Resolution No. 1
of the Extraordinary General Shareholders’ Meeting
of Zakłady Azotowe w Tarnowie – Mościcach S.A. of 15th December 2009
concerning: adopting the agenda

“The Extraordinary General Shareholders’ Meeting of Zakłady Azotowe w Tarnowie-Mościcach S.A. with its registered seat in Tarnów, acting under § 22 sec. 1 of the Rules and Regulations of the General Shareholders’ Meeting of Zakłady Azotowe w Tarnowie-Mościcach S.A. resolves as follows: ----------------------------------

§ 1

The Extraordinary General Shareholders’ Meeting adopts the following agenda: ---------------

1. Opening of the Meeting ---------------------------------------------
2. Selection of the Chairman of the Meeting and preparation of the attendance list, ----
3. Stating the correctness of the convocation of the Meeting and its ability to adopt resolutions, -----------------------------------------------
4. Adopting the agenda -----------------------------------------------
5. Appointing the Ballot Counting Commitee, ---------------------------------
6. Adopting a resolution on expressing the consent to granting a licence to the company Gurajat State Fertilisers & Chemical Limited (GSFC) with its registered seat in India for making the so-called “Cyklopol Bis” Process available against payment for the purpose of modernisation of the existing cyclohexane oxidation plant constructed on the basis of the “Cyklopol” licence ---------------------------------
7. Adopting a resolution concerning the consent to the acquisition of 100% of the shares of the Company Unylon Polymers GmbH with its registered seat in Guben (Germany), Current information for the Shareholders,
8. Closing the meeting. -----------------------------------------------

§2

The resolution shall come into force as of the day of its passing. --------------------------

Nobody present voiced any proposals of amendments to the project of the above-described resolution. ---------------------------------------------

In the conducted public voting on the above-mentioned resolution no. 1 shareholders holding 27240467 (twenty seven million two hundred forty thousand four hundred sixty seven) shares, constituting 69,94% of the initial capital have taken part; 27240467 valid votes were cast, including 27240467 “for” votes; no “against” and “abstained” votes were cast. -------------
The Chairman of the Meeting stated that resolution no. 1 has been adopted.

§ 5. The Chairman of the Meeting put to the vote of the Extraordinary General Shareholders’ Meeting the project of resolution no. 2 reading as follows:

Resolution No. 2

of the Extraordinary General Shareholders’ Meeting

of Zakłady Azotowe w Tarnowie – Mościcach S.A. of 15th December 2009

concerning: appointing the Ballot Counting Committee

“The Extraordinary General Shareholders’ Meeting of Zakłady Azotowe w Tarnowie-Mościcach S.A. acting under § 23 sec. 1 of the Rules and Regulations of the General Shareholders’ Meeting of Zakłady Azotowe w Tarnowie-Mościcach S.A. resolves as follows:

§ 1

The Extraordinary General Shareholders’ Meeting of Zakłady Azotowe w Tarnowie-Mościcach S.A. appoints the Ballot Counting Committee composed of: --------------------------

1. Anna Dura
2. Robert Lichwała
3. Janusz Florek

§ 2

The resolution shall come into force as of the day of its passing. --------------------------

Nobody present voiced any proposals of amendments to the project of the above-described resolution. --------------------------

In the conducted secret voting on the above-mentioned resolution no. 2 shareholders holding 27240467 (twenty seven million two hundred forty thousand four hundred sixty-seven) shares, constituting 69.94% of the initial capital have taken part; 27240467 valid votes were cast, including 27240467 "for" votes; no “against” and “abstained” votes were cast.

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The Chairman of the Meeting stated that resolution no. 2 has been adopted.

§ 6. The Chairman of the Meeting put to the vote of the Extraordinary General Shareholders’ Meeting the project of resolution no. 3 reading as follows:

Resolution No. 3

of the Extraordinary General Shareholders’ Meeting

of Zakłady Azotowe w Tarnowie – Mościcach S.A. of 15th December 2009

concerning: expressing consent to granting a licence to the company Gurajat State
Fertilisers & Chemical Limited (GSFC) with its registered seat in India for making the so-called “Cyklopol Bis” Process available against payment for the purpose of modernisation of the existing cyclohexane oxidation plant constructed on the basis of the “Cyklopol” licence

“The Extraordinary General Shareholders’ Meeting of Zakłady Azotowe w Tarnowie-Mościcach S.A. acting under § 51 p. 25 of the Statutes of the Company resolves as follows: --

§ 1

The Extraordinary General Shareholders’ Meeting expresses its consent to granting a licence to the company Gurajat State Fertilisers & Chemical Limited (GSFC) with its registered seat in Vadodara (India) for making the so-called “Cyklopol Bis” Process available against payment for the purpose of modernisation of the existing cyclohexane oxidation plant constructed on the basis of the "Cyklopol” licence according to the motion of the Management Board of the Company of 9th September 2009 (reference number: NT/TL/60/2009) -----------

§2

The resolution shall come into force as of the day of its passing. --------------------------------------------------

Nobody present voiced any proposals of amendments of the "against" votes to the project of the above-described resolution.

In the conducted public voting on the above-mentioned resolution no. 3 shareholders holding 27240467 (twenty seven million two hundred forty thousand four hundred sixty-seven) shares, constituting 69,94% of the initial capital have taken part; 27240467 valid votes were cast, including 27240077 "for” votes, 390 “abstained” votes; no “against” votes were cast. - The Chairman of the Meeting stated that resolution no. 3 has been adopted. ------------------

§ 7. The Chairman of the Meeting put to the vote of the Extraordinary General Shareholders’ Meeting the project of resolution no. 4 reading as follows:

Resolution No. 4

of the Extraordinary General Shareholders’ Meeting

of Zakłady Azotowe w Tarnowie – Mościcach S.A. of 15th December 2009 concerning:

granting the consent to the acquisition of 100% of shares of the Company Unylon Polymers GmbH with its registered seat in Guben (Germany).

“The Extraordinary General Shareholders’ Meeting of Zakłady Azotowe w Tarnowie-Mościcach S.A. with its registered seat in Tarnów, acting under § 51 p. 11 of the Statutes of the Company resolves as follows: -------------------------------

§ 1
The Extraordinary General Shareholders’ Meeting grants its consent to the acquisition of 100% of shares of the Company Unylon Polymers GmbH with its registered seat in Guben from the Company Unylon AG with its registered seat in Hamburg in accordance with the motion of the Management Board of the Company of 18th November 2009 (reference number: NZ/OW/1311/2009/WZ).

§ 2

The resolution shall come into force as of the day of its passing.

After the discussion on the content of the resolution no objections concerning the project of the above-mentioned resolution were voiced.

In the conducted public voting on the above-mentioned resolution no. 4 shareholders holding 27240467 (twenty seven million two hundred forty thousand four hundred sixty-seven) shares, constituting 69.94% of the initial capital have taken part; 27240467 valid votes were cast, including 23240076 “for” votes, 4000391 “abstained” votes; no “against” votes were cast.

The Chairman of the Meeting stated that resolution no. 4 has been adopted.