivables		33	4
		(213)	**(448)**
(Impairment loss) on loans	*11.5.2*	(466)	(70)
Reversal of impairment loss on loans	*11.5.2*	10	11
		(456)	**(59)**
		(669)	**(507)**

(Impairment loss) / reversal of impairment loss on trade receivables and other financial assets presented in profit or loss:

- within operating activities, relates to the impairment of trade receivables and other receivables;
- within financing activities, relates to the impairment of loans and other financial instruments.

11.7 Items of income, expenses, profit or loss and other comprehensive income

		2025	2024 (restated)
Net profit/(loss) for the period	*Measured at amortised cost*	1,711	255
	Measured at fair value through profit or loss	(832)	1,525
	Hedging instruments recognised in profit or loss for the period	36	(72)
	Hedging instruments recognised in other comprehensive income	3,084	(2,788)
	Outside the scope of classification and measurement under IFRS 9	(659)	(595)
	Measured at fair value through other comprehensive income	(249)	(7)
		3,091	**(1,682)**

11.8 Income tax

SELECTED ACCOUNTING POLICIES

Income tax comprises current and deferred tax. Current income tax is the amount determined under applicable tax legislation, calculated on taxable profit for the period and recognised as a liability to the extent unpaid, or as a receivable to the extent tax already paid exceeds the amount due.
Deferred tax assets and liabilities are classified entirely as non-current and are not discounted. They are offset at the level of separate financial statements of individual Group companies if there is an enforceable legal right to offset the recognised amounts and they relate to income taxes levied by the same taxation authority on the same taxable entity.
Deferred tax is measured using tax rates expected to apply when the carrying amounts of assets are realised or liabilities are settled, based on tax rates and tax legislation enacted or substantively enacted as at the reporting date.
The impact of deferred tax is recognised in profit or loss for the period, except when deferred tax arises from transactions or events recognised outside profit or loss – in other comprehensive income or directly in equity – or when it arises from a business combination.

ESTIMATES

The Group recognises a deferred tax asset for deductible temporary differences, including unused tax losses carried forward and unused tax credits, to the extent that it is probable that future taxable profit will be available against which they can be used. The assessment of this probability is based on forecasts of taxable profit expected to be generated in future years.

	2025	2024 (restated)
Income tax recognised in the statement of profit or loss		
Current tax	(6,165)	(6,218)
Deferred tax	(200)	(338)
	(6,365)	**(6,556)**
Deferred tax recognised in other comprehensive income		
Hedging instruments	(368)	530
Actuarial gains and losses	32	6
Gains/(losses) on investments in equity instruments measured at fair value through other comprehensive income	39	-
	(297)	**536**
Current income tax recognised in other comprehensive income		
Hedging instruments	(163)	-
	(6,825)	**(6,020)**

International Tax Reform – Pillar Two

The Pillar Two tax reform introduces the general framework for a global minimum tax, and is an outcome of the BEPS 2.0 project led by the Organisation for Economic Co-operation and Development (OECD).

The objective of the Pillar Two tax reform is to limit competition between jurisdictions with respect to corporate income tax rates by establishing a global minimum level of taxation.
The Pillar Two framework introduces a top-up tax, requiring affected groups to pay an additional amount of tax when the effective tax rate (ETR) of a given group in a given jurisdiction falls below 15% for the relevant tax year, and should result in the attainment of a 15% minimum level of income taxation. The new rules apply to entities within groups whose annual consolidated revenue exceeds EUR 750 million in at least two of the four tax years immediately preceding the tested tax year.

The Group monitors legislative progress on implementing the Pillar Two reform provisions in all jurisdictions in which Group entities are located, and analyses their impact on ORLEN and the Group. Companies in which ORLEN holds direct or indirect equity interests, as well as branches and other constituent entities, are located in numerous countries across Europe and worldwide.

As at 31 December 2025, domestic top-up tax legislation had been implemented in jurisdictions including Poland, the Czech Republic, Germany, Norway, Austria, Switzerland, Sweden and Cyprus. Domestic legislation implementing the Pillar Two reform is still in progress, including in Lithuania. In total, close to 60 Group constituent entities located in 14 foreign jurisdictions are subject to qualifying local top-up tax requirements for 2025.

In Poland, the Pillar Two tax reform was introduced into domestic law with effect from 1 January 2025 through the Act of 6 November 2024 on top-up taxation of constituent entities of multinational and domestic groups (the Top-up Tax Act), with the option of voluntary application from 1 January 2024; however, ORLEN and the constituent entities located in Poland did not exercise the option to apply those provisions voluntarily with effect from 1 January 2024.

2025 was the first year in which ORLEN, as the ultimate parent entity, and the ORLEN Group constituent entities located in Poland were subject to the top-up tax rules.

Taking into account the global top-up tax requirements applicable to ORLEN as the ultimate parent entity, and the local top-up tax requirements in individual jurisdictions, in total approximately 260 Group constituent entities across 36 countries are subject to the obligation to determine top-up tax for 2025.

In response to the new regulatory requirements, the Group is running a project to align its reporting processes and to determine the impact of the global minimum tax provisions on its tax expense in each of the jurisdictions in which it operates. Work is also under way to assess, inter alia, whether the transitional safe harbour provisions may be applied, allowing the use of simplified rules for calculating top-up tax and thereby reducing the obligations arising under Pillar Two. In addition, under the Pillar Two rules, the top-up tax due from the Group in a given jurisdiction may be regarded as zero in a given tax year if the effective tax rate of constituent entities located in that jurisdiction satisfies the safe-harbour conditions.

Analyses and calculations performed on the basis of 2025 data for 36 tax jurisdictions, including Poland, and based, among other things, on effective tax rate calculations and available exclusions, indicated that a liability arose in Switzerland in respect of the domestic top-up tax for 2025. The impact of that liability on these consolidated financial statements of the Group is assessed as immaterial.

Information on the effective tax rate for 2025 and the comparative period is set out in Note 11.8.1. The Group has applied the exception permitted by the amendments to IAS 12 issued in May 2023, under which it is not required to recognise deferred tax assets and liabilities relating to Pillar Two income taxes, nor to disclose information on such assets and liabilities.

11.8.1 Reconciliation of effective tax rate

	NOTE	2025	2024 (restated)
Profit before tax		**9,013**	**9,303**
Income tax computed at Poland's statutory tax rate of 19%		(1,712)	(1,768)
Differences between statutory tax rates		(2,072)	(3,127)
Norway (78%)		*(2,105)*	*(2,926)*
ORLEN S.A.'s foreign branches		*(109)*	*(119)*
Germany (30% and 33%)		*(49)*	*(41)*
Lithuania (16%)		*-*	*(106)*
Czech Republic (21%)		*137*	*66*
Other countries		*54*	*(1)*
Impairment losses on property, plant and equipment and intangible assets		(2,332)	(958)
Tax losses		(545)	(262)
Free allocations of energy rights		(45)	(157)
Investments accounted for using the equity method		97	(27)
Tax relief		178	(71)
(Impairment loss)/reversal of impairment loss on other financial assets		(105)	5
Other		171	(191)
Income tax	*11.8*	**(6,365)**	**(6,556)**
Effective tax rate		**71%**	**70%**

For upstream activities in Norway (ORLEN Upstream Norway AS), the tax rate is 78% of the taxable base. In 2025, the Group's operations on the Norwegian Continental Shelf were subject to two parallel tax regimes:

- corporate income tax at a rate of 22%;
- special petroleum tax regime at an additional effective tax rate of 56%.

The high overall tax rate in Norway is accompanied by a number of investment incentives and additional deductions. The key tax incentives include:

- accelerated depreciation of capital expenditure. In the year in which the capital expenditure is incurred, the company is entitled to a full annual depreciation allowance, irrespective of the date on which the expenditure was incurred;
- investment allowance (uplift) for projects approved for implementation before the end of 2022. This uplift applies to capital expenditure on the Norwegian Continental Shelf (excluding exploration costs) and amounted to 12.40% of the expenditure in 2025. The allowance is deductible solely against the petroleum tax base and does not apply to corporate income tax. For projects approved prior to 2022, the preferential rules will remain in effect until production commences from these projects. This is particularly important for the ORLEN Group, which is progressing six projects qualifying for the investment allowance;
- full tax consolidation is permitted for eligible projects. This enables the company to reduce the tax payable on hydrocarbon production from already-developed fields by incurring capital expenditure on new fields that qualifies for immediate depreciation;
- exploration costs are fully deductible from taxable income;
- financing costs are deductible under both tax regimes.

The tax incentives described above materially improve the profitability of ongoing investment projects in Norway and substantially accelerate the return on invested capital.

11.8.2 Deferred tax

	01/01/2025 (restated)	Deferred tax recognised in profit or loss	Deferred tax recognised in other comprehensive income	Exchange differences on translation of foreign operations	Business combinations	Disposal of interests in licences on the Norwegian Continental Shelf	31/12/2025
Deferred tax assets							
Temporary differences arising from non-current assets	243	(98)	-	-	-	-	145
Impairment losses on assets	5,567	660	50	19	-	-	6,296
Provisions and accruals	4,453	407	32	(38)	-	-	4,854
Tax losses	1,093	(640)	-	(18)	-	-	435
Measurement of derivative financial instruments	288	230	134	-	-	-	652
Lease liabilities	1,379	(274)	-	9	-	-	1,114
Investment tax relief	-	43	-	(1)	-	-	42
Unrealised exchange differences	19	18	-	-	1	-	38
Other	962	58	-	(14)	-	-	1,006
	14,004	**404**	**216**	**(43)**	**1**	**-**	**14,582**
Deferred tax liabilities							
Temporary differences arising from non-current assets	20,302	486	11	(165)	2	(36)	20,600
Unrealised exchange differences	415	221	-	(1)	-	-	635
Measurement of derivative financial instruments	673	77	502	1	-	-	1,253
Other	1,305	(180)	-	41	-	-	1,166
	22,695	**604**	**513**	**(124)**	**2**	**(36)**	**23,654**
	(8,691)	**(200)**	**(297)**	**81**	**(1)**	**36**	**(9,072)**

	01/01/2024 (restated)	Deferred tax recognised in profit or loss	Deferred tax recognised in other comprehensive income	Exchange differences on translation of foreign operations	Business combination	Exclusion from consolidation	Disposal of interests in licences on the Norwegian Continental Shelf	31/12/2024 (restated)
Deferred tax assets								
Temporary differences arising from non-current assets	170	60	-	-	14	(1)	-	243
Impairment losses on assets	4,700	876	-	(8)	-	(1)	-	5,567
Provisions and accruals	3,716	252	6	(160)	648	(9)	-	4,453
Tax losses	866	245	-	(18)	-	-	-	1,093
Measurement of derivative financial instruments	1,929	(2,153)	512	-	-	-	-	288
Lease liabilities	1,311	79	-	(13)	3	(1)	-	1,379
Investment tax relief	68	(70)	-	2	-	-	-	-
Unrealised exchange differences	49	(30)	-	-	-	-	-	19
Other	491	468	(4)	8	-	(1)	-	962
	13,300	**(273)**	**514**	**(189)**	**665**	**(13)**	**-**	**14,004**
Deferred tax liabilities								
Temporary differences arising from non-current assets	18,953	1,184	-	(630)	899	(2)	(102)	20,302
Unrealised exchange differences	462	(24)	-	(23)	-	-	-	415
Measurement of derivative financial instruments	1,668	(973)	(18)	(4)	-	-	-	673
Other	1,379	(122)	(4)	(1)	53	-	-	1,305
	22,462	**65**	**(22)**	**(658)**	**952**	**(2)**	**(102)**	**22,695**
	(9,162)	**(338)**	**536**	**469**	**(287)**	**(11)**	**102**	**(8,691)**

As at 31 December 2025 and 31 December 2024, deferred tax assets amounted to PLN 1,903 million and PLN 2,088 million, respectively, and deferred tax liabilities amounted to PLN 10,975 million and PLN 10,779 million, respectively.

Unrecognised deferred tax assets

Deferred tax assets have not been recognised for the items below, as it is not probable that the Group will generate future taxable profits against which the related benefits could be used.

	31/12/2025		31/12/2024 (restated)	
	Gross carrying amount	Tax effect	Gross carrying amount	Tax effect
Tax losses*	9,001	1,663	6,945	1,250
Unused tax credits	244	39	2	-
Other deductible temporary differences, including:	13,596	2,825	5,027	914
impairment losses on property, plant and equipment, intangible assets and right-of-use assets	10,910	2,263	2,056	409
	22,841	**4,527**	**11,974**	**2,164**

** Unutilised tax losses mainly related to ANWIL S.A., ORLEN Trading Switzerland GmbH, companies in the ENERGA Group, the ORLEN Termika Group, and the Unipetrol Group.*

Expiry of items for which deferred tax assets have not been recognised

	31/12/2025	Expiry date	31/12/2024 (restated)	Expiry date
Tax losses				
	6,785	2026-2030	5,276	2025-2029
	2,201	over 5 years	1,662	over 5 years
	15	indefinite	7	indefinite
	9,001		**6,945**	
Unused tax credits				
	244	2026-2030	2	2025-2029
	244		**2**	
Other deductible temporary differences				
	716	2026-2030	2,532	2025-2029
	12,880	indefinite	2,495	indefinite
	13,596		**5,027**	
	22,841		**11,974**	

ENERGA Tax Group (PGK ENERGA)

On 26 October 2023, an agreement was executed establishing a new tax group under the name PGK ENERGA 2024 for a term of three tax years, from 1 January 2024 to 31 December 2026. The agreement was registered by a decision of the Head of the First Mazovian Tax Office in Warsaw dated 29 November 2023.

PGK ENERGA 2024 comprises the following companies: Energa S.A., Energa-Operator S.A., Energa Wytwarzanie S.A., Energa Logistyka Sp. z o.o., and Energa Oświetlenie Sp. z o.o.

Energa S.A. was designated as the company representing PGK ENERGA 2024 for obligations arising under the Corporate Income Tax Act and the Tax Ordinance.

For corporate income tax purposes, the taxable income of PGK ENERGA 2024 is the aggregate of income from two revenue sources: income from capital gains and income from other revenue sources. Income from a given source is the excess of the aggregate income derived by all PGK ENERGA 2024 members from that source over the aggregate losses incurred by those members from the same source.

12. NOTES TO THE STATEMENT OF FINANCIAL POSITION

12.1 Property, plant and equipment

SELECTED ACCOUNTING POLICIES

Property, plant and equipment are measured and presented in the statement of financial position at net carrying amount, which represents the purchase price or cost of production, adjusted for subsequent improvement costs, less accumulated depreciation and impairment losses.

The initial cost of property, plant and equipment is increased by the discounted value of provisions for reclamation, remediation, restoration of contaminated soil and groundwater, and decommissioning of property, plant and equipment, including costs relating to the decommissioning of production and storage wells, to which the Group is obligated on the installation, construction or acquisition of the given asset. Amounts arising from discounted provisions and recognised as part of property, plant and equipment are depreciated over the assets' useful lives.

The initial cost of constructed gas pipelines or gas storage facilities (classified as Buildings and structures) also comprises the value of the gas used for their initial filling. The volume of gas used for the initial filling of a pipeline or storage chamber corresponds to the amount required to achieve the minimum operating pressure of the pipeline or storage facility.

Routine maintenance, repairs, and servicing costs related to property, plant and equipment are recognised in profit or loss as incurred.

Costs of major overhauls, repairs, and periodic inspections are capitalised as part of property, plant and equipment.

The Group also classifies significant spare parts and stand-by equipment as property, plant and equipment if they are expected to be used for more than one year and can be attributed to specific items of property, plant and equipment.

The initial cost of property, plant and equipment includes borrowing costs.

Borrowing costs (i.e. interest and other costs incurred on the borrowing of funds) are expensed as incurred. An exception to this rule applies to borrowing costs that are directly attributable to the acquisition, construction, or production of a qualifying asset, which are capitalised as part of its cost. This includes foreign exchange differences to the extent that they are regarded as an adjustment to interest, and exchange differences on fees and commissions. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use or sale.

Where funds are borrowed specifically to obtain a qualifying asset, the amount of borrowing costs eligible for capitalisation is determined as the difference between the actual borrowing costs incurred on that borrowing during the period and any investment income earned on the temporary investment of those borrowed funds.

Where funds are borrowed without a specific purpose and are subsequently allocated to finance the acquisition of a qualifying asset, the amount of borrowing costs eligible for capitalisation is determined by applying an appropriate capitalisation rate to the expenditure incurred on that asset.

Property, plant and equipment are depreciated using the straight-line method and, in justified cases, the unit-of-production method is applied (e.g. catalysts and development and production assets).

Individual components of property, plant and equipment that are significant in relation to the total value of the asset are depreciated separately over their respective useful lives.

The following typical useful lives are applied to property, plant and equipment:

Buildings and structures	*10–40 years*
Plant and equipment	*4–35 years*
Vehicles and other property, plant and equipment	*2–20 years*

The depreciation method, residual value, and useful life of an asset are reviewed at least at the end of each year. If necessary, adjustments to depreciation charges are made prospectively in subsequent periods.

Exploration and extraction of mineral resources

As part of exploration and extraction of mineral resources, the following classification of project phases is applied:

Phases of the exploration and evaluation stage:

- *Preliminary analyses,*
- *Acquisition of exploration and appraisal rights,*
- *Expenditure incurred on exploration and appraisal wells,*

Preliminary analyses

During the preliminary analysis phase, seismic, geological, and geophysical data are assessed for large areas potentially rich in mineral resource deposits. This phase is typically conducted prior to acquiring exploration or production rights (concessions or licences). Costs incurred during this phase are recognised as an expense in profit or loss as incurred.

Acquisition of exploration and appraisal rights

The appraisal of natural gas and/or crude oil deposits may commence once the Group has obtained:

- *a licence for the appraisal of mineral deposits,*
- *a licence for the exploration for and appraisal of mineral deposits, and*
- *signed an agreement on the establishment of mining usufruct.*

The cost of a licence for the appraisal of deposits of natural gas and/or crude oil, and the cost of renewing such a licence, comprise the fee for the activities specified in the licence. The Group recognises the costs of appraisal licences for natural gas and/or crude oil deposits as exploration and evaluation assets.

Expenditure incurred on exploration and appraisal wells

Exploration and evaluation expenditure for natural gas and crude oil deposits comprises geological work performed to discover and document deposits and is accounted for using the successful efforts method.

During the exploration phase, geological activities are conducted to locate and initially document deposits of mineral resources. Activities conducted during the exploration phase closely resemble preliminary geological and geophysical analyses but are performed over smaller geographical areas. They typically involve the acquisition and processing of 2D and 3D seismic surveys, the interpretation of geological and geophysical data, and exploration drilling. Exploration activities conclude either with a negative result, indicating that production is not technically feasible or commercially viable, or with the discovery of a deposit.

During the appraisal stage, geological appraisal activities are conducted in the area of an initially documented mineral resource deposit. The purpose of the appraisal phase is to determine the size and extent of the deposit and to assess the technical feasibility and commercial viability of extraction. In some cases, exploration and appraisal activities may temporarily overlap and be conducted simultaneously.

Expenditure incurred during the exploration and appraisal phases comprises:

- *expenditure on exploration and appraisal wells and other expenditure, including seismic data acquisition, processing and interpretation, and analysis of geological and geophysical data;*
- *other costs directly attributable to the exploration and appraisal phases that are capitalised. If direct allocation of costs to the exploration and appraisal phases is not possible, such costs are recognised as an expense in profit or loss as incurred;*
- *borrowing costs related to the financing of capitalised exploration and appraisal expenditure.*

The Group conducts an annual review of expenditure incurred during the exploration and appraisal phases to confirm the continued intention to pursue these activities. These analyses are conducted at the project level and cover activities with a defined exploration and/or appraisal objective within a designated area. If exploration work is unsuccessful and results in a decision to discontinue further activities, expenditure initially capitalised as an asset is recognised as an expense in profit or loss in the current period. When a well is determined to be dry (non-productive), the capitalised expenditure relating to that well is recognised in other operating expenses in the period in which the well is confirmed as dry.

Upon confirmation of the technical feasibility and commercial viability of extraction, expenditure incurred during the exploration and appraisal phases is recognised as development and production assets within property, plant and equipment and tested for impairment. If no impairment loss is recognised, the Group reclassifies these assets, to the extent possible, to the appropriate categories of property, plant and equipment.

Development and production stage

Expenditure incurred during the development and production stage is capitalised and depreciated using either the straight-line method or the unit-of-production method, calculated proportionally to hydrocarbon extraction volumes on a per-unit-of-production basis.

When a field is in the test production phase, proceeds from the sale of extracted minerals during this phase are recognised directly in profit or loss as revenue from principal activities.

The depreciation method and rates applied to specific assets reflect the Group's expected pattern of consumption of the economic benefits derived from those assets. The Group applies the straight-line method to assets used in fields or mines for which annual production is expected to remain relatively constant. Where the units-of-production method is applied, the Group calculates depreciation for all assets by reference to the volume of proved plus probable reserves (2P reserves). If there is a material change in estimated reserves, impairment losses are recognised or previously recognised impairment losses are reversed as at the reporting date. Where appraisal wells are drilled within an already producing field, the Group assesses whether the expenditure incurred in respect of such wells will enable new production wells to be brought into operation. If this is not the case, such expenditure is recognised in current-period profit or loss.

PROFESSIONAL JUDGEMENT

Expenditure on exploration and evaluation assets for mineral resources

The application of the Group's accounting policy to expenditure incurred on exploration and evaluation assets requires judgement in determining whether future economic benefits from future production or sale are probable, or whether there is not yet sufficient evidence to estimate resources. In estimating reserves, the Group makes assessments of future events and circumstances, including determining whether extraction will be economically viable.

ESTIMATES

Useful lives of property, plant and equipment

The Group reviews the useful lives of property, plant and equipment at the end of each financial year. The reassessment of useful lives is primarily based on evaluations conducted by the technical teams responsible for asset operations. Such estimates are subject to uncertainty regarding future business conditions, technological advancements, and market competition, which may lead to a revised assessment of the assets' economic utility and remaining useful lives, consequently having a material impact on the carrying amount of property, plant and equipment and future depreciation expenses. As part of this process, the Group also considers the impact of factors associated with climate change and the energy transition, particularly with respect to assets whose useful lives may be reduced as part of its emission-reduction plans. This is especially relevant in operating segments where certain production activities remain dependent on high-emission assets, including coal-based assets. The review of useful lives performed in 2025 did not result in a material change to depreciation expense compared with the depreciation expense that would have been recognised based on the useful lives applied in 2024. In 2025, the Group did not identify any material reductions in the useful lives of property, plant and equipment due to climate-related factors or the ongoing energy transition.

Exploration and extraction of mineral resources

The Group estimates resource volumes based on the interpretation of available geological data and regularly reassesses them in light of new drilling results, test production, actual extraction levels, and economic factors, including hydrocarbon prices, *contractual terms, and investment strategies. The Group also estimates the costs required for the decommissioning of production wells and related infrastructure.*

The change in the net carrying amount of property, plant and equipment in the 12-month periods ended 31 December 2025 and 31 December 2024 resulted from the following movements:

	Land	Buildings and structures	Plant and equipment	Vehicles and other	Property, plant and equipment under construction	Exploration and evaluation assets	Development and production assets	Total
Net carrying amount as at 01/01/2025 (restated)								
Gross carrying amount	2,087	100,454	70,361	7,483	46,818	4,330	24,464	**255,997**
Accumulated depreciation and impairment losses	(89)	(34,279)	(44,271)	(3,018)	(19,015)	(1,520)	(12,166)	**(114,358)**
	1,998	**66,175**	**26,090**	**4,465**	**27,803**	**2,810**	**12,298**	**141,639**
increases/(decreases), net	**38**	**2,013**	**(594)**	**403**	**1,261**	**(42)**	**(2,338)**	**741**
Capital expenditure	4	135	262	69	23,739	1,032	910	26,151
Depreciation	(7)	(4,209)	(3,848)	(962)	-	(19)	(2,985)	(12,030)
Borrowing costs	-	-	-	-	539	6	-	545
Business combinations	-	130	132	-	721	1	-	984
Recognition of a joint operation	-	-	-	-	157	-	-	157
Impairment losses	(4)	(2,576)	(4,874)	(80)	(6,323)	(718)	(621)	(15,196)
Recognition	*(4)*	*(3,609)*	*(4,979)*	*(91)*	*(6,589)*	*(826)*	*(685)*	*(16,783)*
Reversal	-	*1,033*	*105*	*11*	*266*	*108*	*64*	*1,587*
Reclassifications	41	8,160	7,708	1,427	(17,655)	(363)	627	(55)
Foreign exchange differences	17	49	41	(13)	(91)	(11)	(250)	(258)
Provision for site reclamation*	-	343	34	-	266	26	30	699
Other**	(13)	(19)	(49)	(38)	(92)	4	(49)	(256)
	2,036	**68,188**	**25,496**	**4,868**	**29,064**	**2,768**	**9,960**	**142,380**
Net carrying amount as at 31/12/2025								
Gross carrying amount	2,136	108,788	76,356	8,527	53,416	4,541	25,150	**278,914**
Accumulated depreciation and impairment losses	(100)	(40,600)	(50,860)	(3,659)	(24,352)	(1,773)	(15,190)	**(136,534)**
	2,036	**68,188**	**25,496**	**4,868**	**29,064**	**2,768**	**9,960**	**142,380**
Net carrying amount as at 01/01/2024								
Gross carrying amount	1,930	92,113	66,458	6,630	33,505	3,924	22,798	**227,358**
Accumulated depreciation and impairment losses	(67)	(30,937)	(40,913)	(2,569)	(7,877)	(1,349)	(8,455)	**(92,167)**
	1,863	**61,176**	**25,545**	**4,061**	**25,628**	**2,575**	**14,343**	**135,191**
increases/(decreases), net	**135**	**4,999**	**545**	**404**	**2,175**	**235**	**(2,045)**	**6,448**
Capital expenditure	94	282	205	73	25,727	1,251	1,154	28,786
Depreciation	(20)	(4,256)	(3,433)	(856)	-	(27)	(3,424)	(12,016)
Borrowing costs	-	-	-	-	560	3	-	563
Business combinations	61	1,199	615	33	344	-	1,157	3,409
Impairment losses	(4)	769	(1,036)	(139)	(11,426)	(385)	(770)	(12,991)
Recognition	*(4)*	*(2,229)*	*(2,483)*	*(236)*	*(11,433)*	*(476)*	*(806)*	*(17,667)*
Reversal	-	*2,998*	*1,447*	*97*	*7*	*91*	*36*	*4,676*
Reclassifications	35	6,979	4,408	1,339	(12,476)	(592)	436	129
Foreign exchange differences	(26)	(122)	(156)	(3)	(410)	(32)	(693)	(1,442)
Provision for site reclamation*	-	186	(2)	-	30	23	249	486
Other**	(5)	(38)	(56)	(43)	(174)	(6)	(154)	(476)
Net carrying amount as at 31/12/2024 (restated)	**1,998**	**66,175**	**26,090**	**4,465**	**27,803**	**2,810**	**12,298**	**141,639**

* *'Provision for site reclamation' comprises additions classified as CAPEX, amounting to PLN 851 million in 2025 and PLN 711 million in 2024.*
** 'Other' mainly includes the sale

The reasons for changes in the principal impairment losses are set out in Note 12.6.

The capitalisation rates applied in calculating capitalised borrowing costs for 2025 and 2024 were 4.01% and 4.29%, respectively. As at 31 December 2025 and 31 December 2024, the gross carrying amount of fully depreciated property, plant and equipment still in use amounted to PLN 7,468 million and PLN 6,796 million, respectively.

12.2 Investment property

SELECTED ACCOUNTING POLICIES

Investment property is initially measured at acquisition cost or cost of construction.
After initial recognition, the Group measures investment property at fair value, applying either the market approach or the income approach, depending on the nature of the investment property.
The market approach is applied on the assumption that the value of the property being measured is equal to the price obtainable in the market for a property of a similar nature. Under the income approach, the valuation is performed using the discounted cash flow method. The discount rate applied:

- *reflects the relationship required by property purchasers between the annual income generated by the property and the outlay required to acquire it; and*
- *reflects the level of risk required by property purchasers in relation to cash flows generated by the property, relative to alternative investments in the capital market.*

Discounted cash flow projections for the properties being measured reflect the terms of all lease agreements and external evidence, such as current market rental rates for similar properties in similar locations, in a comparable technical condition and standard, and serving similar purposes.

	31/12/2025	31/12/2024
At the beginning of the period	678	598
Reclassification from property, plant and equipment	48	15
Fair value measurement*	44	70
Other	(2)	(5)
	768	**678**

** 'Fair value measurement' comprises additions classified as CAPEX, amounting to PLN 62 million in 2025 and PLN 90 million in 2024.*

As at 31 December 2025, investment property consisted principally of office and ancillary buildings, and land. Depending on the nature of the property, fair value was measured using either the market comparison approach or the income approach, drawing on valuations prepared by independent valuers. These valuations were either derived from observable market data (Level 2 of the fair value hierarchy – PLN 325 million) or estimated under the income approach using projected future cash flows (Level 3 of the fair value hierarchy – PLN 443 million). The market comparison approach was applied on the assumption that the value of the property being measured is equal to the price obtainable in the market for a property of a similar nature.

12.3 Intangible assets

SELECTED ACCOUNTING POLICIES

Intangible assets
An intangible asset is initially measured at cost, either as purchase price or cost of production, and is set out in the statement of financial position at its net carrying amount.
Intangible assets with a finite useful life are amortised on a straight-line basis from the date they are available for use, i.e. when they are brought to the location and condition necessary for them to operate as intended by management, over a period reflecting their estimated useful life.
Typical useful lives for intangible assets range from 2 to 10 years for software and from 2 to 15 years for licences, patent rights, and similar intangible assets.
The amortisation method and useful life of an intangible asset are reviewed at least at the end of each reporting year.

Energy rights
The primary category of energy rights comprises CO_2 emission allowances, which are not amortised but are tested for impairment.
Free allocations of CO_2 emission allowances are recognised and presented as intangible assets, with a corresponding entry in deferred income, at fair value as at the date of their registration. Government grants are recognised on a systematic basis over the relevant reporting periods to ensure matching with the costs of the provision being created. Purchased allowances are recognised at cost.
A provision is recognised for estimated CO_2 emissions for the reporting period, with a corresponding charge to core operating costs (taxes and charges).
Energy rights also include energy certificates.
Energy rights, including CO_2 emission allowances and energy certificates, are surrendered against the carrying amount of the provision as part of its settlement. CO_2 emission allowances and energy certificates issued from inventory are measured using the weighted-average cost formula.

ESTIMATES

Useful lives of intangible assets

The Group reviews the useful lives of intangible assets at the end of each year, with any adjustments taking effect from the beginning of the following year. The review of useful lives performed in 2025 did not result in a material change to amortisation expense compared with the amortisation expense that would have been recognised based on the useful lives applied in 2024.

Change in internally generated intangible assets

As at 31 December 2025 and 31 December 2024, internally generated intangible assets amounted to PLN 35 million and PLN 29 million, respectively, with the related capital expenditure incurred in 2024 and 2025 amounting to PLN 2 million.

The change in the net carrying amount of intangible assets in the 12-month periods ended 31 December 2025 and 31 December 2024 resulted from the following movements:

	Patents and licences	Energy rights	Other	Total
Net carrying amount as at 01/01/2025				
Gross carrying amount	3,774	5,243	1,393	**10,410**
Accumulated amortisation and impairment losses	(2,720)	(53)	(654)	**(3,427)**
	1,054	**5,190**	**739**	**6,983**
increases/(decreases), net	**364**	**(2,915)**	**59**	**(2,492)**
Capital expenditure	50	-	928	978
Amortisation	(467)	-	(78)	(545)
Borrowing costs	-	-	9	9
Impairment losses	(175)	-	(58)	(233)
Recognition	*(176)*	-	*(58)*	(234)
Reversal	*1*	-	-	1
Reclassifications	968	(1,257)	(742)	(1,031)
Purchase of energy rights	-	1,857	-	1,857
Free allocations of energy rights	-	2,658	-	2,658
Settlement of emissions	-	(6,003)	-	(6,003)
Foreign exchange differences	-	(3)	3	-
Other*	(12)	(167)	(3)	(182)
	1,418	**2,275**	**798**	**4,491**
Net carrying amount as at 31/12/2025				
Gross carrying amount	4,850	2,328	1,487	**8,665**
Accumulated amortisation and impairment losses	(3,432)	(53)	(689)	**(4,174)**
	1,418	**2,275**	**798**	**4,491**
Net carrying amount as at 01/01/2024				
Gross carrying amount	3,344	9,954	1,260	**14,558**
Accumulated amortisation and impairment losses	(2,342)	(55)	(541)	**(2,938)**
	1,002	**9,899**	**719**	**11,620**
increases/(decreases), net	**52**	**(4,709)**	**20**	**(4,637)**
Capital expenditure	327	-	22	349
Amortisation	(344)	-	(92)	(436)
Borrowing costs	-	-	10	10
Business combinations	190	-	-	190
Impairment losses	(80)	1	26	(53)
Recognition	*(102)*	*1*	*(48)*	(149)
Reversal	*22*	-	*74*	96
Reclassifications	280	(49)	(310)	(79)
Purchase of energy rights	-	2,347	-	2,347
Free allocations of energy rights	-	2,644	-	2,644
Settlement of emissions	-	(9,624)	-	(9,624)
Foreign exchange differences	(8)	(20)	(5)	(33)
Other*	(313)	(8)	369	48
Net carrying amount as at 31/12/2024	**1,054**	**5,190**	**739**	**6,983**

** 'Other' mainly includes the sale of assets*

12.3.1 Energy rights

Change in the balance of CO_2 emission allowances held for 2025

	Quantity (thousand tonnes)	Carrying amount
01/01/2025	19,422	4,736
Free allocation	8,707	2,657
Settlement of 2024 emissions obligation	(18,970)	(5,798)
Other increases/decreases*	27,592	189
Foreign exchange differences	-	(4)
	36,751	**1,780**

Change in the balance of CO_2 emission allowances held for 2024

	Quantity (thousand tonnes)	Carrying amount
01/01/2024	28,778	9,288
Free allocation	9,256	2,642
Settlement of 2023 emissions obligation	(24,534)	(9,221)
Other increases/decreases*	5,922	2,047
Foreign exchange differences	-	(20)
	19,422	**4,736**

* *Other increases/(decreases) mainly comprise purchases and sales, and CO_2* emission allowances held for sale.

In 2025, CO_2 emissions in the ORLEN Group amounted to 23,269 thousand tonnes, while the carrying amount of the provision for CO_2 emissions as at 31 December 2025 was PLN 7,424 million (Note 12.14).
As at 31 December 2025, the market price of a single EUA allowance was PLN 369.29 (equivalent to EUR 87.37 at the exchange rate as at 31 December 2025) (source: www.theice.com).

Change in energy certificates held for 2025

	Quantity (thousand MWh)	Carrying amount
01/01/2025	1,911	454
Free allocation	7	1
Settlement of 2024 emissions	(857)	(205)
Other increases/decreases*	895	244
Foreign exchange differences	-	1
	1,956	**495**

Change in energy certificates held for 2024

	Quantity (thousand MWh)	Carrying amount
01/01/2024	2,960	611
Free allocation	13	2
Settlement of 2023 emissions obligation	(2,040)	(403)
Other increases/decreases*	978	242
Impairment losses	-	2
	1,911	**454**

* *Other increases/(decreases) comprise purchases, sales, and energy certificates held for sale.*

In 2025, the volume of the obligation to surrender energy certificates in the ORLEN Group amounted to 3,112 thousand MWh, while the provision recognised in respect of that obligation as at 31 December 2025 amounted to PLN 1,787 million (Note 12.14).

In addition, as at 31 December 2025, the Group recognised, under assets held for sale, CO_2 emission allowances relating to a company accounted for using the equity method in the amount of PLN 1,390 million.

12.4 Goodwill

SELECTED ACCOUNTING POLICIES

Goodwill

As at the date of a business combination, goodwill is allocated to the acquirer's cash-generating units (CGUs) that are expected to benefit from the synergies arising from the combination.

Each CGU or group of CGUs to which goodwill has been allocated:

- *represents the lowest level within the entity at which goodwill is monitored for internal management purposes; and*
- *must not be larger than an operating segment before aggregation, as defined in paragraph 5 of IFRS 8* Operating Segments.

Following the business combination, the acquirer measures goodwill at the amount recognised as at the acquisition date, less any impairment losses.

Cash-generating units to which goodwill has been allocated are tested for impairment annually and whenever there is an indication that the unit may be impaired.

PROFESSIONAL JUDGEMENT

Allocation of goodwill to cash-generating units

Applying the Group's accounting policy for the allocation of goodwill to cash-generating units (CGUs) requires judgement in determining which CGU is expected to benefit from the synergies arising from the business combination. The allocation of goodwill is performed taking into account a range of subjective criteria, including:

- *an analysis of qualitative factors that led to the recognition of goodwill in the purchase price allocation, including expected operational and financial synergies, as well as intangible assets that do not meet the criteria for separate recognition;*
- *the existence of an active market for the products manufactured or services provided by the acquired entity;*
- *how goodwill is monitored for the Group's internal management purposes;*
- *the existence of integration or reorganisation plans that are expected to result in changes within the CGU in the near future; and*
- *the geographic location in which the acquired entity operates.*

	NOTE	Operating segment	31/12/2025	31/12/2024 (restated)
At the beginning of the period			4,372	2,179
Obtaining control/Loss of control			85	2,586
Neo Solar Chotków, Neo Solar Farms, and FW WARTA		Energy	-	154
ENERGA Group (PVE 28 and VRS 14)		Energy	-	28
ENERGA Group (VRW 11)		Energy	85	-
ENERGA E&G Group		Energy	-	782
ORLEN Projekt Czeska Republika		Corporate Functions	-	11
ORLEN Austria		Consumers & Products	-	471
KUFPEC Norway AS		Upstream & Supply	-	1,140
Impairment losses	*12.6.3*	Upstream & Supply, Consumers & Products	(663)	(269)
Foreign exchange differences			18	(124)
			3,812	**4,372**

12.5 Investments in joint arrangements and associates

PROFESSIONAL JUDGEMENT

The Group has joint control over an entity if all parties to the joint arrangement must act together in directing its relevant activities. This implies that no single party individually exercises control over the entity nor can unilaterally make decisions regarding its relevant activities without cooperating with the other joint venturers. In exercising professional judgement, the Group determines the type of joint arrangement to which it is a party, taking into account its rights and obligations, as well as the structure and legal form of the arrangement and the contractual terms agreed by the parties.

The Group has classified the investments listed below as joint ventures, accounted for using the equity method in the consolidated financial statements. These investments represent arrangements in which contractual terms grant all parties (joint venturers) joint control over the entities, decisions on relevant activities require the unanimous consent of all parties, and the separate legal structure of these entities does not confer upon the parties rights to their assets or obligations for their liabilities. For the investments in Baltic Power Sp. z o.o. and Zakład Separacji Popiołów Siekierki S.A., although the Group holds an equity interest of more than 50%, an analysis of the provisions of the agreements between the companies' owners led the Group to conclude that the criteria for joint control are met, and these investments have accordingly been classified as joint ventures.

Furthermore, exercising professional judgement, the Group has assessed that its investments held through separate entities – namely the investments in Butadien Kralupy and in Rafineria Gdańska – constitute joint operations. Accordingly, the Group recognises its share of the assets, liabilities, income and expenses of these entities, amounting to 51% in the case of Butadien Kralupy and 70% in the case of Rafineria Gdańska.

The contractual arrangements governing these investments indicate that the parties to the arrangements have rights to substantially all of the economic benefits generated by the entities’ assets and that the parties are the primary source of revenue supporting the ongoing operations of those entities.

The parties’ commitment to purchase the entire production of Butadien Kralupy underscores the entity’s exclusive dependence on the parties for cash flow generation, effectively obliging them to finance the settlement of its liabilities.

Under the existing processing agreement for Rafineria Gdańska, the contract grants the processors access to the refinery's production capacity and precludes the use of the refinery's production capacity by third parties. Under the agreement, the processors are required to cover Rafineria Gdańska's fixed operating costs, including during periods of shutdown. Rafineria Gdańska's liabilities are accordingly financed almost entirely from cash flows received from the processors. The processors thus bear the financial burden of those liabilities in substance and constitute the principal source of cash flows supporting the refinery's continued operations.

Classification of investments related to upstream activities

For ongoing upstream projects in Canada and Norway, the Group assesses, on a case-by-case basis, whether it exercises joint control over the relevant contractual arrangement in accordance with IFRS 11 Joint Arrangements.

In 2025 and 2024, a significant proportion of ORLEN Upstream Canada’s production activities were conducted as joint operations. This also applied to certain activities conducted by ORLEN Upstream Norway.

As at 31 December 2025 and 31 December 2024, ORLEN Upstream Norway also held interests in licences on the Norwegian Continental Shelf in respect of which the IFRS 11 criteria were not met. The Group’s activities in some of the fields in Norway do not constitute joint arrangements as defined by the standard, and the Group does not exercise joint control over these activities, since there is more than one combination of parties capable of collectively agreeing on decisions regarding relevant activities. As a result, for the appropriate accounting treatment and recognition of transactions related to activities in these fields, the Group applies the requirements of other applicable IFRS standards, reflecting its ownership interest in the fields. Consequently, there are no material differences in the accounting treatment and recognition of transactions conducted jointly with licence co-owners, where such transactions meet the definition of joint operations under IFRS 11.

	Place of business	Principal business	% ownership interest as at 31.12.2025	% ownership interest as at 31.12.2024	Measurement method
Joint ventures					
Basell ORLEN Polyolefins Group (BOP) (ORLEN)	Płock, Poland	production, distribution and sale of polyolefins	50.00%	50.00%	equity method
Płocki Park Przemysłowo-Technologiczny Group (PPPT) (ORLEN)	Płock, Poland	property development and leasing	50.00%	50.00%	equity method
Pieridae Production GP Ltd (ORLEN Upstream Canada Group)	Calgary, Canada	exploration and extraction of minerals, storage, transport and logistics	50.00%	50.00%	equity method
Baltic Power (ORLEN)	Warsaw, Poland	construction and operation of offshore wind farms	51.00%	51.14%	equity method
ORLEN Synthos Green Energy Group (ORLEN)	Warsaw, Poland	commercialisation of micro and small nuclear reactor technology	50.00%	50.00%	equity method
UAB Minijos Nafta (AB LOTOS Geonafta)	Gargždai, Lithuania	crude oil exploration and production	50.00%	50.00%	equity method
Elektrociepłownia Stalowa Wola S.A. (ORLEN Termika S.A.)	Stalowa Wola, Poland	production of electricity and heat	50.00%	50.00%	equity method
Zakład Separacji Popiołów Siekierki S.A. (ORLEN Termika S.A.)	Warsaw, Poland	fly ash processing	70.00%	70.00%	equity method
Baltic Offshore Service Solution (ENERGA)	Gdańsk, Poland	maintenance services for the offshore wind energy sector	50.00%	50.00%	equity method
Atlas EXL 011 ANS ORLEN Upstream Norway	Bærum, Norway	carbon capture and storage	20.00%	-	equity method
Associates					
Polimex Mostostal S.A. (ENERGA and ORLEN Technologie S.A.)*	Warsaw, Poland	engineering and construction company, general contractor for industrial construction, and manufacturer and exporter of steel structures	32.08%	32.66%	equity method
Zakład Wytwórczy Urządzeń Gazowniczych Intergaz Sp. z o.o. (ORLEN)	Tarnowskie Góry, Poland	manufacture of gas meters and gas pressure regulators	38.30%	38.30%	equity method
UAB Naftelf (ORLEN Lietuva)	Vilnius, Lithuania	aviation fuel trading and construction of storage facilities	34.00%	34.00%	equity method
Naftoport Sp. z o.o. (ORLEN)	Gdańsk, Poland	transshipment and transit of crude oil and petroleum products	26.92%	26.92%	equity method
PFK GASKON S.A. (ORLEN)	Warsaw, Poland	financial advisory in the energy sector and real estate management	45.94%	45.94%	equity method
DEWON S.A. (ORLEN)	Ukraine, Kyiv	provision of services related to natural gas extraction, well reconstruction, and the development of and production from deposits in Ukraine	36.38%	36.38%	equity method
Kościańska Oficyna Wydawnicza Sp. z o.o. (Polska Press)	Kościan, Poland	newspaper publishing	50.00%	-	equity method
Południowa Oficyna Wydawnicza Sp. z o.o. (Polska Press)	Jarocin, Poland	magazine and periodical publishing	40.11%	-	equity method
Joint operations conducted through a separate entity					
Rafineria Gdańska S.A. (ORLEN)	Gdańsk, Poland	processing of crude oil, production of fuels and oils	70.00%	70.00%	share of assets and liabilities
Butadien Kralupy (ORLEN Unipetrol)	Kralupy nad Vltavou, Czech Republic	production of butadiene	51.00%	51.00%	share of assets and liabilities

** The Group holds 81 million shares in Polimex Mostostal with a nominal value of PLN 2 per share, representing approximately 32.08% of that company's share capital. Polimex Mostostal shares are listed on the Warsaw Stock Exchange (WSE). The fair value of the investment as at 31 December 2025 was PLN 672 million.*

Investments accounted for using the equity method

	31/12/2025	31/12/2024
Joint ventures	2,187	1,729
Basell ORLEN Polyolefins Group	*391*	*506*
Baltic Power	*1,416*	*836*
ORLEN Synthos Green Energy Group	*324*	*337*
Other	*56*	*50*
Associates	278	240
Polimex Mostostal	*168*	*151*
Naftoport	*92*	*71*
Other	*18*	*18*
	2,465	**1,969**

Share of profit/(loss) of entities accounted for using the equity method

	2025	2024
Joint ventures	481	(19)
Basell ORLEN Polyolefins Group	*(115)*	*(7)*
ORLEN Synthos Green Energy Group	*(15)*	*(13)*
Baltic Power	*599*	*(2)*
Other	*12*	*3*
Associates	*44*	*(121)*
Naftoport	*21*	*25*
Polimex Mostostal	*19*	*(149)*
Other	*4*	*3*
	525	**(140)**

Condensed financial information of the Group’s joint venture Basell ORLEN Polyolefins

	31/12/2025	31/12/2024
Non-current assets	613	691
Current assets, including:	993	1,242
cash	*292*	*456*
other current assets	*701*	*786*
Total assets	**1,606**	**1,933**
Total equity	**984**	**1,213**
Non-current liabilities	35	19
Current liabilities, including:	587	701
trade payables	*500*	*686*
Total liabilities	**622**	**720**
Total equity and liabilities	**1,606**	**1,933**
Net debt	**(292)**	**(456)**
Net assets	984	1,213
Group’s share of the joint venture (50%)	492	607
Elimination of gains or losses from transactions with joint ventures	(101)	(101)
Investments in joint venture accounted for using the equity method	**391**	**506**

	2025	2024
Revenue	2,653	3,120
Cost of sales, including:	(2,678)	(3,009)
depreciation and amortisation	*(81)*	*(79)*
Gross profit/(loss)	**(25)**	**111**
Selling expenses	(109)	(119)
General and administrative expenses	(37)	(32)
Other operating income and expenses, net	(4)	8
Operating (loss)	**(175)**	**(32)**
Net finance income/(costs)	**8**	**15**
(Loss) before tax	**(167)**	**(17)**
Income tax	(62)	4
Net (loss)	**(229)**	**(13)**
Dividends received from the joint venture	**-**	**50**
Net (loss)	(229)	(13)
Group’s share of joint venture (50%)	(115)	(7)
Group’s share of profit/(loss) of the joint venture accounted for using the equity method	**(115)**	**(7)**

Condensed financial information of the joint venture Baltic Power Sp. z o.o.

	31/12/2025	31/12/2024
Non-current assets	14,733	8,632
Current assets, including:	696	450
cash	*213*	*142*
Total assets	**15,429**	**9,082**
Total equity	**2,642**	**1,499**
Non-current liabilities, including:	11,491	6,721
borrowings	*10,911*	*5,409*
Current liabilities, including:	1,296	862
trade payables	*734*	*753*
Total liabilities	**12,787**	**7,583**
Total equity and liabilities	**15,429**	**9,082**
Net debt	**11,100**	**5,376**
Net assets	2,642	1,499
Group's share of joint venture (51%)	1,347	767
Goodwill	69	69
Investments in joint venture accounted for using the equity method	**1,416**	**836**

	2025	2024
Operating (loss)	**(19)**	**(17)**
Net finance income/(costs), including:	**1,092**	**14**
measurement and settlement of derivatives	*1,107*	*181*
Profit/(loss) before tax	**1,073**	**(3)**
Net profit/(loss)	**1,172**	**(3)**
Net profit/(loss)	1,172	(3)
Group's share of joint venture (51%)	599	(2)
Group's share of profit/(loss) of the joint venture accounted for using the equity method	**599**	**(2)**

Condensed financial information of the associate Polimex-Mostostal S.A. (ENERGA and ORLEN Technologie S.A.)

	31/12/2025	31/12/2024
Non-current assets	822	889
Current assets, including:	2,309	2,170
cash	*923*	*494*
other current assets	*1,386*	*1,676*
Total assets	**3,131**	**3,059**
Total equity	**645**	**578**
Non-current liabilities, including:	183	192
borrowings	*64*	*92*
provisions	*119*	*100*
Current liabilities, including:	2,303	2,289
trade payables	*2,242*	*2,199*
borrowings	*61*	*89*
Total liabilities	**2,486**	**2,481**
Total equity and liabilities	**3,131**	**3,059**
Net assets	645	578
Group's share of net assets of the associate (32.08%)	207	189
Adjustments	(39)	(38)
Investments in the associate	**168**	**151**

	2025	2024
Revenue	4,011	2,617
Total costs, including:	(3,929)	(3,171)
depreciation and amortisation	*(53)*	*(47)*
Operating profit/(loss)	**82**	**(554)**
Net finance income/(costs)	**6**	**6**
Profit/(loss) before tax	**88**	**(548)**
Income tax	(28)	101
Net profit/(loss)	**60**	**(447)**
Net profit/(loss)	60	(447)
Group's interest in the associate (32.08%)	19	(146)
Conforming adjustments	-	(3)
Group's share of profit or loss of the associate	**19**	**(149)**

Significant restrictions on the ability to transfer funds to the Group arising from interests in joint ventures

Elektrociepłownia Stalowa Wola S.A. (ECSW) is a special-purpose vehicle established in 2010 on the initiative of Tauron Polska Energia S.A. and ORLEN (as the legal successor of PGNiG), through which a gas-fired combined-cycle unit was built in Stalowa Wola and commissioned on 30 September 2020.

As at 31 December 2025, ECSW had senior debt in place under a loan agreement dated 8 March 2018 concluded with Bank Gospodarstwa Krajowego and ORLEN S.A., as well as subordinated debt under seven loan agreements with each of ORLEN S.A. and Tauron Polska Energia S.A. The nature of the individual loans follows from the Subordination Agreement dated 8 March 2018, to which the following are parties: ECSW, ORLEN S.A., ORLEN Termika S.A., Tauron Polska Energia S.A., Tauron Ciepło Sp. z o.o., and BGK. Both of the agreements referred to above, namely the Loan Agreement and the Subordination Agreement, impose restrictions on the ability to transfer funds. In particular, any repayment of amounts due under the subordinated debt may be made only after the prior, irrevocable, and unconditional repayment in full of the senior debt, whose maturity falls on 14 June 2030. In addition, until the senior debt has been repaid in full, ECSW may neither declare nor pay any consideration, dividend, fee, or other distribution of profit (or interest on any unpaid consideration, dividend, fee, or other profit distribution, whether in cash or in kind) in respect of the shares held; nor may it repay any dividend or distribute any amounts of undistributed profits.

As at 31 December 2025, the carrying amount of the Group's investment in ECSW was nil.

12.6 Impairment of property, plant and equipment, intangible assets, goodwill and right-of-use assets

SELECTED ACCOUNTING POLICIES

At the reporting date, the Group assesses whether there is any indication that an asset or a cash-generating unit ('CGU') may be impaired or that a previously recognised impairment loss on any asset or CGU may require reversal.
If such indications exist, an impairment test is conducted, in which the Group estimates the recoverable amount of the asset or CGU by determining the higher of its fair value less costs of disposal and its value in use, applying an appropriate discount rate.
A CGU (or group of CGUs) to which goodwill has been allocated is tested for impairment annually, and whenever there are indications of impairment.
Recognition and reversal of impairment losses on property, plant and equipment, intangible assets, and right-of-use assets are presented in other operating expenses and other operating income, respectively.
Impairment losses on goodwill are recognised in other operating expenses and cannot be reversed.

JUDGEMENTS

Impairment of property, plant and equipment, intangible assets, right-of-use assets and goodwill
The recoverable amount is determined at the level of the CGU to which the asset belongs. Assets that do not individually generate cash flows are grouped at the lowest level at which they generate cash flows that are largely independent of those from other assets or groups of assets (CGU).

Determination of recoverable amount
The recoverable amount of assets and cash-generating units is determined as the higher of value in use and fair value less costs of disposal. Fair value less costs of disposal is estimated for selected CGUs where there is a sufficient basis and available data to estimate fair value reliably, for example where there is a deep and liquid market for the relevant asset type or comparable transactions are available. For many of the Group's specialised assets or CGUs, where there is no sufficiently deep and liquid market and no comparable market transactions providing a reliable basis for estimating fair value less costs of disposal, the Group determines the recoverable amount based on value in use.

ESTIMATES

The Group tested assets for impairment using discounted cash flow models. The assumptions used in the models to project expected future cash flows, including assumptions regarding key macroeconomic variables, and the methodology for calculating discount rates are the most significant areas of estimation.
Detailed information on the key macroeconomic assumptions is presented in Note 12.6.2, and detailed assumptions used to calculate discount rates are presented in Note 12.6.1.

As at 31 December 2025, the Group recognised impairment losses on assets for which impairment had been identified. For cash-generating units for which impairment indicators were identified, the Group performed impairment tests based on discounted cash flow models. Annual impairment tests were also performed for cash-generating units, or groups of cash-generating units, to which goodwill has been allocated.

12.6.1 Discount rate

The Group determines individual discount rates for each defined cash-generating unit using the Capital Asset Pricing Model (CAPM). As at the date of the impairment tests, i.e. 31 December 2025, the discount rates calculated for each CGU incorporated market risks specific to the relevant country and business segment, reflecting the market's assessment as at the reporting date of the time value of money and the risks specific to those assets. This corresponds to the return that market participants would require when pricing an investment expected to generate cash flows of similar amount, timing, and risk profile as those anticipated from the CGU.
For the impairment tests performed as at 31 December 2025, the Group applied variable discount rates reflecting expected changes in yields on 10-year government bonds in the countries covered by the analysis.

The principal after-tax discount rates estimated by the Group as at 31 December 2025 for the years 2026–2030 were as follows:

Country	Activity	2026	2027	2028	2029	2030+	Unlevered beta	D/E
Poland	Refining	5.47%	6.12%	6.64%	7.04%	7.34%	46.61%	75.59%
Poland	Petrochemicals	7.18%	7.84%	8.37%	8.78%	9.09%	85.64%	48.42%
Poland	Retail	5.32%	5.98%	6.50%	6.90%	7.20%	43.12%	70.35%
Poland	Processing	5.26%	5.90%	6.41%	6.81%	7.10%	41.87%	97.16%
Poland	Exploratory extraction	6.15%	6.81%	7.33%	7.74%	8.04%	47.64%	60.49%
Poland	Development and production	5.52%	6.18%	6.71%	7.11%	7.41%	47.64%	60.49%
Poland	Exploratory drilling	7.11%	7.79%	8.33%	8.74%	9.05%	83.33%	34.56%
Poland	Heat	6.07%	6.74%	7.27%	7.68%	7.98%	55.49%	50.00%
Poland	Renewable energy sources	5.61%	6.27%	6.79%	7.19%	7.49%	50.00%	72.90%
Poland	Transport	5.57%	6.22%	6.74%	7.14%	7.44%	49.00%	77.13%
Czech Republic	Refining	5.39%	5.70%	5.94%	6.25%	6.53%	46.61%	75.59%
Czech Republic	Petrochemicals	7.06%	7.38%	7.62%	7.94%	8.23%	85.64%	48.42%
Czech Republic	Retail	5.26%	5.57%	5.80%	6.12%	6.40%	43.12%	70.35%
Lithuania	Refining	6.35%	6.29%	6.50%	6.74%	6.97%	46.61%	75.59%
Norway	Development and production	5.75%	5.67%	5.72%	5.84%	5.98%	47.64%	60.49%
Sweden	Business services	5.61%	5.61%	5.61%	5.61%	5.61%	68.00%	30.91%
Pakistan	Upstream development and production	17.56%	17.50%	17.71%	17.96%	18.19%	107.13%	24.82%
Austria	Retail	5.01%	5.15%	5.40%	5.63%	5.81%	43.12%	70.35%

In determining value in use, the ORLEN Group derived the discount rates as at 31 December 2025 using the guideline public companies method, based on the weighted average cost of capital (WACC). The macroeconomic indicators used to estimate the cost of equity and the cost of debt – including beta and the debt-to-equity (D/E) ratio – were sourced from the Bloomberg service and the publications of Professor Aswath Damodaran (source: http://pages.stern.nyu.edu) and the quotations of 10-year government bonds available as at 31 December 2025, and for the scope of activities, including Energa Group and renewable-energy assets – publications of the Energy Regulatory Office.

For the first five years, the discount rate applied incorporates a variable risk-free rate estimated from the yield curve of 10-year government bonds. For the subsequent years, the discount rate was assumed at the 2030 rate.

The market risk premium was estimated based on the publications of Professor Aswath Damodaran (source: http://pages.stern.nyu.edu) and available reports from financial institutions.

The discount rates used to determine the fair value less costs of disposal of the upstream assets in Canada as at 31 December 2025 were set individually for each area and ranged from 14% to 18%, reflecting the market discount rate and risks specific to those assets, including geological risks.

The principal after-tax discount rates estimated by the Group as at 31 December 2024 were presented on the same basis as for 2025 and were as follows:

Country	Activity	2025	2026	2027	2028	2029+	Unlevered beta	D/E
Poland	Refining	7.42%	7.78%	8.04%	8.20%	8.30%	52.28%	70.18%
Poland	Petrochemicals	8.70%	9.06%	9.33%	9.50%	9.60%	80.18%	43.71%
Poland	Retail	7.38%	7.74%	8.00%	8.17%	8.26%	50.66%	58.19%
Poland	Processing	6.97%	7.32%	7.58%	7.75%	7.84%	42.54%	90.79%
Poland	Exploratory extraction	8.10%	8.46%	8.73%	8.89%	8.99%	52.28%	54.84%
Poland	Development and production	7.45%	7.81%	8.08%	8.25%	8.34%	52.28%	54.84%
Poland	Exploratory drilling	8.59%	8.95%	9.22%	9.39%	9.49%	77.46%	41.70%
Poland	Heat	7.64%	8.00%	8.27%	8.44%	8.53%	51.70%	50.00%
Poland	Renewable energy sources	8.03%	8.39%	8.65%	8.82%	8.91%	51.85%	62.88%
Poland	Transport	7.39%	7.74%	8.00%	8.17%	8.26%	52.00%	78.89%
Czech Republic	Refining	5.93%	6.12%	6.20%	6.35%	6.54%	52.28%	70.18%
Czech Republic	Petrochemicals	7.16%	7.34%	7.43%	7.59%	7.78%	80.18%	43.71%
Czech Republic	Retail	5.88%	6.06%	6.15%	6.30%	6.49%	50.66%	58.19%
Lithuania	Refining	7.43%	7.56%	7.71%	7.80%	7.87%	52.28%	70.18%
Norway	Development and production	5.82%	5.69%	5.74%	5.86%	5.98%	52.28%	54.84%
Sweden	Business services	5.56%	5.56%	5.56%	5.56%	5.56%	81.00%	27.02%
Pakistan	Upstream development and production	19.44%	19.57%	19.72%	19.81%	19.88%	98.63%	23.12%
Austria	Retail	5.31%	5.48%	5.62%	5.73%	5.82%	50.66%	58.19%

The discount rates used to determine the fair value less costs of disposal of the upstream assets in Canada as at 31 December 2024 were set individually for each area and ranged from 13.2% to 17.6%, reflecting the market discount rate and risks specific to those assets, including geological risks.

12.6.2 Key assumptions applied in asset impairment tests as at 31 December 2025

Asset impairment tests were performed based on discounted cash flow models, using assumptions as at 31 December 2025. Where recoverable amount was determined based on value in use, the tests primarily used the macroeconomic assumptions adopted in the base scenario, based on independent and objective forecasts provided by S&P Global and Nexant.

In addition, to reflect uncertainty in the environment in which the Group operates, additional determinations of recoverable amount based on alternative macroeconomic scenarios were prepared for selected assets and CGUs.

The key parameter differentiating the scenarios was the assumed pace of the energy transition and its impact on macroeconomic assumptions.

The base scenario, to which the highest weighting of 70% was assigned, assumes an increase in the share of energy from renewable sources. However, demand for fossil fuels remains relatively resilient, and not all EU emissions-reduction targets are achieved.
The scenario assuming the fastest emissions-reduction pathway was considered the least likely and assigned a weighting of 10%.
The remaining 20% was assigned to the scenario assuming the slowest emissions-reduction pathway.
Other key parameters differentiating the scenarios include emission allowance prices, hydrocarbon prices – in particular, Brent crude and natural gas – and prices of refined and petrochemical products.

Value in use under the ‘weighted scenario’ was calculated as the sum of the probability-weighted values in use under each individual scenario. Where value in use under the ‘base scenario’ did not differ materially from the value under the weighted scenario, the base scenario valuation was retained.

For most CGUs, detailed cash-flow forecasts for 2026–2030 were prepared to estimate value in use. Cash flows beyond the period covered by the detailed forecast were extrapolated using growth rates equal to or lower than the forecast inflation targets for the respective countries. These rates were 2.5% for Poland, 2.1% for Norway, and 2.0% for the other countries.

For assets in the Upstream & Supply segment, additional fair value estimates were prepared based on hydrocarbon forward curves as at 31 December 2025. The recoverable amount was determined as the higher of value in use derived from the scenarios and fair value derived from forward curves.
The net cash flows were discounted to present value using discount rates that reflect current market assessments of the time value of money and the risks specific to the assets tested.

The descriptions below relate to the base scenario used to determine value in use.

Detailed net cash-flow forecasts prepared on the basis of:
a. approved budgets or financial plans incorporating updated five-year assumptions for:
- crude oil prices and benchmark quotations for key refined and petrochemical products – based on S&P Global (‘S&P’) data, Nexant forecasts, other supporting sources (including forward curves, bank forecasts, and analyses prepared by government agencies), and the Group’s expert judgement;
- natural gas prices – based on forward curves for the Polish Power Exchange (TGE) and Trading Hub Europe (THE), and S&P projections;
- prices of electricity and CO_2 emission allowances – derived from S&P Global projections and opinions of the Group’s experts.
- inflation targets – based on information published by the relevant central banks;

b. Reserve Reports or assessments prepared by the technical teams responsible for field operations, for the assets of the Upstream & Supply segment;
c. key climate-related factors and energy-transition policies, including rising CO_2 emission allowance prices, CO_2 emission reductions, capital expenditure required for individual CGUs, and the impact of passing through CO_2 emission allowance prices to revenue from product sales.

The principal macroeconomic assumptions applied in the impairment tests as at 31 December 2025 were as follows:

		2026	2027	2028	2029	2030
Brent	USD/bbl	69.02	69.85	72.63	75.85	81.24
Natural gas	EUR/MWh	35.18	31.18	27.45	21.79	16.13
gasoline crack spread	USD/t	200.93	165.49	186.25	207.52	219.39
diesel crack spread	USD/t	128.74	105.76	113.87	123.75	126.24
naphtha crack spread	USD/t	71.14	82.28	101.73	118.14	131.99
ethylene crack spread	EUR/t	612.55	627.86	693.37	611.36	622.15
propylene crack spread	EUR/t	467.62	488.97	492.36	523.05	527.33
Electricity BASE	[PLN/MWh]	413.04	413.75	451.64	471.36	460.30
Electricity PV	[PLN/MWh]	308.58	310.73	342.05	344.14	337.20
Electricity onshore	[PLN/MWh]	370.48	364.00	383.07	378.78	372.41
CO_2 emission allowances	EUR/t	86.00	90.57	95.19	105.21	116.00

Key macroeconomic assumptions used for impairment testing as at 31 December 2024

		2025	2026	2027	2028	2029
Brent	USD/bbl	81.05	82.31	83.68	85.41	87.19
Natural gas	EUR/MWh	37.06	32.39	28.58	25.76	22.95
gasoline crack spread	USD/t	182.10	138.16	147.11	172.48	187.75
diesel crack spread	USD/t	144.76	108.87	106.75	120.97	127.44
naphtha crack spread	USD/t	32.41	62.70	88.23	124.71	142.41
ethylene crack spread	EUR/t	630.84	646.80	662.35	678.06	693.43
propylene crack spread	EUR/t	503.00	515.25	527.87	540.47	553.08
Electricity BASE	[PLN/MWh]	419.85	479.14	516.18	563.63	556.43
Electricity PV	[PLN/MWh]	325.20	417.66	428.81	449.52	431.59
Electricity onshore	[PLN/MWh]	358.33	454.38	477.75	504.12	480.80
CO_2 emission allowances	EUR/t	75.92	88.73	101.53	114.34	127.15

Key climate-related factors considered in determining the recoverable amount of assets
As at the reporting date, 31 December 2025, European Union policy meant that CO_2 emission allowances were a key factor affecting future forecasts across all operating segments. The impact of this factor reflected the costs of emission allowances incurred by the ORLEN Group and the Group's limited ability, over the medium and long term, to pass those costs through to revenue. At the reporting date, 31 December 2025, applicable legislation included mechanisms that were expected to drive a gradual increase in emission costs. At the same time, the forecasts assume that the costs of other environmental regulations, including in particular ETS 2, RED 3, and the Biomethane Act, will be passed through to revenue in full or in part.

12.6.3 Recognition and reversal of impairment losses on property, plant and equipment, intangible assets, right-of-use assets, and goodwill

Net impairment losses on the Group's property, plant and equipment, intangible assets, goodwill, and right-of-use assets by segment:

Segment	**2025**	**2024 (restated)**
Upstream & Supply	(2,087)	(157)
Downstream	(12,319)	(12,566)
Energy	(1,337)	(543)
Consumers & Products	(522)	(203)
Corporate Functions	(12)	(46)
Total, including:	**(16,277)**	**(13,515)**
property, plant and equipment, intangible assets, right-of-use assets	*(15,614)*	*(13,246)*
goodwill	*(663)*	*(269)*

Net impairment losses on property, plant and equipment, intangible assets, goodwill and right-of-use assets of the Group are presented below by company/group.

Company/Group	**2025**	**2024**
ORLEN S.A.	(5,615)	(5,196)
ORLEN Lietuva Group	(738)	(3,042)
ORLEN Upstream Group	(57)	(365)
ENERGA Group	48	(398)
ORLEN Unipetrol Group	(7,093)	(1,532)
ORLEN Petrobaltic Group	(444)	(396)
ORLEN Upstream Norway AS	(549)	(233)
ORLEN New Power Group	(97)	-
Anwil	(425)	(877)
S54	(679)	-
ORLEN Austria Group	(513)	-
ORLEN Południe Group	0	(1,207)
Other	(115)	(269)
Total, including:	**(16,277)**	**(13,515)**
property, plant and equipment, intangible assets, right-of-use assets	*(15,614)*	*(13,246)*
goodwill	*(663)*	*(269)*

Changes in impairment losses by asset class are presented in the tables showing movements in the net carrying amount of the relevant classes in Notes 12.1 – Property, plant and equipment, 12.3 – Intangible assets, 15.2.1 – Right-of-use assets, and 12.6.4 – Goodwill.

12.6.3.1 Projected net cash flows for Upstream & Supply segment assets

The Group performed impairment tests for upstream assets in the Upstream & Supply segment for which impairment indicators had been identified, using the discounted future operating cash flow method and the following assumptions reflecting the Group's expectations as at the end of 2025:

- reserves of ORLEN Upstream Canada fields were estimated based on reserve reports incorporating current forward estimates of crude oil, natural gas, and condensate prices;
- reserves for the other assets were estimated based on assessments by technical teams using current hydrocarbon price path forecasts. The pricing assumptions are presented in Note 12.6.2;
- capital expenditure was assumed at a level ensuring optimal efficiency under the pricing assumptions adopted;
- production volumes reflect the current assessment of the prospects and potential of producing fields and exploration assets;
- impairment tests for Group companies holding exploration and production assets comprise tests of individual CGUs, being individual mines or production centres/areas;
- for assets held by ORLEN Upstream Norway AS, ORLEN's assets located in Pakistan, ORLEN Upstream Polska, and ORLEN Petrobaltic, the recoverable amount was determined on the basis of value in use;
- for ORLEN's exploration and production assets located in Poland and for ORLEN Upstream Canada, the recoverable amount was determined on the basis of fair value less costs of disposal (a Level 3 measurement, as defined in IFRS 13 *Fair Value Measurement*).

Net impairment losses on Upstream & Supply segment assets

In 2025, following the decline in hydrocarbon prices observed at the end of 2025 and weaker forecasts for the segment, the Group identified impairment indicators and performed impairment tests for the segment's assets.
In the Upstream & Supply segment, production assets are analysed as individual CGUs – production areas or fields that generate independent cash flows.

	Measurement method	Scenario used to measure value in use	2025		2024	
			Recoverable amount	Net impairment loss	Recoverable amount	Net impairment loss
ORLEN's assets in Poland	fair value**	n/a	21,254	(823)	20,499*	914
ORLEN's assets in Pakistan	value in use	basic	340	(125)	504	-
ORLEN Upstream Norway, including:	value in use	basic	8,334	(549)	10,890	(233)
Goodwill of CGU Sleipner			-	(185)	-	-
ORLEN Upstream Canada	fair value**	n/a	1,877	2	1,887	(372)
ORLEN Upstream Polska	value in use	basic	401	(59)	299	102
ORLEN Petrobaltic Group	value in use	weighted	1,162	(444)	2,194	(396)
Other			-	(89)	-	(172)
Total				**(2,087)**		**(157)**

** In 2024, assets in Poland were measured based on value in use.*
*** Fair value means fair value less costs of disposal.*

The following table presents the impairment losses resulting from the tests, together with the main drivers of impairment for individual companies in the Upstream & Supply segment.
Other impairment losses in this segment resulted primarily from costs incurred on wells with no economic benefit or from other operating activities, including abandoned projects, damage, decommissioning, etc.

<u>ORLEN – upstream assets located in Poland</u>
In 2025, the tests resulted in the recognition of impairment losses of PLN (1,516) million and reversals of impairment losses of PLN 942 million, reflecting an increase in the resource potential, principally of the Kościan-Brońsko field.
The recoverable amount was determined on the basis of fair value, using forward curves available as at 31 December 2025 and the discount rate applicable to Poland – production and development.

<u>ORLEN – upstream assets located in Pakistan</u>
In 2025, the tests resulted in the recognition of impairment losses of PLN (125) million.
The recoverable amount was calculated based on the value in use of ORLEN's production assets located in Pakistan using the base case scenario and the rate dedicated to Pakistan – Development and Production (Note 12.6.1).

Sensitivity analysis of the fair value of ORLEN upstream assets in Poland as at 31 December 2025

	(PLN million)		EBITDA	
	change	**-5%**	**0%**	**5%**
DISCOUNT RATE	**-1pp**	*increase in impairment loss* (16)	*decrease in impairment loss* 757	*decrease in impairment loss* 1,530
	0.0pp	*increase in impairment loss* (733)	-	*decrease in impairment loss* 733
	+1pp	*increase in impairment loss* (1,377)	*increase in impairment loss* (678)	*decrease in impairment loss* 19

Sensitivity analysis of the value in use of ORLEN upstream assets in Pakistan as at 31 December 2025

	(PLN million)		EBITDA	
	change	**-5%**	**0%**	**5%**
DISCOUNT RATE	**-1pp**	*increase in impairment loss* (8)	*decrease in impairment loss* 9	*decrease in impairment loss* 26
	0.0pp	*increase in impairment loss* (17)	-	*decrease in impairment loss* 17
	+1pp	*increase in impairment loss* (25)	*increase in impairment loss* (8)	*decrease in impairment loss* 8

<u>ORLEN Upstream Norway</u>
In 2025, indicators of impairment were identified and the related tests were performed, resulting in the recognition of impairment losses on assets of PLN (377) million. The impairment losses comprised PLN (192) million on non-current assets of the Yme CGU and PLN (185) million on goodwill allocated to the Sleipner CGU. Further information on goodwill is set out in Note 12.6.4.

The impairment losses were principally attributable to progressive depletion of the fields, the challenging macroeconomic environment at the end of 2025, and weaker hydrocarbon price forecasts.

The value in use of ORLEN Upstream Norway's exploration and production assets, estimated using the base scenario and presented in the table above, was calculated using the discount rate applicable to Norway – development and production (Note 12.6.1).

Sensitivity analysis of the value in use of ORLEN Upstream Norway as at 31 December 2025

	(PLN million)	EBITDA		
	change	**-5%**	**0%**	**5%**
DISCOUNT RATE	**-1pp**	*increase in impairment loss* (88)	*decrease in impairment loss* 14	*decrease in impairment loss* 116
	0.0pp	*increase in impairment loss* (101)	-	*decrease in impairment loss* 101
	+1pp	*increase in impairment loss* (135)	*increase in impairment loss* (13)	*decrease in impairment loss* 86

ORLEN Petrobaltic Group

As at 31 December 2025, the Group identified impairment indicators arising from the natural depletion of fields and adverse macroeconomic forecasts at the end of 2025, and performed impairment tests for the assets. The tests resulted in the recognition of impairment losses of PLN (435) million.

The estimated value in use of the ORLEN Petrobaltic Group's upstream assets, based on scenario analysis and presented in the table above, was calculated using the discount rate applicable to Poland – production and development (Note 12.6.1).

Sensitivity analysis of the value in use of ORLEN Petrobaltic as at 31 December 2025

	(PLN million)	EBITDA		
	change	**-5%**	**0%**	**5%**
DISCOUNT RATE	**-1pp**	*increase in impairment loss* (24)	*decrease in impairment loss* 74	*decrease in impairment loss* 172
	0.0pp	*increase in impairment loss* (94)	-	*decrease in impairment loss* 94
	+1pp	*increase in impairment loss* (160)	*increase in impairment loss* (69)	*decrease in impairment loss* 21

ORLEN Upstream Group

As at 31 December 2025, the Group identified indicators of impairment arising from lower hydrocarbon price forecasts and performed the related tests on assets in Canada and Poland.

The tests did not give rise to any material impairment losses.

The value in use of ORLEN Upstream Polska's exploration and production assets as at 31 December 2025 was calculated under the base scenario, using the discount rate applicable to Poland – Development and Production (Note 12.6.1).

The fair value less costs of disposal of ORLEN Upstream Canada's assets was calculated using discount rates set individually for each area, ranging from 14% to 18%.

Sensitivity analysis of the value in use of ORLEN Upstream Polska as at 31 December 2025

	(PLN million)	EBITDA		
	change	**-5%**	**0%**	**5%**
DISCOUNT RATE	**-1pp**	*decrease in impairment loss* (9)	*decrease in impairment loss* 14	*decrease in impairment loss* 36
	0.0pp	*increase in impairment loss* (22)	-	*decrease in impairment loss* 22
	+1pp	*increase in impairment loss* (34)	*increase in impairment loss* (13)	*decrease in impairment loss* 9

Sensitivity analysis of fair value less costs of disposal for ORLEN Upstream Canada as at 31 December 2025

	(PLN million)	EBITDA		
	change	**-5%**	**0%**	**5%**
DISCOUNT RATE	**-1pp**	*increase in impairment loss* (113)	*decrease in impairment loss* 110	*decrease in impairment loss* 329
	0.0pp	*increase in impairment loss* (212)	-	*decrease in impairment loss* 210
	+1pp	*increase in impairment loss* (303)	*increase in impairment loss* (100)	*decrease in impairment loss* 100

12.6.3.2 Net cash flows projected for Downstream segment assets

The Group performed impairment tests for Downstream segment assets for which impairment indicators had been identified, using the discounted future operating cash flow method (value in use). The tests applied the above-mentioned quotations and margins, which, in accordance with IAS 36, reflect expectations as at 31 December 2025.

- A moderate increase in nominal crude oil quotations is expected over the forecast period. Brent crude prices are forecast to reach USD 69.85/bbl in 2027, when production is expected to peak, and then recover to USD 81.24/bbl by 2030, alongside stabilisation of production.
- In the long term, demand for gasoline is assumed to decline steadily. The private passenger car and light commercial vehicle segments are undergoing a transition towards low-emission technologies, which are gaining increasing market acceptance.
- Diesel margins are expected to continue to decline owing to increased supply. From 2029–2030, diesel margin quotations are expected to strengthen on the back of CO_2 emission costs, before stabilising despite the decline in diesel demand in Europe. Demand for diesel in the heavy-duty transport sector is expected to persist until mid-century.
- Naphtha is expected to remain the principal feedstock for the production of petrochemical products, particularly in Europe and Asia. The strongest growth in naphtha demand is being seen in Asian countries. In Poland and Europe, demand is expected to remain broadly stable.
- The global ethylene market remains in an oversupply phase, resulting in low capacity utilisation and pressure on producers' margins. The largest increase in production capacity is being observed in China, further deepening the global oversupply and the weakening of margins. The European petrochemicals industry is expected to face overcapacity, high energy costs, and weaker demand, compounded by rising imports, mainly from China. These factors will lead to weaker product margins, operating performance and profitability and, as a consequence, to the displacement of local producers.
- Production growth in China may, over the medium term, stabilise global supply of propylene, polypropylene, and other petrochemical products, including benzene, butadiene, and paraxylene, while also increasing competition for European producers, which may result in prices remaining close to current levels in the coming years.
- The rapid long-term increase in CO_2 emission allowance prices is driven by the assumption that the EU will continue its decarbonisation policy, and that the decarbonisation of sectors other than power generation will require high CO_2 emission allowance costs to be economically justified.
- Replacement capital expenditure was included at a level sufficient to maintain the production capacity of existing non-current assets, reflecting updates to capital projects in progress, including the Nowa Chemia and Hydrocracking programmes.

Net impairment losses on Downstream segment assets

In 2025, impairment indicators were identified as a result of the persistently challenging environment and the deterioration, relative to previous assumptions, in the outlook for petrochemical operations. In addition, in light of events during 2025 – in particular the decision by Dow Chemicals to close the Böhlen petrochemical complex at the end of 2025 and the sale of certain European assets of LyondellBasell to AEQUITA at a value close to zero – the Group revised its previous assumptions regarding the potential to pass through CO_2 emission costs under ETS 1 to revenue in the medium and long term, resulting in changes to the valuation of production assets at ORLEN and ORLEN Unipetrol.

In 2025, a negative value in use was confirmed for the ORLEN Petrochemicals CGU and ORLEN Lietuva, primarily in connection with the implementation of the Nowa Chemia capital project at ORLEN and the Hydrocracking project at ORLEN Lietuva.

	Scenario used to measure value in use	2025		2024	
		Value in use	Net impairment loss	Value in use	Net impairment loss
ORLEN Refinery CGU	basic	32,292	(98)	32,083	2,114
ORLEN and S54 Petrochemicals CGU	weighted	(13,660)	(5,154)	(3,912)	(8,200)
ORLEN Unipetrol Refinery CGU	basic	1,470	(2,918)	5,126	393
ORLEN Unipetrol CGU Petrochemia,* including:	weighted	(3,666)	(4,176)	3,901	(1,825)
Downstream segment assets			(3,057)		(1,821)
Energy segment assets			(1,119)		(4)
ORLEN Lietuva CGU Rafineria,** including:	weighted	(2,003)	(738)	(2,800)	(3,025)
Downstream segment assets			(634)		(2,948)
Energy segment assets			(93)		(41)
Corporate Functions assets			(11)		(36)
Anwil Plastics CGU	basic	(1,218)	(425)	225	(877)
ORLEN Południe – Glycol CGU	basic	107	(30)	108	(299)
ORLEN Południe – Bioetanol 2G CGU	basic	197	-	(254)	(908)
Other		-	(3)	-	(20)
Total, including:			**(13,542)**		**(12,647)**
Downstream segment			*(12,319)*		*(12,566)*
Energy segment			*(1,212)*		*(45)*
Corporate Functions			*(11)*		*(36)*

* *ORLEN Unipetrol Petrochemicals CGU – comprises petrochemical assets attributed to the Downstream segment and energy assets attributed to the Energy segment.*

** *ORLEN Lietuva Refining CGU – comprises refining assets attributed to the Downstream segment, energy assets attributed to the Energy segment, and Corporate Functions assets.*

The impairment losses arising from the tests, together with the principal factors driving the loss for each Downstream segment company, are set out below.

Other impairment losses in this segment resulted primarily from other operating activities, including abandoned projects, damage, decommissioning, etc.

ORLEN Refinery CGU

As at 31 December 2025, impairment indicators were identified and impairment tests were performed. The tests did not result in the recognition of any impairment losses on assets.

ORLEN and S54 – Petrochemicals CGU

In 2025, impairment indicators were identified and impairment tests were performed, resulting in the recognition of an impairment loss on assets of PLN (5,156) million.

The impairment loss resulted primarily from expenditure incurred on the Nowa Chemia capital project at ORLEN and from an increase in the assets of the Petrochemicals CGU following the acquisition of shares in S54, which resulted from agreements relating to the project entered into in 2021. For more information, see Note 15.4.2. Suspension of the Olefins III project in its originally defined scope.

In addition, following the market events in 2025 described above, the Group assumed that CO_2 costs arising under ETS 1 could not be passed through to revenue in the medium and long term.

The values in use presented in the table above were calculated using scenario analysis based on detailed cash-flow projections over a 10-year horizon and the discount rate applicable to Poland – Petrochemicals (Note 12.6.1). Extending the detailed forecast period to 10 years is justified by the specific nature of the Nowa Chemia project, which is being implemented within the CGU. Given the multi-year capital project cycle, the start-up phase, and the gradual achievement of target technological and operating parameters, normalised cash flows suitable as a basis for further extrapolation are expected to be achieved only after 10 years.

Sensitivity analysis of the value-in-use calculation for ORLEN, assuming changes of ±1 pp in the discount rate and ±5% in EBITDA, indicated no impact on the amount of the impairment loss recognised.

ORLEN Unipetrol – Refinery CGU

In 2025, impairment indicators were identified and impairment tests were performed, resulting in the recognition of an impairment loss on assets of PLN (2,715) million.

The impairment loss resulted mainly from the specific characteristics of the Czech market and the assumption that CO_2 emission costs under ETS 1 could not be passed through to revenue over the medium and long term.

The values in use presented in the table above were calculated based on the base scenario and the discount rate applicable to the Czech Republic – Refining (Note 12.6.1).

Sensitivity analysis of the value in use of the ORLEN Unipetrol Refinery CGU as at 31 December 2025

	(PLN million)	EBITDA		
	change	**-5%**	**0%**	**5%**
DISCOUNT RATE	**-1pp**	*decrease in impairment loss* 35	*decrease in impairment loss* 309	*decrease in impairment loss* 583
	0.0pp	*increase in impairment loss* (248)	-	*decrease in impairment loss* 248
	+1pp	*increase in impairment loss* (484)	*increase in impairment loss* (259)	*increase in impairment loss* (34)

ORLEN Unipetrol – Petrochemicals CGU (including Downstream and Energy assets)

In 2025, indicators of impairment were identified and the related tests were performed, resulting in the recognition of impairment losses on assets of PLN (4,174) million. Of this amount, PLN (3,055) million related to petrochemical assets allocated to the Downstream segment, and PLN (1,119) million to energy assets allocated to the Energy segment.

The energy assets are ancillary to the petrochemical business – providing energy, steam, and process utilities – and are functionally, technologically, and economically integrated with ORLEN Unipetrol's petrochemical units. They primarily serve those units, generate no independent cash inflows separate from the petrochemical complex, and were therefore tested together with the petrochemical assets within the Petrochemicals CGU, of which they form an integral part.

The impairment loss resulted mainly from challenging market conditions, the deteriorating outlook for petrochemical operations, and the assumption that the Group had no ability to pass through CO_2 emission costs under ETS 1 to revenue over the medium and long term.

The values in use presented in the table above were calculated using scenario analysis and the discount rate applicable to the Czech Republic – Petrochemicals (Note 12.6.1).

Sensitivity analysis of the value-in-use calculation for the ORLEN Unipetrol Petrochemicals CGU, assuming changes of ±1 pp in the discount rate and ±5% in EBITDA, indicated no impact on the amount of the impairment loss recognised.

ORLEN Lietuva – Refining CGU (comprises assets of the Downstream segment, Energy segment, and Corporate Functions)

The impairment losses recognised in 2025 as a result of the tests amounted to PLN (738) million and related mainly to capital expenditure incurred on the Hydrocracking project.

The impairment losses comprised PLN (634) million on refining assets allocated to the Downstream segment, PLN (93) million on energy assets allocated to the Energy segment, and PLN (11) million on Corporate Functions assets. The energy and support-function assets are ancillary to the refining business – providing energy, steam, and process utilities – and are functionally, technologically, and economically integrated with ORLEN Lietuva's units. They primarily serve those units, generate no independent cash inflows separate from the refining complex, and were therefore tested together with the refining assets within the Refining CGU, of which they form an integral part.

The values in use presented in the table above were calculated using scenario analysis and the discount rate applicable to the Lithuania – Refinery (Note 12.6.1).

Sensitivity analysis of the value-in-use calculation for ORLEN Lietuva, assuming changes of ±1 pp in the discount rate and ±5% in EBITDA, indicated no impact on the amount of the impairment loss recognised.

Anwil – Plastics CGU

In 2025, impairment indicators were identified and impairment tests were performed, resulting in the recognition of an impairment loss on assets of PLN (425) million.

The impairment loss resulted mainly from challenging market conditions and the deteriorating outlook for petrochemical operations.

The values in use presented in the table above were calculated based on the base scenario and the discount rate applicable to Poland – Petrochemicals (Note 12.6.1).

Sensitivity analysis of the value-in-use calculation for the Anwil Plastics CGU, assuming changes of ±1 pp in the discount rate and ±5% in EBITDA, indicated no impact on the amount of the impairment loss recognised.

12.6.3.3. Net cash flows projected for Energy segment assets

The Group performed impairment tests for those CGUs for which indicators of impairment had been identified, using the discounted future operating cash flow method (value in use). The tests were performed in accordance with IAS 36. To reflect the uncertainty in the environment in which the Group operates, valuation estimates based on alternative macroeconomic scenarios were prepared for selected CGUs. For the other CGUs, value in use was calculated using the base macroeconomic scenario.

The assumptions adopted included the following, reflecting the Group's expectations as at the end of 2025:

- the ORLEN Group's macroeconomic assumptions for electricity price drivers were adopted on the basis of macroeconomic assumptions covering hard coal and natural gas prices; prices of certificates of origin were developed internally on the basis of electricity price forecasts and other analyses; biomass prices were based on forecasts prepared by companies using this feedstock; the projection paths assume a change in the energy mix, including, in particular, reduced generation from coal-fired units and the long-term phase-out of those units;
- replacement capital expenditure was assumed at a level sufficient to maintain the production capacity of existing non-current assets, including expenditure required to adapt industrial emission levels to Directive 2010/75/EU of the European Parliament and of the Council of 24 November 2010 on industrial emissions and to Commission Implementing Decision (EU) 2021/2326 of 30 November 2021 establishing best available techniques (BAT) conclusions for large combustion plants (LCP). The Industrial Emissions Directive (IED) was amended on 24 April 2024. Directive (EU) 2024/1785 is the cornerstone of the IED 2.0 reform.
- support for generation from existing renewable energy sources was assumed to continue in the form of revenue from energy rights, and, for certain units, revenue from electricity sales prices resulting from successful auctions for the sale of electricity from renewable energy sources and revenue under the FIT/FIP mechanism, in accordance with the Renewable Energy Sources Act of 20 February 2015, as amended (Dz.U. of 2026, item 68, as amended);
- revenue from the capacity market was assumed in accordance with the Capacity Market Act of 8 December 2017, as amended (Dz.U. of 2025, items 610 and 1302), with rates adopted on the basis of capacity auctions held and won in 2018–2025 and, for years beyond the contracted period, on the basis of price paths. Prices under multi-year capacity contracts are indexed annually in accordance with capacity market regulations;

Net impairment losses on Energy segment assets

	Scenario used to measure value in use	2025		2024	
		Value in use	Net impairment loss	Value in use	Net impairment loss
ORLEN Unipetrol – Petrochemicals CGU – Energy segment	n/a	n/a *	(1,119)	n/a *	(4)
ORLEN New Power Group – RES assets	basic	3,978	(97)	4,734	-
Energa Group – RES assets	weighted	7,210	144	7,691	(300)
Energa Group – Ostrołęka Power Plant	basic	-	(48)	-	(61)
Other		-	(217)	-	(178)
Total			**(1,337)**		**(543)**

** The recoverable amount was estimated in impairment tests for the ORLEN Unipetrol – Petrochemicals CGU and is presented in the table for the Downstream segment.*

ORLEN New Power Group – RES assets

These assets comprise wind farms and solar PV farms, each representing a separate CGU. The total impairment losses recognised on assets of PLN (97) million resulted from changes in forecast electricity price paths. Goodwill of PLN 1,599 million

arising from earlier acquisitions was allocated to this group of CGUs. The group of CGUs, together with the allocated goodwill, was tested separately for impairment. The related disclosures are set out in Note 12.6.4.
The value in use of the assets was calculated using the base scenario and the discount rate applicable to Poland – Renewables (Note 12.6.1).

Sensitivity analysis of the value in use of ORLEN New Power

	(PLN million)	EBITDA		
	change	**-5%**	**0%**	**5%**
DISCOUNT RATE	**-1pp**	*decrease in impairment loss* 25	*decrease in impairment loss* 269	*decrease in impairment loss* 513
	0.0pp	*increase in impairment loss* (337)	-	*decrease in impairment loss* 107
	+1pp	*increase in impairment loss* (649)	*increase in impairment loss* (447)	*increase in impairment loss* (244)

Energa Group – RES assets
The total reversals of impairment losses recognised in 2025 amounted to PLN 144 million. The reversals followed the combination of certain renewable energy assets generating electricity from different renewable sources into a single CGU, designated the Market Portfolio, which constitutes a single settlement unit and generates synergies in electricity sales. By diversifying the generation profile, reducing volume volatility, limiting exposure to individual weather and technology risks, improving contract management, and optimising electricity sales, the Group achieved lower balancing costs and better alignment of the generation profile with customer demand. This group of CGUs, together with the allocated goodwill, was tested separately for impairment. The related disclosures are set out in Note 12.6.4.

The value in use presented in the table above was calculated using scenario analysis and the discount rate applicable to Poland – Renewables (Note 12.6.1).

Sensitivity analysis of the value in use of the Energa Group – RES assets

	(PLN million)	EBITDA		
	change	**-5%**	**0%**	**5%**
DISCOUNT RATE	**-1pp**	*decrease in impairment loss* 556	*decrease in impairment loss* 1,018	*decrease in impairment loss* 1,055
	0.0pp	*increase in impairment loss* (227)	-	*decrease in impairment loss* 376
	+1pp	*increase in impairment loss* (1,012)	*increase in impairment loss* (696)	*increase in impairment loss* (242)

Energa Group – Ostrołęka Power Plant
An impairment loss of PLN (48) million was recognised for coal-fired generation assets. The impairment loss resulted from capital expenditure incurred on the Ostrołęka Power Plant project.
The values in use presented in the table above were calculated using the base scenario and the discount rate applicable to Poland – Power Generation (Note 12.6.1).
Sensitivity analysis of the value-in-use calculation, assuming changes of ±1 pp in the discount rate and ±5% in EBITDA, indicated no impact on the amount of the impairment loss recognised.

12.6.3.4. Net cash flows projected for Consumers & Products segment assets

The Group performed impairment tests for those CGUs for which indicators of impairment had been identified, using the discounted future operating cash flow method (value in use). The tests were performed in accordance with IAS 36, taking into account the following assumptions:

- fuel and non-fuel margins based on assumptions adopted in the Group's financial plan for 2026;
- replacement capital expenditure assumed at a level sufficient to maintain the service-station network.
- consumption and market share forecasts.

Net impairment losses on Consumers & Products segment assets

ORLEN Austria Group
As at 31 December 2025, ORLEN Austria Group identified impairment indicators following revised assumptions for the development of the service-station network and for the margins and sales volumes in the Austrian market. An impairment test was therefore performed.
As a result of the test, the ORLEN Austria Group recognised impairment losses primarily on property, plant and equipment of PLN (47) million and on goodwill of PLN (466) million (more information on goodwill is set out in Note 12.6.4).

As at 31 December 2025 and 31 December 2024, the values in use of ORLEN Austria were PLN 85 million and PLN 1,205 million, respectively, and were calculated using the discount rate applicable to Austria – Retail (Note 12.6.1).

Sensitivity analysis of the value in use of ORLEN Austria

	(PLN million)	EBITDA		
	change	**-5%**	**0%**	**5%**
DISCOUNT RATE	**-1pp**	*increase in impairment loss* (55)	*decrease in impairment loss* 2	*decrease in impairment loss* 59
	0.0pp	*increase in impairment loss* (53)	-	*decrease in impairment loss* 53
	+1pp	*increase in impairment loss* (52)	*increase in impairment loss* (3)	*decrease in impairment loss* 46

12.6.4 Goodwill impairment tests

The goodwill amounts presented below, recognised in accounting for business combinations, are generally allocated to the CGU to which the relevant entity belongs. The exceptions are: (a) goodwill of individual companies acquired as part of the strategy to expand the renewable energy portfolio, allocated to the ORLEN New Power Group, and goodwill of renewable energy assets in the Energa Group, allocated at the level of the New Energy Business Line; and (b) goodwill of KUFPEC Norway AS, allocated to ORLEN Upstream Norway AS following the merger of the two companies.

	Operating segment	Impairment loss 2025	Goodwill 2025	Goodwill 2024 (restated)
ORLEN New Power Group	Energy	-	1,599***	1,605
Energa Group – RES assets	Energy	-	890	711
ORLEN Upstream Norway**	Upstream & Supply	(185)	874	1,070
ORLEN Unipetrol (ORLEN HUNGARY Kft*)	Consumers & Products	(12)	257	256
ORLEN Austria	Consumers & Products	(466)	-	452
ORLEN Transport CGU	Downstream	-	80	80
Grupa Usługi Logistyczne w likwidacji, currently ORLEN Paczka	Consumers & Products	-	33	32
Other			79	71
Final accounting for business combinations				95
Total		**(663)**	**3,812**	**4,372**

** formerly Normbenz Magyarország Kft*
*** formerly KUFPEC Norway AS Goodwill was allocated to the individual CGUs.*
**** acquisition adjustment*

The recoverable amounts of the individual CGUs, or groups of CGUs, to which goodwill had been allocated were measured on the basis of value in use. The tests were performed using discounted cash flow models for the individual CGUs or groups of CGUs. The macroeconomic assumptions and discount rates applied in the tests are consistent with those adopted for the segments to which the goodwill being tested is allocated, as set out in the table above and in Notes 12.6.1 and 12.6.2

For goodwill impairment testing purposes, value in use was estimated using a five-year detailed forecast period and growth rates set at the inflation target for the relevant country: 2.5% for Poland, 2.1% for Norway, and 2.0% for Austria and Hungary. The assumptions underlying the goodwill impairment models are consistent with those used in the asset impairment tests and are described in the sections covering the respective segments to which each CGU with allocated goodwill belongs, namely: 12.6.3.1 – Upstream & Supply, 12.6.3.2 – Downstream, and 12.6.3.3 – Energy.

ORLEN Austria
The cash flows used in the impairment test for ORLEN Austria goodwill reflect assumptions for the development of the service-station network and the level of margins and sales volumes in the Austrian market. Following the revision of the cash flows and market assumptions, indicators of impairment were identified. Based on the test performed, a full impairment loss was recognised against ORLEN Austria goodwill in the amount of PLN (466) million, including foreign exchange differences of PLN (14) million.

As at 31 December 2025, the value in use of ORLEN Austria, calculated using the base scenario, was PLN 85 million and was determined using the discount rate applicable to Austria – Retail (Note 12.6.1).
As the impairment loss covered the full amount of goodwill, no sensitivity analysis is presented.

KUFPEC Norway AS
As a result of the tests performed, an impairment loss on goodwill of PLN (185) million was recognised for the Sleipner CGU, including PLN (1) million of foreign exchange differences.
The impairment loss resulted mainly from natural field depletion, updates to the field profiles, and updates to macroeconomic assumptions.
A sensitivity analysis of the value in use for ORLEN Upstream Norway, which includes the Sleipner CGU, is presented in the Upstream & Supply segment section (Note 12.6.3.1).

ORLEN Hungary Kft

The individual goodwill amounts making up the total goodwill of ORLEN Hungary Kft of PLN 257 million have been allocated to individual service stations and tested in accordance with the assumptions adopted for the Consumers & Products segment (the detailed assumptions are set out in Note 12.6.2). As a result of analyses performed as at 31 December 2025, an impairment loss on goodwill of PLN (12) million was recognised as a result of a reassessment of the profitability of the service station network.

The goodwill of ORLEN Hungary Kft is not materially sensitive to ±1 pp changes in the discount rate or ±5% changes in EBITDA.

ORLEN New Power – RES assets

As at 31 December 2025, the cash flows used to measure the goodwill allocated to renewable energy assets reflected the price terms set out in executed contracts for the sale of electricity from renewable energy sources and in contracts for the sale of energy rights arising from certificates of origin (CPAs). The cash flows also reflected the applicable regulations on the reference price for electricity from renewable energy sources and the support periods applicable to producers that won auctions in the relevant year. No impairment of goodwill was recognised as a result of the tests.

As at 31 December 2025 and 31 December 2024, the value in use of the renewable energy assets of the ORLEN New Power Group (formerly ORLEN Wind 3) was PLN 3,978 million and PLN 4,734 million, respectively, and was calculated using the discount rate applicable to Poland – Renewables (Note 12.6.1).

The weighted scenario was also applied in the goodwill impairment model. Value in use was calculated using a terminal value based on a growth rate consistent with the long-term inflation assumption of 2.5% and the discount rate applicable to Poland – Renewables.

Sensitivity analysis of the value in use of goodwill of ORLEN New Power

	(PLN million)		EBITDA	
	change	**-5%**	**0%**	**5%**
DISCOUNT RATE	**-1pp**	*decrease in impairment loss* 645	*decrease in impairment loss* 982	*decrease in impairment loss* 1,319
	0.0pp	*increase in impairment loss* (273)	-	*decrease in impairment loss* 273
	+1pp	*increase in impairment loss* (892)	*increase in impairment loss* (663)	*increase in impairment loss* (433)

Energa Group – RES assets

As at 31 December 2025, the cash flows used to measure the goodwill allocated to renewable energy assets reflected the price terms set out in executed contracts for the sale of electricity from renewable energy sources and in contracts for the sale of energy rights arising from certificates of origin (CPAs). The cash flows also reflected the applicable regulations on the reference price for electricity from renewable energy sources and the support periods applicable to producers that won auctions in the relevant year. No impairment of goodwill was recognised as a result of the tests.

As at 31 December 2025 and 31 December 2024, the values in use of Energa Group's renewable energy assets were PLN 7,210 million and PLN 7,691 million, respectively, and were calculated using the discount rate applicable to Poland – Renewables (Note 12.6.1).

Sensitivity analysis of the value in use for Energa Group – Renewable energy assets is presented in the Energy segment section (Note 12.6.3.3).

ORLEN Transport

The cash flows used in the goodwill impairment test for ORLEN Transport reflect assumptions regarding the development of the Group's transport fleet, including a higher level of fixed-cost efficiency within the target operating structure. No impairment losses were recognised as a result of the impairment tests conducted for ORLEN Transport.

As at 31 December 2025 and 31 December 2024, the values in use of ORLEN Transport were PLN 278 million and PLN 397 million, respectively, and were calculated using the discount rate applicable to Poland – Transport (Note 12.6.1).

ORLEN Paczka

On 31 March 2025, ORLEN acquired from Usługi Logistyczne in liquidation (formerly: RUCH) 25,000 shares in ORLEN Paczka Spółka z o.o., representing 100% of its share capital. The goodwill previously allocated to RUCH has been transferred to ORLEN Paczka.

The cash flows used in the goodwill impairment test for ORLEN Paczka reflect assumptions regarding the expansion of the parcel-locker network and increased operating efficiency. The tests did not result in the recognition of impairment losses. As at 31 December 2025, the value in use of ORLEN Paczka was PLN 3,346 million.

12.7 Net working capital

Net working capital
The Group defines net working capital as inventories, excluding mandatory stocks, plus trade receivables, less trade payables.

	Inventories	Trade receivables	Trade payables	Net working capital
31/12/2024 (restated)	**21,739**	**26,411**	**19,987**	**28,163**
31/12/2025	**19,126**	**24,060**	**18,552**	**24,634**
Change in working capital in the statement of financial position	**2,613**	**2,351**	**(1,435)**	**3,529**
Adjustments	**(538)**	**186**	**(429)**	**(781)**
Business combinations	*-*	*21*	*(11)*	*10*
Foreign exchange differences	*(169)*	*156*	*(414)*	*(427)*
Surrender of energy rights	*(577)*	*-*	*-*	*(577)*
Change in mandatory stocks	*210*	*-*	*-*	*210*
Other	*(2)*	*9*	*(4)*	*3*
Change in working capital in the statement of cash flows	**2,075**	**2,537**	**(1,864)**	**2,748**

	Inventories	Trade receivables	Trade payables	Net working capital
31/12/2023 (restated)	**22,917**	**33,443**	**20,288**	**36,072**
31/12/2024 (restated)	**21,739**	**26,411**	**19,987**	**28,163**
Change in working capital in the statement of financial position	**1,178**	**7,032**	**(301)**	**7,909**
Adjustments	**(385)**	**538**	**(998)**	**(845)**
Business combinations	*114*	*482*	*(687)*	*(91)*
Surrender of energy rights	*(381)*	*-*	*-*	*(381)*
Foreign exchange differences	*(79)*	*94*	*(358)*	*(343)*
Disposal of business	*(27)*	*(66)*	*47*	*(46)*
Other	*(12)*	*28*	*-*	*16*
Change in working capital in the statement of cash flows	**793**	**7,570**	**(1,299)**	**7,064**

12.7.1 Inventories

SELECTED ACCOUNTING POLICIES

Inventories

Inventories comprise finished goods, semi-finished products, work in progress, goods held for resale, and materials.

Inventories also include mandatory stocks under separate regulations, which may be held for periods longer than 12 months. By their nature, mandatory stocks of crude oil and gas are presented within non-current assets, whereas a portion of mandatory coal stocks, given their turnover and frequent monthly fluctuations in level, is presented within current assets.

Finished goods, semi-finished products and work in progress are initially measured at the cost of production. The cost of production comprises input costs, processing costs attributable to the production period for finished goods, semi-finished products and work in progress, and an allocation of fixed and variable indirect costs of production determined at the normal level of capacity utilisation.

As at the reporting date, finished goods, semi-finished products, and work in progress are measured at the lower of the cost of production and net realisable value. Finished goods, semi-finished products, and work in progress issued from inventory are measured using the weighted-average cost of production.

Goods held for resale and materials are initially measured at purchase price. At the reporting date, they are measured at the lower of purchase price and net realisable value. Goods for resale and materials issued from inventory are measured principally using the weighted-average acquisition cost formula. Coal inventories and materials that, owing to their technical characteristics, must be issued from inventory in the order of receipt (e.g. power-sector materials and goods) are measured using the first-in, first-out (FIFO) cost formula.

The initial carrying amount of inventories is adjusted for gains and losses on the settlement of cash flow hedging instruments relating to those inventories.

High-methane gas inventories are measured on an aggregate basis across all storage facilities using the weighted-average acquisition cost. Natural gas issued from inventory for sale and own consumption in Underground Gas Storage (UGS) facilities, as well as balancing differences, is measured using the weighted-average acquisition cost, comprising in particular the cost of gas purchased from all sources together with an appropriate portion of system and transaction charges, the actual cost of extraction from domestic sources, the cost of nitrogen removal, and the cost of regasification.

LNG inventories are measured at actual cost of production or purchase price, depending on the source. Purchase price is increased by acquisition costs, including the costs of transporting gas to the storage site (including towing and mooring services, port fees, etc.). LNG inventories are measured using the weighted average method. LNG issued from inventory for sale and consumption (including for regasification) is measured at the average actual unit cost for the reporting period at the respective location.

Group companies, as producers of electricity from renewable energy sources, receive free allocations of certificates of origin for electricity in accordance with the provisions of the Energy Law. Energy rights, to the extent intended for sale, are recognised as goods held for resale at fair value determined on the date of their registration.

The Group classifies stand-by spare parts as inventories unless they meet the criteria for recognition as property, plant and equipment under IAS 16 and the Group's policy for the capitalisation of significant components. Under this policy, the materiality threshold for spare parts has been set at PLN 100,000. Stand-by spare parts with a value equal to or above that threshold are assessed to determine whether they meet the capitalisation criteria set out in IAS 16. Accordingly, stand-by spare parts recognised as inventories are, in particular, those of immaterial value, those not subject to regular replacement, or those whose use does not increase the future economic benefits from the related item of property, plant and equipment relative to the assumptions adopted on its initial recognition. The costs of stand-by spare parts recognised as inventories are recognised in profit or loss when consumed, as costs of the routine maintenance of property, plant and equipment.

ESTIMATES

Net realisable value of inventories

If the purchase price or cost of production of inventories cannot be ascertained, the Group recognises inventory write-downs based on estimates of their actual net realisable value.

Inventories that have become obsolete, unfit for use or subject to a decline in selling prices are written down to their net realisable value.

At the end of each month, the Group compares the purchase price of inventories (the weighted-average purchase price for a given inventory group) or the cost of production of inventories (the weighted-average cost of production for a given inventory group) with their net realisable value. Net realisable value is determined as the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

In practice, realisable values are determined on the basis of actual selling prices of inventories, both retail and wholesale, from transactions executed on the last day of the month and in the first days of the following month after the date as at which the inventory impairment analysis is prepared, but no later than the date on which the accounting books are closed. This assessment also takes into account the current inventory turnover cycle and the selling prices under contracts in force as at the reporting date.

The value of materials designated for use in the production process is not written down below purchase price if the finished goods in whose production they will be used are expected to be sold at prices equal to or exceeding the estimated cost of production, as determined on the basis of historical data. However, if the cost of production exceeds net realisable value, the value of materials is written down to net realisable value.

For semi-finished products and work in progress, the need for a write-down is assessed by comparing the average cost of production with actual selling prices, reflecting dedicated pricing formulas that reflect the degree of processing relative to finished goods.
Depending on the type of inventory, the Group recognises both item-specific and group-level inventory write-downs.
Item-specific write-downs are recognised when an analysis and comparison indicate that net realisable value is lower than either the purchase price or costs of production of a given inventory item, with the write-down recorded at the amount of the difference. If there is a subsequent change in net realisable value, a write-down is either recognised or reversed to reflect the amount of the change.
Group-level inventory write-downs are applied when similar or related inventory items are grouped based on shared characteristics – for example, belonging to the same product line, having a similar intended use or final application, being produced and sold at the same manufacturing facility, and being impractical to assess separately from other items within the same product line. Such write-downs primarily apply to inventories of crude oil and petroleum products.
At the end of each month, the amount of aggregate inventory write-down for a group of inventories is determined. The change in the group-level inventory write-down at the end of the following reporting period represents one of the following:

- *recognition of a write-down – an increase in the write-down amount compared with the balance at the end of the previous reporting period;*
- *reversal of a write-down – a reduction in the write-down amount compared with the balance at the end of the previous reporting period;*
- *utilisation of a write-down – a reduction in the write-down amount due to the use, sale, or disposal of the inventory items for which the write-down was originally recognised.*

The recognition and reversal of inventory write-downs, both item-specific and group-level, are recorded under cost of sales.
For gas inventories held for sale, the carrying amount is compared with its expected realisable value, based on data from executed gas sales contracts, forecast sales volumes, and forecast selling prices on the Polish Power Exchange (TGE), specifically the forward monthly contract prices for the next 12 months. Using contract data and monthly sales forecasts for a one-year period, a weighted average selling price is calculated, based on planned and contracted sales volumes for each month. If the forecast revenue so determined is lower than the carrying amount, as at the reporting date, of gas inventories held in storage for sale, an inventory write-down is recognised in the amount of the difference between those values and charged to cost of sales.

	31/12/2025	31/12/2024 (restated)
Materials, including:	11,531	13,648
crude oil	*4,428*	5,608
gaseous fuel	*2,677*	2,740
Semi-finished goods and work in progress	1,651	1,885
Finished goods	3,868	4,344
Goods held for resale	2,076	1,862
Net current inventories	**19,126**	**21,739**
Net non-current inventories (mandatory stocks)	**9,180**	**11,033**
Total inventories	**28,306**	**32,772**
Inventory write-downs to net realisable value	568	540
Gross inventories	**28,874**	**33,312**

Mandatory stocks represent specified quantities of crude oil, petroleum products and natural gas that the ORLEN Group is required to maintain to ensure energy security. Their primary purpose is to secure the supply of energy commodities in the event of market disruptions or crisis situations.
As at the date of preparation of these consolidated financial statements, the Group is subject to an obligation to maintain mandatory stocks in two countries: Poland and Lithuania.
The obligation to maintain mandatory stocks in Poland arises under the Act of 16 February 2007 on Stocks of Crude Oil, Petroleum Products and Natural Gas, and the Principles of Conduct in Situations Threatening State Fuel Security and Disruptions to the Oil Market. The obligation to maintain mandatory stocks in Lithuania arises under the Law on Petroleum Products and State Oil Reserves and the related implementing regulations.
Under those regulations, mandatory stocks may be released only on the instruction of the minister responsible for energy, in specified circumstances such as:

- the declaration of a state of emergency;
- disruptions to the supply of energy commodities;
- other situations threatening the State's energy security.

In practice, this means that the ORLEN Group may not freely dispose of these stocks, and their use is strictly regulated by the relevant state authorities. Furthermore, the Group is required to replenish any mandatory stocks consumed within a specified period, which gives rise to additional costs and logistical obligations.

Inventories recognised as an expense in 2025 and 2024 amounted to PLN 140,542 million and PLN 132,804 million, respectively, and were included in cost of sales.

Change in inventory write-downs to net realisable value

	2025	2024
Increase	(797)	(926)
Decrease	723	1,061

The decrease in inventory write-downs to net realisable value in 2025 was lower than in the previous year, primarily reflecting the utilisation of previously recognised write-downs.

12.7.2 Trade receivables

SELECTED ACCOUNTING POLICIES

Upon initial recognition, the Group measures trade receivables that do not contain a significant financing component at their transaction price. After initial recognition, those receivables – other than the portfolio of receivables designated for full non-recourse factoring within the limit granted to the Group – are measured at amortised cost, less expected credit loss allowances. Receivables designated for full non-recourse factoring are measured at fair value through profit or loss.

The Group applies measurement simplifications to receivables measured at amortised cost where this does not distort the information presented in the statement of financial position, in particular where the period until settlement of the receivable is not long.

Receivables measured at amortised cost to which the Group applies such simplifications are initially recognised at the amount of consideration due and, subsequently, including at the reporting date, are measured at the amount of consideration due less impairment allowances for expected credit losses.

ESTIMATES

Impairment of trade receivables

The Group considers a credit event (i.e. an assumption that the counterparty will fail to meet its obligation) to have occurred where payment is more than 90 days past due from the receivable's due date, there is a high probability of insolvency, the counterparty is subject to bankruptcy or restructuring proceedings, there is an ongoing legal dispute as to the amount or validity of the claim underlying the receivable, or other qualitative factors indicate an inability to settle all financial obligations in full.

In estimating expected credit losses (ECLs), the Group applies the simplified approach, using a provision matrix based on historical payment performance and recoveries from counterparty receivables. For selected trade receivables assessed on an individual basis, the Group uses credit default swap (CDS) quotations for entities with a given credit rating and sector classification, applying them to the expected future cash flows of the asset concerned. The individual approach is applied to so-called key counterparties, for which the Group's exposure arising from trade receivables is significant relative to the overall trade receivables portfolio, or which are subject to individual assessment due to the specific characteristics of the counterparty, its country of operation or its business sector. An exposure arising from trade receivables is considered material if it accounts for 1% or more of the Group's total trade receivables portfolio, provided that this share represents a material value within the overall portfolio.

The Group incorporates forward-looking information into the parameters applied in its expected credit loss model, including under the provision matrix approach, by applying management overlays to baseline probability of default (PD) rates. In this respect, the Group takes into account changes in macroeconomic data such as GDP growth, the inflation rate, the unemployment rate and stock market indices (including the WIG index) and, if they deteriorate significantly compared with the previous period, assesses whether it is necessary to reflect an additional risk factor in the calculation of expected credit losses in light of the economic environment and forward-looking forecasts. As at 31 December 2025, the Group did not identify any indicators requiring revision of the assumptions adopted for the measurement of expected credit losses.

Expected credit losses are calculated at the time a receivable is recognised in the statement of financial position and are subsequently updated at each reporting date, based on the number of days past due. For counterparties assessed individually, credit exposure is reduced by collateral held against the specific financial asset, reflecting the assumed recovery rate. Expected credit losses for individual exposures are determined on a counterparty-specific basis, using the loss given default (LGD) parameter with forecast loss rates derived from external reports, and current probability of default (PD) levels implied by market quotations for CDS instruments (forward-looking), taking into account the counterparty's current rating and sector.

The expected credit loss calculated on initial recognition of trade receivables, and any subsequent increase in expected credit loss, is recognised in profit or loss.

	31/12/2025	31/12/2024 (restated)
Trade receivables from contracts with customers	21,135	24,299
Trade receivables within non-recourse factoring limit	2,110	779
Other	815	1,333
Net trade receivables	**24,060**	**26,411**
Expected credit loss	1,424	1,308
Gross trade receivables	**25,484**	**27,719**

The Group has active full (non-recourse) factoring agreements in place for the sale of trade receivables. Receivables presented under trade receivables within the non-recourse factoring limit represent the amount of receivables eligible for sale to the factor within the limit available as at the reporting date.

A breakdown of financial assets denominated in foreign currencies is set out in Note 14.2.2. Details of receivables from related parties are set out in Note 15.6.2.
The Group has not identified any material trade receivables falling due more than 12 months after the reporting date.

12.7.2.1. Change in expected credit loss on trade receivables

	NOTE	2025	2024 (restated)
At the beginning of the period		1,308	975
Recognition	*11.6*	1,191	878
Reversal	*11.6*	(956)	(486)
Utilisation		(120)	(87)
Foreign exchange differences		2	(1)
Other		(1)	29
		1,424	**1,308**

12.7.2.2. Ageing analysis of trade receivables and expected credit loss

31 December 2025

	Trade receivables – gross value	Expected credit loss (lifetime)	Weighted average expected credit loss rate	Trade receivables – net value
not past due	21,847	272	0.0125	21,575
past due, of which:				
past due by 1 to 30 days	2,016	29	0.0144	1,987
past due by 31 to 60 days	130	13	0.1000	117
past due by 61 to 90 days	66	12	0.1818	54
past due by more than 90 days	1,425	1,098	0.7705	327
	25,484	**1,424**		**24,060**

31 December 2024

	Trade receivables – gross value	Expected credit loss (lifetime)	Weighted average expected credit loss rate	Trade receivables – net value
not past due	25,460	202	0.0079	25,258
past due, of which:				
past due by 1 to 30 days	717	27	0.0377	690
past due by 31 to 60 days	234	75	0.3205	159
past due by 61 to 90 days	72	6	0.0833	66
past due by more than 90 days	1,236	998	0.8074	238
	27,719	**1,308**		**26,411**

(restated)

For more information on credit risk, see Note 14.2.4.

12.7.3 Trade payables

SELECTED ACCOUNTING POLICIES

Liabilities

Trade payables are measured at the date they arise at fair value and subsequently at amortised cost using the effective interest method.

The Group applies simplified measurement approaches to financial liabilities measured at amortised cost where this does not give rise to distortion of the information presented in the statement of financial position, in particular where the time to settlement is short. Financial liabilities to which the Group applies those simplifications are measured on initial recognition and subsequently, including at the reporting date, at the amount payable. Other non-financial liabilities are measured at the amount payable.

	31/12/2025	31/12/2024 (restated)
Trade payables	14,173	14,798
Outstanding liability to GAZPROM	3,178	3,619
Other	1,201	1,570
Net trade payables	**18,552**	**19,987**

A breakdown of financial liabilities denominated in foreign currencies is set out in Note 14.2.2. Details of liabilities to related parties are set out in Note 15.6.2.

As at 31 December 2025 and 31 December 2024, the Group had no material overdue liabilities, except for unsettled liabilities to GAZPROM arising mainly from sanctions imposed on Russia.
The Group has not identified any material balances of trade payables to counterparties expected to be settled more than 12 months after the end of the reporting period, except for the GAZPROM liability described above, in respect of which there is uncertainty as to the duration of the sanctions regime.

12.8 Cash

SELECTED ACCOUNTING POLICIES

Cash comprises cash on hand, cash in bank accounts, and cash in transit. Cash equivalents are short-term, highly liquid investments with an original maturity of three months or less, that are readily convertible to known amounts of cash and subject to an insignificant risk of changes in value.
The cash balance presented in the statement of cash flows corresponds to the components classified above as cash in the statement of financial position.
The Group classifies cash as financial assets measured at amortised cost, subject to impairment allowances determined in accordance with the expected credit loss model.

	31/12/2025	**31/12/2024**
Cash on hand and in bank	26,445	11,042
	26,445	**11,042**
including restricted cash	984	1,405

Cash at bank principally comprises negotiated deposits with maturities of three months or less. Additional information on the concentration of cash and the methods used to invest the Group's cash surpluses is set out in Note 14.1.4.
Restricted cash principally comprises funds held in VAT accounts under the split payment mechanism and margin deposits securing commodity exchange transactions, including those on the Polish Power Exchange (TGE).

12.9 Borrowings and bonds

SELECTED ACCOUNTING POLICIES

At initial recognition, all borrowings and bonds are recorded at fair value, net of transaction costs and any discounts or premiums. Subsequently, they are measured at amortised cost using the effective interest method.

	Non-current 31/12/2025	**Non-current 31/12/2024 (restated)**	**Current 31/12/2025**	**Current 31/12/2024 (restated)**	**Total 31/12/2025**	**Total 31/12/2024 (restated)**
Bank borrowings*	7,162	7,847	1,197	2,023	8,359	9,870
Non-bank borrowings	620	135	41	35	661	170
Bonds	15,875	6,997	269	1,109	16,144	8,106
	23,657	**14,979**	**1,507**	**3,167**	**25,164**	**18,146**

** As at 31 December 2025 and 31 December 2024, this line item included Project Finance borrowings (financing obtained by SPVs for capital projects) of PLN 986 million and PLN 566 million, respectively, under non-current liabilities, and PLN 694 million and PLN 4 million, respectively, under current liabilities.*

In 2025, as part of cash flows from financing activities, the Group made drawdowns and repayments of loans and borrowings under available credit facilities in a total amount of PLN 6,345 million and PLN (7,542) million, respectively. The decrease in the Group's indebtedness under bank borrowings as at 31 December 2025 was driven primarily by:
- the repayment of ORLEN's syndicated loan of PLN (2,500) million;
- the drawdown of a loan within the ORLEN Upstream Norway Group of PLN 981 million.

During the 12 months of 2025, the Group raised funds in connection with the following bond issuances carried out by ORLEN:
- On 30 January 2025, ORLEN issued Series C bonds with a nominal value of USD 1,250 million, which as at 31 December 2025 represented the equivalent of PLN 4,502 million. The proceeds from the issue will be used to finance ongoing operations, including the implementation of investment plans set out in the ORLEN Group Strategy.
- On 2 July 2025, ORLEN issued Series D bonds with a nominal value of EUR 600 million, which as at 31 December 2025 represented the equivalent of PLN 2,536 million. The bonds qualify as green bonds, and the proceeds from the issue will be used to finance projects in three eligible categories – renewable energy, energy efficiency and clean transport – in accordance with the green and sustainable finance principles set out in the Green Finance Framework.
- On 23 December 2025, ORLEN issued Series E bonds with a nominal value of PLN 2,000 million. The proceeds from the issue will be used to finance ongoing operations, including the implementation of investment plans set out in the ORLEN Group Strategy.

Cash flows from the Series C and Series D issues are presented net of discounts.

On 19 December 2025, Series C bonds under the non-public domestic bond programme with a nominal value of PLN 1,000 million were redeemed.

12.9.1 Bank borrowings

disaggregated by currency (translated into PLN)/by type of interest rate

	31/12/2025	31/12/2024
PLN – WIBOR	3,142	4,998
PLN – fixed interest rate	387	416
EUR – EURIBOR	2,451	3,111
EUR – fixed interest rate	1,271	1,285
USD – SOFR	275	10
CZK – PRIBOR	698	-
CAD – CORRA	128	50
HUF – BUBOR	7	-
	8,359	**9,870**

As at 31 December 2025, total undrawn committed credit facilities (Note 14.2.4), together with trade receivables (Note 12.7.2) and cash (Note 12.8), exceeded trade payables (Note 12.7.3) by PLN 71,200 million.
As at 31 December 2025, all three financing agreements between ORLEN and the European Investment Bank (EIB), totalling PLN 3,500 million and signed to finance the strategic programme for the modernisation of the electricity distribution network implemented by Energa-Operator S.A., remained drawn and active. The funds will be used for capital projects aimed at strengthening the security and efficiency of electricity supply, including the connection of renewable energy sources. The financing has a 15-year tenor and takes the form of an amortising investment loan.
The Group partially hedges cash flows associated with interest payments on external PLN-denominated loan financing using interest rate swaps (IRS).
During the period covered by these consolidated financial statements, and after the reporting date, there were no instances of non-payment of principal or interest. Except for the events described below, the Group did not identify any breaches of other terms of its facility agreements.
At the end of 2024 and in the first quarter of 2025, Spolana, a subsidiary of the Unipetrol Group, identified non-compliance with a covenant relating to a specified level of equity. The company repaid the debt arising from that agreement in June 2025.
As at 31 December 2025, CCGT Ostrołęka, a subsidiary of the ENERGA Group, identified a breach of the terms of a facility agreement relating to the investment project timetable. The company completed discussions with the financial institutions and, on 15 April 2026, entered into an appropriate agreement with them to regularise the current position under the existing financing agreement and to obtain consent for the development and implementation of a long-term solution, which is expected to be completed by the end of May 2026. Accordingly, as at 31 December 2025, the non-current debt arising from that agreement, of PLN 626 million, was presented within current liabilities.

Under most of the Group's credit facility agreements, a single covenant has been defined: the net debt-to-EBITDA ratio before net impairment (impairment losses and reversals thereof), adjusted for exclusions in accordance with the definitions of the individual components set out in the credit facility agreements. As at 31 December 2025, the level of that covenant complied with the requirements set out in the credit agreements. The Group also has a limited number of other borrower-specific ratios, all of which were in compliance as at 31 December 2025.

Certain of the Group's borrowings are secured over assets of Group entities and/or by corporate guarantees. These security arrangements relate in particular to joint-operation loans and Project Finance facilities. The granting of such security gives rise to specific contractual obligations, including the requirement to maintain appropriate financial ratios. The existence of these security arrangements restricts the Group's ability freely to dispose of the relevant assets, in particular to sell them, create further security over them, or use them as collateral for other creditors without the consent of the financing institution.
Detailed information on security for the repayment of liabilities is presented in the table below.

Type of collateral	Collateralised asset	Carrying amount of collateralised asset (PLN million)	Principal terms and restrictions
Registered pledges	Property, plant and equipment	27	The financing is subject to terms and restrictions customary for project finance facilities and other standard bank financing arrangements.
Mortgages	Property, plant and equipment	18,301	
Assignment of receivables	Trade receivables	857	
Powers of attorney over bank accounts	Cash held in bank accounts	768	
		19,953	

In addition, the Group holds interests in two subsidiaries that are subject to registered pledges. The net assets of these entities recognised in these consolidated financial statements amounted to PLN 1,525 million as at 31 December 2025.
The amounts presented in the table correspond to the carrying amounts of the pledged assets as at the reporting date. The Group did not identify any breaches of the terms governing the establishment of collateral during the reporting period.

12.9.2 Non-bank borrowings

disaggregated by currency (translated into PLN)/by type of interest rate

	31/12/2025	31/12/2024
PLN – fixed interest rate	477	11
PLN – WIBOR	133	91
PLN – other benchmark rates	51	68
	661	**170**

As at 31 December 2025, the Group held borrowings, including primarily fixed-rate borrowings, following Energa-Operator S.A.'s drawdown of the first tranche in June 2025 and the second tranche in December 2025 of a loan totalling PLN 1,494 million under the National Recovery and Resilience Plan (KPO), pursuant to an agreement with Bank Gospodarstwa Krajowego. The loan is intended to refinance expenditure on the development of smart electricity grids over 2022–2036. In the Group's assessment, the loan is preferential in nature because it carries an interest rate materially below the market rate for comparable financial instruments. Accordingly, on initial recognition, the loan was measured at fair value of PLN 454 million, while the difference between the cash proceeds received and the initial carrying amount of the liability, amounting to PLN 1,040 million and representing the benefit of preferential financing, was recognised in accordance with IAS 20 Government Grants.
That amount was recognised within other non-financial liabilities, under deferred income, as an asset-related grant (Note 12.13.2).
During the reporting period and after the reporting date, there were no instances of non-payment of principal or interest on those borrowings.

12.9.3 Bonds

	Issuer	Nominal value (million)	Nominal value PLN	Carrying amount PLN	Subscription date	Maturity date	Interest basis	Rating
Non-public bond issue programme since 2006								
Series D	ORLEN S.A.	PLN 1,000	1,000	1,004	25.03.2021	25.03.2031	Fixed interest rate 2.875%	-
Series E	ORLEN S.A.	PLN 2,000	2,000	2,002	23.12.2025	09.12.2032	6M WIBOR + 1%	BBB+, AA+(pol)
Hybrid bond issue programme								
10-year series	ENERGA S.A.	EUR 125	528	503	04.09.2017	12.09.2027	Fixed interest rate 4.57%	BBB-
Domestic bonds			**3,528**	**3,509**				
Eurobonds	ENERGA Finance AB	EUR 300	1,268	1,286	07.03.2017	07.03.2027	Fixed interest rate 2.125%	BBB+
Euro Medium Term Note Programme (GMTN Programme)								
Series A 'Green Bonds'	ORLEN S.A.	EUR 500	2,113	11,349	27.05.2021	27.05.2028	Fixed interest rate 1.125%	BBB+, A3
Series B	ORLEN S.A.	EUR 500	2,113		13.07.2023	13.07.2030	Fixed interest rate 4.75%	BBB+, A3
Series C	ORLEN S.A.	USD 1,250	4,502		30.01.2025	30.01.2035	Fixed interest rate 6%	BBB+, A3
Series D "Green Bonds"	ORLEN S.A.	EUR 600	2,536		02.07.2025	02.07.2032	Fixed interest rate 3.625%	BBB+, A3
Foreign bonds			**12,532**	**12,635**				
			16,060	**16,144**				

The nominal value of the bonds was translated using the exchange rate as at 31 December 2025.

disaggregated by currency (translated into PLN)

	31/12/2025	31/12/2024
PLN	3,006	2,004
USD	4,538	-
EUR	8,600	6,102
	16,144	**8,106**

- by type of interest rate

	Fixed-rate bonds 31/12/2025	Fixed-rate bonds 31/12/2024	Floating-rate bonds 31/12/2025	Floating-rate bonds 31/12/2024	Total 31/12/2025	Total 31/12/2024
Nominal value	14,060	7,090	2,000	1,000	16,060	8,090
Carrying amount	14,142	7,105	2,002	1,001	16,144	8,106

The difference between the nominal value of the bonds and their carrying amount arises from the measurement of the bonds at amortised cost using the effective interest method.
The Group partially hedges cash flows associated with interest payments on EUR-denominated bond financing using cross-currency interest rate swaps (CIRS). In addition, in January 2025, in connection with the issuance of fixed-rate USD-denominated bonds, the Group entered into cross-currency interest rate swap (CCIRS) transactions. Details of the derivative transactions are set out in Note 11.5.
ORLEN's Series D domestic bonds, with a nominal value of PLN 1,000 million, were issued as sustainability-linked bonds, the structure of which incorporates the ESG rating. ESG ratings are assigned by independent agencies and assess the ability of a

company or an industry to achieve long-term sustainable development, taking into account three principal non-financial factors: environmental, social, and governance. In environmental matters, key considerations include product emissions and carbon footprint, environmental pollution, the use of natural resources, and the deployment of green technologies.
The fixed interest rate on these bonds depends on the ESG rating, which periodically measures ORLEN's exposure to defined ESG risks and ORLEN's management of those risks. The most recent ESG rating assessment conducted by MSCI ESG Research Limited in the first quarter of 2025 maintained ORLEN's ESG rating at A, thereby allowing the bond issuance terms to remain at the base level for the next/upcoming interest period, i.e. 2.875% per annum. If the rating is downgraded to BBB, or to BB or below, the interest rate will increase by 10 and 20 basis points per annum, respectively, in the relevant interest periods.
ORLEN's Series A and Series D foreign bonds, with a total nominal value of EUR 1,100 million, were issued as green bonds to finance projects supporting environmental protection and climate objectives. In June 2025, the Green Finance Framework was updated and published on ORLEN's website (https://www.orlen.pl/pl/zrownowazony-rozwoj/zielone-finansowanie). The framework received a very good Sustainability Quality Score of SQS2 from Moody's Ratings.

All series of foreign bonds were admitted to trading on the regulated market operated by Euronext Dublin. Series A, B, and D of the foreign bonds are listed on the regulated market of the Warsaw Stock Exchange (WSE), while Series E of the domestic bonds has been listed on the Alternative Trading System (ASO) operated by the WSE since 26 January 2026.

12.10 Net debt and capital management

12.10.1 Change in financing liabilities and net debt

	Borrowings (A)	Bonds (B)	Cash (C)	Short-term deposits (D)	Net debt (A + B - C - D)	Leases (E)	Liabilities from financing activities (A + B + E)
01/01/2025 (restated)	10,040	8,106	11,042	80	**7,024**	11,345	**29,491**
Cash changes							
net inflows/(outflows)	*(1,197)*	*8,508*	*15,256*	*(53)*	***(7,892)***	*(1,650)*	***5,661***
interest and fees paid	*(334)*	*(422)*	*-*	*-*	***(756)***	*(508)*	***(1,264)***
Non-cash changes							
foreign exchange differences	*(21)*	*(635)*	*81*	*103*	***(840)***	*(340)*	***(996)***
debt measurement	*351*	*587*	*-*	*-*	***938***	*659*	***1,597***
business combinations	*181*	*-*	*66*	*-*	***115***	*51*	***232***
new lease contracts and increase in lease payments	*-*	*-*	*-*	*-*	***-***	*3,175*	***3,175***
*other**	*-*	*-*	*-*	*-*	***-***	*(171)*	***(171)***
31/12/2025	**9,020**	**16,144**	**26,445**	**130**	**(1,411)**	**12,561**	**37,725**

	Borrowings (A)	Bonds (B)	Cash (C)	Short-term deposits (D)	Net debt (A + B - C - D)	Leases (E)	Liabilities from financing activities (A + B + E)
01/01/2024	6,856	8,311	13,282	78	***1,807***	10,729	**25,896**
Cash changes							
net inflows/(outflows)	*2,445*	*(105)*	*(3,296)*	*1*	***5,635***	*(1,607)*	***733***
interest and fees paid	*(217)*	*(279)*	*-*	*-*	***(496)***	*(454)*	***(950)***
Non-cash changes							
foreign exchange differences	*(10)*	*(105)*	*(62)*	*2*	***(55)***	*20*	***(95)***
debt measurement	*214*	*284*	*-*	*-*	***498***	*594*	***1,092***
business combinations	*752*	*-*	*1,118*	*-*	***(366)***	*371*	***1,123***
new lease contracts and increase in lease payments	*-*	*-*	*-*	*-*	***-***	*1,784*	***1,784***
*other**	*-*	*-*	*-*	*(1)*	***1***	*(92)*	***(92)***
31/12/2024 *(restated)*	**10,040**	**8,106**	**11,042**	**80**	**7,024**	**11,345**	**29,491**

** Other non-cash changes primarily comprise terminations and accrued lease charges, the majority of the latter having been paid and reflected in cash flows under net inflows/(outflows).*

Net debt is defined as long-term and short-term borrowings and bonds, less cash and short-term deposits.

12.10.2 Equity management policy

The objective of capital management is to ensure financial security while maximising returns for shareholders from the ORLEN Group's operations, in particular by:

- setting and enforcing, at a strategic level, minimum required rates of return for individual investments, reflecting their fit with the Group's strategic pillars and their contribution to reducing the Group's emission intensity;
- openness to cooperation with third parties through investment partnerships to mitigate business risk and secure technological, organisational, or capital support for the relevant projects;
- ensuring access to liquidity for Group companies and developing an efficient liquidity distribution framework within the Group;

- diversifying sources of external financing and maintaining their long maturity, including both bank and non-bank sources.

These activities are carried out through ongoing monitoring of:

- capital expenditure and the project portfolio to assess projected profitability and maintain cost control;
- the covenant levels set out in ORLEN's and the Group's credit facility agreements (Note 12.9.1);
- investment-grade rating of the Group.

Additionally, the ORLEN Group's Strategy 2035, announced in January 2025, links the dividend amount to operating cash flows generated. The new dividend policy assumes a dividend payment of no more than 25% of operating cash flows in a given financial year, less financing costs. At the same time, the amount of payment per share will not be lower than its guaranteed level, which in 2025 is PLN 4.50 per share. In addition, the dividend policy provides for an annual increase in the guaranteed dividend of PLN 0.15 per share. The Management Board's recommendations regarding the proposed profit distribution of the parent are set out in Notes 12.11.6 and 12.11.7.

12.11 Equity

SELECTED ACCOUNTING POLICIES

Share capital

Share capital represents capital contributed by shareholders, recognised at nominal value in accordance with the Parent's articles of association and as recorded in the National Court Register.

As at 31 December 1996, in accordance with IAS 29.24–25, share capital was restated using monthly consumer price indices.

Share premium

Share premium consists of the excess of the issue price of shares over their nominal value, net of issuance costs. As at 31 December 1996, in accordance with IAS 29.24–25, share premium was restated using monthly consumer price indices.

Other components of equity, including:

- *Hedging reserve*

The reserve comprises the measurement and settlement of hedging instruments designated in cash flow hedge accounting.

- *Costs of hedging*

This item comprises the cumulative change in the fair value of the costs of hedging recognised in accordance with hedge accounting principles, in particular the change in the forward element of derivative instruments used to hedge currency risk, in respect of spot-rate risk.

- *Fair value reserve*

The fair value reserve includes changes in the fair value of financial assets measured at fair value through other comprehensive income, and differences between the net carrying amount and the fair value of investment properties on their reclassification from owner-occupied property to investment property.

- *Foreign currency translation reserve*

The reserve represents the effect of translating the financial statements of the Group's foreign entities into PLN as part of the consolidation process.

Retained earnings

Retained earnings comprise:

- *reserve capital, created and used in accordance with the Polish Commercial Companies Code,*
- *actuarial gains and losses on post-employment benefits,*
- *profit or loss for the current reporting period,*
- *other reserves, created and used in accordance with applicable law.*

  Under the Act of 15 September 2000 – the Commercial Companies Code, the Parent (ORLEN) is required to appropriate at least 8% of profit for a given financial year to reserve capital until that reserve capital reaches at least one-third of the registered share capital. These amounts are not distributable and may be used solely to cover any loss disclosed in the financial statements.

  As at 31 December 2025, reserve capital arising from the mandatory appropriation made by the Parent amounted to PLN 658 million (recognised within retained earnings).

Earnings/(loss) per share

Earnings/(loss) per share is calculated by dividing the profit or loss for the period attributable to ordinary shareholders of the parent by the weighted average number of ordinary shares outstanding during the period. Diluted earnings/(loss) per share for each period is determined by dividing the net profit/(loss) for the period, adjusted for changes in profit/(loss) resulting from the conversion of potential ordinary shares into ordinary shares, by the adjusted weighted average number of ordinary shares. As the Group has no dilutive instruments, diluted earnings per share equal basic earnings per share.

12.11.1 Share capital

	31/12/2025	31/12/2024
Share capital	1,451	1,451
Adjustment for share capital restatement	523	523
	1,974	**1,974**

The share capital of ORLEN S.A., as recorded in the National Court Register as at 31 December 2025 and 31 December 2024, was divided into 1,160,942,049 ordinary shares with a nominal value of PLN 1.25 per share.

Number of shares issued						
Series A	**Series B**	**Series C**	**Series D**	**Series E**	**Series F**	**Total**
336,000,000	6,971,496	77,205,641	7,531,924	198,738,864	534,494,124	**1,160,942,049**

Each new issue of shares is designated as the next series in sequence. All shares in the above series carry the same rights.

Shareholder structure

	Number of shares / voting rights	% ownership interest
State Treasury	579,310,079	49.90%
Nationale-Nederlanden OFE*	60,004,000	5.17%
Other	521,627,970	44.93%
	1,160,942,049	**100.00%**

** in accordance with information from the Extraordinary General Meeting of ORLEN S.A. held on 13 November 2025, continued after a break in the proceedings announced on 28 October 2025.*

12.11.2 Share premium

	31/12/2025	31/12/2024
Share premium	46,288	46,288
Issuance costs	(52)	(52)
Adjustment for restatement of share premium	169	169
	46,405	**46,405**

12.11.3 Other components of equity

	31/12/2025	31/12/2024 (restated)
Hedging reserve	2,734	976
Costs of hedging	1,328	533
Fair value reserve	(157)	(7)
Foreign currency translation reserve	(1,264)	(1,199)
	2,641	**303**

12.11.4 Retained earnings

	31/12/2025	31/12/2024 (restated)
Reserve capital	89,369	93,509
Other reserves	981	908
Actuarial gains and losses	(284)	(154)
Net profit for the period attributable to owners of the parent	2,531	2,826
	92,597	**97,089**

12.11.5 Equity attributable to non-controlling interests

	31/12/2025	31/12/2024
ENERGA Group	1,006	1,086
ENERGOP Sp. z o.o.	16	14
Polska Press Group	6	6
Usługi Logistyczne Group in liquidation	(119)	(139)
re58 S.A.	9	9
Other	8	3
	926	**979**

	31/12/2025	31/12/2024
At the beginning of the period	979	1,081
Share of net profit/(loss), including:	117	(79)
ENERGA Group	*96*	*5*
Other	*21*	*(84)*
Share of components of other comprehensive income	(8)	(4)
Change in the structure of non-controlling interests*	(161)	(18)
Dividends paid and declared	(1)	(1)
	926	**979**

** Change in ORLEN S.A.'s equity interest in ENERGA S.A. (increase of 1.11%)*

Condensed financial information of the ENERGA Group*

	2025	2024
Revenue	21,741	22,753
Cost of sales, including:	(17,897)	(19,429)
depreciation and amortisation	*(1,430)*	*(1,257)*
Gross profit	**3,844**	**3,324**
Selling expenses	(791)	(667)
General and administrative expenses	(556)	(508)
Other operating income and expenses, net	(274)	(347)
(Impairment loss)/reversal of impairment loss on trade receivables	(20)	(117)
Operating profit	**2,203**	**1,685**
Share of profit/(loss) of entities accounted for using the equity method	10	(73)
Net finance income/(costs)	**(780)**	**(654)**
(Impairment loss)/reversal of impairment loss on other financial assets	-	(9)
Profit before tax	**1,433**	**949**
Income tax	(220)	(382)
Net profit	**1,213**	**567**

	31/12/2025	31/12/2024 (restated)
Non-current assets	33,632	28,430
Current assets, including:	6,985	7,598
cash	*1,174*	*989*
other current assets	*5,811*	*6,609*
Total assets	**40,617**	**36,028**
Total equity	**14,121**	**12,998**
Non-current liabilities, including:	16,832	14,186
borrowings	*12,203*	*10,842*
provisions	*1,042*	*766*
Current liabilities, including:	9,664	8,844
trade payables	*1,539*	*3,318*
borrowings	*2,443*	*222*
provisions	*2,003*	*1,117*
Total liabilities	**26,496**	**23,030**
Total equity and liabilities	**40,617**	**36,028**
Net debt	**13,472**	**10,075**

** Condensed financial information of the Energa Group, including consolidation adjustments reflecting the effects of the business combination.*

In 2025 and 2024, there were no material restrictions in subsidiaries with material non-controlling interests arising from credit agreements, regulatory requirements or other contractual arrangements that would limit access to assets or the settlement of the Group's liabilities.

12.11.6 Dividend for 2025

As at the date of authorisation for issue of these consolidated financial statements, the ORLEN Management Board is preparing its recommendation on the payment of a dividend for 2025.
The decision on the dividend payment will be taken by the shareholders at the Annual General Meeting in 2026.

12.11.7 Dividend for 2024

The Annual General Meeting of ORLEN held on 5 June 2025 resolved to allocate PLN 6,965,652,294.00 for dividend payment, representing PLN 6.00 per share. 14 August 2025 was the dividend record date, and the dividend was paid on 1 September 2025.

12.11.8 Earnings per share

	2025	2024
Net profit attributable to owners of the parent	2,531	2,826
Number of shares	1,160,942,049	1,160,942,049
Basic and diluted earnings per share attributable to owners of the parent (PLN per share)	2.18	2.43

12.12 Other financial assets and liabilities

SELECTED ACCOUNTING POLICIES

The Group recognises a financial asset or financial liability in its statement of financial position when, and only when, it becomes a party to the contractual provisions of the instrument.

A financial asset is derecognised from the statement of financial position when:

- *the contractual rights to the cash flows from the financial asset expire, or*
- *The Group transfers the financial asset to another entity, and the transfer qualifies for derecognition.*

A financial liability is derecognised from the statement of financial position when the obligation is extinguished – that is, when the contractual obligation has been discharged, cancelled, or has expired.

Measurement of financial assets and liabilities

On initial recognition, the Group measures financial assets or financial liabilities, other than those classified as measured at fair value through profit or loss (i.e. held for trading), at fair value plus transaction costs directly attributable to the acquisition or issue of the financial asset or financial liability. The Group does not classify instruments as measured at fair value through profit or loss on initial recognition, i.e. it does not apply the fair value option.

At the reporting date, the Group measures financial assets and financial liabilities at amortised cost using the effective interest method, except for derivative instruments, which are measured at fair value.

In respect of equity instruments, in particular listed and unlisted shares, held both to collect contractual cash flows that are solely payments of principal and interest and for sale, the Group classifies those instruments as measured at fair value through other comprehensive income.

Derivative financial instruments not designated for hedge accounting

Forward contracts for the purchase of non-financial assets, entered into and held with the intention of settling those transactions through physical delivery of the assets for the Group's own use, are not measured at the reporting date.

Derivative financial instruments entered into to hedge the Group's risk, but not constituting hedging instruments for the purposes of hedge accounting, are classified as financial assets or financial liabilities measured at fair value through profit or loss. Gains and losses arising from changes in the fair value of derivative instruments that do not qualify for hedge accounting are recognised in profit or loss for the reporting period.

Such instruments constitute economic hedges.

Derivative instruments classified as measured at fair value through profit or loss also include derivative instruments for which the hedging relationship has been discontinued.

Impairment of financial assets

The Group recognises a loss allowance for expected credit losses (ECLs) on financial assets measured at amortised cost or at fair value through other comprehensive income (FVOCI), excluding investments in equity instruments.

Expected credit losses represent credit losses weighted by the probability of default. The Group applies the following models to determining impairment allowances:

General model

The Group applies the general model to financial assets measured at amortised cost, debt instruments measured at fair value through other comprehensive income (FVOCI), and issued contingent liabilities of a financial nature, such as guarantees and sureties, where, as at the date of preparation of the financial statements, there is a recognised liability secured by such an instrument.

Under the general model, the Group monitors changes in credit risk associated with a given financial asset and classifies financial assets into one of three stages for the determination of the loss allowance, based on observed changes in credit risk relative to initial recognition.

Depending on the stage, the loss allowance for expected credit losses is estimated on either a 12-month or lifetime basis (Stage 1: 12-month ECL; Stages 2 and 3: lifetime ECL).

At each reporting date, the Group assesses whether there are indicators that financial assets should be reclassified between impairment stages, including a change in the debtor's credit rating, serious financial difficulties of the debtor, or a significant adverse change in its economic, legal, or market environment.

Expected credit loss is determined on the basis of current probability of default (PD) levels implied by market CDS quotations for entities with a given rating in a given sector, applied to the expected future cash flows of the asset concerned.

Simplified model

The Group applies the simplified model to trade receivables.

Under the simplified model, the Group does not monitor changes in credit risk over the life of the instrument and estimates expected credit loss over the horizon to the instrument's maturity.

PROFESSIONAL JUDGEMENT

The Management Board exercises judgement in classifying financial instruments, in assessing the nature and extent of risks associated with financial instruments, and in applying hedge accounting. The Group classifies financial instruments into categories based on an assessment of the business model, taking into account the purpose of their acquisition, the nature of the instruments, and the contractual cash flow characteristics.

12.12.1 Other financial assets

As at 31 December 2025 and 31 December 2024, in addition to trade receivables (Note 12.7.2) and cash and cash equivalents (Note 12.8), the Group also held the other financial assets presented in the table below.

	Non-current 31/12/2025	Non-current 31/12/2024 (restated)	Current 31/12/2025	Current 31/12/2024 (restated)	Total 31/12/2025	Total 31/12/2024 (restated)
Hedging instruments						
Hedging instruments in cash flow hedges						
currency forwards	*1,428*	*1,275*	*839*	*448*	*2,267*	*1,723*
commodity swap	*665*	*-*	*177*	*85*	*842*	*85*
CO_2 commodity futures	*234*	*66*	*659*	*307*	*893*	*373*
	2,327	***1,341***	***1,675***	***840***	***4,002***	***2,181***
Financial assets measured at fair value through profit or loss, including:						
Derivatives not designated for hedge accounting	50	209	1,415	889	1,465	1,098
currency forwards	*-*	*-*	*36*	*9*	*36*	*9*
commodity swaps	*-*	*-*	*1,188*	*15*	*1,188*	*15*
cross-currency interest rate swaps	*-*	*-*	*-*	*24*	*-*	*24*
interest rate swaps	*-*	*-*	*-*	*4*	*-*	*4*
commodity futures, including:	*24*	*71*	*65*	*214*	*89*	*285*
electricity	*-*	*8*	*7*	*46*	*7*	*54*
natural gas	*24*	*63*	*58*	*168*	*82*	*231*
commodity forwards, including:	*26*	*136*	*106*	*622*	*132*	*758*
electricity	*-*	*4*	*8*	*34*	*8*	*38*
natural gas	*26*	*132*	*98*	*588*	*124*	*720*
other	*-*	*2*	*20*	*1*	*20*	*3*
Derivative instruments in fair value hedges	-	-	-	3	-	3
commodity swaps	*-*	*-*	*-*	*3*	*-*	*3*
Unlisted shares	-	11	-	-	-	11
ORLEN VC corporate fund investments	203	166	12	-	215	166
	2,580	***1,727***	***3,102***	***1,732***	***5,682***	***3,459***
Financial assets measured at fair value through other comprehensive income						
Shares of investees measured at fair value through other comprehensive income	70	319	-	-	70	319
	70	***319***	***-***	***-***	***70***	***319***
Financial assets measured at amortised cost						
receivables from settled derivative instruments	*-*	*-*	*222*	*65*	*222*	*65*
collateral and margin deposits	*-*	*-*	*554*	*1,230*	*554*	*1,230*
bank deposits over 3 months	*6*	*4*	*130*	*80*	*136*	*84*
loans	*799*	*1,110*	*63*	*114*	*862*	*1,224*
acquired securities	*303*	*288*	*8*	*8*	*311*	*296*
restricted cash	*337*	*315*	*53*	*445*	*390*	*760*
other	*53*	*60*	*606*	*509*	*659*	*569*
	1,498	**1,777**	**1,636**	**2,451**	**3,134**	**4,228**
Other financial assets	**4,148**	**3,823**	**4,738**	**4,183**	**8,886**	**8,006**

As at 31 December 2025 and 31 December 2024, the Group held margin deposits not qualifying as cash equivalents in respect of the settlement of commodity transactions and the hedging of commodity risk on commodity exchanges (principally ICE and TGE). The amount of the margin deposits depends on the mark-to-market value of the portfolio of unsettled transactions and on market prices of the underlying products, and is updated on an ongoing basis. The key factor driving the change in their value was the movement in the market price of CO_2 emission allowances relative to the transaction price.

As at 31 December 2025 and 31 December 2024, the Group reported loans advanced, mainly to Baltic Power, an investee accounted using the equity method, of PLN 679 million and PLN 645 million, respectively. The change resulted primarily from an impairment loss of PLN (422) million recognised on loans advanced to Grupa Azoty Polyolefins S.A.

12.12.1.1. Impairment loss on other financial assets

	31/12/2025	31/12/2024 (restated)
Impairment loss on other receivables	429	481
Impairment loss on other non-current assets	463	133
Impairment loss on other current assets	126	-
	1,018	**614**

12.12.1.2. Change in expected credit loss on other financial assets, excluding loans

	NOTE	31/12/2025	31/12/2024
At the beginning of the period		481	449
Recognition	*11.6*	11	60
Reversal	*11.6*	(33)	(4)
Utilisation		(24)	(23)
Other		(6)	(1)
		429	**481**

12.12.1.3. Change in expected credit loss on loans granted

	NOTE	31/12/2025	31/12/2024
At the beginning of the period		133	74
Recognition	*11.6*	466	70
Reversal	*11.6*	(10)	(11)
		589	**133**

The data set out in the table above relate to the expected credit losses on loans calculated using the general approach as at the reporting date as the measurement date – over a 12-month horizon (Stage 1), over the remaining expected life of the instrument (Stage 2), and at the present value of cash flows that the Company expects to recover in the future (Stage 3).

12.12.1.4. Financial assets measured at fair value through other comprehensive income

Investments in equity instruments measured at fair value through other comprehensive income	Fair value of the asset 31/12/2025	Fair value of the asset 31/12/2024	Dividends recognised during the reporting period in respect of equity instruments held at the reporting date 31/12/2025	Dividends recognised during the reporting period in respect of investments held at the reporting date 31/12/2024	Justification for the presentation method applied
Bank Ochrony Środowiska S.A.	45	45	-	-	Acquired instruments not held for trading, with no effect of reclassification of gains/losses on profit or loss
Pieridae Energy Limited	9	3	-	-	as above
ElectroMobility Poland	14	14	-	-	as above
Grupa Azoty Polyolefins	-	256	-	-	as above
Other	2	1	1	1	
	70	**319**	**1**	**1**	

In 2025 and 2024, the Group did not dispose of any investments, nor were any accumulated gains or losses recognised in equity in respect of those investments transferred.

12.12.2 Other financial liabilities

As at 31 December 2025 and 31 December 2024, in addition to trade payables (Note 12.7.3) and borrowings and bonds (Note 12.9), the Group also had the other financial liabilities set out in the following table.

	Non-current 31/12/2025	Non-current 31/12/2024 (restated)	Current 31/12/2025	Current 31/12/2024 (restated)	Total 31/12/2025	Total 31/12/2024 (restated)
Hedging instruments						
Hedging instruments in cash flow hedges						
currency forwards	5	19	11	4	16	23
commodity swaps	91	39	308	250	399	289
CO_2 commodity futures	1	1	-	15	1	16
	97	**59**	**319**	**269**	**416**	**328**
Financial liabilities measured at fair value through profit or loss, including:						
Derivatives not designated for hedge accounting	424	163	1,076	686	1,500	849
currency forwards	-	-	2	6	2	6
commodity swaps	-	-	651	2	651	2
interest rate swaps	-	3	-	-	-	3
cross-currency interest rate swaps	314	5	9	-	323	5
commodity futures, including:	35	50	119	98	154	148
electricity	-	4	8	12	8	16
natural gas	35	46	111	86	146	132
commodity forwards, including:	75	105	295	580	370	685
electricity	-	8	10	61	10	69
natural gas	75	97	285	519	360	616
Derivative instruments in fair value hedges	6	3	16	6	22	9
commodity swaps	6	3	16	6	22	9
	527	**225**	**1,411**	**961**	**1,938**	**1,186**
Financial liabilities measured at amortised cost						
Other financial liabilities						
liabilities from settled derivative instruments	-	-	98	168	98	168
capital expenditure liabilities	71	64	6,314	6,896	6,385	6,960
obligation to return consideration received	-	-	40	273	40	273
collateral and margin deposits	-	-	229	96	229	96
outstanding liability to GAZPROM	-	-	787	787	787	787
other	352	311	398	795	750	1,106
	423	**375**	**7,866**	**9,015**	**8,289**	**9,390**
Other financial liabilities	**950**	**600**	**9,277**	**9,976**	**10,227**	**10,576**

Receivables and payables arising from settled derivative instruments relate to instruments that matured on or before the reporting date but whose payment date falls after the reporting date. As at 31 December 2025, these line items included the value of expired commodity swaps used mainly to hedge timing mismatches on crude oil purchases, excess inventories and natural gas.

12.12.3 Fair value measurement

SELECTED ACCOUNTING POLICIES

Fair value measurement
The Group maximises the use of observable inputs and minimises the use of unobservable inputs when estimating fair value, being the price that would be paid to transfer a liability or an equity instrument in an orderly transaction between market participants at the measurement date under current market conditions.
The Group measures derivative instruments at fair value using financial instrument valuation models based on publicly available foreign exchange rates, interest rates, forward curves, and volatilities for currencies and commodities derived from active markets. The fair value of derivative instruments is determined on the basis of discounted future cash flows arising from the transactions entered into, calculated by reference to the difference between the forward price and the transaction price. The forward exchange rate is determined directly on the basis of quoted swap points, which are added to the spot exchange rate.

There were no transfers between levels of the fair value hierarchy within the Group during the reporting period or the comparative period.

31/12/2025

	NOTE	Carrying amount	Fair value	Fair value hierarchy Level 1*	Fair value hierarchy Level 2**	Fair value hierarchy Level 3***
Financial assets						
Investments in equity instruments measured at fair value through other comprehensive income	*12.12.1*	70	70	55	-	15
ORLEN VC corporate fund investments	*12.12.1*	215	215	-	-	215
Loans	*12.12.1*	862	923	-	923	-
Derivatives	*12.12.1*	5,467	5,467	1,144	4,323	-
Acquired securities	*12.12.1*	311	399	-	399	-
		6,925	**7,074**	**1,199**	**5,645**	**230**
Financial liabilities						
Bank borrowings	*12.9.1*	8,359	8,394	-	8,394	-
Non-bank borrowings	*12.9.2*	661	664	-	664	-
Bonds	*12.9.3*	16,144	16,331	12,786	3,545	-
Derivatives	*12.12.2*	1,938	1,938	249	1,689	-
		27,102	**27,327**	**13,035**	**14,292**	**-**

31/12/2024

	NOTE	Carrying amount	Fair value	Fair value hierarchy Level 1*	Fair value hierarchy Level 2*	Fair value hierarchy Level 3***
Financial assets						
Investments in equity instruments and other instruments measured at fair value through profit or loss	*12.12.1*	11	11	-	-	11
Investments in equity instruments measured at fair value through other comprehensive income	*12.12.1*	319	319	48	-	271
ORLEN VC corporate fund investments	*12.12.1*	166	166	-	-	166
Loans	*12.12.1*	1,224	1,283	-	1,283	-
Derivatives	*12.12.1*	3,282	3,282	1,170	2,112	-
Acquired securities	*12.12.1*	296	399	-	399	-
		5,298	**5,460**	**1,218**	**3,794**	**448**
Financial liabilities						
Bank borrowings	*12.9.1*	9,870	9,902	-	9,902	-
Non-bank borrowings	*12.9.2*	170	171	-	171	-
Bonds	*12.9.3*	8,106	8,051	6,502	1,549	-
Derivatives	*12.12.2*	1,186	1,186	888	298	-
		19,332	**19,310**	**7,390**	**11,920**	**-**

(restated)

** Fair value determined on the basis of quoted market prices for identical assets in active markets.*

*** Fair value of liabilities under borrowings and bonds, and of receivables and liabilities under loans, determined using the discounted cash flow method. Discount rates are determined on the basis of market rates derived from quoted 1-month, 3-month, and 6-month rates, adjusted by a margin appropriate for the respective financial instruments.*

**** Fair value determined primarily on the basis of expected discounted cash flows or methods based on market multiples for which no observable inputs are available.*

For all other classes of financial assets and financial liabilities, fair value approximates their carrying amount.
For information on the fair value of investment properties, see Note 12.2.

12.13 Other assets and liabilities

SELECTED ACCOUNTING POLICIES

Other assets

Other assets comprise, in particular, receivables arising from public-law settlements, advances for property, plant and equipment, prepayments, and other non-financial assets that do not meet the definition of financial instruments.

Other assets are recognised when the right to receive them arises and are measured at the amount due or the cost incurred, reduced, where appropriate, by impairment allowances recognised for loss of value.

Prepayments comprise costs incurred in the current reporting period that relate to future periods and are recognised over time in proportion to the period to which they relate.

Other liabilities

Other liabilities comprise, in particular, liabilities arising from public-law settlements, employee remuneration liabilities, and other non-financial liabilities that do not meet the definition of financial instruments, as well as grants.

Other liabilities, except for grants, are recognised when the obligation to pay arises and are measured at the amount payable.

Contract liabilities

Contract liabilities represent the entity's obligations to transfer goods or services to a customer in exchange for consideration received from the customer or for which consideration is due from the customer.

Contract liabilities include obligations relating to advances and prepayments received. This line item also includes the deferred portion of revenue relating to the VITAY loyalty programme, under which customers are entitled to future benefits (VITAY points), as well as an allowance granted to a subsidiary for failure to meet the conditions of an agreement. Points remain valid for three years from the date on which they are earned. During this period, the Group expects to satisfy its performance obligation by exchanging accumulated points for goods delivered or services provided to customers, and to recognise the resulting revenue.

Government grants

Government grants are recognised when there is reasonable assurance that the grant will be received and that all related conditions will be met.

Grants related to property, plant and equipment are recognised as deferred income and released to other operating income on a systematic basis over the useful life of the related asset.

Grants related to cost items are recognised as a reduction of the related costs when incurred, while the excess of the grant received over the amount of the related costs is recognised in other operating income.

Grants arising from loans obtained on preferential terms

The Group recognises as a grant the benefit arising from loans received, under government assistance, at interest rates below market rates.

The grant is measured as the difference between the fair value of the loan liability determined on initial recognition and the cash proceeds received.

The fair value of the loan is determined as the present value of future cash flows discounted using the market interest rates applicable at the date the cash is received for a comparable instrument.

Other assets

	Non-current 31/12/2025	Non-current 31/12/2024 (restated)	Current 31/12/2025	Current 31/12/2024 (restated)	Total 31/12/2025	Total 31/12/2024 (restated)
Excise tax and fuel charge	-	-	140	154	140	154
Other taxes, duties, social security contributions, and other levies	-	-	1,103	1,327	1,103	1,327
Prepayments for non-current non-financial assets	552	150	971	1,189	1,523	1,339
Advances for supplies and prepayments for current assets	30	28	340	268	370	296
Prepaid expenses	-	-	707	639	707	639
Excess of hydrocarbon production volume over sales volume (underlift)	-	-	291	96	291	96
Compensation receivable for indirect costs for energy-intensive customers	-	-	234	198	234	198
Settlements with joint ventures	-		135	102	135	102
Adjustment to hedged item	6	3	16	-	22	3
Other	113	158	211	257	324	415
	701	**339**	**4,148**	**4,230**	**4,849**	**4,569**

Other liabilities

	Non-current 31/12/2025	Non-current 31/12/2024 (restated)	Current 31/12/2025	Current 31/12/2024 (restated)	Total 31/12/2025	Total 31/12/2024 (restated)
Salaries and wages	-	-	1,779	1,597	1,779	1,597
Excise tax and fuel charge	-	-	4,089	3,772	4,089	3,772
Value added tax	-	-	3,425	4,232	3,425	4,232
Other taxes, duties, social security contributions, and other levies	-	-	1,131	1,085	1,131	1,085
Accrued expenses for unused employee holiday entitlements	-	-	398	311	398	311
Fee for implementation of the National Reduction Target (NRT) and the National Indicative Target (NIT)	-	-	284	511	284	511
Non-current contract liabilities	92	77	-	-	92	77
Government grants	1,737	604	167	92	1,904	696
Liabilities arising from contracts measured at final accounting for business combination	-	-	-	43	-	43
Liabilities directly associated with assets classified as held for sale	-	-	20	1	20	1
Adjustment to hedged item	-	-	-	4	-	4
Other	4	22	312	440	316	462
	1,833	**703**	**11,605**	**12,088**	**13,438**	**12,791**

12.13.1. Contract liabilities

	31/12/2025	31/12/2024
At the beginning of the period	1,771	1,818
Revenue recognised in the reporting period relating to:	(519)	(578)
contract liabilities at the beginning of the period	(604)	(689)
performance obligations satisfied in prior periods	85	111
Advance payments from customers	857	553
Other	(25)	(22)
	2,084	**1,771**

12.13.2. Government grants

	Total	
	31/12/2025	31/12/2024
At the beginning of the period	696	731
Grants awarded, including:	4,220	2,944
received during the year	*1,552*	*426*
Released to profit or loss	(3,009)	(3,003)
Other	(3)	24
	1,904	**696**
Short-term	167	92
Long-term	1,737	604

Government grants were received primarily for the acquisition of property, plant and equipment and are not subject to any unfulfilled conditions or contingencies.

Government grants as at 31 December 2025 and 31 December 2024 comprised primarily the unamortised portion of grants related to non-current assets, amounting to PLN 842 million and PLN 652 million, respectively.

The increase was attributable to the recognition by the Group of PLN 1,040 million as asset-related grants. This amount represents an estimate of the benefit arising from the application of an interest rate below market rates in respect of the first and second tranches of a preferential loan totalling PLN 1,494 million granted from National Recovery and Resilience Plan (KPO) funds (see Note 12.9.2 for further details).

12.14 Provisions

SELECTED ACCOUNTING POLICIES

Provisions are recognised at the best estimate of the expenditure required to settle the present obligation as at the reporting date. Provisions are reviewed on an ongoing basis during the reporting period to align them with estimates consistent with the state of knowledge at that date. Where the effect of the time value of money is material, provisions are measured at the present value of the expected future outflows necessary to settle the obligation.

Provision for environmental and decommissioning costs

The Group recognises provisions for future obligations where there is a legal or constructive obligation to incur costs of reclamation, remediation, restoration of contaminated soil and groundwater, decommissioning of property, plant and equipment (including service stations, fuel terminals, fuel storage facilities, production plants, manufacturing installations, mining and storage wells, electrical substations, and ash disposal sites), or removal of hazardous substances.

The Group also recognises provisions for future obligations for mandatory land reclamation, remediation, and restoration costs for leased land or plots before they are returned to the lessor on expiry of the lease.

The provision is reviewed periodically to reflect updated estimates of expected costs based on current prices and the extent of contamination. Changes in the provision, to the extent that they relate to the installation, construction or acquisition of an asset, increase or decrease the carrying amount of the asset giving rise to the reclamation obligation in the current period, except for changes arising from the periodic unwinding of the discount, which the Group recognises as a finance cost when incurred. If a reduction in the provision exceeds the carrying amount of the related asset, the excess is recognised in profit or loss.

Provisions for costs incurred during the period of use of an asset, such as contamination removal costs associated with its operation, are not capitalised and are recognised directly in profit or loss.

For provisions for the decommissioning of exploration, production, and storage wells, where the provision relates to wells classified as exploration and evaluation assets, the discounted amount of the provision increases the carrying amount of those items of property, plant and equipment and, after transition to the development and production phase, is depreciated over the expected economic useful life of the wells. The provision for the cost of decommissioning exploration, production, and storage wells also includes the portion of decommissioning costs that will be funded from amounts accumulated in the Hydrocarbon Production Facility Decommissioning Fund (FLZG).

The FLZG is established under the Geological and Mining Law, which imposes an obligation on the Group to decommission hydrocarbon production facilities at the end of their useful operation. Funds accumulated in the FLZG are held in a designated bank account and may only be used to cover the costs of decommissioning an extraction facility or its specific parts, including in particular:

- *decommissioning and securing of production, storage, disposal, observation, and piezometric wells,*

- *Dismantling of redundant structures and decommissioning of machinery and equipment,*
- *Land reclamation and site rehabilitation following extraction activities,*
- *Maintenance of facilities scheduled for decommissioning to ensure operational safety.*

Long-service awards and post-employment benefits

Under the Group's remuneration schemes, employees are entitled to long-service awards, payable after completion of a specified period of service, and to post-employment benefits under defined benefit plans, namely retirement and disability severance payments payable on retirement or on becoming entitled to a disability pension, death benefits for beneficiaries of Group employees, and post-employment benefits from the Employee Social Benefits Fund. The amount of long-service awards, retirement and disability severance payments, and death benefits is calculated individually for each employee on the basis of age, gender, length of service within the Group, and the salary base used to calculate the benefit. The provision for contributions to the Employee Social Benefits Fund after the end of employment was calculated as the aggregate of provisions recognised for employees of Group companies employed as at the reporting date and for retirees, pensioners, and other eligible persons whose last employer was a Group company.

Long-service awards are classified as other long-term employee benefits, whereas retirement and disability severance payments are classified as post-employment defined benefit plans.

The provisions are estimated by an independent actuary and remeasured when material indicators affecting their amount arise, taking into account, inter alia, employee turnover and planned salary adjustments.

Actuarial gains and losses on post-employment benefits are recognised in other comprehensive income, whereas those on other employee benefits are recognised in profit or loss.

CO_2 emissions and energy certificates

The Group recognises a provision for estimated CO_2 emission costs incurred during the reporting period, which is charged to operating expenses (taxes and charges). The provision is measured based on the carrying amount of emission allowances held, applying the weighted average cost method. Where there is a shortfall in allowances, the provision is recognised at either the purchase price of allowances under committed forward contracts, or the market price of allowances as at the reporting date.

Energy certificates comprise energy rights and energy efficiency certificates. The Group recognises provisions for the estimated volume of energy rights and energy efficiency certificates required for surrender during the reporting period, which are charged to operating expenses as costs of raw materials and consumables used if related to energy purchases for the Group's own use, or as taxes and charges if related to energy sales.

The obligation to surrender energy certificates, pay a substitution fee, or provide a declaration supported by an energy efficiency audit is governed by separate legislation.

Other provisions

Other provisions primarily comprise provisions for ongoing legal proceedings, recognised based on available information, including assessments from independent experts. The Group recognises a provision when, as at the reporting date, it has a present obligation arising from past events, the amount can be reliably estimated, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation.

This category also includes provisions for onerous contracts. Where the Group is party to an onerous contract, meaning a contract under which the unavoidable costs of meeting the contractual obligations exceed the economic benefits expected to be received, the present obligation is recognised and measured as a provision charged to operating expenses. Unavoidable costs arising from a contract comprise, at a minimum, the net cost of exiting the contract, corresponding to the lower of the cost of fulfilling the contract and the cost of any compensation or penalties arising from failure to fulfil it.

ESTIMATES

The recognition of provisions requires an assessment of the probability of an outflow of resources embodying economic benefits and the determination of the most reliable estimate of the expenditure required to settle the present obligation as at the reporting date. Provisions are recognised when the probability of an outflow of resources embodying economic benefits exceeds 50%.

To discount provisions, the Group applies a pre-tax risk-free rate, being a nominal rate corresponding to the current yield on government bonds. The discount rate is not adjusted for other specific risks, as these are reflected in the estimates of future cash flows.

Decommissioning and environmental provisions

The measurement of these provisions is subject to significant estimation uncertainty, influenced by factors such as changes in legal and regulatory requirements, additional costs identified during the works performed, the emergence of new techniques for carrying out those works, climate change, changes in the expected useful lives of assets, and changes in discount rates and inflation indices. In particular, the Group's estimates of decommissioning costs are based on the known regulatory and external environment. These cost estimates may change in the future, including as a result of the energy transition and measures taken by the Group to achieve emissions neutrality.

PROFESSIONAL JUDGEMENT

Costs of fulfilling a contract

In determining whether it is a party to an onerous contract and in estimating the related provision, the Group exercises professional judgement to determine which categories of costs incurred constitute costs of fulfilling the contract, in particular in allocating costs, other than incremental costs, that relate directly to contract fulfilment.

Provisions

	Non-current 31/12/2025	Non-current 31/12/2024	Current 31/12/2025	Current 31/12/2024 (restated)	Total 31/12/2025	Total 31/12/2024 (restated)
Decommissioning and environmental costs	7,758	7,152	287	144	8,045	7,296
Long-service awards and post-employment benefits	2,186	1,970	309	282	2,495	2,252
CO_2 emissions, energy certificates	-	-	9,211	7,141	9,211	7,141
Other	2,107	2,266	2,320	1,422	4,427	3,688
	12,051	**11,388**	**12,127**	**8,989**	**24,178**	**20,377**

Change in provisions

	Decommissioning and environmental costs	Provision for long-service awards and post-employment benefits	CO_2 emissions, energy certificates*	Other*	Total
01/01/2025	7,296	2,252	7,141	3,688	20,377
Recognition	1,032	568	9,362	2,385	13,347
Reversal	(110)	(51)	(146)	(350)	(657)
Utilisation	(116)	(275)	(7,106)	(1,284)	(8,781)
Business combinations	7	-	-	-	7
Foreign exchange differences	(64)	1	(40)	(12)	(115)
31/12/2025	**8,045**	**2,495**	**9,211**	**4,427**	**24,178**
01/01/2024	6,034	2,242	9,487	4,402	22,165
Recognition	853	356	8,242	885	10,336
Reversal	(83)	(95)	(285)	(406)	(869)
Utilisation	(183)	(258)	(10,247)	(965)	(11,653)
Business combinations	878	-	-	24	902
Disposal of a subsidiary	-	(1)	(8)	(347)	(356)
Foreign exchange differences	(203)	8	(48)	95	(148)
31/12/2024	**7,296**	**2,252**	**7,141**	**3,688**	**20,377**

* (restated)

12.14.1 Provision for environmental and decommissioning costs

The Group has a legal obligation to remediate soil and groundwater contamination within its production facilities, manufacturing plants, service stations, fuel terminals, power substations, former storage depots, and old gasworks, and to undertake reclamation and remediation of ash disposal sites and other land assets.

The Group has estimated the provision for environmental risk related to the remediation of contamination based on an analysis prepared by an independent expert or on internal analyses incorporating forecast remediation costs. Depending on the type of facility generating contamination, the provision is estimated taking into account the frequency of remediation, the extent of environmental contamination, and the environmental outcomes achieved. As the decommissioning of most facilities is expected to take place in the distant future, there is inherent uncertainty regarding the assessment of specific requirements that will have to be satisfied at the time of decommissioning. The level of uncertainty is further affected by potential changes in regulations relating, inter alia, to environmental protection, climate-related factors – including the increased risk of extreme weather events and shifts in average rainfall – and societal expectations. Furthermore, climate-related factors and the ongoing energy transition may shift the originally planned timing of remediation works due to the shortening of asset useful lives, leading to earlier land reclamation, remediation activities, or the decommissioning of wells and extraction sites. At the same time, technological advancements are a key factor in shaping future decommissioning costs.

At the exploration, development, and production stages of hydrocarbon extraction, the Group recognises provisions for the decommissioning of wells and supporting infrastructure. This category also comprises provisions for the dismantling of wind farms. A provision for well decommissioning costs is recognised when the Group is obliged to decommission wells after the end of their use. Where the provision relates to wells classified as property, plant, and equipment (PPE), the discounted value of the provision is capitalised as part of the initial carrying amount of the well. Once the asset transitions to the production phase, the capitalised amount is amortised over the well's expected useful life. Subsequent adjustments to the provision due to changes in estimates are also recognised as adjustments to the carrying amount of the related property, plant and equipment. Adjustments arising from the unwinding of the discount (due to the passage of time) are recognised in profit or loss.

The well decommissioning provision is based on estimated future decommissioning and land reclamation costs, which are significantly influenced by the applied discount rates and the expected timing of future cash outflows. The provision for future well decommissioning costs is calculated based on the average well decommissioning cost incurred at the individual extraction divisions over the past three full financial years, adjusted for the forecast consumer price index for goods and services and the time value of money. Applying a three-year reference period reflects variability in the number of wells decommissioned and the associated costs across different years.

The environmental provision primarily relates to Group companies operating in Poland, the Czech Republic, Lithuania, Norway, Germany and Canada.

In measuring the provision, the Group applied variable discount rates reflecting expected changes in yields on 10-year government bonds in the respective countries. For the first five years, the discount rate applied incorporates a variable risk-free rate estimated from the yield curve of 10-year government bonds.

From 2031 onwards, the risk-free rate has been estimated as the sum of the inflation target for the relevant country and the historical average spread between 10-year government bond yields and inflation for the relevant country over the period 2007–2020.

As at 31 December 2025 and 31 December 2024, the weighted average discount rates applied in the calculation of the environmental provision were, respectively, 4.76% and 4.63% for Poland, 2.67% and 2.83% for Canada, 2.60% and 2.41% for the Czech Republic, 3.17% and 2.97% for Lithuania (USD), 3.64% and 3.19% for Lithuania (EUR), 2.81% and 2.05% for Germany, and 2.64% and 2.54% for Norway.

In 2025, changes in discount rates resulted in an increase in the amount of the provision by PLN 683 million.

As at 31 December 2025, the Group performed a sensitivity analysis of a ±0.5 pp change in the financial discount rates applied to the calculation of the environmental provision and the provision for decommissioning costs. An increase of 0.5 pp in the discount rates would reduce the provision by PLN 276 million, while a decrease of 0.5 pp would increase it by PLN 315 million.

12.14.2 Provision for long-service awards and post-employment benefits

Change in employee benefits obligations

	NOTE	Long-service awards provision 2025	Long-service awards provision 2024	Post-employment benefits 2025	Post-employment benefits 2024	Total 2025	Total 2024
At the beginning of the period		1,140	1,140	1,112	1,102	2,252	2,242
Current service cost		65	67	46	44	111	111
Interest expenses		66	59	64	56	130	115
Actuarial gains and losses arising from changes in assumptions:		109	27	169	32	278	59
demographic assumptions		*(10)*	*7*	*-*	*6*	*(10)*	*13*
financial		*67*	*(28)*	*105*	*(16)*	*172*	*(44)*
other		*52*	*48*	*64*	*42*	*116*	*90*
Past service cost		2	-	1	(20)	3	(20)
Foreign exchange differences		13	-	1	(1)	14	(1)
Programme payments		(161)	(153)	(110)	(99)	(271)	(252)
Other		(10)	-	(12)	(2)	(22)	(2)
	12.14	**1,224**	**1,140**	**1,271**	**1,112**	**2,495**	**2,252**

The carrying amount of employee benefit obligations as at 31 December 2025 and 31 December 2024 was equal to their present value.

Employee benefit obligations by active and retired employees

	Active employees 31/12/2025	Active employees 31/12/2024	Retired employees 31/12/2025	Retired employees 31/12/2024	Total 31/12/2025	Total 31/12/2024
Poland	2,112	1,946	344	263	2,456	2,209
Czech Republic	19	23	-	-	19	23
Lithuania, Latvia, Estonia	-	17	17	1	17	18
Other	3	2	-	-	3	2
	2,134	**1,988**	**361**	**264**	**2,495**	**2,252**

	Long-service awards provision 31/12/2025	Long-service awards provision 31/12/2024	Post-employment benefits 31/12/2025	Post-employment benefits 31/12/2024	Total 31/12/2025	Total 31/12/2024
Employee benefit obligations by geographical region						
Poland	1,215	1,131	1,241	1,078	2,456	2,209
Czech Republic	6	7	13	16	19	23
Lithuania, Latvia, Estonia	-	-	17	18	17	18
Other	3	2	-	-	3	2
	1,224	**1,140**	**1,271**	**1,112**	**2,495**	**2,252**
Maturity of employee benefits						
up to 1 year	163	146	146	136	309	282
from 1 to 5 years	450	438	298	272	748	710
over 5 years	611	556	827	704	1,438	1,260
	1,224	**1,140**	**1,271**	**1,112**	**2,495**	**2,252**

The weighted average duration of post-employment benefit obligations in 2025 and 2024 was as follows: Poland: 14 and 14 years, respectively; the Czech Republic: 7 and 9 years, respectively; Lithuania, Latvia, and Estonia: 10 and 11 years, respectively.

In 2025, the employee benefit provision changed as a result of updated assumptions, primarily the discount rate, expected inflation, and the projected salary growth rate. Had the provision been estimated using the 2024 assumptions, it would have been lower by PLN (168) million.

As at 31 December 2025, the Group adopted the following actuarial assumptions affecting the amount of actuarial provisions for Polish entities: discount rate: 5.2%, salary growth rate: 5% in 2026 and 2.5% in 2027 and subsequent years. For foreign entities, the principal factor affecting the amount of actuarial provisions was the discount rate, which ranged from 3.7% to 4.6%.

The Group pays employee benefits from current funds. Within employee benefits, the Group also operates additional defined contribution plans, under which the obligation is discharged through the payment of contributions to separate funds (the Employee Pension Programme and the Employee Capital Plan). The related costs are recognised under Employee Benefits in the financial statements.

Sensitivity analysis for changes in actuarial assumptions

The discount rate, employee turnover rate, and projected salary growth are key assumptions used in the actuarial model. The selection of the discount rate is driven primarily by current conditions in the Polish Treasury bond market, whereas projected salary growth reflects the Group's future remuneration policy. The analysis also covered the effect of changes in employee turnover rates, which also have a material impact on the balance of employee benefit provisions, but depend on the Group's historical employee turnover. The sensitivity analysis performed using, for the above assumptions, a deviation of ± 0.5 pp showed no material impact on the level of provisions.

12.14.3 Provision for CO_2 emissions and energy certificates

As at 31 December 2025 and 31 December 2024, the provision for CO_2 emissions and energy certificates amounted to PLN 9,211 million and PLN 7,141 million, respectively. The movement in the provision resulted primarily from the recognition of a provision for estimated CO_2 emission costs in the reporting period in the amount of PLN 9,072 million and from the utilisation of the provision in connection with the surrender of allowances for 2024 in the amount of PLN (6,957) million. As at 31 December 2025 and 31 December 2024, the provision for CO_2 emissions amounted to PLN 7,424 million and PLN 5,862 million, respectively. For further details, see Note 8.

12.14.4 Other provisions

As at 31 December 2025 and 31 December 2024, other provisions amounted to PLN 4,427 million and PLN 3,688 million, respectively, and comprised primarily provisions for risks relating to adverse outcomes in pending administrative, court, and tax proceedings, as well as a provision for onerous contracts. The increase of PLN 740 million in other provisions primarily reflects a provision recognised within the ENERGA Group for a potential obligation to transfer PLN 551 million to the Price Difference Compensation Fund, arising from an administrative decision of the President of the Energy Regulatory Office (URE) of 6 March 2026.

13. NOTES TO THE STATEMENT OF CASH FLOWS

SELECTED ACCOUNTING POLICIES

The Group applies the following principles in preparing the statement of cash flows:

- *Cash flows from operating activities are presented using the indirect method;*
- *The components of cash and cash equivalents presented in the statement of cash flows are consistent with those disclosed in the statement of financial position;*
- *Inflows and outflows related to the settlement of derivative financial instruments are presented within cash flows from operating activities.*

13.1 Foreign exchange (gains)

	NOTE	2025	2024
Net foreign exchange gains presented in finance income	*11.5.1*	**152**	**234**
Adjustments to profit before tax for foreign exchange differences presented in the statement of cash flows		**(500)**	**(366)**
realised foreign exchange gains or losses on investing and financing activities		*(647)*	*(222)*
unrealised exchange differences on investing and financing activities		*116*	*(137)*
foreign exchange differences on cash		*31*	*(7)*
Foreign exchange differences on operating activities not affecting profit before tax		(348)	(132)

13.2 Net interest

	NOTE	2025	2024 (restated)
Net interest income and costs presented in the statement of profit or loss and other comprehensive income	*11.5.1, 11.5.2 11.4.1, 11.4.2*	**(123)**	**171**
Adjustments to profit before tax for interest presented in the statement of cash flows		**909**	**444**
interest received related to investing activities		*(35)*	*(39)*
interest paid related to financing activities		*1,264*	*950*
accrued interest related to investing and financing activities		*(320)*	*(467)*
Net interest relating to operating activities not affecting profit before tax		*786*	*615*

13.3 Loss on investing activities

	NOTE	2025	2024 (restated)
Recognition/(reversal) of impairment losses on property, plant and equipment, intangible assets, and other non-current assets	*11.4.1 11.4.2*	16,277	13,515
Impairment loss on loans advanced		456	59
Other		(151)	(201)
		16,582	**13,373**

13.4 Change in provisions

	2025	2024 (restated)
Change in provisions presented in the statement of financial position	**3,801**	**(1,788)**
Utilisation of the provision for CO_2 emissions and energy certificates from the previous year	6,580	10,004
Business combinations	(8)	(904)
Disposal of business	-	357
Change in reclamation provisions recognised in non-current assets	(707)	(487)
Actuarial gains and losses	(169)	(32)
Foreign exchange differences	87	275
Other	22	42
Change in provisions in the statement of cash flows	**9,606**	**7,467**

13.5 Other adjustments

	NOTE	2025	2024 (restated)
Settlement of grants	*12.13.2*	(3,009)	(3,003)
Collateral and margin deposits	*12.12.1* *12.12.2*	809	(592)
Mandatory stocks		1,537	(775)
Derivatives		1,429	(4,032)
Change in restricted cash	12.12.1	370	(138)
Change in liabilities arising from contracts measured at final accounting for business combination	*12.13*	(43)	(1,818)
Change in contract liabilities	*12.13.1*	313	(45)
Change in refund liabilities	*12.12.2*	(233)	241
Change in VAT liabilities	*12.13*	(807)	(511)
Change in excise duty and fuel levy liabilities	*12.13*	317	265
Change in prepayments and accrued income	*12.13*	(68)	220
Excess of hydrocarbon production volume over sales volume (underlift)	*12.13*	(195)	206
Change in payroll liabilities	*12.13*	182	110
Other		(30)	190
		572	**(9,682)**

13.6 Income tax (paid)

	NOTE	2025	2024 (restated)
Tax expense on profit before tax	*11.8*	**(6,365)**	**(6,556)**
Change in deferred tax assets and liabilities	*11.8.2, 11.8*	381	(471)
Change in current tax receivables and liabilities		840	1,173
Tax recognised in other comprehensive income	*11.8.2, 11.8*	(460)	536
Business combinations		-	(663)
Disposal of business		-	(13)
Disposal of interests in licenses on the Norwegian Continental Shelf		35	310
Foreign exchange differences		141	561
		(5,428)	**(5,123)**

13.7 Dividends

	NOTE	2025	2024
Dividends paid			
to owners of the parent	*12.11.7*	*(6,966)*	*(4,818)*
to non-controlling interests		*(1)*	*(1)*
		(6,967)	**(4,819)**

13.8 Payments to obtain control of subsidiaries, net of cash in acquired subsidiaries and ventures

	2025	2024
Acquisition of KUFPEC Norway AS	-	(1,024)
Acquisition of shares in ORLEN Austria	-	(544)
Acquisitions of the Neo Solar Chotków and Neo Solar Farms photovoltaic farms and the FW WARTA wind farm	-	(1,074)
Acquisition of E&G photovoltaic and wind farms	(36)	(646)
Acquisition of shares in S 54 Sp. z o.o.	(615)	-
Other acquisitions in the Energa Group	(121)	(230)
Buyout of shares from ENERGA minority shareholders	(86)	-
Other	(19)	(32)
	(877)	**(3,550)**

14. NOTES ON FINANCIAL RISKS AND HEDGE ACCOUNTING

14.1 Risk identification

The Group's risk management activities are designed to limit the effect of difficult-to-predict market volatility in individual risk factors on the Group's financial performance.

	Type of risk	Risk description	Exposure identification	Management/Hedging
MARKET RISK	**Commodity risk**	– risk of volatility in margins generated on refined and petrochemical products sold; – risk of volatility in crude oil, natural gas, and product prices arising from timing mismatches; – risk of volatility in prices of CO_2 emission allowances; – risk of volatility in natural gas prices; – risk of volatility in crude oil and refining product prices arising from the obligation to maintain mandatory stocks of crude oil and fuels; – risk arising from highly probable liabilities and receivables linked to offering counterparties products at a fixed price over time; – risk of volatility in electricity prices and related derivative products on the wholesale market.	Based on planned cash flows.	Market risk management policies and hedging strategies/plans, setting out the principles for measuring individual exposures, the parameters and time horizon for hedging a given risk, and the hedging instruments used. Market risk is managed using, among other instruments, derivative financial instruments, which are used to hedge exposures to changes in fair value and cash flows. In determining the fair value of the instruments, the Group uses its own systems for recording and measuring derivative instruments and relies on information obtained from leading banks active in the relevant market, as well as from brokerage firms and information service providers. Transactions are entered into on the basis of the required documentation and only with reputable counterparties admitted to trading following appropriate prior verification procedures.
	Foreign exchange risk	– operating foreign exchange exposure arising from receipts and expenditures indexed to, or denominated in, a currency other than the functional currency; – foreign exchange exposure arising from investments or highly probable liabilities and receivables denominated in foreign currencies; – foreign exchange exposure arising from assets and liabilities denominated in foreign currencies, including foreign-currency debt financial liabilities incurred under established bond issuance programmes.	Based on planned cash flows. Based on analyses of the statement of financial position items.	
	Interest rate risk	– exposure arising from the Group's assets and liabilities for which interest income and interest expense depend on variable interest rates, including placed cash surpluses and debt liabilities.	Based on analyses of the statement of financial position items.	
Liquidity risk		Risk of an unforeseen shortfall in cash or lack of access to financing sources – both short- and long-term – leading to a temporary or permanent inability to meet obligations, resulting in the need to obtain financing on less favourable terms or in the loss of potential benefits stemming from surplus liquidity.	Based on projected cash flows from operating, investing, and financing activities in the short- and long-term.	Liquidity management policy that outlines the principles for liquidity reporting and liquidity consolidation across the Group. The Group pursues a policy of diversifying its sources of funding and uses a variety of instruments to manage liquidity effectively. The Group also conducts ongoing monitoring of its financial covenants and prepares long-term forecasts of those covenants.
Credit risk		Risk of insolvency of domestic or foreign banks holding or receiving deposits of the Group's funds, or the risk of default by issuers whose securities have been acquired, representing a statement of financial position exposure for financial assets such as cash and cash equivalents and short-term financial assets.	Regular reviews of the creditworthiness and ratings of banks and issuers of securities, and setting concentration limits for fund placements.	Surplus cash is managed under a policy setting the rules for assigning concentration limits to individual banks, based on factors such as credit ratings and financial reporting data. The Group primarily maintains relationships with lending banks. Restriction on the types and maturities of acquired securities, taking into account the issuer's credit risk.
		Risk that customers may fail to settle receivables for delivered products and services under deferred payment terms.	Assessment of counterparties' creditworthiness and solvency.	Management governed by established procedures and policies on trade credit and debt collection, including the setting of credit limits and establishment of collateral.

The Group applies a consistent approach to hedging financial risk, based on market risk management policies and strategies, under the oversight of the Market Risk Committee, the Credit Risk Committee, the Management Board, and the Supervisory Board.

Commodity risk

The level of hedging for individual commodity risk exposures is consistent with the recommendations for the respective companies approved by the Market Risk Committee.

Exposure to commodity price risk arises from:

- timing mismatches in non-standard operating inventories, which are hedged for 100% of the highly probable inventory volume exposed to that risk;
- highly probable liabilities or receivables, which are hedged for 100% of the volume exposed to the risk associated with offering counterparties products priced under fixed-price formulae over time;
- timing mismatches in crude oil purchases, which are hedged for a volume corresponding to 90% of the crude oil purchase volume designated for hedging.

The commodity risk management strategy for natural gas purchases and sales is implemented by hedging the identified open position arising from the Group's own production and contracts entered into, taking into account potential offsetting between positions. Given the availability of instruments enabling effective management of natural gas price risk, and notwithstanding the generally long-term nature of gas purchase contracts, the ORLEN Group manages this risk category over a rolling 60-month horizon.

Exposure to refining margin volatility may be hedged over a horizon of up to 36 months for planned production volumes, in accordance with the relevant decisions adopted in this area.

The ORLEN Group centrally manages the risk associated with the cost of settling CO_2 emissions. As part of its risk management process, ORLEN purchases emission allowances both for its own requirements and to hedge the estimated volume and cost of acquiring CO_2 emission allowances for Group companies. Exposure to the cost of settling CO_2 emissions is determined by reference, among other things, to the current balance of allowances held, purchase transactions entered into for future delivery, actual and forecast emissions from individual Group installations, and forecasts of free allowance allocations.

Foreign exchange risk

Under the standard approach, foreign exchange exposure is hedged on a rolling and recurring basis, with each hedging cycle covering the next 12 months; EUR exposure may be hedged for periods of up to 60 months. The foreign exchange risk hedging strategy sets target hedge ratios of up to 100% of the amount exposed to risk for the standard hedging horizon and specifies the permitted tolerance bands. Given the Group's forecast exposure to EUR and USD FX risk and the potential for natural hedging, the Group holds a portion of its borrowings in foreign currencies, particularly EUR.

Interest rate risk

The Group manages interest-rate risk using interest-rate swaps (IRS) and cross-currency interest-rate swaps (CIRS). Interest-rate hedging transactions take into account fixed-rate debt as a proportion of total debt, as well as the requirements of institutions financing capital projects under project finance arrangements. The maturities of interest-rate hedging instruments are matched, in each case, to the repayment profile of the financial liabilities.

All commodity, foreign exchange, and interest-rate hedging transactions entered into by ORLEN with Group companies are recognised in ORLEN's statement of financial position and subsequently transferred to those companies through intra-group transactions. Certain Group companies hedge financial risks independently.

Liquidity risk

The Group manages liquidity risk primarily through short-term cash-flow planning and monitoring over a period of up to 12 months and through long-term planning over a period of up to five years. The Group manages this risk under a centralised model, with ORLEN providing Group companies with access to diversified sources of financing. At ORLEN, the liquidity management process is governed by the applicable liquidity management policy. Additional information is presented in Note 14.1.4.

Credit risk

The Group manages credit risk primarily by assessing the financial standing of counterparties and by setting transaction limits for customers and, in the case of settlement risk, for suppliers.

ORLEN's Credit Risk Committee approves the directions for the development of credit risk management at the Company and across the ORLEN Group, including approval of control tools, and monitors compliance of the activities undertaken with the adopted credit risk management policy across the Group's individual business areas.

A detailed description of the process is provided in Note 14.1.4.

14.1.1 Commodity risk

The table below sets out the volumes of outstanding hedging instruments held against price volatility in refined products, petrochemical products, and feedstocks as at 31 December 2025 and 31 December 2024.

Type of hedged feedstock/product	Unit of measure	31/12/2025	31/12/2024 (restated)
Crude oil	BBL	10,818,668	14,934,140
Natural gas AECO	gj	7,071,500	6,088,500
Electricity	MWh	804,328	2,755,045
Natural gas TTF	MWh	132,650,910	32,143,199
Natural gas Henry Hub	mmBtu	264,453,798	62,389,500
Natural gas THE	MWh	17,459,881	9,166,550
CO_2 emission allowances	t	29,375,000	20,948,000

Sensitivity analysis for changes in product and feedstock prices

The table below sets out the potential impact of changes in the carrying amount of financial instruments on profit before tax and the hedging reserve, resulting from a hypothetical change in product and feedstock prices, calculated on the basis of historical volatility over 2024–2025.

	Assumed deviations	Assumed deviations	Effect on profit or loss before tax	Effect on profit or loss before tax	Effect on hedging reserve	Effect on hedging reserve		
	2025	2024 (restated)	2025 Price increase	2024 (restated) Price increase	2025 Price increase	2024 Price increase	2025 Aggregate effect	2024 (restated) Aggregate effect
Crude oil USD	31%	28%	17	42	(352)	(595)	(335)	(553)
Natural gas AECO CAD/Gj	71%	77%	50	17	-	-	50	17
Electricity PLN/MWh	36%	36%	(22)	(30)	-	-	(22)	(30)
Natural gas TTF EUR/MWh	45%	52%	1,924	149	(3,549)	(1,005)	(1,625)	(856)
Natural gas Henry Hub USD/mmBtu	71%	77%	-	-	2,446	458	2,446	458
Natural gas THE EUR/MWh	45%	45%	934	941	-	-	934	941
CO_2 emission allowances	38%	38%	-	-	4,118	2,221	4,118	2,221
			2,903	**1,119**	**2,663**	**1,079**	**5,566**	**2,198**

An equivalent percentage fall in prices would, in the sensitivity analysis, produce movements of the same magnitude as those in the table above, but with the opposite sign.

The sensitivity analysis for changes in the prices of other products is immaterial and has been prepared using the same assumptions.

For derivative instruments, the analysis measures the impact of changes in product prices on fair value, holding foreign exchange rates constant.

The carrying amount of derivative instruments used to hedge commodity risks – both those designated in a hedge accounting relationship and those not so designated – is disclosed in Notes 12.12.1 and 12.12.2, respectively.

14.1.2 Foreign exchange risk

Currency structure of financial instruments

The following table sets out the classes of the Group's financial instruments exposed to foreign exchange risk.

The amounts in the table are denominated in foreign currencies, and the Total column presents their aggregate amount translated into PLN.

2025

Classes of financial instruments	EUR	USD	CZK	NOK	Other currencies translated to PLN	Total foreign currencies translated into PLN
Financial assets						
Trade receivables	779	349	4,788	-	200	5,587
Derivatives	1,263	27	-	-	13	5,447
Cash	1,404	328	7,435	300	184	8,704
Receivables from settled derivative instruments	36	20	-	-	-	222
Collateral and margin deposits	85	21	27	-	-	440
Trade receivables within non-recourse factoring limit	-	4	2,721	-	-	488
Other	222	61	153	1,151	106	1,712
	3,789	**810**	**15,124**	**1,451**	**503**	**22,600**
Financial liabilities						
Bank borrowings	877	76	4,001	-	136	4,831
Bonds	2,034	1,262	-	-	-	13,139
Leases	545	796	3,482	19	39	5,817
Trade payables	909	1,393	5,205	3	243	10,034
Investment payables	232	102	1,412	1,179	129	1,900
Derivatives	363	111	-	-	-	1,935
Collateral and margin deposits	54	-	-	-	2	229
Outstanding liability to GAZPROM	-	882	-	-	-	3,178
Other	57	57	294	1,774	24	1,157
	5,071	**4,679**	**14,394**	**2,975**	**573**	**42,220**

2024

Classes of financial instruments	EUR	USD	CZK	NOK	Other currencies translated to PLN	Total foreign currencies translated into PLN
Financial assets						
Trade receivables	901	355	5,656	-	162	6,433
Derivatives	743	23	-	-	9	3,275
Cash	296	329	9,936	5,349	199	6,442
Receivables from settled derivative instruments	6	10	-	-	-	65
Collateral and margin deposits	169	52	27	-	-	942
Trade receivables within non-recourse factoring limit	-	6	3,156	-	-	561
Restricted cash	-	-	2,342	-	-	401
Other	258	70	30	2,036	47	2,178
	2,373	**845**	**21,147**	**7,385**	**417**	**20,297**
Financial liabilities						
Bank borrowings	1,029	2	1	-	49	4,456
Bonds	1,428	-	-	-	-	6,102
Leases	520	554	2,809	28	25	4,998
Trade payables	890	1,265	5,037	764	198	10,328
Investment payables	523	78	1,787	1,318	74	3,412
Derivatives	254	23	4	-	6	1,185
Liabilities from settled derivative instruments	33	7	-	-	-	168
Collateral and margin deposits	-	-	-	-	96	96
Outstanding liability to GAZPROM	-	883	-	-	-	3,619
Other	108	49	972	2,439	22	1,741
	4,785	**2,861**	**10,610**	**4,549**	**470**	**36,105**

(restated)

Sensitivity analysis for changes in foreign exchange rates

The following table sets out how a hypothetical +15% change in foreign exchange rates would affect the Group's statement of profit or loss and other comprehensive income in respect of financial instruments exposed to foreign exchange risk.

2025

	EUR / PLN	USD / PLN	CZK / PLN	NOK / PLN	Total
			+15% deviation in exchange rates		
Effect on profit or loss before tax (A)	(1,703)	(1,876)	65	(27)	(3,541)
Effect on hedging reserve (B)	(745)	98	-	-	(647)
Effect on translation reserve relating to financial instruments of foreign operations (C)	(326)	(224)	(46)	(55)	(651)
Aggregate effect (A+B+C)	**(2,774)**	**(2,002)**	**19**	**(82)**	**(4,839)**
Sensitivity of net investment in foreign operations (D)	191	221	576	725	1,713
Aggregate effect on profit or loss and other comprehensive income (A+B+D)	**(2,257)**	**(1,557)**	**641**	**698**	**(2,475)**

2024

	EUR / PLN	USD / PLN	CZK / PLN	NOK / PLN	Total
			+15% deviation in exchange rates		
Effect on profit or loss before tax (A)	(1,760)	(672)	(139)	258	(2,313)
Effect on hedging reserve (B)	(653)	43	-	-	(610)
Effect on translation reserve relating to financial instruments of foreign operations (C)	(185)	(644)	267	(4)	(566)
Aggregate effect (A+B+C)	**(2,598)**	**(1,273)**	**128**	**254**	**(3,489)**
Sensitivity of net investment in foreign operations (D)	171	(41)	1,749	620	2,499
Aggregate effect on profit or loss and other comprehensive income (A+B+D)	**(2,242)**	**(670)**	**1,610**	**878**	**(424)**

A 15% decrease in foreign exchange rates would produce movements of the same magnitude as those in the table above, but with the opposite sign.

The above foreign exchange rate deviations were calculated on the basis of the average volatility of the individual exchange rates in 2025 and 2024.

For derivative instruments, the analysis measures the impact of changes in foreign exchange rates on fair value, holding interest rates constant.

14.1.3 Interest rate risk

Structure of financial instruments exposed to interest rate risk as at 31 December 2025

The table below sets out the classes of financial instruments sensitive to changes in interest rates, reflecting both the direct effect of such changes and the indirect effect arising from discounting using an interest-rate curve. The amounts are presented in PLN.

Classes of financial instruments	NOTE	WIBOR	EURIBOR	SOFR	PRIBOR	Total
Financial assets						
Derivatives		20	5,322	97	-	5,439
		20	**5,322**	**97**	**-**	**5,439**
Financial liabilities						
Bank borrowings	*12.9.1*	3,142	2,451	275	698	6,566
Non-bank borrowings	*12.9.2*	133	-	-	-	133
Bonds	*12.9.3*	2,003	-	-	-	2,003
Derivatives		3	1,517	400	-	1,920
		5,281	**3,968**	**675**	**698**	**10,622**

Structure of financial instruments exposed to interest rate risk as at 31 December 2024

Classes of financial instruments	NOTE	WIBOR (restated)	EURIBOR (restated)	SOFR	PRIBOR	Total (restated)
Financial assets						
Derivatives		7	2,890	94	-	2,991
		7	**2,890**	**94**	**-**	**2,991**
Financial liabilities						
Bank borrowings	*12.9.1*	4,998	3,111	10	-	8,119
Non-bank borrowings	*12.9.2*	91	-	-	-	91
Bonds	*12.9.3*	1,001	-	-	-	1,001
Derivatives		1	974	94	1	1,070
		6,091	**4,085**	**104**	**1**	**10,281**

Sensitivity analysis for changes in interest rates

The table below sets out the potential impact of changes in the carrying amounts of financial instruments and other items in the statement of financial position on profit before tax and the hedging reserve, resulting from a hypothetical change in market interest rates calibrated to historical volatility over 2024–2025.

Interest rate	Assumed deviations 31/12/2025	Assumed deviations 31/12/2024	Effect on profit or loss before tax 2025	Effect on profit or loss before tax 2024	Effect on hedging reserve 31/12/2025	Effect on hedging reserve 31/12/2024	Total 2025	Total 2024
WIBOR	+0.5pp	+0.5pp	(26)	(28)	-	-	(26)	(28)
SOFR USD	+0.5pp	+0.5pp	(1)	-	-	-	(1)	-
EURIBOR	+0.5pp	+1.0pp	(198)	(31)	(17)	(12)	(215)	(43)
			(225)	**(59)**	**(17)**	**(12)**	**(242)**	**(71)**
WIBOR	-0.5pp	-0.5pp	26	32	-	-	26	32
SOFR USD	-0.5pp	-0.5pp	1	-	-	-	1	-
EURIBOR	-0.5pp	-1.0pp	207	31	17	12	224	43
			234	**63**	**17**	**12**	**251**	**75**

No sensitivity analysis is presented for changes in the PRIBOR rate, as the impact would be immaterial.
The effect of changes in interest rates is presented on an annualised basis.
For derivative instruments, the sensitivity analysis applies a parallel shift in the interest-rate curve corresponding to a potential change in reference rates, with all other risk factors held constant.

Interest-rate benchmark reform (IBOR Reform)

Regulation (EU) 2016/1011 of the European Parliament and of the Council on indices used as benchmarks in financial instruments and financial contracts (the ‘IBOR Reform’), which has applied since 1 January 2018, resulted in certain reference rates previously used by the Group being replaced by alternative benchmarks over 2022–2024, while the methodology used to determine certain other rates was revised. Further details are provided in Note 5.1 to the Consolidated Financial Statements for 2023.
At present, the IBOR Reform continues in respect of the WIBOR reference rate. On 28 March 2025, the Steering Committee of the National Working Group ('KS NGR') published an updated Roadmap confirming the selection of POLSTR as the new reference rate and indicating the end of 2027 as the final date for conversion of the portfolio of contracts and instruments from WIBOR to the new benchmark. In addition, the Roadmap envisaged preparing the market for the full implementation of POLSTR in credit products, bonds, and derivative instruments. The Roadmap also envisaged the development and publication of a catalogue of interest rate conventions for POLSTR-based instruments.
In accordance with the Roadmap timetable, the official calculation of the POLSTR interest rate index and indices from the POLSTR compounded index family commenced on 2 June 2025. POLSTR is administered by GPW Benchmark S.A., an entity authorised by the Polish Financial Supervision Authority and entered in the register of benchmark administrators maintained by the European Securities and Markets Authority (ESMA).
On 30 September 2025, GPW Benchmark S.A. announced its decision to discontinue calculation of the WIBID and WIBOR reference rates listed below on the following dates:

- Overnight (O/N) – from 1 October 2026;
- Tomorrow/Next (T/N) and 2 weeks (2W) – from 22 December 2025;
- 1 year (1Y) – from 22 December 2025 under the existing methodology, and from 22 December 2026 under the algorithmic methodology.

The Group applies the following approach to financial instruments that will be modified as a result of changes in benchmarks arising from the IBOR Reform:

- Financing and borrowings: Where contractual terms are modified solely as a direct consequence of the IBOR reform, and the replacement benchmark rate is economically equivalent to the rate applied immediately prior to the modification, the Group will prospectively adjust the basis for determining contractual cash flows by updating the effective interest rate. For any other modifications made during this period that are not directly related to the reform, the Group will apply the relevant requirements of IFRS 9.
- Leases: Where a lease contract is modified as a direct consequence of the IBOR reform, and the revised benchmark rate used to determine lease payments is economically equivalent to the rate previously applied, the Group will remeasure the lease liability to reflect the revised lease payments, applying an updated discount rate.
- Hedge accounting: Where the IBOR reform results in changes to the hedging instrument, hedged item, or hedged risk, and the replacement benchmark rate is economically equivalent, the Group will amend the hedge documentation without discontinuing the hedging relationship. Any remeasurement reflecting the updated discount rate is treated as a market-driven adjustment, in accordance with the Group’s hedge accounting policy. For any other modifications made during this period that are not directly related to the reform, the Group will apply the relevant requirements of IFRS 9.

Information on the nature and extent of the Group’s exposure to risks arising from changes in the WIBOR benchmark is presented below.

Operational and systemic risks

The Group assesses the risk as low and, in line with the approach adopted in previous benchmark transitions, intends to apply market-based solutions consistent with established market practice, make appropriate changes and updates to its IT systems to implement replacements for the market data currently used, and agree any amendments to existing contracts that may be required so as to enable application of the exemptions provided for in IFRS 9.

Liquidity risk
The current WIBOR rate and the selected alternative benchmark are significantly different. IBOR rates are forward-looking rates determined at the beginning of a specified period (for example, three months) and incorporate an interbank credit spread. In contrast, alternative benchmarks are risk-free overnight rates, published at the end of each day, and do not include a credit spread. These differences will introduce additional uncertainty regarding variable-rate interest payments; however, in the Group's assessment, they will not have a material impact on liquidity management.

Transition to alternative reference rates
For new trade and financial assets and liabilities referencing a variable WIBOR rate, the Group applies either general provisions relating to the alternative benchmark or uses benchmarks with confirmed availability of quotations.
The IBOR Reform has no material impact on the Group's cash flow or fair value hedge accounting.

14.1.4 Liquidity and credit risks

Liquidity risk

Maturity analysis of financial liabilities as at 31 December 2025

	NOTE	up to 1 year	over 1 to 3 years	over 3 to 5 years	over 5 years	Total	Carrying amount
Bank borrowings – undiscounted amount	*12.9.1*	642	1,303	3,034	3,559	8,538	8,359
Non-bank borrowings – undiscounted amount	*12.9.2*	44	89	33	1,610	1,776	661
Bonds	*12.9.3*	661	3,392	3,290	11,649	18,992	16,144
variable-rate bonds – undiscounted amount		*95*	*198*	*196*	*2,197*	*2,686*	*2,002*
fixed rate bonds – undiscounted amount		*566*	*3,194*	*3,094*	*9,452*	*16,306*	*14,142*
Trade payables	*12.7.3*	14,173	-	-	-	14,173	14,173
Investment payables	*12.12.2*	6,314	36	14	21	6,385	6,385
Derivatives – undiscounted amount	*12.12.2*	1,404	255	-	253	1,912	1,938
gross cash settlement, including:		*425*	*134*	-	*253*	*812*	*850*
currency forwards	*12.12.2*	*2*	-	-	-	*2*	*2*
commodity forwards (electricity)	*12.12.2*	*10*	-	-	-	*10*	*10*
commodity forwards (natural gas)	*12.12.2*	*285*	*78*	-	-	*363*	*360*
interest rate swaps	*12.12.2*	-	-	-	-	-	-
cross-currency interest rate swaps	*12.12.2*	*9*	*16*	-	*253*	*278*	*323*
commodity futures (electricity)	*12.12.2*	*8*	-	-	-	*8*	*8*
commodity futures (natural gas)	*12.12.2*	*111*	*39*	-	-	*150*	*146*
commodity futures (CO_2 contracts)	*12.12.2*	-	*1*	-	-	*1*	*1*
net cash settlement, including:		*979*	*121*	-	-	*1,100*	*1,088*
currency forwards	*12.12.2*	*11*	*5*	-	-	*16*	*16*
commodity swaps	*12.12.2*	*968*	*116*	-	-	*1,084*	*1,072*
Liabilities from settled derivative instruments	*12.12.2*	98	-	-	-	98	98
Collateral and margin deposits	*12.12.2*	229	-	-	-	229	229
Outstanding liability to GAZPROM	*12.12.2, 12.7.3*	3,965	-	-	-	3,965	3,965
Other	*12.12.2, 12.7.3*	1,639	141	73	152	2,005	1,991
		29,169	**5,216**	**6,444**	**17,244**	**58,073**	**53,943**

Maturity analysis of financial liabilities as at 31 December 2024

	NOTE	up to 1 year	over 1 to 3 years	over 3 to 5 years	over 5 years	Total	Carrying amount
Bank borrowings – undiscounted amount	*12.9.1*	3,787	3,426	1,744	2,075	11,032	9,870
Non-bank borrowings – undiscounted amount	*12.9.3*	38	88	29	32	187	170
Bonds	*13.7.3*	1,273	2,226	2,421	3,281	9,201	8,106
variable-rate bonds – undiscounted amount		*1,067*	*-*	*-*	*-*	*1,067*	*1,001*
fixed rate bonds – undiscounted amount		*206*	*2,226*	*2,421*	*3,281*	*8,134*	*7,105*
Trade payables	*12.7.3*	14,798	-	-	-	14,798	14,798
Investment payables	*12.12.2*	6,896	16	14	34	6,960	6,960
Derivatives – undiscounted amount	*12.12.2*	1,001	186	30	3	1,220	1,186
gross cash settlement, including:		*696*	*180*	*8*	*3*	*887*	*863*
currency forwards	*12.12.2*	*3*	*1*	*3*	*-*	*7*	*6*
commodity forwards (electricity)	*12.12.2*	*61*	*9*	*-*	*-*	*70*	*69*
commodity forwards (natural gas)	*12.12.2*	*519*	*111*	*-*	*-*	*630*	*616*
interest rate swaps	*12.12.2*	*-*	*-*	*-*	*3*	*3*	*3*
cross-currency interest rate swaps	*12.12.2*	*-*	*-*	*5*	*-*	*5*	*5*
commodity futures (electricity)	*12.12.2*	*12*	*5*	*-*	*-*	*17*	*16*
commodity futures (natural gas)	*12.12.2*	*86*	*53*	*-*	*-*	*139*	*132*
commodity futures (CO_2 contracts)	*12.12.2*	*15*	*1*	*-*	*-*	*16*	*16*
net cash settlement, including:		*305*	*6*	*22*	*-*	*333*	*323*
currency forwards	*12.12.2*	*8*	*-*	*22*	*-*	*30*	*23*
commodity swaps	*12.12.2*	*297*	*6*	*-*	*-*	*303*	*300*
Liabilities from settled derivative instruments	*12.12.2*	168	-	-	-	168	168
Collateral and margin deposits	*12.12.2*	96	-	-	-	96	96
Outstanding liability to GAZPROM	*12.12.2, 12.7.3*	4,406	-	-	-	4,406	4,406
Other	*12.12.2, 12.7.3*	2,638	228	-	83	2,949	2,949
		35,101	**6,170**	**4,238**	**5,508**	**51,017**	**48,709**

(restated)

The maturity analysis of lease liabilities is presented in Note 15.2.1.

The Group defines financial liquidity risk as the loss of ability to meet current liabilities as they fall due. This risk is measured using the current liquidity ratio, defined as the ratio of current assets to current liabilities. As at 31 December 2025 and 31 December 2024, the current ratio was 1.3 and 1.1, respectively.

The objective of the Group's liquidity risk management process is to ensure financial security and stability in both the short and long term. The principal tool for mitigating this risk is the ongoing planning and monitoring of the Group's liquidity position, together with regular review of the alignment between asset maturity dates and liability due dates. The execution of the Group's planned cash flows is subject to ongoing review and covers, inter alia, variance analysis and identification of the underlying causes.

ORLEN ensures access to a range of financial instruments to support the Group's liquidity and pursues a policy of diversifying its sources of financing. The availability of instruments with varying characteristics allows for rapid deployment and operational flexibility, enabling the Group to respond to specific needs while supporting the overarching objective of effective liquidity management. The instruments used by the Group include:

- cash pool arrangements to optimise liquidity and financing costs within the Group. As at 31 December 2025, ORLEN managed three cash pool arrangements, one of which is multi-currency, covering a total of 114 Group companies.
- active bond issuance programmes, under which the Group can issue bonds to various groups of investors. The value of ORLEN's two active bond programmes as at 31 December 2025 was PLN 4,000 million and EUR 5,000 million, respectively, with PLN 1,000 million and EUR 2,335 million remaining available under the programmes, respectively. For additional information on bonds, see Note 12.9.3.
- credit facility agreements with banks, including syndicated and bilateral arrangements, provide flexibility regarding the choice of currency for drawdowns and timing of tranche repayments, ranging from investment loans, working capital and revolving credit facilities, through to overdraft facilities. As at 31 December 2025 and 31 December 2024, the maximum committed amounts under the Group's borrowing agreements were PLN 49,481 million and PLN 38,005 million, respectively. As at 31 December 2025 and 31 December 2024, PLN 39,247 million and PLN 27,443 million, respectively, remained undrawn and available.
- The increase in the maximum available indebtedness and open credit lines of the Group is mainly attributable to:
  - the execution by Energa-Operator S.A. in February 2025 of a loan agreement with Bank Gospodarstwa Krajowego using the National Recovery and Resilience Plan (KPO) funds, which was increased by an amendment of September 2025 to PLN 9,378 million,
  - the execution by ORLEN in March 2025 of a third PLN 1,700 million facility agreement with the European Investment Bank to finance the strategic modernisation programme for the electricity distribution network,
  - the execution by ORLEN in October 2025 of two loan agreements with Bank Gospodarstwa Krajowego using the National Recovery and Resilience Plan (KPO) funds, as part of Investment G3.1.5 'Construction of offshore wind farms'. Under the PLN 900 million loan agreement relating to the Baltic Power project, the full amount available under the agreement remained available for drawdown as at 31 December 2025. Under the second loan agreement, in the amount of PLN 900 million and EUR 397 million, related to the Baltic East project, the first disbursements will be available after 30 June 2028.
- active non-recourse factoring arrangements, enabling access to additional funds during periods of temporarily increased liquidity needs. For additional information on the amount of trade receivables available under existing factoring limits, see Note 12.7.2.

The Group mitigates financial liquidity risk by monitoring the concentration level of cash balances held and assessing the risk of the banks with which funds are deposited. The level of concentration is governed by internal procedures, and no excessive concentration of credit risk exists. As at 31 December 2025, the percentage shares of the three banks with the highest concentration of cash held in bank accounts were as follows: 28%, 16%, and 15%, respectively, and the investment-grade ratings of those banks are A2, A2, and A1, respectively. During 2025, the Group invested surplus cash mainly in bank deposits. Decisions regarding bank deposits are guided by the objective of maximising returns within predefined concentration limits per bank, supported by ongoing assessments of each bank's financial position, requiring banks to hold a short-term deposit rating at the investment grade level. When selecting bond investments, the Group considers concentration limits and threshold parameters for securities approved for purchase (issuer, maturity). As at 31 December 2025, expected credit losses on the Group's term deposits and bonds were immaterial.

Guarantees and letters of credit are an important tool in liquidity risk management, providing an alternative to margin deposits and cash collateral and enabling commercial transactions to be secured without using the Group's own cash resources. As at 31 December 2025 and 31 December 2024, the nominal amount of guarantees issued in the ordinary course of business in respect of obligations to third parties was PLN 4,845 million and PLN 5,836 million, respectively. These guarantees related principally to civil-law guarantees securing the proper performance of contracts, and to public-law guarantees required under generally applicable regulations to ensure the proper conduct of licensed activities in the liquid fuels sector and the discharge of related tax and customs liabilities.

In addition, as at 31 December 2025 and 31 December 2024, sureties and guarantees provided within the Group in favour of third parties in respect of obligations of subsidiaries amounted to PLN 21,170 million and PLN 20,473 million, respectively. These related principally to the securing of liabilities arising from the operating activities of PGNiG Supply&Trading GmbH, ORLEN Upstream Norway AS, ORLEN Trading Switzerland GmbH, ORLEN LNG Shipping Limited and ORLEN LNG Trading Limited, in an aggregate amount of PLN 10,823 million, as well as future obligations of Group companies arising from bond issues, in an aggregate amount of PLN 5,341 million, and the timely settlement by subsidiaries of other liabilities.

At the end of the reporting period, the Group assessed the probability of an outflow in respect of the contingent liabilities arising from the above amounts as low.

Credit risk

The Group is exposed to credit risk primarily in relation to trade receivables, loans advanced, and derivative transactions.

The Group considers the risk of non-payment by counterparties in respect of receivables that are not past due, and past due receivables not covered by an impairment allowance, to be negligible, given its credit risk management framework.

In granting trade credit, the Group assesses counterparties' creditworthiness based on financial information obtained and/or current business-intelligence reports, together with prior trading history, then sets credit limits and, where appropriate, requires collateral. Credit limits are generally granted for periods of no more than one year, allowing counterparties' financial standing to be reviewed on a regular basis. The principal forms of collateral accepted by the Group comprise bank and insurance guarantees, third-party sureties, cash deposits paid into the Company's bank accounts, mortgages, registered pledges, promissory notes, trade credit insurance, and notarised deeds of submission to enforcement. As at 31 December 2025 and 31 December 2024, the Group had received bank and insurance guarantees for a total amount of PLN 8,950 million and PLN 9,218 million, respectively. These guarantees related principally to the due performance of contracts concluded with counterparties and to securing the repayment of advances paid to suppliers.

These measures serve to mitigate the risk of entering into deferred payment transactions with excessive credit exposure. For customers in the Upstream & Supply segment, credit exposure is calculated in accordance with the requirements of the Energy Law, taking into account an additional sales period of one month, during which gaseous fuel must continue to be supplied even if the customer ceases to settle its obligations.

In addition, the Group seeks to structure contracts so as to allow the set-off of mutual receivables. Financial assets and financial liabilities of the Group are offset, and the net amount is presented in the statement of financial position, only when the Group has a legally enforceable right to offset the recognised amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

The Group also has agreements that do not meet the offsetting criteria specified in IAS 32, but provide for the related amounts to be offset in certain circumstances, such as default by the counterparty, bankruptcy, or early termination of the agreement.

Collateral has been obtained in respect of certain loans advanced to Group companies. During the reporting period, and after the reporting date, there were no instances of non-payment of principal or interest, or breaches of other terms of loan agreements, other than the event described below.

Grupa Azoty Polyolefins S.A., classified as an investment in equity instruments measured at fair value through other comprehensive income, failed to repay principal and interest falling due on 27 January 2026 under the loan agreement concluded with ORLEN. ORLEN is currently taking steps to recover the overdue receivable, including, potentially, through arrangement approval proceedings initiated by the company, and is assessing the possibility of enforcing the collateral it holds. The carrying amount of the loan has been fully impaired (Note 12.12.1).

As part of its debt recovery process, the Group continually monitors overdue receivables, including the number of days past due. The Group applies standard recovery measures, including notices of arrears, payment demands, suspension of deliveries, enforcement of collateral, referral to debt collection agencies and, where necessary, termination of contracts and commencement of court and enforcement proceedings to recover outstanding amounts. Receivables not recovered through the prescribed debt recovery procedures may be offered for sale.

Certain transactions involving the sale of gas and electricity are concluded on the Polish Power Exchange (TGE). Transactions executed on the Polish Power Exchange (TGE) do not give rise to credit risk exposure, as the clearing system operated by the Commodity Clearing House (IRGiT), based on margin deposits and additionally supported by a guarantee fund, safeguards deferred payments for every IRGiT member, even in the event of a market participant's insolvency.

Derivative transactions are entered into with banks of established reputation and strong financial standing or are executed on commodity exchanges with clearing systems based on margin deposits. Relationships with banks are governed by Master Agreements or International Swaps and Derivatives Association Master Agreements (ISDA agreements). For some of these agreements, threshold amounts are specified to cap the maximum exposure arising from the derivative instruments entered into. The agreements provide for financial assets and financial liabilities to be offset by netting transactions denominated in the same currency and aggregating them into a single net amount payable by one party to the agreement. If an event of default occurs in respect of either party to the agreement (e.g. a failure to perform its obligations), all outstanding transactions under the agreement are terminated and settled as a single net amount. The Group assesses the risk of losses arising from a bank's failure to perform or settle hedging transactions when due as low. No such risk arises in respect of exchange-traded transactions.

In the Group's assessment, there is no excessive concentration of credit risk. As at 31 December 2025, the percentage shares of the three counterparties with the highest concentration of trade receivables were as follows: 15%, 8%, and 8%, respectively, and the Group's internal credit assessment for these counterparties corresponds to ratings of B1, A3, and Caa2 on rating agency scales. The expected credit loss (ECL) for these receivables was measured as at 31 December 2025 in accordance with the applicable procedures.

As a result of the significant increase in energy commodity prices, primarily natural gas, for European producers (the petrochemical, chemical and fertiliser sectors), some of the Group's customers have sought extended payment terms for gas supplies.

In response to customers' needs, the Group grants extended payment terms in justified cases, which periodically results in increased credit exposure. Each such case is subject to detailed business analysis and, in parallel, each customer granted extended payment terms undergoes a detailed assessment of its financial standing.

The Group's maximum exposure to credit risk for each class of financial assets is equal to their carrying amounts (see Notes 12.7.2 and 12.12.1).

A description of the Group's credit risk management practices, including the adopted definition of default, together with the inputs, assumptions, and estimation techniques applied in the expected credit loss model, is provided in Note 12.7.2 (trade receivables) and Note 12.12.1 (other financial assets).

14.2 Hedge accounting

SELECTED ACCOUNTING POLICIES

Hedge accounting

The Group applies the hedge accounting requirements of IFRS 9.

The Group applies two types of hedge relationships: cash flow hedges and fair value hedges.

Fair value hedges

For fair value hedge accounting, the Group recognises gains or losses arising from the remeasurement of the fair value of the hedging derivative in profit or loss. Simultaneously, the carrying amount of the hedged item is adjusted for the gains or losses attributable to the hedged risk, with corresponding recognition in profit or loss, within the same line item as the hedging derivative. The cumulative fair value adjustment of the hedged item related to the hedged risk is transferred to profit or loss when the hedged item impacts profit or loss

Cash flow hedges

In applying cash flow hedge accounting, the Group recognises in other comprehensive income the portion of gains or losses on the hedging instrument that constitutes an effective hedge (i.e. the portion offset by movements in the hedging reserve), while the ineffective portion is recognised in profit or loss under other operating income/expenses.

The Group assesses the effectiveness of cash flow hedges both at inception and in subsequent periods, at least at the end of each reporting period.

The Group assesses hedge effectiveness using statistical methods, primarily the direct offset method.

The verification of hedge effectiveness is conducted on a prospective basis, using a qualitative analysis. If necessary, the Group applies quantitative analysis, including linear regression, to confirm the existence of an economic relationship between the hedging instrument and the hedged item.

When hedging foreign exchange risk, if the Group separates the forward element from the spot element of a forward contract and designates only the spot element as the hedging instrument, changes in the forward element are recognised in a separate component of equity – costs of hedging.

If a hedge of a forecast transaction results in the recognition of a non-financial asset (inventories, intangible assets), the Group removes the related gains or losses from the hedging reserve and includes them in the initial cost of the asset. In all other cases, gains or losses are reclassified from the hedging reserve to the appropriate line item in profit or loss (revenue, cost of production) in the same period or periods in which the hedged expected future cash flows affect profit or loss. For foreign exchange risk hedges, the Group reclassifies amounts representing changes in the forward element, accumulated in a separate component of equity – costs of hedging – to profit or loss (other operating income/expenses) as a reclassification adjustment in the same period or periods in which the hedged expected future cash flows affect profit or loss.

The Group discontinues cash flow hedge accounting if the hedging relationship (or a portion thereof) no longer meets the hedge accounting criteria. This applies, in particular, when the hedged forecast transaction is no longer highly probable, the hedging *instrument expires, is sold, terminated, or exercised, or there is a change in the risk management objective, and the designated hedging relationship no longer serves the revised risk management objective. If the Group discontinues cash flow hedge accounting but still expects the hedged future cash flows to occur, this amount remains in the hedging reserve within equity until those cash flows materialise. If the hedged future cash flows are no longer expected to occur, the Group immediately reclassifies the cumulative amount from the hedging reserve to profit or loss as a reclassification adjustment.*

PROFESSIONAL JUDGEMENT

Financial instruments

The Management Board exercises judgement in assessing the nature and extent of risks associated with financial instruments and in applying hedge accounting.

The following table summarises the market risk hedging strategies used by the Group, together with a brief description of the corresponding types of hedge accounting applied.

Hedging strategies under hedge accounting applied in 2025	**Component**	**Type of relationship**
Timing mismatch in crude oil purchases that are hedged through to the planned crude processing and product sales period, as well as for excess inventory levels	Brent Dtd risk component, forming part of the future purchase of crude oil; the position is identified based on the crude oil deliveries from the hedging transaction's settlement/delivery month, in the order in which those deliveries are received.	cash flow hedge
	Brent risk component, forming part of diesel oil sales; the position is identified based on sales invoices issued during the hedging transaction's settlement/delivery month, in the order they are issued.	
	EBOB / ULSD / 3.5PCT risk component, forming part of petrol, diesel oil, or heating oil sales; the position is identified based on sales invoices issued during the hedging transaction's settlement/delivery month, in the order they are issued.	
Sale of products denominated in foreign currencies/indexed to foreign currencies	Invoices for sales denominated in or indexed to a foreign currency, issued on the Forward transaction's maturity date and subsequent days in the order they are issued; the nominal amount denominated in foreign currency, up to the notional amount of the hedging instrument denominated in foreign currency.	cash flow hedge
Purchases of goods denominated in a foreign currency or indexed to a foreign exchange rate	Purchases of goods denominated in foreign currency or indexed to a foreign exchange rate, received on the forward transaction's maturity date and subsequent days in the order they are delivered; the nominal amount denominated in foreign currency, up to the notional amount of the hedging instrument denominated in foreign currency.	cash flow hedge
Purchase of liquefied natural gas (LNG) at indexed prices	Purchase volume of liquefied natural gas (LNG) priced with reference to the Henry Hub index	cash flow hedge
Sale and purchase of natural gas at indexed prices	TTF index risk component, arising from gas purchase and sales contracts priced against European gas market indexes that are correlated with the TTF index	cash flow hedge
Hedging price risk on CO_2 emission allowances	Hedging of the purchase price of CO_2 emission allowances arising from physical purchases of allowances required to meet the obligation to settle emissions (highly probable forecast purchases of CO_2 emission allowances by the Group).	cash flow hedge
Bitumen sales at fixed price	Brent / Fuel Oil / Gas Oil risk component, which is part of the unconditional and binding commercial obligation arising from a fixed-price sales transaction	fair value hedge

Currently, the sources of hedge ineffectiveness in foreign exchange risk hedge accounting arise from the difference in maturity dates between the hedging instrument, which matures on the last business days of month M-1, and the hedged item, for which revenue from the sale of petrochemical and refined products is recognised in the first few days of month M, or from the difference between the initial value of the hedging instrument and the hedged item.

In the case of commodity risk, the sources of ineffectiveness arise from the designated risk components for the hedged item, which form part of highly probable planned future purchases of crude oil and sales and purchases of gas, whereas the hedging instruments are based solely on commodity indices of the refined products being sold or on the TTF European gas index.

The Group identifies the existence of an economic relationship between the hedging instrument and the hedged item based on the alignment of key terms, in particular the settlement currency, commodity reference price indices, volumes, nominal amounts, execution dates, and maturities arising from the corresponding cash flows. Hedge effectiveness is assessed using the hypothetical derivative method by analysing whether the derivative designated in a given hedging relationship is expected to be effective, and has been effective, in offsetting changes in the cash flows of the hedged item at the date on which the hedging relationship is designated and at each hedge effectiveness measurement date.

For all hedge accounting strategies used in 2025, the Group applied a hedge ratio of 1:1.

Hedging instruments

The table below presents a maturity analysis of material cash flow hedging instruments, prepared on the basis of nominal transaction values and weighted-average execution prices.

2025

Type of risk / type of instrument	Unit of measurement	up to 1 year	over 1 to 3 years	over 3 to 5 years
Foreign exchange risk				
Currency Forwards - (buy transactions)				
Notional amount	USD	39,984,047	29,100,907	-
Average USD/PLN exchange rate		3.88	3.82	-
Foreign exchange forwards - (sell transactions)				
Notional amount	EUR	419,000,000	252,000,000	38,000,000
Average EUR/CZK exchange rate		27.83	26.07	26.23
Notional amount	EUR	628,882,048	1,265,037,852	1,078,351,528
Average EUR/PLN exchange rate		5.22	5.27	4.81
Commodity risk				
Commodity swaps - (sell transactions)				
Crude oil				
Volume	BBL	9,452,000	-	-
Average price (USD/BBL)		61.94	-	-
Natural gas				
Volume	MWh	37,871,025	43,242,830	-
Average price (EUR/MWh)		35.77	29.67	-
Commodity swap - (buy transactions)				
Crude oil				
Volume	BBL	1,013,000	-	-
Average price		63.90	-	-
Natural gas				
Volume	MWh	9,346,745	-	-
Average price (EUR/MWh)		28.64	-	-
Natural gas				
Volume	mmBtu	146,013,798	118,440,000	-
Average price (USD/mmBtu)		4.08	3.97	-
CO_2 commodity futures - (buy transactions)				
Volume	MT	23,147,000	6,228,000	-
Average price (EUR/EUA)		80.01	80.46	-

2024

Type of risk / type of instrument	Unit of measure	up to 1 year	over 1 to 3 years	over 3 to 5 years
Foreign exchange risk				
Currency Forwards - (buy transactions)				
Notional amount	USD	53,186,454	18,067,636	-
Average USD/PLN exchange rate		4.14	4.07	-
Foreign exchange forwards - (sell transactions)				
Notional amount	EUR	460,000,000	449,000,000	222,000,000
Average EUR/CZK exchange rate		27.76	27.64	26.22
Notional amount	EUR	555,985,879	1,712,500,000	586,000,000
Average EUR/PLN exchange rate		4.81	5.32	4.89
Commodity risk				
Commodity swaps - (sell transactions)				
Crude oil				
Volume	BBL	7,844,000	-	-
Average price (USD/BBL)		72.77	-	-
Natural gas				
Volume	MWh	9,510,420	2,023,680	
Average price (EUR/MWh)		41.31	40.82	
Commodity swap - (buy transactions)				
Natural gas				
Volume	MWh	1,686,580	-	
Average price (EUR/MWh)		35.44	-	
Natural gas				
Volume	mmBtu	62,389,500	-	
Average price (USD/mmBtu)		3.29	-	
CO_2 commodity futures - (buy transactions)				
Volume	MT	18,140,000	2,808,000	
Average price (EUR/EUA)		69.32	68.76	

Expected (or forecast) date of the hedged cash flow

	31/12/2025	31/12/2024
Operating foreign exchange exposure	2026-2030	2025-2030
Commodity risk exposure	2026-2028	2025-2027

Effects of hedge accounting on financial position and profit or loss

The table below presents the carrying amount of hedging instruments by risk category, together with the change in fair value. Hedging instruments are presented in the statement of financial position under other financial assets/liabilities in Notes 12.12.1 and 12.12.2.

2025

Type of relationship / type of risk / type of instrument	Buy (B) / Sell (S)	Cash flow hedge strategies	Unit of measurement	Notional amount / Volume 31/12/2025	Assets 31/12/2025	Liabilities 31/12/2025	Changes in fair value (as the basis for determining the ineffective portion during the period)
Cash flow hedges							
Foreign exchange risk							
EUR/PLN	S	sale of products denominated in foreign currencies/indexed to foreign currencies	EUR	2,972,271,428	1,959	-	663
EUR/CZK	S		EUR	709,000,000	308	-	(93)
USD/PLN	B	deliveries for purchases denominated in foreign currency or indexed to foreign exchange rate	USD	69,084,954	-	16	(19)
					2,267	**16**	**551**
Commodity risk							
Crude oil	S	timing mismatch on oil purchases / hedging excess inventories	BBL	9,452,000	17	15	75
Crude oil	B		BBL	1,013,000	-	12	(12)
CO_2 emission allowances	B	hedging purchase price of CO_2 emission allowances	MT	29,375,000	893	1	535
Natural gas	S	sale of natural gas at indexed prices	MWh	81,113,855	747	2	951
Natural gas	B	purchase of natural gas at indexed prices	MWh	9,346,935	73	370	(373)
Natural gas	B	purchase of liquefied natural gas (LNG) at indexed prices	mmBtu	264,453,798			
					1,730	**400**	**1,176**
Other					5	-	6
					4,002	**416**	**1,733**

2024

Type of relationship / type of risk / type of instrument	Buy (B) / Sell (S)	Cash flow hedge strategies	Unit of measure	Notional amount / Volume 31/12/2024	Assets 31/12/2024	Liabilities 31/12/2024	Changes in fair value (as the basis for determining the ineffective portion during the period)
Cash flow hedges							
Foreign exchange risk							
EUR/PLN	S	sale of products denominated in foreign currencies/indexed to foreign currencies	EUR	2,854,485,879	1,314	18	(26)
EUR/CZK	S		EUR	1,131,000,000	402	1	(137)
USD/PLN	B	deliveries for purchases denominated in foreign currency or indexed to foreign exchange rate	USD	71,254,090	7	4	34
					1,723	**23**	**(129)**
Commodity risk							
Crude oil	S	timing mismatch on oil purchases / hedging excess inventories	BBL	7,844,000	4	77	(122)
CO_2 emission allowances	B	hedging purchase price of CO_2 emission allowances	MT	20,948,000	373	16	98
Natural gas	S	sale of natural gas at indexed prices	MWh	11,534,100	(1)	205	(446)
Natural gas	B	purchase of natural gas at indexed prices	MWh	1,686,580	82	6	86
Natural gas	B	purchase of liquefied natural gas (LNG) at indexed prices	mmBtu	62,389,500			
					458	**304**	**(384)**
Other					-	1	(193)
					2,181	**328**	**(706)**

Presented below are changes in the fair value of hedged items (y/y), used as the basis for recognising hedge ineffectiveness during the period, and the amount of the hedging reserve allocated to hedged items for continuing hedges.

2025

Type of risk / type of position	Changes in fair value of the hedged item (basis for determining hedge ineffectiveness during the period – off-balance-sheet item)	Hedging reserve (gross) for continuing hedge relationships
Foreign exchange risk (EUR)		
Future revenue	(472)	869
Foreign exchange risk (USD)		
Future cost of production	28	(10)
	(444)	**859**
Commodity risk		
Inventories	764	(527)
Future revenue	(1,726)	1,386
Future cost of production	(3)	3
Intangible assets	(535)	892
	(1,500)	**1,754**
	(1,944)	**2,613**

2024

Type of risk / type of position	Changes in fair value of the hedged item (basis for determining hedge ineffectiveness during the period – off-balance-sheet item)	Hedging reserve (gross) for continuing hedge relationships
Foreign exchange risk (EUR)		
Future revenue	423	1,204
Future cost of production	3	-
Foreign exchange risk (USD)		
Future cost of production	(29)	1
	397	**1,205**
Commodity risk		
Inventories	(20)	(142)
Future revenue	368	(113)
Intangible assets	(65)	357
	283	**102**
	680	**1,307**

Effect of cash flow hedge accounting on the statement of profit or loss and other comprehensive income

2025

Type of risk / type of position	Hedging gains or losses for the period recognised in other comprehensive income	Hedge ineffectiveness recognised in profit or loss during the period	Amount reclassified from other comprehensive income to profit or loss as a reclassification adjustment when the hedged item affected profit or loss	Line item in profit or loss containing the reclassification adjustment
Foreign exchange risk (EUR/PLN)				
currency forwards	(336)	-	542	Revenue
currency forwards	-	-	(1)	Cost of production (operating expenses)
currency forwards	895	-	(41)	Other operating income/expenses
Foreign exchange risk (USD/PLN)				
currency forwards	(12)	-	(28)	Cost of production (operating expenses)
currency forwards	(7)	-	(1)	Other operating income/expenses
	540	**-**	**471**	
Commodity risk				
commodity swaps	(385)	2	(723)	Inventories
commodity swaps	1,500		362	Revenue
commodity swaps	3	-	2	Cost of production (operating expenses)
commodity futures	534	-	292	Intangible assets
	1,652	**2**	**(67)**	
	2,192	**2**	**404**	

The gross hedge accounting reserve presented within other comprehensive income amounted to PLN 3,084 million. It comprised PLN 2,192 million of gains or losses recognised in 2025 and PLN 892 million relating to settled hedging instruments pending recognition of the hedged item, including PLN 897 million relating to 2025 and PLN (5) million settled from the prior year.

2024

Type of risk / type of position	Hedging gains or losses for the period recognised in other comprehensive income	Hedge ineffectiveness recognised in profit or loss during the period	Amount reclassified from other comprehensive income to profit or loss as a reclassification adjustment when the hedged item affected profit or loss	Line item in profit or loss containing the reclassification adjustment
Foreign exchange risk (EUR/PLN)				
currency forwards	195	-	782	Revenue
currency forwards	-	-	2	Cost of production (operating expenses)
currency forwards	(393)	-	(166)	Other operating income/expenses
Foreign exchange risk (USD/PLN)				
currency forwards	24	-	(36)	Cost of production (operating expenses)
currency forwards	-	-	(162)	Inventories
currency forwards	9	-	5	Other operating income/expenses
	(165)	**-**	**425**	
Commodity risk				
commodity swaps	239	-	(243)	Inventories
commodity swaps	(3,028)	-	2,508	Revenue
commodity swaps	-	(8)	-	Other operating income and expenses
commodity futures	98	-	(182)	Intangible assets
	(2,691)	**(8)**	**2,083**	
	(2,856)	**(8)**	**2,508**	

The line item ‘Hedging gains or losses for the period recognised in other comprehensive income’ relates to the effective portion recognised in the period and the costs of hedging for the hedging instruments entered into. This amount is presented within equity in the hedging reserve.

In 2025 and 2024, there were no reclassification adjustments in respect of items for which hedge accounting had previously been applied but for which the hedged future cash flows are no longer expected to occur.

Reconciliation of hedging reserve

The reconciliation below presents movements during the period in the hedging reserve, including the effects of deferred and current income tax.

2025

Hedging reserve	Effective portion of the change in fair value	Effective portion from the settlement of hedging instruments	Costs of hedging associated with the hedged transaction	Total
Foreign exchange risk				
01/01/2025	**1,205**	**(2)**	**646**	**1,849**
Effect of measurement (effective portion)	154	-	827	981
Reclassification to profit or loss when the hedged item affects profit or loss, including:	(500)	(13)	42	(471)
reclassification of instruments from the previous year	-	(13)	(17)	(30)
Instruments pending settlement	-	47	44	91
31/12/2025	**859**	**32**	**1,559**	**2,450**
Commodity risk				
01/01/2025	**102**	**(56)**	**-**	**46**
Effect of measurement (effective portion)	1,610	-	n/a	1,610
Reclassification to profit or loss when the hedged item affects profit or loss	(364)	-	n/a	(364)
reclassification of instruments from the previous year	-	-	n/a	-
Reclassification to the carrying amount of the hedged item, including:	406	25		*431*
reclassification of instruments from the previous year	-	*25*	n/a	*25*
Instruments pending settlement	-	806	n/a	806
31/12/2025	**1,754**	**775**	**-**	**2,529**
Gross hedging reserve 01/01/2025	**1,307**	**(58)**	**646**	**1,895**
Deferred tax	(269)	11	(128)	(386)
Net hedging reserve 01/01/2025	**1,038**	**(47)**	**518**	**1,509**
Gross hedging reserve 31/12/2025	**2,613**	**807**	**1,559**	**4,979**
Deferred tax	(533)	(778)	(223)	(1,534)
Current tax	-	625	(8)	617
Net hedging reserve 31/12/2025	**2,080**	**654**	**1,328**	**4,062**

2024

Hedging reserve	**Effective portion of the change in fair value**	**Effective portion from the settlement of hedging instruments**	**Costs of hedging associated with the hedged transaction**	**Total**
Foreign exchange risk				
01/01/2024	**983**	**(63)**	**1,046**	**1,966**
Effect of measurement (effective portion)	824	-	(584)	240
Reclassification when the hedged item affects profit or loss, including:	(600)	14	161	(425)
reclassification of instruments from the previous year	-	*14*	(36)	(22)
Instruments pending settlement	-	47	23	70
Settlement of ineffective portion	(2)	-	-	(2)
31/12/2024	**1,205**	**(2)**	**646**	**1,849**
Commodity risk				
01/01/2024	**2,793**	**(76)**	**-**	**2,717**
Effect of measurement (effective portion)	(542)	-	n/a	(542)
Reclassification when the hedged item affects profit or loss	(2,053)	(30)	n/a	(2,083)
Instruments pending settlement	-	50	n/a	50
Settlement of ineffective portion	(96)	-	n/a	(96)
31/12/2024	**102**	**(56)**	**-**	**46**
Gross hedging reserve 01/01/2024	**3,776**	**(139)**	**1,046**	**4,683**
Deferred tax	(744)	26	(198)	(916)
Net hedging reserve 01/01/2024	**3,032**	**(113)**	**848**	**3,767**
Gross hedging reserve 31/12/2024	**1,307**	**(58)**	**646**	**1,895**
Deferred tax	(269)	11	(128)	(386)
Net hedging reserve 31/12/2024	**1,038**	**(47)**	**518**	**1,509**

15. OTHER NOTES

15.1 Licences and concessions

The Group operates in regulated sectors where, due to public interest considerations, its activities require licences and concessions.

31/12/2025	**Remaining licence terms (years)**
Thermal energy: generation, transmission, distribution, trading	4-25
Natural gas: distribution, trading at home and abroad	4-15
Liquid fuels: production, transmission, storage, handling, trading at home and abroad	2-15
Electricity: generation, distribution, trading	1-25
Cavern storage of crude oil and liquid fuels	4
Rock salt deposits: extraction	7
Exploration, appraisal and extraction of crude oil and natural gas	22-35
Exploration, appraisal and extraction of coalbed methane	29
Extraction of natural gas	2-25
Extraction of crude oil	26
Underground storage of gas	32
Protection of persons and property	indefinite

As at 31 December 2025 and 31 December 2024, the Group had no contractual obligations related to concession arrangements within the scope of IFRIC 12 Service Concession Arrangements.
Licence fees incurred in connection with licences required for business operations, including those granted under the provisions of the Energy Law and its implementing regulations, are recognised within operating expenses under Taxes and charges. Expenditure on concessions under the Geological and Mining Law, in particular acquired concessions for the exploration and appraisal of crude oil and natural gas deposits, is capitalised within property, plant and equipment as part of capital expenditure on exploration and production of mineral resources.

15.2 Leases

SELECTED ACCOUNTING POLICIES

The Group as lessee
Rights arising from lease, tenancy, rental, and other arrangements that meet the definition of a lease under IFRS 16 are recognised as right-of-use assets within non-current assets and, correspondingly, as lease liabilities.
Initial recognition and measurement
At lease commencement, the Group recognises a right-of-use asset and a corresponding lease liability.
At the commencement date, the Group measures right-of-use assets at cost.
The cost of the right-of-use asset comprises:

- *the amount of the initial measurement of the lease liability;*
- *any lease payments made at or before the commencement date, less any lease incentives received;*
- *any initial direct costs incurred by the Group; and*
- *an estimate of costs to be incurred by the Group for dismantling and removing the underlying asset, restoring the site where it was located, or restoring the underlying asset to the condition required under the lease terms, unless such costs relate to the production of inventories.*

If the continued use of a right-of-use asset requires significant periodic inspections or overhauls, the Group capitalises the related costs as a component of the leased asset. This component is depreciated over the period until the next scheduled inspection or overhaul. Capitalised overhaul costs incurred during the refurbishment process are presented as Right-of-use assets under construction. Upon completion, these costs are reclassified to the same asset category as the related right-of-use asset.
Where an inspection or overhaul is contractually required under the lease contract (e.g. in the case of rolling stock), the Group recognises a provision for the estimated costs of the next scheduled inspection or overhaul, recognising it as a component of the leased asset at the lease commencement date and again at the start of each subsequent contractually required inspection or overhaul. The component should be fully depreciated by the time the next contractually required inspection or overhaul begins, with the incurred costs settled against the provision.
Lease payments included in the measurement of the lease liability comprise:

- *fixed lease payments, less any lease incentives receivable;*
- *variable lease payments, which depend on an index or a rate, initially measured using the index or rate as at the commencement date;*
- *amounts that are expected to be paid by the lessee as part of residual value guarantees;*
- *the exercise price of a purchase option if the Group is reasonably certain to exercise that option;*
- *penalties for terminating the lease, unless the Group is reasonably certain not to exercise that option.*

Variable lease payments that are not linked to an index or rate are not included in the measurement of the lease liability. Instead, they are recognised in profit or loss in the period in which the event triggering their payment occurs.

At the commencement date, the lease liability is measured at the present value of the lease payments outstanding at that date, discounted using the lessee's incremental borrowing rate.

The Group does not discount lease liabilities using the interest rate implicit in the lease, as determining this rate would require information on the unguaranteed residual value of the leased asset and the lessor's directly attributable costs – information that may be known only to the lessor.

The Group recognises as leases agreements granting rights to use subsurface portions of land in which oil and gas pipelines are located, transmission easement agreements for the siting of electricity cables on real property, and agreements granting the Group the right to use the airspace above real property occupied by the sweep of wind turbine blades. Costs necessarily incurred to commence the use of such easements are capitalised as part of the carrying amount of the right-of-use asset.

Determining the lessee's incremental borrowing rate

The incremental borrowing rates were determined as the sum of:

a. a risk-free rate, based on Interest Rate Swaps (IRS), corresponding to the maturity of the discount rate and the applicable benchmark rate for each currency; and
b. and a credit risk premium reflecting the Group's credit margin calculated using the credit risk segmentation of all Group companies with identified lease contracts.

Subsequent measurement

After the commencement date, the Group measures right-of-use assets applying the cost model.

Therefore, the Group measures the right-of-use asset at cost:

a. less accumulated depreciation and accumulated impairment losses; and
b. adjusted for any remeasurement of the lease liability that does not result in the recognition of a separate lease component.

After the commencement date, the Group measures the lease liability by

a. increasing the carrying amount to reflect interest on the lease liability,
b. reducing the carrying amount to reflect lease payments made, and
c. remeasuring the carrying amount to reflect any reassessment or lease modifications or to revise in-substance fixed lease payments.

The Group remeasures the lease liability when it reassesses the liability following a change in future lease payments resulting from a change in an index or a rate used to determine those payments, including changes in perpetual usufruct fees, a change in the amounts expected to be payable under a residual value guarantee, or a revised assessment of whether the Group will exercise a purchase, extension, or lease termination option.

A remeasurement of the lease liability results in a corresponding adjustment to the carrying amount of the right-of-use asset. If the carrying amount of the right-of-use asset has been reduced to zero, any further reduction in the lease liability is recognised by the Group in profit or loss.

Depreciation

Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term or the useful life of the underlying asset, unless the Group has sufficient certainty that it will obtain title before the lease term ends. In that event, the right-of-use asset is depreciated from the lease commencement date through the end of the underlying asset's useful life.

The estimated useful life of right-of-use assets is determined in the same manner as for property, plant and equipment.

The Group's lease contracts primarily relate to:

a. Land, including:
- *perpetual usufruct of land for terms of up to 99 years,*
- *land used for service stations and motorway service areas leased for periods of up to 30 years;*

b. Buildings and structures, including service stations, storage tanks, and office premises leased for periods of up to 30 years;

c. Vehicles and other assets, including:
- *rail tank cars leased for periods from 3 to 10 years,*
- *passenger cars leased for periods of up to 3 years, and*
- *locomotives leased for periods of up to 3 years,*
- *LNG vessels leased for periods from 3 to 10 years.*

Impairment

The Group applies IAS 36 Impairment of Assets to determine whether the right-of-use asset has been impaired and to account for any impairment loss identified.

Exclusions, simplifications and practical expedients applied under IFRS 16

Exclusions

The following contracts held by the Group fall outside the scope of IFRS 16:
- *leases related to the exploration for or use of natural resources,*
- *licence agreements accounted for under IFRS 15 Revenue from Contracts with Customers, and*
- *leases of intangible assets accounted for under IAS 38.*

Simplifications and practical expedients

Short-term leases

The Group applies a practical expedient to all classes of assets relating to short-term leases, defined as those with a maximum possible lease term, including any renewal options, of up to 12 months.

The practical expedients applicable to these contracts consist in recognising lease payments as expenses:
- *on a straight-line basis over the lease term, or*
- *using another systematic basis if that method better reflects the pattern of the lessee's benefit.*

Leases of low-value assets

The Group does not apply the general recognition, measurement, and presentation requirements of IFRS 16 to leases of low-value assets.

Low-value assets are defined as those with an individual value, when new, of no more than USD 5,000 or an equivalent amount in another currency, translated at the average NBP closing exchange rate prevailing at the lease commencement date for each lease contract.

The practical expedients applicable to these contracts consist in recognising lease payments as expenses:

- *on a straight-line basis over the lease term, or*
- *using another systematic basis if that method better reflects the pattern of the lessee's benefit.*

An asset under a lease arrangement cannot be classified as a low-value asset if, by its nature, the asset typically has a high value when new. The Group classifies items such as industrial gas cylinders, coffee machines, minor office and telecommunications equipment, and other small items of equipment as low-value assets.

An underlying asset may qualify as low-value only if:

a. *The Group can benefit from its use either individually or together with other readily available resources,*
b. *and if the underlying asset is neither highly dependent on nor highly interrelated with other assets.*

If the Group subleases or intends to sublease an asset, the head lease does not qualify as a lease of a low-value asset.

Determining the lease term: indefinite contracts

In determining the lease term for indefinite-period contracts, the Group establishes the duration it considers to be "reasonably certain", taking into account, among other factors:

- *costs already incurred under the contract; or*
- *potential termination costs, including costs of obtaining a replacement lease such as negotiation expenses, relocation costs, costs associated with identifying another underlying asset that meets the lessee's requirements, costs of integrating a new asset into the Group's operations; penalties and similar expenses, including costs associated with returning the underlying asset in a condition specified in the lease or to a location stipulated in the contract; or*
- *existing business plans and other existing contracts that justify the continued use of the leased asset over the relevant period.*

Where the costs associated with terminating a lease are significant, the lease term adopted corresponds to the depreciation period of a similar fixed asset with characteristics comparable to the leased asset.

If significant expenditure has been incurred in connection with a given lease contract, the lease term is determined as the period over which the economic benefits from those expenditures are expected to be derived.

The value of such expenditure constitutes an asset separate from the right-of-use asset.

Furthermore, for contracts concluded for an indefinite term where both the lessor and the lessee have the right to terminate the contract without the other party's consent and exit costs are not material, the notice period is taken into account.

Separating non-lease components

For contracts containing both lease and non-lease components, the Group separates and accounts for non-lease components (such as asset servicing arrangements) individually for all asset classes, allocating the consideration appropriately based on the terms of the contract, unless the non-lease components are considered immaterial in the context of the overall contract.

The Group as a lessor

When the Group acts as a lessor, it classifies leases as either finance leases or operating leases at the lease commencement date.

To determine the appropriate classification, the Group assesses whether substantially all the risks and rewards incidental to ownership of the underlying asset have transferred to the lessee. If substantially all risks and rewards have been transferred, the lease is classified as a finance lease; otherwise, it is classified as an operating lease.

The determination of risk and reward transfer depends on an assessment of the economic substance of the transaction.

In assessing lease classification, the Group considers factors such as whether ownership of the underlying asset transfers to the lessee before the end of the lease term and the relationship between the lease term and the economic life of the asset, even if legal title does not transfer.

If the contract contains both lease and non-lease components, the Group allocates the contractual consideration to each component separately in accordance with IFRS 15.

At the lease commencement date, assets held under finance leases are recognised by the lessor in the statement of financial position and presented as receivables at an amount equal to the net investment in the lease.

At the lease commencement date, lease payments included in the measurement of the net investment in the lease comprise payments for the right to use the underlying asset during the lease term that are not received at the commencement date, including:

a. *fixed lease payments (including substantially fixed lease payments), net of lease incentives payable;*
b. *variable lease payments dependent on an index or rate, initially measured using the index or rate as at the commencement date;*
c. *any guaranteed residual values provided to the lessor by the lessee, a party related to the lessee, or an independent third party that is financially capable of fulfilling obligations under such guarantee;*
d. *the exercise price of a purchase option if it is reasonably certain the lessee will exercise the option; and*
e. *payments for penalties arising from termination of the lease if the lease contract stipulates that the lessee may exercise a lease termination option.*

If the Group has transferred an asset for use by another entity under a finance lease arrangement, the present value of lease payments and the unguaranteed residual value is presented as receivables, classified into current and non-current portions. The discounting of lease payments and the unguaranteed residual value is performed using the lease interest rate, i.e. the interest rate that results in the present value:

a. of the lease payments and
b. the unguaranteed residual value being equal to the sum of:

- *the fair value of the underlying asset and*
- *any initial direct costs incurred by the lessor.*

Assets leased out by the Group to third parties under operating leases are classified as the Group's assets. Lease payments from operating leases are recognised on a straight-line basis over the term as revenue from the sale of products and services.

Subleases

In the case of subleases, the Group acts as both a lessee and a lessor in relation to the same underlying asset. Such contracts are classified as either operating or finance leases based on an analysis of the same criteria applied by the lessor, but with reference to the right-of-use asset under the head lease (rather than the underlying asset itself). If the head lease is a short-term lease, the Group classifies the sublease as an operating lease.

PROFESSIONAL JUDGEMENT

Determining the lease term

When determining the lease term, the Group considers all relevant factors and events that provide economic incentives to extend the lease or to refrain from exercising a termination option. For contracts concluded for an indefinite period, the Group exercises professional judgement to establish the enforceable period – that is, the lease term during which termination would not be deemed justified. The lease term is assessed at the commencement date and reassessed if a significant event or material change in circumstances occurs that is within the lessee’s control and affects this determination.

ESTIMATES

Useful lives of right-of-use assets

The estimated useful life of right-of-use assets is determined in the same manner as for property, plant and equipment. However, the useful life of right-of-use assets comprises both the non-cancellable lease term and the useful life of the underlying property, plant and equipment item arising from the highly probable exercise of the purchase option.

Determining the lessee's incremental borrowing rate

As the Group does not have access to the interest rate implicit in lease contracts, it applies an incremental borrowing rate to measure lease liabilities. This rate reflects the interest the Group would incur to obtain financing, in the relevant currency, over a comparable term and with similar security, to acquire an asset of equivalent value to the right-of-use asset in a similar economic environment.

15.2.1 The Group as the lessee

Change in the carrying amount of right-of-use assets

	Land	Buildings and structures	Plant and equipment	Vehicles and other	Total
Net carrying amount as at 01/01/2025					
Gross carrying amount	9,102	3,629	607	5,512	**18,850**
Accumulated depreciation and impairment losses	(1,106)	(1,297)	(324)	(2,224)	**(4,951)**
	7,996	**2,332**	**283**	**3,288**	**13,899**
increases/(decreases), net	**305**	**134**	**(67)**	**553**	**925**
New lease contracts and increase in lease payments	627	505	111	2,001	3,244
Depreciation	(314)	(322)	(150)	(879)	(1,665)
Impairment losses	7	(8)	(27)	(157)	(185)
Recognition	*(40)*	*(27)*	*(27)*	*(159)*	*(253)*
Reversal	*47*	*19*	*-*	*2*	*68*
Business combinations	51	-	-	-	51
Reclassifications	(7)	-	(1)	(113)	(121)
Foreign exchange differences	5	(14)	1	(274)	(282)
Provision for site reclamation*	10	-	-	-	10
Other	(74)	(27)	(1)	(25)	(127)
	8,301	**2,466**	**216**	**3,841**	**14,824**
Net carrying amount as at 31/12/2025					
Gross carrying amount	9,692	4,031	694	6,735	21,152
Accumulated depreciation and impairment losses	(1,391)	(1,565)	(478)	(2,894)	(6,328)
	8,301	**2,466**	**216**	**3,841**	**14,824**
Net carrying amount as at 01/01/2024					
Gross carrying amount	8,470	3,191	212	5,129	**17,002**
Accumulated depreciation and impairment losses	(722)	(988)	(77)	(1,729)	**(3,516)**
	7,748	**2,203**	**135**	**3,400**	**13,486**
increases/(decreases), net	**248**	**129**	**185**	**(152)**	**410**
New lease contracts and increase in lease payments	443	350	88	956	1,837
Depreciation	(292)	(318)	(140)	(808)	(1,558)
Impairment losses	(104)	(33)	(8)	(58)	(203)
Recognition	*(106)*	*(76)*	*(8)*	*(85)*	(275)
Reversal	*2*	*43*	-	*27*	72
Business combinations	244	220	-	-	464
Reclassifications	10	-	214	(240)	(16)
Foreign exchange differences	(8)	(29)	(6)	62	19
Provision for site reclamation*	17	-	-	-	17
Other	(62)	(61)	37	(64)	(150)
Net carrying amount as at 31/12/2024	**7,996**	**2,332**	**320**	**3,248**	**13,896**

** 'Provision for site reclamation' comprises additions classified as CAPEX, amounting to PLN 11 million in 2025 and PLN 17 million in 2024.*

Total expenditure relating to leases, presented within financing and operating activities in the statement of cash flows for 2025 and 2024, amounted to PLN (2,656) million and PLN (2,560) million, respectively.

Lease liabilities

	31/12/2025	31/12/2024
Short-term	1,694	1,470
Long-term	10,867	9,875
	12,561	**11,345**

Maturity analysis of lease liabilities

	31/12/2025	31/12/2024
up to 1 year	2,071	1,930
from 1 to 2 years	1,898	2,381
from 2 to 3 years	1,417	1,180
from 3 to 4 years	1,164	986
from 4 to 5 years	1,095	932
over 5 years	13,559	11,246
	21,204	**18,655**

Amounts from lease contracts recognised in the statement of profit or loss and other comprehensive income

		2025	2024
Costs incurred in respect of:		**(1,143)**	**(1,093)**
lease interest	Finance costs	(659)	(595)
short-term lease	Costs by nature of expense: Services	(402)	(407)
leases of low-value assets, other than short-term leases	Costs by nature of expense: Services	(13)	(15)
variable lease payments not included in the measurement of lease liabilities	Costs by nature of expense: Services	(69)	(76)

15.2.2 The Group as the lessor

Operating lease

Maturity of operating lease payments

	31/12/2025	31/12/2024
up to 1 year	169	210
from 1 to 2 years	40	44
from 2 to 3 years	38	42
from 3 to 4 years	36	41
from 4 to 5 years	35	41
over 5 years	281	371
	599	**749**

As at 31 December 2025 and 31 December 2024, the net carrying amount of the Group's property, plant and equipment leased out to other entities under operating leases amounted to PLN 3,496 million and PLN 3,660 million respectively, relating principally to buildings and structures (PLN 2,188 million and PLN 2,295 million), machinery and equipment (PLN 428 million and PLN 452 million), and land, including freehold land and perpetual usufruct of land presented within right-of-use assets (PLN 64 million and PLN 88 million). Items of property, plant and equipment subject to operating leases primarily comprise infrastructure assets of underground gas storage facilities which, under an agreement entered into by the Company, have been made available for the exclusive use of Gas Storage Poland Sp. z o.o., the operator of the national natural gas storage system.

Income from operating leases amounted to PLN 1,306 million in 2025 and PLN 1,196 million in 2024, of which PLN 700 million and PLN 443 million, respectively, involved variable lease payments not dependent on an index or rate.

15.3 Capital expenditure incurred and future commitments under signed capital expenditure contracts

Total capital expenditure, including borrowing costs, incurred in 2025 and 2024 amounted to PLN 31,853 million and PLN 32,364 million, respectively.

As at 31 December 2025 and 31 December 2024, future commitments under capital expenditure contracts entered into by those dates amounted to PLN 28,251 million and PLN 22,444 million, respectively.

15.4 Contingent assets and contingent liabilities

SELECTED ACCOUNTING POLICIES

At the reporting date, the Group discloses information on contingent assets if the inflow of resources embodying economic benefits is probable. Where practicable, the Group estimates the financial impact of contingent assets, measuring them in accordance with the principles applied to the measurement of provisions.

The Group discloses information on contingent liabilities at the reporting date if:

- *the Group has a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group; or*
- *the Group has a present obligation that arises from past events but is not recognised because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation, or the Group is not able to measure the amount of the obligation with sufficient reliability.*

The Group does not disclose a contingent liability if the likelihood of an outflow of resources embodying economic benefits is remote.

ESTIMATES

Contingent assets

The Group estimates the financial impact of disclosed contingent assets based on the amount of previously recognised related costs that it expects to recover, such as amounts recoverable under insurance contracts or the amount of claims in legal proceedings where Group entities act as the claimant.

Contingent liabilities

The Group estimates potential future obligations classified as contingent liabilities based on the amount of claims in ongoing legal proceedings where Group entities act as the defendant or respondent.

15.4.1 Claims, legal proceedings, and other contingent assets/liabilities

Parties to the proceedings	Nature of claim	Date proceedings commenced	Amount claimed		Stage of proceedings and the Company's position
			31.12.2025	31.12.2024	
Elektrobudowa v ORLEN	Settlement of the EPC contract dated 1 August 2016 for the construction of the Metathesis Unit, commissioned in 2019.	31.12.2019	-	178	The case brought by the Elektrobudowa S.A. insolvency administrator was closed.
Veolia Energia Warszawa v ORLEN Termika S.A.	Settlement of the Warsaw district heating market development contract	21.02.2018	93.6	93.6	First-instance proceedings – the case file was supplemented with submissions containing significant opinions on the case from the General Counsel to the Republic of Poland (*Prokuratoria Generalna RP*) and the President of the Office of Competition and Consumer Protection (UOKiK). In 2025, two court hearings have been held to date. The Company is awaiting the scheduling of the next hearing by the Court. As at 31 December 2025, provisions recognised in respect of the ongoing legal proceedings amounted to PLN 145 million, comprising the principal amount of the claim and interest.
ORLEN Upstream Norway AS v Tax Authority	Disputes with the tax authority: a) dispute concerning historical thin capitalisation at LEPN, and b) dispute concerning the deductibility of gas sales costs	20.10.2015-12.09.2023	112 (NOK 314 million)	180 (NOK 499 million)	Cases at the administrative proceedings stage; As at 31 December 2025, provisions recognised in respect of the ongoing tax proceedings amounted in aggregate to approximately PLN 112 million (equivalent to NOK 314 million).
ORLEN Upstream Norway AS v Tax Authority	Dispute with the Tax Authority over historical thin capitalisation at OUN	07.06.2022	49 (NOK 138 million)	80 (NOK 225 million)	The amount in dispute of PLN 80 million (NOK 225 million) was paid by ORLEN Upstream Norway AS (OUN), and the company appealed against the decision. OUN succeeded at both trial and appellate levels. The Tax Authority has lodged appeals with the Supreme Court against parts of the Court of Appeal's May 2025 judgment. The Supreme Court's decision is expected in the second quarter of 2026. With respect to the part of the dispute, with the amount involved of PLN 31 million (NOK 87 million), resolved in favour of OUN and not subject to further appeal, the company has recognised an asset.
ORLEN Group v Landowners	Unauthorised use of land (the companies lack title to certain plots on which, among other things, their energy and gas infrastructure is located).	Proceedings initiated in 2013–2025	471	336	The Group continually assesses the validity and amount of the claims asserted, including whether a provision should be recognised. The Group recognises provisions for notified legal claims. No provisions are recognised for potential unasserted claims by landowners. Where there is uncertainty as to the validity of the amount claimed or legal title to the land, the Group recognises contingent liabilities. Taking into account the historical pattern of claims asserted in connection with unauthorised use of land and the related costs incurred in prior years, and in the light of the Constitutional Tribunal's judgment concerning acquisitive prescription of a land easement corresponding to a transmission easement (case P 10/16) of 2 December 2025, The Group considers that, as at the date of preparation of these consolidated financial statements, the risk of incurring material costs in respect of such claims in the short term is low.
Węglokoks Energia ZCP Sp. z o.o. v ORLEN, myORLEN Sp. z o.o. (as successor to PGNiG Obrót Detaliczny Sp. z o.o.)	Case concerning claims for damages by Węglokoks Energia ZCP sp. z o.o. arising from the abuse of a dominant position by ORLEN and myORLEN sp. z o.o. on the gas market through the unilateral imposition of unfavourable and non-transparent commercial terms for purchases of high-methane gas from 13 May 2022.	20.03.2026	63		The Company was served with the statement of claim on 20 March 2026. ORLEN is preparing its statement of defence. Based on its legal analysis of the claims, the Group has not recognised a provision in this respect, as it considers the risk of an adverse outcome for ORLEN to be low.

Parties to the proceedings	Nature of claim	Date proceedings commenced	Amount claimed		Stage of proceedings and the Company's position
			31.12.2025	31.12.2024	
UNIMOT Terminale sp. z o.o. v ORLEN S.A.	Arbitration dispute between ORLEN and UNIMOT Terminale concerning the final settlement of the sale price for 100% of the shares in LOTOS Terminale.	16.02.2026	84	-	On 19 December 2025, ORLEN filed an arbitration claim with the Polish Chamber of Commerce for payment of PLN 0.3 million by UNIMOT to complete the process of settling the sale price for the shares in LOTOS Terminale. On 16 February 2026, UNIMOT Terminale filed a counterclaim for payment by ORLEN of PLN 84 million as an adjustment to the share sale price. Based on its legal analysis of the claims, the Group has not recognised a provision in this respect, as it considers the risk of an adverse outcome for ORLEN to be low.
ANWIM S.A. v ORLEN and ORLEN Paliwa sp. z o.o.	Case concerning damages claims brought by ANWIM S.A. for ORLEN's alleged abuse of a dominant position through the alleged lowering of spot fuel prices ahead of the 2023 elections.	17.11.2025	176	-	On 26 February 2026, the Company was served with the statement of claim. ORLEN is preparing its statement of defence. Based on its legal analysis of the claims, the Group did not recognise a provision in this respect, as it considers the risk of an adverse outcome for ORLEN to be low.
Qemetica Silicates S.A. v ORLEN and myORLEN sp. z o.o. (as successor to PGNiG Obrót Detaliczny Sp. z o.o.)	The case concerns claims for damages brought by Qemetica Silicates S.A. for the alleged abuse of a dominant position by ORLEN and myORLEN sp. z o.o.	26.08.2025	323	-	ORLEN has filed its statement of defence. Based on its legal analysis of the claims, the Group did not recognise a provision in this respect, as it considers the risk of an adverse outcome for ORLEN to be low.
PBG S.A. in restructuring, in liquidation v ORLEN S.A. (as successor to PGNiG S.A.)	Counterclaim concerning settlements between the parties under the contracts for the expansion of the Wierzchowice Underground Gas Storage Facility.	01.04.2019	118	118	Counterclaim of 1 April 2019 filed by PBG S.A. against PGNiG S.A. for payment of PLN 118 million in proceedings pending before the Regional Court in Warsaw, arising from the action brought by PGNiG S.A. against PBG S.A. (Wysogotowo), TCM (Paris) and Tecnimont (Milan), with an amount in dispute in that case of PLN 147 million. The counterclaim is based on PBG S.A.'s challenge to PGNiG S.A.'s set-off declarations in respect of mutual receivables and liabilities made when settling the contracts for the expansion of the Wierzchowice Underground Gas Storage Facility. The procedural status of the counterclaim is the same as that of the main claim: evidentiary proceedings remain ongoing; all witnesses have been heard, expert evidence has been admitted, and one of the appointed experts has been excluded from the case. The court ordered ORLEN to nominate an alternative entity to prepare the expert report. The panel of experts from CCM sp. z o.o. prepared an expert report in the case. ORLEN submitted comments on the percentage completion of the works, while the other parties requested an extension of the deadline for filing their submissions.
President of the Energy Regulatory Office v Energa Obrót S.A.	Administrative proceedings before the President of URE concerning the issuance of an administrative decision imposing on Energa Obrót S.A. an obligation to transfer to the account of the Price Difference Payment Fund an amount representing the difference between the contribution to the Price Difference Payment Fund calculated by the President of URE and the contribution to that Fund disclosed in the subsidiary's reports for the 12 months in the period from December 2022 to December 2023 submitted to the President of URE.	5.02.2026	551	-	On 12 March 2026, Energa Obrót received an administrative decision from the President of the Energy Regulatory Office requiring it to transfer PLN 550.9 million to the account of the Price Difference Payment Fund within 30 days of service of the decision, together with statutory interest calculated from the date of receipt of the decision. The Group maintains that the method applied by Energa Obrót to calculate the contribution is compliant with applicable law. As the Group does not agree with the position of the President of URE on the correctness of the calculation of the basis for the contribution to the Fund, it has lodged an appeal with the court. The provision recognised in respect of the above proceedings amounts to PLN 551 million.
Gazprom v ORLEN	Settlements for natural gas supplied under the Yamal Contract and the suspension of natural gas deliveries by Gazprom	14.01.2022	Arbitration proceedings are pending. A detailed description of the proceedings is provided below.		

Settlements for natural gas supplied under the Yamal Contract and the suspension of natural gas deliveries by Gazprom

On 31 March 2022, the President of the Russian Federation issued Decree No. 172 ('On a Special Procedure for the Performance of Obligations by Foreign Purchasers to Russian Natural Gas Suppliers', the 'Decree'). Following this, Gazprom formally requested PGNiG to amend certain provisions of the Yamal Contract, notably by introducing settlements in Russian roubles.

On 12 April 2022, the Management Board of PGNiG S.A. resolved that it would continue to settle its obligations in respect of gas supplied by Gazprom under the Yamal Contract strictly in accordance with the existing contractual terms. Accordingly, PGNiG expressly rejected Gazprom's request to adopt the alternative settlement procedures prescribed by the Decree.

On 27 April 2022, at 08:00 CET, Gazprom fully and indefinitely suspended natural gas supplies under the Yamal Contract, citing provisions of the Decree prohibiting gas deliveries to foreign customers located in jurisdictions designated as "unfriendly" by the Russian Federation (including Poland) unless payments for deliveries from 1 April 2022 onwards were settled in compliance with the Decree.

In response, PGNiG took steps to protect the Company's contractual position, including issuing a notice to perform the deliveries and to honour the settlement arrangements and other terms of the contract binding the parties until the end of 2022.

As at 31 December 2022, Gazprom had not resumed natural gas supplies. The supplier refused to settle under the contractual terms in force. The Yamal Contract expired at the end of 2022.

Disputes arising under the Yamal Contract remain pending and are currently subject to arbitration proceedings. These proceedings will determine, inter alia, the parties' respective claims concerning amendments to pricing terms applicable to natural gas supplies, following multiple requests for renegotiation submitted by Gazprom and ORLEN (as successor-in-title to PGNiG) from 2021 onwards, as well as the underlying causes and resulting consequences of Gazprom's suspension of gas deliveries effective as of 27 April 2022.

Given the extensive scope and complexity of the claims involved, the arbitration proceedings have been organised into multiple phases, with each phase addressing distinct elements of the parties' respective claims.

On 1 July 2025, by way of a partial award issued by the arbitral tribunal, one phase of the proceedings was concluded, addressing the issues of price-term modification under the renegotiation requests submitted by ORLEN and Gazprom in 2017. The tribunal dismissed the parties' respective opposing claims advanced in the course of the proceedings for a reduction or increase of the contract price with effect from 1 November 2017, while upholding in principle Gazprom's claim for an increase of the contract price with effect from 1 January 2018.

The retroactive adjustment of the Yamal Contract price for the period from January 2018 to January 2021 (i.e. until the next potential adjustment of the contract price, which will be determined in a subsequent phase of the arbitration proceedings) results in an amount payable by ORLEN of approximately USD 291 million. Had Gazprom's original claims in the completed phase of the proceedings been upheld, the amount payable by ORLEN would have been approximately USD 1.7 billion. Gazprom subsequently asserted a claim against ORLEN for interest on the value of the retroactive price adjustment under the Yamal Contract. To date, the parties have not reached agreement either as to the merits or as to the amount of any potential settlement, and accordingly the matter will be resolved at a later stage of the dispute.

In the ongoing arbitration, the matters that fall to be determined include, among others, the question of price-term modification under the renegotiation requests submitted by ORLEN and Gazprom in 2021 (ORLEN and Gazprom have each asserted mutual counterclaims seeking, respectively, a reduction or an increase in the contract price) and, in a subsequent phase, matters relating to the suspension of natural gas deliveries under the Yamal Contract with effect from 27 April 2022, together with related claims (ORLEN and Gazprom have provisionally notified mutual counterclaims, which will likewise be definitively particularised by the parties and determined by the tribunal at a later stage of the arbitration).

The disputes between ORLEN and Gazprom remain pending and involve amounts potentially material to the ORLEN Group. However, given the complexity and precedent-setting nature of these proceedings – including that the existence and/or quantum of certain claims depends on the outcome of the previous phase of the arbitration – it is not currently possible to determine with precision the aggregate amount in dispute.

In parallel arbitration proceedings brought by ORLEN against Gazprom seeking interest on overpayments for natural gas supplied under the Yamal Contract in 2014–2020, the Tribunal notified the parties on 22 October 2025 that it had issued its final award. The award upheld ORLEN's claim in full in respect of the principal amount of USD 118 million. In addition, it awarded ORLEN interest on that principal amount as well as reimbursement of its costs of the proceedings. The aggregate financial effect in ORLEN's favour was estimated at approximately USD 146 million. That amount was set off by ORLEN against Gazprom's receivable arising from the award concerning retroactive recalculation of the Yamal Contract price for the period from January 2018 to January 2021.

Following the issuance of the final award in October 2025 and the offsetting of mutual receivables and liabilities between the parties, the Group recognised a financial asset of PLN 527 million (USD 146 million), with a corresponding recognition of other operating income. Simultaneously, the Group recognised a financial liability in the same amount relating to the award concerning retroactive recalculation of the Yamal Contract price for the period from January 2018 to January 2021, reflecting the utilisation of a previously recognised provision through other operating expenses. The asset and the liability were offset in the consolidated statement of financial position in accordance with the applicable accounting policies and are presented in these consolidated financial statements on a net basis.

With respect to the remaining potential liability towards Gazprom arising from the retroactive adjustment of the Yamal Contract price for the period from January 2018 to January 2021, in the Group's opinion the sanctions imposed on the Russian Federation and Gazprom create uncertainty over both the likelihood and timing of any payment to Gazprom. Nevertheless, the Group has concluded that an outflow of cash is probable and has therefore recognised a provision. The estimated amount of the provision, reflecting developments in the dispute and recognised in these consolidated financial statements, is PLN 378 million (USD 105 million). The estimate was determined using a range of probability-weighted scenarios, including settlement of the claim at various dates over the period 2027–2050, together with a scenario in which no payment is made to Gazprom. The scenarios involving future cash outflows at various dates were discounted to present value using a discount rate of 4.15%. As indicated above, the provision estimate is subject to uncertainty regarding the timing and potential occurrence of future cash outflows. Accordingly, the amount of the provision may change materially in subsequent reporting periods. In the Group's assessment, changes in geopolitical factors affecting the EU and Polish sanctions policy towards Russia will be particularly significant in this regard.

15.4.2 Suspension of the Olefins III project in its current scope

On 10 December 2024, ORLEN S.A. announced the suspension of the Olefins III project in its current scope. This decision followed the Management Board's review of the costs and construction conditions of the Olefins III complex, which concluded that continuation of the project in its existing form would not be economically viable. This was primarily attributable to the underestimation of the scope of supplementary infrastructure (OSBL), financing costs, and project schedule, and to the significant increase in projected total capital expenditure.

The infrastructure completed to date will form the basis for the Nowa Chemia project. The Nowa Chemia project is based on revised technological, operational, and commercial assumptions, including strategies designed to achieve emissions reductions. The project will include a state-of-the-art monomer production facility and will also enhance the Group's sales capabilities in ethylene oxide, glycols and C4 butadiene fractions, with production volumes aligned to market demand.

The Nowa Chemia project is expected to achieve full start-up of the units in 2030. In recent months, ORLEN has focused on adapting the Project to its new configuration – including the addition of elements required to support the Project's economic viability – and on executing the works, in particular the OSBL packages. On 15 April 2026, an updated budget for the Nowa Chemia project was approved in the amount of PLN 35.8 billion, including PLN 4.6 billion of financing costs.

The Group is currently focusing its activities relating to the Nowa Chemia project on ensuring delivery in line with the planned schedule. Furthermore, following the delay in project completion from the original timeline and changes to implementation parameters, ORLEN has initiated discussions with commercial partners contracted to purchase products from the new Olefins complex. Following negotiations held as part of this process, on 18 December 2025 ORLEN signed an agreement with Synthos S.A. for the acquisition of 100% of the shares in S54 Sp. z o.o., the company constructing a new butadiene unit at the Production Plant in Płock (for further information, see Note 7.2).

The estimated cash flows resulting from changes in the assumptions for the Olefins project and its continued implementation under the Nowa Chemia project have been reflected in the Downstream segment's impairment tests (for detailed information, see Note 12.5).

Having regard to the facts and circumstances existing as at 31 December 2025, the Group determined that there was no basis to recognise additional liabilities, including provisions, in connection with its decision to suspend construction of the Olefins III complex in its current scope and to continue the project under the Nowa Chemia programme.

Other than the proceedings detailed above, the Group has identified no further material contingent liabilities.

15.5 Excise duty guarantees

Excise duty guarantees and excise duty on goods held under the excise duty suspension arrangement form part of off-balance-sheet liabilities. As at 31 December 2025 and 31 December 2024, these contingent liabilities amounted to PLN 3,904 million and PLN 4,209 million, respectively. As at 31 December 2025, the Group assessed the likelihood of such liabilities arising as very low.

15.6 Related-party transactions

In 2025 and 2024, and as at 31 December 2025 and 31 December 2024, there were no material related party transactions involving ORLEN Group entities and members of the Management Board and Supervisory Board of the Parent, other members of the key management personnel of ORLEN or the ORLEN Group, or close members of their families.

15.6.1 Remuneration paid, payable, or potentially payable to members of the Management Board and Supervisory Board of the Parent, as well as other key management personnel of the Parent and ORLEN Group companies

	2025	2024
Parent		
Short-term employee benefits	93.1	76.1
Post-employment benefits	0.2	0.6
Other long-term employee benefits	0.1	0.4
Termination benefits	6.8	32.4
Subsidiaries		
Short-term employee benefits	457.3	466.6
Post-employment benefits	2.9	2.4
Other long-term employee benefits	1.8	2.2
Termination benefits	19.6	59.6
	581.80	**640.3**

The table above presents remuneration paid, payable or potentially payable to key management personnel of the Parent and its subsidiaries for the reporting period.

Bonus remuneration policy for key management personnel of the ORLEN Group
Bonus remuneration policies applicable to the ORLEN Management Board, directors reporting directly to the ORLEN Management Board, and other key management roles within the Group share common core features. Under these policies, eligible individuals receive bonuses based upon the achievement of individual objectives established at the outset of each bonus period. For members of the Management Board, objectives are set by the Supervisory Board, while objectives for other key management personnel are determined by the Management Board. The bonus systems support the implementation of the ORLEN Group Strategy, reflect the objectives set out in the adopted Financial Plan, support segment management, and shape collaborative practices between ORLEN's business areas and Group companies. The objectives set are both qualitative and quantitative, and are settled following the end of the year to which they relate.

Compensation for non-compete obligations and termination of contract following dismissal from office
Under their contracts, members of the ORLEN Management Board and members of the management boards of Group companies are required to refrain from engaging in competitive activity for six months following termination of their contracts. In respect of the non-compete obligation, members of the ORLEN Management Board receive compensation equal to six months' fixed remuneration. Members of the management boards of Group companies receive compensation during that six-month period equal to either 50% or 100% of six months' fixed remuneration, payable in six equal monthly instalments.
The contractual provisions relating to post-employment non-compete obligations applicable to a member of the Management Board become effective only after that individual has served as a member of the Management Board for at least three months.
In addition, the contracts provide for severance pay where the contract is terminated or notice is given by the Company for reasons other than a breach of the fundamental, material obligations arising under the contract, provided that the individual has served as a member of the Management Board for at least 12 months. In such circumstances, severance pay is equal to three months' fixed remuneration.
Directors reporting directly to the ORLEN Management Board are, as a rule, required to refrain from competitive activity following termination of their contracts. During that period, they receive compensation. They are also entitled to severance pay where the contract is terminated by the employer.

15.6.2 ORLEN Group companies' transactions and balances of settlements with related parties

	Sales		Purchases	
	2025	2024	2025	2024
Joint ventures	3,191	3,806	(536)	(736)
Other related parties	21	76	(489)	(189)
	3,212	**3,882**	**(1,025)**	**(925)**

	Trade receivables and loans granted		Trade payables and other liabilities	
	31/12/2025	31/12/2024	31/12/2025	31/12/2024
Joint ventures	1,558	1,552	114	87
Other related parties	46	82	186	64
	1,604	**1,634**	**300**	**151**

The transactions with joint ventures referred to above principally comprise sales and purchases of refined and petrochemical products and services.

15.6.3 Transactions with State Treasury-related entities

The ultimate parent entity preparing consolidated financial statements is ORLEN S.A. As at 31 December 2025 and 31 December 2024, the largest shareholder of ORLEN S.A. was the State Treasury, holding 49.90% of the shares.
The Group has identified transactions with related parties that are also entities related to the State Treasury, based on the 'List of companies with State Treasury ownership' published by the Chancellery of the Prime Minister.

In 2025 and 2024, and as at 31 December 2025 and 31 December 2024, the Group identified the following transactions:

	2025	2024
Sales	10,541	10,472
Purchases	(10,440)	(9,817)

	31/12/2025	31/12/2024
Trade receivables	1,312	1,477
Trade payables	992	804

The above transactions, which were carried out on an arm's-length basis, principally related to the ordinary course of the Group's business activities, and predominantly comprised fuel sales, sales and distribution of natural gas, purchases of electricity, natural gas transmission services, as well as transport and storage services.

Additionally, the Group engaged in financial transactions with Bank Gospodarstwa Krajowego (including credit facilities, bank fees, and commissions), incurred transaction fees payable to the Polish Power Exchange (Towarowa Giełda Energii), and executed settlement transactions through Zarządca Rozliczeń S.A.

In 2025 and 2024, the Group did not enter into any transactions with related parties on terms other than arm's length.

15.7 Fees payable under the contract with the entity authorised to audit financial statements

	2025	2024
Parent – lead auditor*	**10.1**	**6.9**
Audit of financial statements	7.4	5.0
Other assurance services:	2.7	1.9
review of financial statements	*1.6*	*1.1*
other services	*1.1*	*0.8*
Group subsidiaries – lead auditor*	**5.1**	**3.4**
Audit of financial statements	5.1	3.0
Other assurance services:	-	0.4
Audits and reviews of financial statements – other auditors **	**6.1**	**7.1**
	21.3	**17.4**

** The fees for 2025 comprise fees paid to KPMG Audyt Sp. z o.o. s.k., while the fees for 2024 comprise fees paid to Forvis Mazars Audyt Sp. z o.o.*

*** The fees for 2025 comprise fees paid to KPMG Audyt Sp. z o.o. s.k., while the fees for 2024 comprise fees paid to PKF Consult, Misters Audytor, and KPW Audytor.*

On 29 October 2024, the Supervisory Board of ORLEN S.A., acting in accordance with the Auditor Selection Policy, selected KPMG Audyt Sp. z o.o. s.k. to:

- audit the separate financial statements of ORLEN S.A. and the consolidated financial statements of the ORLEN Group for the financial years 2025 and 2026;
- review the condensed interim separate financial statements of ORLEN S.A. and the condensed interim consolidated financial statements of the ORLEN Group for the first quarter, the third quarter, and the first half of 2025 and 2026.

16. EVENTS AFTER THE REPORTING DATE

16.1 Significant financing arrangements

- On 4 March 2026, ORLEN Termika S.A. entered into a loan agreement with Bank Gospodarstwa Krajowego, funded under the National Recovery and Resilience Plan, for the construction of flue-gas condensation systems with heat pumps at the Żerań CHP plant (the 'Project').
  The agreement provides for ORLEN Termika S.A. to obtain long-term financing of up to PLN 762.5 million to refinance expenditure incurred on the Project. Amounts disbursed under the agreement will bear interest at a fixed rate.
  The loan will be repaid between November 2030 and August 2040. The first disbursement will be made once the conditions precedent specified in the agreement, which are customary for bank financing of this type, have been satisfied.

- On 17 March 2026, ORLEN completed a tap issue of the second tranche of its Series C bonds with an aggregate principal amount of USD 250 million under the updated Global Medium-Term Note (GMTN) Programme. The bonds bear a fixed coupon of 6%, mature on 30 January 2035, and will be consolidated and form a single series with the Company's Series C bonds with an aggregate principal amount of USD 1.25 billion issued on 30 January 2025. The proceeds will be used to finance the Company's operations, including capital projects under the ORLEN 2035 Strategy. The bonds have been admitted to trading on the regulated market operated by Euronext Dublin.

- On 20 April 2026, ORLEN Termika S.A. entered into an agreement with the National Fund for Environmental Protection and Water Management (NFOŚiGW) for PLN 125.4 million in co-financing of a wastewater heat-recovery installation at the Żerań Pumping Station in Warsaw. The project, undertaken jointly with MPWiK, will recover waste heat from wastewater to feed the district heating network, improve the energy efficiency of the heating system, and reduce greenhouse-gas emissions.

16.2 New North Sea discoveries

In March 2026, ORLEN Upstream Norway, an ORLEN subsidiary, made a new gas and condensate discovery in the North Sea. The Frida Kahlo field contains resources estimated at 7.2 million barrels of oil equivalent. ORLEN Upstream Norway holds a 24.41% interest in the field. The other partners are Equinor, as operator, with a 58.35% interest, and Vår Energi, with a 17.24% interest. ORLEN Upstream Norway plans to bring the Frida Kahlo field on stream as early as the first half of 2026.

The Frida Kahlo field is located near the Sleipner platform, one of ORLEN's production hubs on the Norwegian Continental Shelf. Bringing Frida Kahlo into production will support efficient utilisation of production infrastructure in the Sleipner area, which in 2025 accounted for approximately 30% of the ORLEN Group's total production in Norway.

Frida Kahlo is ORLEN's second discovery in the Sleipner area this year. In January 2026, ORLEN Upstream Norway discovered the Sissel field in the same area, with resources estimated at 6.3–28.3 million barrels of oil equivalent, including 0.6–2.7 billion cubic metres of gas. ORLEN holds a 50% interest in the Sissel field.

16.3 Appeal against the decision of the President of URE

On 26 March 2026, Energa Obrót paid PLN 553 million into the account of the Price Difference Payment Fund, as specified in the decision of the President of URE dated 6 March 2026. The amount represents the difference between the contribution to the Fund calculated by the authority and the contribution amount disclosed by the company in the report it submitted. The payment comprised the amount specified in the decision, i.e. PLN 551 million, and statutory interest of PLN 2 million, calculated from the date of receipt of the decision to the date of payment.
The payment does not constitute acknowledgement by the Group of the 'additional assessment' amount specified in the decision of the President of URE. The specified amount, together with statutory interest, was paid pursuant to Article 411(1) of the Polish Civil Code, with reservation of the right to seek repayment.
In parallel, on 26 March 2026, Energa Obrót lodged an appeal against the decision with the Regional Court in Warsaw.

16.4 Agreement to acquire all shares in Grupa Azoty Polyolefins

On 31 March 2026, ORLEN signed a preliminary share purchase agreement with the remaining shareholders of Grupa Azoty Polyolefins S.A. ('GAP'), under which the Company will acquire all remaining shares in GAP (the 'Transaction'). ORLEN currently holds 17.3% of the shares in GAP.
The Transaction covers the acquisition of all remaining shares in GAP and the arrangement by ORLEN of financing required to complete GAP's restructuring, with an aggregate value of PLN 1.35 billion
Closing of the Transaction is planned for the third quarter of 2026, following:

- completion by GAP of proceedings to conclude a partial arrangement and other out-of-arrangement agreements, resulting in the settlement of all creditors' claims in accordance with the reduction arising from those proceedings, and the final settlement of the EPC contract.
- obtaining the required administrative approvals.

In addition, the terms of the Transaction provide for earn-out payments to key creditors participating in GAP's restructuring. These payments will become due only after ORLEN has recovered the funds committed to GAP and will accrue over a maximum period of 12 years.

16.5 Impact of geopolitical developments in Iran and neighbouring countries on the Group’s operations and financial performance

For some time, the Group has operated in an environment of heightened geopolitical uncertainty, driven, among other factors, by the continuing war in Ukraine and the new armed conflict in Iran, the trajectory and further development of which remain difficult to predict. Taken together, these developments materially increase political and macroeconomic risk at both regional and global level.

Given the rapidly evolving nature of the conflict in Iran, the assessment of its impact on the Group's operations is ongoing. The scale of that impact will depend in particular on the duration and intensity of the conflict, possible scenarios for its further development, and the responses of other governments and international organisations, especially in relation to the continuation of trade restrictions.

Risks identified in connection with ongoing armed conflicts:

Escalation of conflicts in regions of critical importance to global energy commodity markets, particularly in the Middle East, gives rise to significant volatility, observed by the Group, in the prices of crude oil, petroleum products, gas, and electricity, especially where threats arise to energy infrastructure in the region or to the continuity of energy commodity flows. The geopolitical situation also affects financing costs and inflation expectations. At the same time, the Group is unable to determine unambiguously the direction or scale of the impact that changes in the above factors may have on its margins.

Persistently heightened geopolitical uncertainty is also increasing volatility in financial markets, including in exchange rates and interest rates. This affects, among other things, the measurement and settlement of derivative instruments held by the Group, as well as margin and collateral requirements for hedging transactions. Accordingly, the Group may experience increased working capital requirements and elevated liquidity requirements during periods of heightened market volatility.

In the Group’s assessment, the continuing conflict involving Iran and geopolitical instability in neighbouring countries may lead to changes in the regulatory environment, at both domestic and international level, which could affect the Group’s financial performance.

As at the date of preparation of these consolidated financial statements, the Group had not identified any material disruption to its operating processes or any material restrictions on the availability of commodities in areas critical to its operations. At the same time, the Group closely monitors commodity and logistics markets and reviews its procurement and logistics plans to safeguard operational continuity.

As part of its risk management activities, the Group has intensified its monitoring of supply-chain risks, cybersecurity risks, and risks to the continuity of operations of critical infrastructure. Restrictions on shipping through the Strait of Hormuz have, among other things, created tensions in global natural gas and LNG markets, leading to higher gas prices in Europe and a temporary reduction in the availability of LNG volumes from Qatar. In 2025, these supplies represented less than 10% of the ORLEN Group’s natural gas demand. The Group received a force majeure notice covering two scheduled LNG deliveries in Q2 2026; however, this did not affect the continuity of gas supplies to Poland. The Group has the ability to diversify its sources of LNG supply, including through spot-market purchases and the use of its own logistics and trading capabilities. In the medium term, the conflict may continue to exert pressure on gas prices in Europe. At the same time, some of these volumes may be replaced with supplies from North America purchased at market prices.

The ORLEN Group also consistently implements procedures to ensure business continuity and uninterrupted fuel supplies. Accordingly, the Group does not currently identify any risk of fuel shortages in the markets in which it operates, including Poland. Crude oil and liquid fuel stocks comprise mandatory stocks and operating stocks. Operating stocks (also referred to as commercial stocks) are used to meet current demand for fuels, whereas mandatory stocks are maintained to ensure national energy security. The Group maintains mandatory stocks of crude oil and fuels at the required level in accordance with applicable law.

The Group continually monitors the liquid fuels market and takes the necessary commercial and operational measures to ensure fuel supply in line with prevailing demand.

The Group has procedures and contingency plans in place, including the potential reorganisation of supply chains, diversification of commodity sourcing origins, and adjustment of hedging activities on the transaction portfolio in response to changing market conditions.

The Group closely monitors its liquidity position. Heightened market volatility may periodically increase working capital financing needs and collateral requirements in transactions on commodity and financial markets. The Group continually adjusts its activities to limit the adverse impact of these factors on liquidity and results. The Group has sufficient financial resources and available credit facilities to meet its obligations and continue its capital projects.

As at the date of preparation of these consolidated financial statements, given the rapidly evolving nature of the situation, the Group is unable to estimate reliably the impact of these events on its future financial performance.

Impact of the geopolitical situation on significant estimates and assumptions:

The ORLEN Group assumes that the geopolitical situation, including wars in Iran and in neighbouring countries, may affect significant estimates and assumptions made by the Management Board in future periods. This applies in particular to the following areas:

- commodity prices and supply, including crude oil, gas, electricity, and liquid fuels;
- changes in CO_2 emission allowance prices;
- feedstock optimisation assumptions in response to high prices and supply volatility;
- prices, margins, and volumes for refined and petrochemical products and electricity;
- exchange rates, mainly EUR and USD;
- weighted average cost of capital (WACC) rates; and
- inflation rates and interest rates.

These assumptions will primarily affect the models used to project expected future cash flows under the scenarios prepared by the Group, as well as the determination of discount rates used to estimate value in use in impairment tests for non-current assets that may be performed in future reporting periods.

Changes in assumptions relating to inflation rates and interest rates will also affect estimates for the long-term portion of recognised provisions, as well as the calculation of the incremental borrowing rate used to measure lease liabilities.

Assumptions relating to crude oil and gas prices, and to the prices of refined and petrochemical products, will in turn affect the Group's estimates of the net realisable value of inventories.

In addition, changes in commodity prices, CO_2 emission allowance prices, product margins, exchange rates, and interest rates will have a direct impact on the Group's operating profit, including the measurement and settlement of derivative instruments held by the Group.

Further, assumptions adopted for macroeconomic data, such as trends in gross domestic product, inflation rates, and unemployment rates, may affect the need to revise estimates of expected credit losses on the Group's trade receivables and to include an additional risk component reflecting the economic situation and future forecasts in the calculation of expected credit losses.

Given the relatively short duration of the conflict as at the date of preparation of these financial statements, estimating its potential further macroeconomic and market consequences remains difficult and subject to uncertainty. As at the date of preparation of these consolidated financial statements, the Group assessed that the escalation of the armed conflict in the Middle East does not affect its going concern assessment.

The ORLEN Group monitors geopolitical developments on an ongoing basis, and any events that may affect financial reporting will be appropriately reflected in subsequent reporting periods.

Given the high level of uncertainty and significant price volatility in the hydrocarbon market, the Group considers the current situation to be transient. In its analyses, the Group assesses whether observed short-term trends, particularly in commodity prices, may develop into long-term trends, in which case they would be reflected in the future cash flows used in impairment testing.

AUTHORISATION FOR ISSUE OF THE CONSOLIDATED FINANCIAL STATEMENTS AND RESPONSIBILITY STATEMENT

The Management Board of ORLEN S.A. represents that, to the best of its knowledge, these consolidated financial statements and the comparative data have been prepared in accordance with the accounting policies applied within the ORLEN Group and give a true and fair view of the ORLEN Group's assets and financial position and of its financial performance.

These consolidated financial statements were authorised for issue by the Management Board of the Parent on 28 April 2026.

signed digitally on the Polish original
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Ireneusz Fąfara
President of the Management Board

signed digitally on the Polish original
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Marek Balawejder
Member of the Management Board

signed digitally on the Polish original
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Sławomir Jędrzejczyk
Vice President of the Management Board

signed digitally on the Polish original
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Witold Literacki
Vice President of the Management Board

signed digitally on the Polish original
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Wiesław Prugar
Member of the Management Board

signed digitally on the Polish original
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Ireneusz Sitarski
Vice President of the Management Board

signed digitally on the Polish original
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Robert Soszyński
Vice President of the Management Board

signed digitally on the Polish original
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Sławomir Staszak
Member of the Management Board

signed digitally on the Polish original
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Marcin Wasilewski
Member of the Management Board

signed digitally on the Polish original
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Paweł Wojtunik
Member of the Management Board