RESOLUTION No. 1  
of the Extraordinary General Meeting of Shareholders  
of Zakłady Azotowe w Tarnowie-Mościcach S.A.  
of 4th October 2010

regarding: adoption of the agenda

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

§ 1

The Extraordinary General Meeting of Shareholders hereby adopts the following agenda:

1) Opening of the Meeting.
2) Election of the Chairman/Chairwoman of the Meeting and drawing up the register.
3) Confirmation of the legality of the General Meeting and its ability to pass resolutions.
4) Adopting the Agenda of the Extraordinary General Meeting of Shareholders.
5) Election of the Ballot Counting Committee.
6) Passing a resolution on the approval to acquire the new emission shares of B series of ZAK S.A. by way of private subscription directed to Zakłady Azotowe w Tarnowie-Mościcach S.A.
7) Passing a resolution on the approval to sell up to 100% shares of Jednostka Ratownictwa Chemicznego Sp. z o.o.
8) Passing a resolution on the approval to burden fixed asset components of the Company with limited rights in property as a guarantee of the credit granted by PKO BP S.A. on the current account in the amount of 40,000,000.00 PLN, combined with virtual cash-pooling services rendered to the Capital Group of Azoty Tarnów.
9) Passing a resolution on the approval to burden fixed asset components of the Company with limited rights in property as a guarantee of the credit granted by Raiffeisen Bank Polska S.A. to finance a loan to ATT Polymers GmbH.
10) Passing a resolution on the approval to burden fixed asset components of the Company with limited rights in property as a guarantee of the credit granted by Raiffeisen Bank Polska S.A. to finance the investment task called “Hydrogen plant with a capacity of 8,000 Nm³/h.”
11) Current information for Shareholders.
12) Closing of the Extraordinary General Meeting of Shareholders.

§ 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. 1 shareholders holding 28,497,852 (twenty eight million four hundred ninety seven thousand eight hundred fifty two) shares, constituting 72,85% of the initial capital have taken part; 28,497,852 (twenty eight million four hundred ninety seven thousand eight hundred fifty two) valid votes were cast, including 28,497,852 (twenty eight million four hundred ninety seven thousand eight hundred fifty two) “for” votes; no “against” and “abstained” votes were cast.

RESOLUTION No. 2
of the Extraordinary General Meeting of Shareholders
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 4th October 2010

regarding: appointment of the Ballot Counting Committee

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

§ 1

The Extraordinary General Meeting of Shareholders of Zakłady Azotowe w Tarnowie-Mościcach S.A. appoints a Ballot Counting Committee in the following composition:
1. Anna Dura
2. Joanna Barnaś
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. 2 shareholders holding 28,497,852 (twenty eight million four hundred ninety seven thousand eight hundred fifty two) shares, constituting 72,85% of the initial capital have taken part; 28,497,852 (twenty eight million four hundred ninety seven thousand eight hundred fifty two) valid votes were cast, including 27,247,852 (twenty seven million two hundred forty seven thousand eight hundred fifty two) “for” votes, 1,250,000 (one million two hundred fifty thousand) “abstained” votes; no “against” votes were cast.
RESOLUTION No. 3
of the Extraordinary General Meeting of Shareholders
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 4th October 2010

regarding: approval to acquire by Zakłady Azotowe w Tarnowie-Mościcach S.A. by way of private subscription 30,000,000 (thirty million) shares of ZAK S.A. at the emission price equal to the nominal value of a share, i.e. 5 (five) PLN each, with the total value of 150,000,000 PLN

“Acting pursuant to § 51 item 11) of the Company’s Statute, the Extraordinary General Meeting of Shareholders of Zakłady Azotowe w Tarnowie-Mościcach S.A. passes the following resolution:

§ 1

Approval is given to acquire by Zakłady Azotowe w Tarnowie-Mościcach S.A. by way of private subscription 30,000,000 (thirty million) shares of ZAK S.A., seated in Kędzierzyn-Koźle, Poland, at the emission price equal to the nominal value of a share, i.e. 5 (five) PLN each, with the total value of 150,000,000 (say: one hundred fifty million) PLN, further to the Management Board’s motion of 7th September 2010 (Ref. No.: NZ/Galicja/WZ/1135/2010).

§ 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. 3 shareholders holding 28,513,228 (twenty eight million five hundred thirteen thousand two hundred twenty eight) shares, constituting 72,89% of the initial capital have taken part; 28,513,228 (twenty eight million five hundred thirteen thousand two hundred twenty eight) valid votes were cast, including 28,513,228 (twenty eight million five hundred thirteen thousand two hundred twenty eight) “for” votes; no “against” and “abstained” votes were cast.
RESOLUTION No. 4
of the Extraordinary General Meeting of Shareholders
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 4th October 2010

regarding: approval to start the process of selling up to 100% shares owned by Zakłady Azotowe w Tarnowie-Mościcach S.A. in Jednostka Ratownictwa Chemicznego Sp. z o.o.

“Acting pursuant to § 51 item 24) of the Company’s Statute, the Extraordinary General Meeting of Shareholders of Zakłady Azotowe w Tarnowie-Mościcach S.A. passes the following resolution:

§ 1

Approval is given to sell up to 100% shares of Jednostka Ratownictwa Chemicznego Sp. z o.o., seated in Tarnów, Poland, owned by Zakłady Azotowe w Tarnowie-Mościcach under the conditions stipulated in the Management Board’s motion of 31st August 2010 (Ref. No.: NZ/OW/249/Spółki/2010), subject to § 2 of this resolution.

§ 2

Final conditions of selling the shares, mentioned in § 1 of this resolution, shall require an approval of a relevant body as per the Statute of Zakłady Azotowe w Tarnowie-Mościcach S.A.

§ 3

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 28,513,228 (twenty eight million five hundred thirteen thousand two hundred twenty eight) shares, constituting 72,89% of the initial capital have taken part; 28,513,228 (twenty eight million five hundred thirteen thousand two hundred twenty eight) valid votes were cast, including 28,513,228 (twenty eight million five hundred thirteen thousand two hundred twenty eight) “for” votes; no “against” and “abstained” votes were cast.
RESOLUTION No. 5  
of the Extraordinary General Meeting of Shareholders  
of Zakłady Azotowe w Tarnowie-Mościcach S.A.  
of 4th October 2010  

regarding: approval to burden fixed asset components of the Company with limited rights in property as a guarantee of the credit granted by PKO BP S.A. on the current account in the amount of 40,000,000.00 PLN, combined with virtual cash-pooling services rendered to the Capital Group of Azoty Tarnów

“Acting pursuant to § 51 item 10) of the Company’s Statute, the Extraordinary General Meeting of Shareholders of Zakłady Azotowe w Tarnowie-Mościcach S.A. passes the following resolution:

§ 1

Approval is given to burden fixed asset components of the Company with limited rights in property in a form of a mortgage to guarantee the credit granted by PKO BP S.A. on the current account in the amount of 40,000,000.00 (say: forty million) PLN, combined with virtual cash-pooling services rendered to the Capital Group of Azoty Tarnów, under the conditions stipulated in the Management Board’s motion of 16th September 2010 (Ref. No.: NZ/ZO/94/NF/87/2010/WZ).

§ 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. 5 shareholders holding 28,513,228 (twenty eight million five hundred thirteen thousand two hundred twenty eight) shares, constituting 72.89% of the initial capital have taken part; 28,513,228 (twenty eight million five hundred thirteen thousand two hundred twenty eight) valid votes were cast, including 28,513,228 (twenty eight million five hundred thirteen thousand two hundred twenty eight) “for” votes; no “against” and “abstained” votes were cast.
RESOLUTION No. 6
of the Extraordinary General Meeting of Shareholders
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 4th October 2010

regarding: approval to burden fixed asset components of the Company with limited rights in property as a guarantee of the credit granted by Raiffeisen Bank Polska S.A. to finance a loan to ATT Polymers GmbH

“Acting pursuant to § 51 items 10) and 11) of the Company’s Statute, the Extraordinary General Meeting of Shareholders of Zakłady Azotowe w Tarnowie-Mościcach S.A. passes the following resolution:

§ 1

Approval is given to burden fixed asset components of the Company with limited rights in property in a form of a mortgage and registered pledge to guarantee the credit granted by Raiffeisen Bank Polska S.A. to finance a loan to ATT Polymers GmbH, seated in Guben, Germany, under the conditions stipulated in the Management Board’s motion of 16th September 2010 (Ref. No.: NZ/ZO/96/NF/99/2010/WZ).

§ 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. 6 shareholders holding 28,531,581 (twenty eight million five hundred thirty one thousand five hundred eighty one) shares, constituting 72,94% of the initial capital have taken part; 28,531,581 (twenty eight million five hundred thirty one thousand five hundred eighty one) valid votes were cast, including 28,531,581 (twenty eight million five hundred thirty one thousand five hundred eighty one) “for” votes; no “against” and “abstained” votes were cast.
RESOLUTION No. 7
of the Extraordinary General Meeting of Shareholders
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 4th October 2010

regarding: approval to burden fixed asset components of the Company with limited rights in property as a guarantee of the credit granted by Raiffeisen Bank Polska S.A. to finance the investment task called “Hydrogen plant with a capacity of 8,000 Nm$^3$/h”

“Acting pursuant to § 51 items 10) and 11) of the Company’s Statute, the Extraordinary General Meeting of Shareholders of Zakłady Azotowe w Tarnowie-Mościcach S.A. passes the following resolution:

§ 1

Approval is given to burden fixed asset components of the Company with limited rights in property in a form of a mortgage and registered pledge to guarantee the credit granted by Raiffeisen Bank Polska S.A. to finance the investment task called “Hydrogen plant with a capacity of 8,000 Nm$^3$/h” under the conditions stipulated in the Management Board’s motion of 16th September 2010 (Ref. No.: NZ/ZO/95/NF/93/2010/WZ).

§ 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. 6 shareholders holding 28.531.581 (twenty eight million five hundred thirty one thousand five hundred eighty one) shares, constituting 72.94% of the initial capital have taken part; 28.531.581 (twenty eight million five hundred thirty one thousand five hundred eighty one) valid votes were cast, including 28.531.581 (twenty eight million five hundred thirty one thousand five hundred eighty one) “for” votes; no “against” and “abstained” votes were cast.