RESOLUTION No. 1
of the Extraordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 22nd December 2010

regarding: election of the Chairman/Chairwoman of the Extraordinary General Meeting

“Acting pursuant to article 409 § 1 of the Code of Commercial Partnerships and Companies, §46 of the Articles of Association and § 7 paragraph 1 of the Rules of Procedure of General Meeting of Zakłady Azotowe w Tarnowie-Mościcach S.A., the Extraordinary General Meeting of Zakłady Azotowe w Tarnowie-Mościcach S.A. passes the following resolution:

§ 1

The Extraordinary General Meeting of Zakłady Azotowe w Tarnowie-Mościcach S.A. elects Ms Katarzyna Maria Dawidczyk to be the Chairwoman of the Extraordinary General Meeting.

§ 2

The resolution shall become effective on the date of its adoption.”

In the conducted secret voting on the above-mentioned resolution no. 1 shareholders holding 30.482.147 (thirty million four hundred eighty two thousand one hundred forty seven) shares, constituting 77.93% of the initial capital have taken part; 30.482.147 (thirty million four hundred eighty two thousand one hundred forty seven) valid votes were cast, including 29.225.116 (twenty nine million two hundred twenty five thousand one hundred sixteen) “for” votes, 1.257.031 (one million two hundred fifty seven thousand thirty one) “abstained” votes; no “against” votes were cast.

Nobody present submitted any objection.
RESOLUTION No. 2
of the Extraordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 22nd December 2010

regarding: adoption of the agenda

“Acting pursuant to § 22 paragraph 1 of the Rules of Procedure of General Meeting of Zakłady Azotowe w Tarnowie-Mościcach S.A., the Extraordinary General Meeting of Zakłady Azotowe w Tarnowie-Mościcach S.A. passes the following resolution:

§ 1

The Extraordinary General Meeting hereby adopts the following agenda:

1) Opening of the Meeting.
2) Election of the Chairman of the Meeting and drawing up the register.
3) Confirmation of the legality of the Meeting and its ability to pass resolutions.
4) Adopting the Agenda of the Extraordinary General Meeting.
5) Election of the Ballot Counting Committee.
6) Passing amendments to the Articles of Association.
7) Closing of the Extraordinary General Meeting.

§ 2

The resolution shall become effective on the date of its adoption.”

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. 2 shareholders holding 30.501.902 (thirty million five hundred one thousand nine hundred two) shares, constituting 77.98% of the initial capital have taken part; 30.501.902 (thirty million five hundred one thousand nine hundred two) valid votes were cast, including 30.501.902 (thirty million five hundred one thousand nine hundred two) “for” votes; no “against” and “abstained” votes were cast.

Nobody present submitted any objection.
RESOLUTION No. 3
of the Extraordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 22nd December 2010

regarding: appointment of the Ballot Counting Committee

“Acting pursuant to § 23 paragraph 1 of the Rules of Procedure of General Meeting of Zakłady Azotowe w Tarnowie-Mościcach S.A., the Extraordinary General Meeting of Zakłady Azotowe w Tarnowie-Mościcach S.A. passes the following resolution:

§ 1 The Extraordinary General Meeting of Zakłady Azotowe w Tarnowie-Mościcach S.A. appoints a Ballot Counting Committee in the following composition:

1. Joanna Barnaś

2. Anna Dura

3. Janusz Florek

§ 2 The resolution shall become effective on the date of its adoption.”

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. 3 shareholders holding 30,501,902 (thirty million five hundred one thousand nine hundred two) shares, constituting 77.98% of the initial capital have taken part; 30,501,902 (thirty million five hundred one thousand nine hundred two) valid votes were cast, including 29,244,871 (twenty nine million two hundred forty four thousand eight hundred seventy one) “for” votes, 1,257,031 (one million two hundred fifty seven thousand thirty one) “abstained” votes; no “against” votes were cast.

Nobody present submitted any objection.
RESOLUTION No. 4
of the Extraordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 22nd December 2010

regarding: amendments to the Company Articles of Association.

“Acting pursuant to 430 § 1 of the Code of Commercial Partnerships and Companies § 51 item 22) of the Articles of Association, the Extraordinary General Meeting of Zakłady Azotowe w Tarnowie-Mościcach S.A. passes the following resolution:

§ 1

The Extraordinary General Meeting of Zakłady Azotowe w Tarnowie-Mościcach S.A. hereby makes the following changes to the Articles of Association by adding new paragraph 3 in § 47 in wording:

„§ 47 par.3. As long as the State Treasury or Nafta Polska S.A. is the owner of the Company’s shares which entitle to at least one fifth of the overall number of votes existing in the Company, the voting right of the Company’s shareholders shall be limited in that no-one of the said shareholders may cast more than one fifth of the overall number of votes existing in the Company on the General Meeting on the day of summoning of the General Meeting. The limitation of the voting right referred to in the preceding sentence shall not apply to the State Treasury and Nafta Polska S.A., nor to subsidiaries of the State Treasury and Nafta Polska S.A. For the purposes of this paragraph, the performance of the voting right by the parent company within the meaning of the Act of 29 July 2005 on public offer and conditions for introducing financial instruments to an organised trading system and on public companies (‘Act on offer’) shall be deemed as the performance of the voting right by a subsidiary, with the parent company and the subsidiary understood also as each entity whose votes resulting from the Company’s shares owned directly or indirectly, respectively, are subject to accumulation with the votes of another entity or entities under principles specified in the Act on offer in connection with owning, disposing of or acquiring major packages of Company’s shares. A shareholder whose voting right has been limited shall retain the right to cast at least one vote in any case.”
§ 2

The resolution shall become effective on the date of its adoption.

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. 4 shareholders holding 30,501,902 (thirty million five hundred one thousand nine hundred two) shares, constituting 77.98% of the initial capital have taken part; 30,501,902 (thirty million five hundred one thousand nine hundred two) valid votes were cast, including 24,549,001 (twenty four million five hundred forty nine thousand and one) “for” votes, 26,768 (twenty six thousand seven hundred sixty eight) “abstained” votes; 5,926,133 (five million nine hundred twenty six thousand one hundred thirty three) “against” votes.

Nobody present submitted any objection.