RESOLUTION No. 1
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 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 Ordinary General Meeting of Zakłady Azotowe w Tarnowie-Mościcach S.A. passes the following resolution:

§ 1

The Ordinary 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 Ordinary General Meeting of Shareholders.
5) Election of the Vote Counting Commission.
6) Examination of the reports of the Supervisory Board pertaining to:
   - the evaluation of the Management Board’s report on the Company’s activities and the financial statement for the business year 2009,
   - the evaluation the Management Board’s motion to cover the net loss for 2009,
   - the evaluation of conforming by the Company to the standards of corporate governance in 2009,
   - the activities of the Supervisory Board in 2009,
   - the evaluation of the situation in the Company in 2009 considering the evaluation of the internal control system and risk management system.

8) Passing a resolution on covering the net loss for 2009.
10) Examination of the Supervisory Board’s report on the evaluation of the consolidated financial statement of the Capital Group of Zakłady Azotowe w Tarnowie-Mościcach S.A. for the period from 1st January 2009 to 31st December 2009 and the
Management Board’s report on the Capital Group’s activities for the business year 2009.

11) Passing resolutions on the fulfillment of statutory obligations by the Members of the Management Board for the period from 1st January 2009 to 31st December 2009.

12) Passing resolutions on the fulfillment of statutory obligations by the Members of the Supervisory Board for the period from 1st January 2009 to 31st December 2009.

13) Appointment of the Company’s Supervisory Board for the 8th term and appointment of the Chairman of the Supervisory Board.

14) Passing a resolution on the approval to buy fixed assets relating to the execution of investment task called “Hydrogen plant with a capacity of 8,000 Nm$^3$/h”.

15) Passing a resolution on the approval to buy fixed assets relating to the execution of investment task called “Expansion of Compounding – stages 1 and 2”.

16) Passing a resolution on the approval to sell unnecessary real estate of value above 200,000 (say: two hundred thousand) PLN.

17) Passing a resolution on approval to sell 100% shares in PROReM Sp. z o.o., seated in Tarnów, Poland.

18) Passing a resolution on granting a supplementary benefit (jubilee payment) to the Chairman of the Board.

19) Current information for Shareholders.

20) Closing of the Ordinary General Meeting of Shareholders.

§ 2

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

In the conducted public voting on the above-mentioned resolution no. 1 shareholders holding 27,301,704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69.8% of the initial capital have taken part; 27,301,704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 27,301,704 (twenty seven million three hundred one thousand seven hundred four) “for” votes; no “against” and “abstained” votes were cast.

RESOLUTION No. 2
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 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 Ordinary General Meeting of Zakłady Azotowe w Tarnowie-Mościcach S.A. passes the following resolution:

...
The Ordinary 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

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

In the conducted secret voting on the above-mentioned resolution no. 2 shareholders holding 27,301,704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69.8% of the initial capital have taken part; 27,301,704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 27,301,704 (twenty seven million three hundred one thousand seven hundred four) “for” votes; no “against” and “abstained” votes were cast.

RESOLUTION No. 3
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010

regarding: the approval of the Non-consolidated Financial Statements of the Company for the period from 1 January 2009 to 31 December 2009

“The Acting pursuant to article 393 item 1, article 395 § 2 item 1 of the Code of Commercial Partnerships and Companies as well as § 51 item 1 and item 26 in conjunction with § 33 par. 1 item 6 and item 8 of the Company’s Articles of Association, having examined the Non-consolidated Financial Statements for the period from 1 January 2009 to 31 December 2009 and having examined the Report of the Supervisory Board of Zakłady Azotowe w Tarnowie-Mościcach S.A. on the assessment of the Non-consolidated Financial Statements of the Company Zakłady Azotowe w Tarnowie-Mościcach S.A. for the period from 1 January 2009 to 31 December 2009, the Ordinary General Meeting passes the following resolution:

§ 1

The Financial Statements of the Company for the year 2009, including:
1. Balance Sheet prepared as at December 31, 2009 that on the side of assets and liabilities shows the amount of PLN 1,478,591,000,
2. Profit and Loss Account for the business year from January 1 2009 to December 31, 2009 showing net loss in the amount of PLN (10,997,000).
3. Statement of Changes in Equity for the business year from January 1, 2009 to December 31, 2009 showing a decrease in equity in the amount of PLN **(46,114,000)**.
4. Cash Flow Statement for the business year from January 1, 2009 to December 31, 2009 showing an increase in cash in the amount of PLN **211,757,000**.
5. Additional information and other explanatory notes to Non-consolidated Financial Statement, are hereby approved.

§ 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 27,301,704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69.8% of the initial capital have taken part; 27,301,704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 27,301,704 (twenty seven million three hundred one thousand seven hundred four) “for” votes; no “against” and “abstained” votes were cast.

**RESOLUTION No. 4**

of the Ordinary General Meeting

of Zakłady Azotowe w Tarnowie-Mościcach S.A.

of 23 June 2010


“Acting pursuant to article 393 item 1, article 395 § 2 item 1 of the Code of Commercial Partnerships and Companies as well as § 51 item 1 and item 26 in conjunction with § 33 par. 1 item 6 and item 8 of the Company’s Articles of Association, having examined the Annual Report of the Managing Board on the activities of the Company for the year 2009 and having examined the Report of the Supervisory Board of Zakłady Azotowe w Tarnowie-Mościcach S.A. on the assessment of the Annual Report on the activities of the Company for the year 2009, the Ordinary General Meeting passes the following resolution.

§ 1

*The Annual Report of the Managing Board on the activities of the Company for the period from 1 January 2009 to 31 December 2009 is hereby approved.*
RESOLUTION No. 5
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010

regarding: covering the net loss for 2009

“Acting pursuant to article 395 § 2 item 2) of the Code of Commercial Partnerships and Companies as well as § 51 item 3) and item 26) in conjunction with § 33 section 1 item 7) and item 8) of the Company's Articles of Association, after examining the Supervisory Board’s opinion on covering the net loss as suggested by the Management Board, the Ordinary General Meeting of Shareholders resolves the following:

§ 1

To cover the net loss for 2009 in the amount of 10,997,065.43 PLN from the Company’s spare capital.

§ 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 27,301,704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69,8% of the initial capital have taken part; 27,301,704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 27,301,704 (twenty seven million three hundred one thousand seven hundred four) “for” votes; no “against” and “abstained” votes were cast.
RESOLUTION No. 6
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010

regarding: the approval of the Consolidated Financial Statements of the Company for the period from 1 January 2009 to 31 December 2009.

“The Acting pursuant to article 395 § 5 of the Code of Commercial Partnerships and Companies, article § 55 item 1 of the Accountancy Act and § 51 item 5 of the Company’s Articles of Association, having examined the Consolidated Financial Statements of the Capital Group of Zakłady Azotowe w Tarnowie-Mościcach S.A. for the period from 1 January 2009 to 31 December 2009, the Ordinary General Meeting passes the following resolution:

§ 1

The Consolidated Financial Statements of the Capital Group of Zakłady Azotowe w Tarnowie-Mościcach S.A. for the year 2009, including:
1. Consolidated Balance Sheet prepared as at December 31, 2009 that on the side of assets and liabilities shows the amount of PLN 1,581,318,000,
2. Consolidated Profit and Loss Account for the business year from January 1, 2009 to December 31, 2009 showing net loss in the amount of PLN (3,740,000),
3. Consolidated Statement of Changes in Equity for the business year from January 1, 2009 to December 31, 2009 showing decrease in equity in the amount of PLN (44,036,000),
4. Consolidated Cash Flow Statement for the business year from January 1, 2009 to December 31, 2009 showing increase in cash in the amount of PLN 201,152,000,
5. Additional information and other explanatory notes to the Consolidated Financial Statement,
are hereby approved.

§ 2

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

In the conducted public voting on the above-mentioned resolution no. 6 shareholders holding 27,301,704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69.8% of the initial capital have taken part; 27,301,704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 27,301,704 (twenty seven million three hundred one thousand seven hundred four) “for” votes; no “against” and “abstained” votes were cast.
RESOLUTION No. 7
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010


“Acting pursuant to article 55 par. 1 of the Accountancy Act and § 51 item 5 of the Company’s Articles of Association, having examined the Annual Report of the Managing Board on the activities of the Capital Group of Zakłady Azotowe w Tarnowie-Mościcach S.A. for the period from 1 January 2009 to 31 December 2009, the Ordinary General Meeting passes the following resolution:

§ 1

The Annual Report of the Managing Board on the activities of the Capital Group of Zakłady Azotowe w Tarnowie-Mościcach S.A. for the business year from 1 January 2009 to 31 December 2009 is hereby approved.

§ 2

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

In the conducted public voting on the above-mentioned resolution no. 7 shareholders holding 27,301,704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69.8% of the initial capital have taken part; 27,301,704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 27,301,704 (twenty seven million three hundred one thousand seven hundred four) “for” votes; no “against” and “abstained” votes were cast.

RESOLUTION No. 8
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010

regarding: acknowledgement of the fulfillment of duties by the President of the Managing Board of Zakłady Azotowe w Tarnowie-Mościcach SA, Mr Jerzy Marciniak, for the period from 1 January 2009 to 31 December 2009.
“Acting pursuant to article 395 § 2 item 3 of the Code of Commercial Partnerships and Companies and § 51 item 2 of the Company’s Articles of Association, the Ordinary General Meeting passes the following resolution:

§ 1

The fulfillment of duties by the President of the Company’s Managing Board, Mr Jerzy Marciniak, for the period from 1 January 2009 to 31 December 2009 is hereby acknowledged.

§ 2

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

In the conducted secret voting on the above-mentioned resolution no. 8 shareholders holding 27,301,704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69.8% of the initial capital have taken part; 27,301,704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 27,301,704 (twenty seven million three hundred one thousand seven hundred four) “for” votes; no “against” and “abstained” votes were cast.

RESOLUTION No. 9
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010

regarding: acknowledgement of the fulfillment of duties the Vice-President of the Managing Board of Zakłady Azotowe w Tarnowie-Mościcach SA, Mr Andrzej Skolmowski, for the period from 26 March 2009 to 31 December 2009.

“Acting pursuant to article 395 § 2 item 3 of the Code of Commercial Partnerships and Companies and § 51 item 2 of the Company’s Articles of Association, the Ordinary General Meeting passes the following resolution:

§ 1

The fulfillment of duties by the Vice-President of the Company’s Managing Board, Mr Andrzej Skolmowski, for the period from 26 March 2009 to 31 December 2009 is hereby acknowledged.

§ 2

The resolution shall become effective on the date of its adoption.”
In the conducted secret voting on the above-mentioned resolution no. 9 shareholders holding 27,301,704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69.8% of the initial capital have taken part; 27,301,704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 27,301,704 (twenty seven million three hundred one thousand seven hundred four) “for” votes; no “against” and “abstained” votes were cast.

RESOLUTION No. 10
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010

regarding: acknowledgement of the fulfillment of duties the Vice-President of the Managing Board of Zakłady Azotowe w Tarnowie-Mościcach SA, Mr Witold Szczypiński, for the period from 1 January 2009 to 31 December 2009.

“Acting pursuant to article 395 § 2 item 3 of the Code of Commercial Partnerships and Companies and § 51 item 2 of the Company’s Articles of Association, the Ordinary General Meeting passes the following resolution:

§ 1

The fulfillment of duties by the Vice-President of the Company’s Managing Board, Mr Witold Szczypiński, for the period from 1 January 2009 to 31 December 2009 is hereby acknowledged.

§ 2

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

In the conducted secret voting on the above-mentioned resolution no. 10 shareholders holding 27,301,704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69.8% of the initial capital have taken part; 27,301,704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 27,301,704 (twenty seven million three hundred one thousand seven hundred four) “for” votes; no “against” and “abstained” votes were cast.
RESOLUTION No. 11
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010

regarding: acknowledgement of the fulfillment of duties by the Member of the Managing Board of Zakłady Azotowe w Tarnowie-Mościcach SA, Mr Franciszek Bernat, for the period from 1 January June 2009 to 31 December 2009.

“Acting pursuant to article 395 § 2 item 3 of the Code of Commercial Partnerships and Companies and § 51 item 2 of the Company’s Articles of Association, the Ordinary General Meeting passes the following resolution:

§ 1

The fulfillment of duties under the Articles of Association by the Member of the Company’s Managing Board, Mr Franciszek Bernat, for the period from 1 January 2009 to 31 December 2009 is hereby acknowledged.

§ 2

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

In the conducted secret voting on the above-mentioned resolution no. 11 shareholders holding 27.301.704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69.8% of the initial capital have taken part; 27.301.704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 27.301.704 (twenty seven million three hundred one thousand seven hundred four) “for” votes; no “against” and “abstained” votes were cast.

RESOLUTION No. 12
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010

regarding: acknowledgement of the fulfillment of duties by the Member of the Managing Board of Zakłady Azotowe w Tarnowie-Mościcach SA, Ms Monika Hap, for the period from 1 January June 2009 to 26 March 2009.
“Acting pursuant to article 395 § 2 item 3 of the Code of Commercial Partnerships and Companies and § 51 item 2 of the Company’s Articles of Association, the Ordinary General Meeting passes the following resolution:

§ 1

The fulfillment of duties under the Articles of Association by the Member of the Company’s Managing Board, Ms Monika Hap, for the period from 1 January 2009 to 26 March 2009 is hereby acknowledged.

§ 2

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

In the conducted secret voting on the above-mentioned resolution no. 12 shareholders holding 27,301,704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69.8% of the initial capital have taken part; 27,301,704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 27,301,704 (twenty seven million three hundred one thousand seven hundred four) “for” votes; no “against” and “abstained” votes were cast.

RESOLUTION No. 13
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010

regarding: acknowledgement of the fulfillment of duties by the Chairwoman of the Company’s Supervisory Board, Ms Marzena Piszczek, for the period from 1 January 2009 to 15 February 2009.

“Acting pursuant to article 395 § 2 item 3 of the Code of Commercial Partnerships and Companies as well as § 51 item 2 and item 26 in conjunction with § 33 par. 1 item 21 of the Company’s Articles of Association, having examined the Annual Report on the activities of the Supervisory Board of Zakłady Azotowe w Tarnowie-Mościcach S.A. within the period from 1 January 2009 to 31 December 2009, the Ordinary General Meeting passes the following resolution:

§ 1

The fulfillment of duties by the Chairwoman of the Company’s Supervisory Board, Ms Marzena Piszczek, for the period from 1 January 2009 to 31 December 2009 is hereby acknowledged.
The resolution shall become effective on the date of its adoption.”

In the conducted secret voting on the above-mentioned resolution no. 13 shareholders holding 27.301.704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69.8% of the initial capital have taken part; 27.301.704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 27.301.704 (twenty seven million three hundred one thousand seven hundred four) “for” votes; no “against” and “abstained” votes were cast.

RESOLUTION No. 14
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010

regarding: acknowledgement of the fulfillment of duties by the Vice-Chairwoman of the Company’s Supervisory Board, Ms Małgorzata Rządewska, for the period from 1 January 2009 to 31 December 2009.

“Acting pursuant to article 395 § 2 item 3 of the Code of Commercial Partnerships and Companies as well as § 51 item 2 and item 26 in conjunction with § 33 par. 1 item 21 of the Company’s Articles of Association, having examined the Annual Report on the activities of the Supervisory Board of Zakłady Azotowe w Tarnowie-Mościcach S.A. within the period from 1 January 2009 to 31 December 2009, the Ordinary General Meeting passes the following resolution:

§ 1

The fulfillment of duties by the Vice-Chairwoman of the Company’s Supervisory Board, Ms Małgorzata Rządewska, for the period from 1 January 2009 to 31 December 2009 is hereby acknowledged.

§ 2

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

In the conducted secret voting on the above-mentioned resolution no. 14 shareholders holding 27.301.704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69.8% of the initial capital have taken part; 27.301.704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 27.301.704 (twenty seven million three hundred one thousand seven hundred four) “for” votes; no “against” and “abstained” votes were cast.
RESOLUTION No. 15
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010

regarding: acknowledgement of the fulfillment of duties by the Secretary of the Company’s Supervisory Board, Mr Jan Wais, for the period from 1 January 2009 to 31 December 2009.

“Acting pursuant to article 395 § 2 item 3 of the Code of Commercial Partnerships and Companies as well as § 51 item 2 and item 26 in conjunction with § 33 par. 1 item 21 of the Company’s Articles of Association, having examined the Annual Report on the activities of the Supervisory Board of Zakłady Azotowe w Tarnowie-Mościcach S.A. within the period from 1 January 2009 to 31 December 2009, the Ordinary General Meeting passes the following resolution:

§ 1

The fulfillment of duties by the Secretary of the Company’s Supervisory Board, Mr Jan Wais, for the period from 1 January 2009 to 31 December 2009 is hereby acknowledged.

§ 2

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

In the conducted secret voting on the above-mentioned resolution no. 15 shareholders holding 27,301,704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69.8% of the initial capital have taken part; 27,301,704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 27,301,704 (twenty seven million three hundred one thousand seven hundred four) “for” votes; no “against” and “abstained” votes were cast.

RESOLUTION No. 16
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010

regarding: acknowledgement of the fulfillment of duties by the Member of the Company’s Supervisory Board, Ms Joanna Kiełkiewicz, for the period from 1 January 2009 to 31 December 2009.

“Acting pursuant to article 395 § 2 item 3 of the Code of Commercial Partnerships and Companies as well as § 51 item 2 and item 26 in conjunction with § 33 par. 1 item 21 of the
Company’s Articles of Association, having examined the Annual Report on the activities of the Supervisory Board of Zakłady Azotowe w Tarnowie-Mościcach S.A. within the period from 1 January 2009 to 31 December 2009, the Ordinary General Meeting passes the following resolution:

§ 1

The fulfillment of duties by the Member of the Company’s Supervisory Board, Ms Joanna Kielkiewicz, for the period from 1 January 2009 to 31 December 2009 is hereby acknowledged.

§ 2

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

In the conducted secret voting on the above-mentioned resolution no. 16 shareholders holding 27.301.704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69.8% of the initial capital have taken part; 27.301.704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 27.301.704 (twenty seven million three hundred one thousand seven hundred four) “for” votes; no “against” and “abstained” votes were cast.

RESOLUTION No. 17
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010

regarding: acknowledgement of the fulfilment of duties by the Member of the Company’s Supervisory Board, Ms Ewa Lis, for the period from 1 January 2009 to 31 December 2009.

“Acting pursuant to article 395 § 2 item 3 of the Code of Commercial Partnerships and Companies as well as § 51 item 2 and item 26 in conjunction with § 33 par. 1 item 21 of the Company’s Articles of Association, having examined the Annual Report on the activities of the Supervisory Board of Zakłady Azotowe w Tarnowie-Mościcach S.A. within the period from 1 January 2009 to 31 December 2009, the Ordinary General Meeting passes the following resolution:

§ 1

The fulfillment of duties by the Member of the Company’s Supervisory Board, Ms Ewa Lis, for the period from 1 January 2009 to 31 December 2009 is hereby acknowledged.
The resolution shall become effective on the date of its adoption.”

In the conducted secret voting on the above-mentioned resolution no. 17 shareholders holding 27,301,704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69.8% of the initial capital have taken part; 27,301,704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 27,301,704 (twenty seven million three hundred one thousand seven hundred four) “for” votes; no “against” and “abstained” votes were cast.

RESOLUTION No. 18
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010

regarding: acknowledgement of the fulfillment of duties by the Member of the Company’s Supervisory Board, Mr Dariusz Maciejuk, for the period from 1 January 2009 to 31 December 2009.

“Acting pursuant to article 395 § 2 item 3 of the Code of Commercial Partnerships and Companies as well as § 51 item 2 and item 26 in conjunction with § 33 par. 1 item 21 of the Company’s Articles of Association, having examined the Annual Report on the activities of the Supervisory Board of Zakłady Azotowe w Tarnowie-Mościcach S.A. within the period from 1 January 2009 to 31 December 2009, the Ordinary General Meeting passes the following resolution:

§ 1

The fulfillment of duties by the Member of the Company’s Supervisory Board, Mr Dariusz Maciejuk, for the period from 1 January 2009 to 31 December 2009 is hereby acknowledged.

§ 2

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

In the conducted secret voting on the above-mentioned resolution no. 18 shareholders holding 27,301,704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69.8% of the initial capital have taken part; 27,301,704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 27,301,704 (twenty seven million three hundred one thousand seven hundred four) “for” votes; no “against” and “abstained” votes were cast.
RESOLUTION No. 19
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010

regarding: acknowledgement of the fulfillment of duties by the Member of the Company’s Supervisory Board, Mr Armin Teske, for the period from 1 January 2009 to 31 December 2009.

“Acting pursuant to article 395 § 2 item 3 of the Code of Commercial Partnerships and Companies as well as § 51 item 2 and item 26 in conjunction with § 33 par. 1 item 21 of the Company’s Articles of Association, having examined the Annual Report on the activities of the Supervisory Board of Zakłady Azotowe w Tarnowie-Mościcach S.A. within the period from 1 January 2009 to 31 December 2009, the Ordinary General Meeting passes the following resolution:

§ 1

The fulfillment of duties by the Member of the Company’s Supervisory Board, Mr Armin Teske, for the period from 1 January 2009 to 31 December 2009 is hereby acknowledged.

§ 2

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

In the conducted secret voting on the above-mentioned resolution no. 19 shareholders holding 27,301,704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69.8% of the initial capital have taken part; 27,301,704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 27,301,704 (twenty seven million three hundred one thousand seven hundred four) “for” votes; no “against” and “abstained” votes were cast.

RESOLUTION No. 20
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010

regarding: acknowledgement of the fulfillment of duties by the Member of the Company’s Supervisory Board, Mr Krzysztof Pieńkowski, for the period from 1 January 2009 to 31 December 2009.
“Acting pursuant to article 395 § 2 item 3 of the Code of Commercial Partnerships and Companies as well as § 51 item 2 and item 26 in conjunction with § 33 par. 1 item 21 of the Company’s Articles of Association, having examined the Annual Report on the activities of the Supervisory Board of Zakłady Azotowe w Tarnowie-Mościcach S.A. within the period from 1 January 2009 to 31 December 2009, the Ordinary General Meeting passes the following resolution:

§ 1

The fulfillment of duties by the Member of the Company’s Supervisory Board, Mr Krzysztof Pieńkowski, for the period from 1 January 2009 to 31 December 2009 is hereby acknowledged.

§ 2

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

In the conducted secret voting on the above-mentioned resolution no. 20 shareholders holding 27.301.704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69.8% of the initial capital have taken part; 27.301.704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 27.301.704 (twenty seven million three hundred one thousand seven hundred four) “for” votes; no “against” and “abstained” votes were cast.

RESOLUTION No. 21
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010
regarding: acknowledgement of the fulfillment of duties by the Member of the Company’s Supervisory Board, Ms Katarzyna Wałęga, for the period from 1 January 2009 to 31 December 2009.

“Acting pursuant to article 395 § 2 item 3 of the Code of Commercial Partnerships and Companies as well as § 51 item 2 and item 26 in conjunction with § 33 par. 1 item 21 of the Company’s Articles of Association, having examined the Annual Report on the activities of the Supervisory Board of Zakłady Azotowe w Tarnowie-Mościcach S.A. within the period from 1 January 2009 to 31 December 2009, the Ordinary General Meeting passes the following resolution:
§ 1

The fulfillment of duties by the Member of the Company’s Supervisory Board, Ms Katarzyna Wałęga, for the period from 1 January 2009 to 31 December 2009 is hereby acknowledged.

§ 2

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

In the conducted secret voting on the above-mentioned resolution no. 21 shareholders holding 27,301,704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69.8% of the initial capital have taken part; 27,301,704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 27,301,704 (twenty seven million three hundred one thousand seven hundred four) “for” votes; no “against” and “abstained” votes were cast.

Afterwards the Chairwoman of the General Meeting of Shareholders asked the participants to propose candidates for the Supervisory Board and to discuss the proposed candidates.

Ms Marzena Piszczek was proposed on behalf of the Minister of the State Treasury.
Mr Miroslaw Anastazy Potulski was proposed by PGNiG.
Nafta Polska S.A. w likwidacji proposed the candidacy of Ms Agnieszka Doroszkiewicz, Mr Jacek Lewandowski and Mr Jacek Obłękowski.

Next, the Chairwoman of the Meeting read the letter of Mr Aleksander Grad, the Minister of the State Treasury, according to which pursuant to § 16 section 2 of the Company’s Articles of Association on 23rd June 2010, Ms Ewa Lis was appointed a member of the Supervisory Board for the 8th term.

RESOLUTION No. 22
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010

regarding: election of the Chairman of the Supervisory Board for the 8th term.

“Acting pursuant to article 385 § 1 of the Code of Commercial Partnerships and Companies and §51 item 6 of the Company’s Statutes, the Ordinary General Meeting of Zakłady Azotowe w Tarnowie-Mościcach S.A. passes the following resolution:
§ 1

The Ordinary General Meeting of Zakłady Azotowe w Tarnowie-Mościcach S.A. appoints Ms Marzena Piszczek to be Member of the Supervisory Board for the 8th term and simultaneously entrusts him/her to be the Chairwoman of the Supervisory Board.

§ 2

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

In the conducted secret voting on the above-mentioned resolution no. 22 shareholders holding 27,301,704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69,8% of the initial capital have taken part; 27,301,704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 24,633,845 (twenty four million six hundred thirty three thousand eight hundred forty five) “for” votes, 2,667,859 (two million six hundred sixty seven thousand eight hundred fifty nine) “abstained” votes; no “against” votes were cast.

RESOLUTION No. 23
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010

regarding: election of the Member of the Supervisory Board for the 8th term.

“Acting pursuant to article 385 § 1 of the Code of Commercial Partnerships and Companies and §51 item 6 of the Company’s Statutes, the Ordinary General Meeting passes the following resolution:

§ 1

The Ordinary General Meeting appoints Ms Agnieszka Doroszkiewicz to be the Member of the Supervisory Board for the 8th term.

§ 2

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

In the conducted secret voting on the above-mentioned resolution no. 23 shareholders holding 27,301,704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69,8% of the initial capital have taken part; 27,301,704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 24,633,845 (twenty four million six hundred thirty three thousand eight hundred forty five) “for” votes, 2,667,859 (two million six hundred sixty seven thousand eight hundred fifty nine) “abstained” votes; no “against” votes were cast.
RESOLUTION No. 24
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010

regarding: election of the Member of the Supervisory Board for the 8th term.

“Acting pursuant to article 385 § 1 of the Code of Commercial Partnerships and Companies and §51 item 6 of the Company’s Statutes, the Ordinary General Meeting passes the following resolution:

§ 1

The Ordinary General Meeting appoints Mr Jacek Lewandoeski to be the Member of the Supervisory Board for the 8th term.

§ 2

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

In the conducted secret voting on the above-mentioned resolution no. 24 shareholders holding 27.301.704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69,8% of the initial capital have taken part; 27.301.704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 24.633.845 (twenty four million six hundred thirty three thousand eight hundred forty five) “for” votes, 2.667.859 (two million six hundred sixty seven thousand eight hundred fifty nine) “abstained” votes; no “against” votes were cast.

RESOLUTION No. 25
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010

regarding: election of the Member of the Supervisory Board for the 8th term.

“Acting pursuant to article 385 § 1 of the Code of Commercial Partnerships and Companies and §51 item 6 of the Company’s Statutes, the Ordinary General Meeting passes the following resolution:

§ 1

The Ordinary General Meeting appoints Mr Jacek Oblękowski to be the Member of the Supervisory Board for the 8th term.
§ 2

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

In the conducted secret voting on the above-mentioned resolution no. 25 shareholders holding 27.301.704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69,8% of the initial capital have taken part; 27.301.704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 24.633.845 (twenty four million six hundred thirty three thousand eight hundred forty five) “for” votes, 2.667.859 (two million six hundred sixty seven thousand eight hundred fifty nine) “abstained” votes; no “against” votes were cast.

RESOLUTION No. 26
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010

regarding: election of the Member of the Supervisory Board for the 8th term.

“Acting pursuant to article 385 § 1 of the Code of Commercial Partnerships and Companies and §51 item 6 of the Company's Statutes, the Ordinary General Meeting passes the following resolution:

§ 1

The Ordinary General Meeting appoints Mr Miroslaw Potulski to be the Member of the Supervisory Board for the 8th term.

§ 2

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

In the conducted secret voting on the above-mentioned resolution no. 26 shareholders holding 27.301.704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69,8% of the initial capital have taken part; 27.301.704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 24.633.845 (twenty four million six hundred thirty three thousand eight hundred forty five) “for” votes, 2.667.859 (two million six hundred sixty seven thousand eight hundred fifty nine) “abstained” votes; no “against” votes were cast.
RESOLUTION No. 27
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010

regarding: approval to buy fixed assets relating to the execution of the investment task called “Hydrogen plant with a production capacity of 8,000 Nm³/h”

“As acting pursuant to § 51 item 11) of the Company’s Articles of Association, the Ordinary General Meeting of Shareholders of Zakłady Azotowe w Tarnowie-Mościcach S.A., passes the following resolution:

§ 1

Approval is given to buy fixed assets relating to the execution of the investment task called “Hydrogen plant with a production capacity of 8,000 Nm³/h” of value 74,000,000 (say: seventy-four million) PLN further to the Management Board’s motion of 20 May 2010 (ref.: NZ/ZO/590/2010).

§ 2

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

In the conducted public voting on the above-mentioned resolution no. 27 shareholders holding 27,301,704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69.8% of the initial capital have taken part; 27,301,704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 27,301,704 (twenty seven million three hundred one thousand seven hundred four) “for” votes; no “against” and “abstained” votes were cast.

RESOLUTION No. 28
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010

regarding: approval to buy fixed assets relating to the execution of the investment task called “Expansion of Compounding – stages 1 and 2”
“Acting pursuant to § 51 item 11) of the Company’s Articles of Association, the Ordinary General Meeting of Shareholders of Zakłady Azotowe w Tarnowie-Mościcach S.A., passes the following resolution:

§ 1

Approval is given to buy fixed assets relating to the expansion of the material and financial scope of the investment task called “Expansion of Compounding – stages 1 and 2” by the increase of capital expenditure for the execution of the investment from the amount of 16,800,000 PLN to the total amount of 23,500,000 (say: twenty-three million five hundred thousand) PLN, i.e. by the amount of 6,700,000 (say: six million seven hundred thousand) PLN, further to the Management Board’s motion of 20 May 2010 (ref.: NZ/ZO/687/NR/148/2010).

§ 2

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

In the conducted public voting on the above-mentioned resolution no. 28 shareholders holding 27,301,704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69,8% of the initial capital have taken part; 27,301,704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 27,301,704 (twenty seven million three hundred one thousand seven hundred four) “for” votes; no “against” and “abstained” votes were cast.

RESOLUTION No. 29
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010

regarding: approval to expand “The programme of selling unnecessary real estate belonging to Zakłady Azotowe w Tarnowie-Mościcach S.A.”

“Acting pursuant to article 393 item 4) of the Code of Commercial Partnerships and Companies in conjunction with § 51 item 10) of the Company’s Articles of Association the Ordinary General Meeting of Shareholders resolves the following:
§ 1

Approval is given to:

a) sell under conditions set by the Management Board unnecessary real estate by way of the right of perpetual usufruct, of unit value above 200,000 PLN, i.e. plot no. 4/89 division 208 formed from the geodetic partition of plot 4/76 division 208,

b) expand „The programme of selling unnecessary real estate” by the following plots:
- no. 1/15 division 203 along with the building,
- no. 4/84 division 208,
- no. 4/73 division 208,
- no. 1/286 division 203 along with the building,
- no. 1/193 division 203,
- no. 1/149 division 203 and no. 1/314 division 203 along with the buildings,
- no. 1/144 division 203 along with the building,
- no. 1/318 division 203 along with the building,
- no. 1/184 division 203 along with the building,
- no. 1/155 division 203 and 1/316 division 203 along with the building,

further to the Management Board’s motion of 13 April 2010 (ref: NZ/OW/372/TI/62/2010).

§ 2

The sales procedure of unnecessary real estate should be carried out according to the regulations binding in the Company; the adopted minimum selling price shall be the current market value or book value, if it were higher than the market value on the day of effecting the sale.

§ 3

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

In the conducted public voting on the above-mentioned resolution no. 29 shareholders holding 27,301,704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69.8% of the initial capital have taken part; 27,301,704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 27,301,704 (twenty seven million three hundred one thousand seven hundred four) “for” votes; no “against” and “abstained” votes were cast.

RESOLUTION No. 30
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010

regarding: approval to sell 100% shares in PROReM Sp. z o.o.
“Acting pursuant to § 51 item 24) of the Company’s Articles of Association, the Ordinary General Meeting of Shareholders of Zakłady Azotowe w Tarnowie-Mościcach S.A., passes the following resolution:

§ 1

Approval is given to sell 100 %, i.e. 111,072 shares with nominal value 50 PLN each, owned by Zakłady Azotowe w Tarnowie-Mościcach S.A. in PROReM Sp. z o.o. seated in Tarnów, Poland, by way of a written invitation to negotiations addressed to not fewer than 20 and not more than 300 branch entities, financial institutions as well as the employees of the said company, further to the Management Board’s motion of 13 April 2010 (ref: NZ/OW/129/2010).

§ 2

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

In the conducted public voting on the above-mentioned resolution no. 30 shareholders holding 27,301,704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69.8% of the initial capital have taken part; 27,301,704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 27,232,935 (twenty seven million two hundred thirty two thousand nine hundred thirty five) “for” votes, 68,769 (sixty eight thousand seven hundred sixty nine) “abstained” votes; no “against” votes were cast.

RESOLUTION No. 31
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 23 June 2010

regarding:  granting an additional benefit (jubilee payment) to Mr Jerzy Marciniak, Chairman of the Board of Zakłady Azotowe w Tarnowie-Mościcach S.A.

“Acting pursuant to article 5 section 2 and article 11 of the Act of 3 March 2000 on the remuneration of persons managing some legal entities (Journal of Laws No. 26 item 306 as amended), § 2 section 1 item 1, § 2 section 2 item 1 letter d), § 3 section 1 item 1 of the Order of the President of the Council of Ministers of 21 January 2003 on detailed list of additional benefits which may be awarded to persons managing some legal entities and the course of their granting (Journal of Laws 03.14.139), the Ordinary General Meeting of Shareholders resolves the following:
§1

Mr Jerzy Marciniak, Chairman of the Board of Zakłady Azotowe w Tarnowie-Mościcach S.A. is awarded, an additional benefit in a form of a jubilee payment in the amount of 200% of the monthly salary, further to the Supervisory Board’s motion of 17 December 2009.

§2

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

In the conducted secret voting on the above-mentioned resolution no. 31 shareholders holding 27.301.704 (twenty seven million three hundred one thousand seven hundred four) shares, constituting 69,8% of the initial capital have taken part; 27.301.704 (twenty seven million three hundred one thousand seven hundred four) valid votes were cast, including 27.301.704 (twenty seven million three hundred one thousand seven hundred four) “for” votes; no “against” and “abstained” votes were cast.