RESOLUTION No. 1
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 14 June 2011

regarding: election of the Chair of the Ordinary General Meeting

Acting pursuant to article 409 § 1 of the Code of Commercial Partnerships and Companies, §46 of the Company’s Articles of Association and § 7 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 of Zakłady Azotowe w Tarnowie-Mościcach S.A. elects Mr/Ms Agnieszka Teresa Leginowicz to be the Chairman/Chairwoman of the Ordinary General Meeting.

§ 2

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

Nobody present submitted any objection.

In the conducted secret voting on the above-mentioned resolution no. 1 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) shares, constituting 65.08 % of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) “for” votes, “abstained” votes; no “against” votes were cast.
RESOLUTION No. 2
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 14 June 2011

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 Chair 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:
   a) the evaluation of the Management Board’s report on the Company’s activities and the financial statement for the business year 2010,
   b) the evaluation of the Management Board’s motion regarding the distribution of profit for the financial year 2010,
   c) the activities of the Supervisory Board taking into account the work of its committees and evaluation of the Management Board activities in 2010,
   d) the evaluation of conforming by the Company to the standards of corporate governance in 2010 and the evaluation of the situation in the Company in 2010 considering the evaluation of the internal control system and risk management system.
7) Examination and approval of non-consolidated financial statement of the Company for the period from 1st January 2010 to 31st December 2010 and the Management Board’s report on the Company’s activities for the business year 2010.
8) Passing a resolution regarding the distribution of profit for the financial year 2010.
9) 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 2010 to 31st December 2010 and the Management Board’s report on the Capital Group’s activities for the business year 2010.

11) Passing resolutions on the fulfilment of statutory obligations by the Members of the Management Board for the period from 1st January 2010 to 31st December 2010.

12) Passing resolutions on the fulfilment of statutory obligations by the Members of the Supervisory Board for the period from 1st January 2010 to 31st December 2010.

13) Passing a resolution on granting an annual bonus to the Chairman of the Board.

14) Changes in the composition of the Supervisory Board.

15) Current information for Shareholders.

16) Closing of the Ordinary General Meeting of Shareholders.

§ 2

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

Nobody present submitted any objection. In the conducted public voting on the above-mentioned resolution no. 2 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) shares, constituting 65.08% of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) “for” votes; no “against” and “abstained” votes were cast.

Chairman of the Assembly stated that Resolution No. 2 is taken.
RESOLUTION No. 3
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 14 June 2011

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:

§ 1

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. Janusz Florek

§ 2

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

Nobody present submitted any objection.
In the conducted secret voting on the above-mentioned resolution no. 3 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) shares, constituting 65.08% of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) “for” votes; no “against” and “abstained” votes were cast.

Chairman of the Assembly stated that Resolution No. 3 is taken.
RESOLUTION No. 4
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 14 June 2011

regarding: the approval of the non-consolidated Financial Statements of the Company for the period from 1 January 2010 to 31 December 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 Non-consolidated Financial Statements for the period from 1 January 2010 to 31 December 2010 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 2010 to 31 December 2010, the Ordinary General Meeting passes the following resolution:

§ 1

The Financial Statements of the Company for the year 2010, including:
1. Balance Sheet prepared as at 31 December 2010 that on the side of assets and liabilities shows the amount of PLN 1,595,027,000.00,
2. Profit and Loss Account for the business year from 1 January 2010 to 31 December 2010 showing net profit in the amount of PLN 62,313,000.00,
3. Statement of Changes in Equity for the business year from 1 January, 2010 to 31 December 2010 showing an increase in equity in the amount of PLN 62,313,000.00,
4. Cash Flow Statement for the business year from 1 January, 2010 to 31 December 2010 showing a decrease in cash in the amount of PLN 63,459,000.00,
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 submitted any objection.
In the conducted public voting on the above-mentioned resolution no. 4 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) shares, constituting 65.08% of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) “for” votes; no “against” and “abstained” votes were cast.

Chairman of the Assembly stated that Resolution No. 4 is taken.
RESOLUTION No. 5
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 14 June 2011


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 2010 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 2010, 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 2010 to 31 December 2010 is hereby approved.

§ 2

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

Nobody present submitted any objection.
In the conducted public voting on the above-mentioned resolution no. 5 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) shares, constituting 65,08% of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) “for” votes; no “against” and “abstained” votes were cast.

Chairman of the Assembly stated that Resolution No. 5 is taken.
RESOLUTION No. 6
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 14 June 2011

regarding: distribution of the profit for the year 2010

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 allocate the net profit for 2010 in the amount of PLN 60,655,812.48 (say: sixty million six hundred and fifty-five thousand eight hundred and twelve Polish zlotys 48/100) to the Company’s supplementary capital.

§ 2

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

Nobody present submitted any objection.
In the conducted public voting on the above-mentioned resolution no. 6 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) shares, constituting 65,08% of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) “for” votes; no “against” and “abstained” votes were cast.

Chairman of the Assembly stated that Resolution No. 6 is taken.
RESOLUTION No. 7
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 14 June 2011

regarding: the approval of the Consolidated Financial Statements of the Company for the period from 1 January 2010 to 31 December 2010

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 in conjunction with § 33 section 1 item 9), 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 2010 to 31 December 2010, 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 2010, including:
1. Consolidated Balance Sheet prepared as at 31 December 2010 that on the side of assets and liabilities shows the amount of PLN 3,313,407,000.00,
2. Consolidated Profit and Loss Account for the business year from 1 January 2010 to 31 December 2010 showing net profit in the amount of PLN 400,758,000.00 and total income in the amount of PLN 400,849,000.00,
3. Consolidated Statement of Changes in Equity for the business year from 1 January 2010 to 31 December 2010 showing an increase in equity in the amount of PLN 836,807,000.00
4. Consolidated Cash Flow Statement for the business year from 1 January 2010 to 31 December 2010 showing a increase in cash in the amount of PLN 32,965,000.00,
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.

Nobody present submitted any objection.
In the conducted public voting on the above-mentioned resolution no. 7 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) shares, constituting 65.08% of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) “for” votes; no “against” and “abstained” votes were cast.

Chairman of the Assembly stated that Resolution No. 7 is taken.
RESOLUTION No. 8
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 14 June 2011

regarding: approval of 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 2010 to 31 December 2010

Acting pursuant to article 55 par. 1 of the Accountancy Act and § 51 item 5 of the Company’s Articles of Association in conjunction with § 33 section 1 item 9), 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 2010 to 31 December 2010, 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 2010 to 31 December 2010 is hereby approved.

§ 2

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

Nobody present submitted any objection.
In the conducted public voting on the above-mentioned resolution no. 8 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) shares, constituting 65,08% of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) “for” votes; no “against” and “abstained” votes were cast.

Chairman of the Assembly stated that Resolution No. 8 is taken.
RESOLUTION No. 9
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 14 June 2011

regarding: acknowledgement of the fulfilment 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 2010 to 31 December 2010

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 fulfilment of duties by the President of the Company’s Managing Board, Mr Jerzy Marciniak, for the period from 1 January 2010 to 31 December 2010 is hereby acknowledged.

§ 2

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

Nobody present submitted any objection.
In the conducted secret voting on the above-mentioned resolution no. 9 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) shares, constituting 65.08% of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,451,282 (twenty five million four hundred fifty one thousand two hundred eighty two) “for” votes; 7,013 (seven thousand thirteen) “abstained” votes, no “against” votes were cast.

Chairman of the Assembly stated that Resolution No. 9 is taken.

RESOLUTION No. 10
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 14 June 2011
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 fulfilment of duties by the Vice-President of the Company’s Managing Board, Mr Andrzej Skolmowski, for the period from 1 January 2010 to 31 December 2010 is hereby acknowledged.

§ 2

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

Nobody present submitted any objection.
In the conducted secret voting on the above-mentioned resolution no. 10 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) shares, constituting 65,08% of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,451,282 (twenty five million four hundred fifty one thousand two hundred eighty two) “for” votes; 7,013 (seven thousand thirteen) “abstained” votes, no “against” votes were cast.

Chairman of the Assembly stated that Resolution No. 10 is taken.

RESOLUTION No. 11
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 14 June 2011

regarding: acknowledgement of the fulfilment of duties by the Vice-President of the Managing Board of Zakłady Azotowe w Tarnowie-Mościcach SA, Mr Witold Szczypiński, for the period from 1 January 2010 to 31 December 2010

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 fulfilment of duties by the Vice-President of the Company’s Managing Board, Mr Witold Szczypiński, for the period from 1 January 2010 to 31 December 2010 is hereby acknowledged.

§ 2

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

Nobody present submitted any objection.
In the conducted secret voting on the above-mentioned resolution no. 11 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) shares, constituting 65,08% of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,451,282 (twenty five million four hundred fifty one thousand two hundred eighty two) “for” votes; 7,013 (seven thousand thirteen) “abstained” votes, no “against” votes were cast.

Chairman of the Assembly stated that Resolution No. 11 is taken.

RESOLUTION No. 12
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 Managing Board of Zakłady Azotowe w Tarnowie-Mościcach SA, Mr Franciszek Bernat, for the period from 1 January June 2010 to 31 December 2010
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 fulfilment 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 2010 to 31 December 2010 is hereby acknowledged.

§ 2

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

Nobody present submitted any objection. In the conducted secret voting on the above-mentioned resolution no. 12 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) shares, constituting 65.08% of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,451,282 (twenty five million four hundred fifty one thousand two hundred eighty two) “for” votes; 7,013 (seven thousand thirteen) “abstained” votes, no “against” votes were cast.

Chairman of the Assembly stated that Resolution No. 12 is taken.

RESOLUTION No. 13
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 14 June 2011

regarding: acknowledgement of the fulfilment of duties by the Chairwoman of the Company’s Supervisory Board, Ms Marzena Piszczek, for the period from 1 January 2010 to 31 December 2010
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 2010 to 31 December 2010, the Ordinary General Meeting passes the following resolution:

§ 1

The fulfilment of duties by the Chairwoman of the Company’s Supervisory Board, Ms Marzena Piszczek, for the period from 1 January 2010 to 31 December 2010 is hereby acknowledged.

§ 2

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

Nobody present submitted any objection.
In the conducted secret voting on the above-mentioned resolution no. 13 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) shares, constituting 65,08% of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,451,282 (twenty five million four hundred fifty one thousand two hundred eighty two) “for” votes; 7,013 (seven thousand thirteen) “abstained” votes, no “against” votes were cast.

Chairman of the Assembly stated that Resolution No. 13 is taken.

RESOLUTION No. 14
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 14 June 2011

regarding: acknowledgement of the fulfilment of duties by the Vice-Chairwoman of the Company’s Supervisory Board, Ms Małgorzata Rzążewska, for the period from 1 January 2010 to 23 June 2010

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 2010 to 31 December 2010, the Ordinary General Meeting passes the following resolution:

§ 1

The fulfilment of duties by the Vice-Chairwoman of the Company’s Supervisory Board, Ms Małgorzata Rzążewska, for the period from 1 January 2010 to 23 June 2010 is hereby acknowledged.

§ 2

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

Nobody present submitted any objection.

In the conducted secret voting on the above-mentioned resolution no. 14 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) shares, constituting 65,08% of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,451,282 (twenty five million four hundred fifty one thousand two hundred eighty two) “for” votes; 7,013 (seven thousand thirteen) “abstained” votes, no “against” votes were cast.

Chairman of the Assembly stated that Resolution No. 14 is taken.

RESOLUTION No. 15.

of the Ordinary General Meeting

of Zakłady Azotowe w Tarnowie-Mościcach S.A.

of 14 June 2011

regarding: acknowledgement of the fulfilment of duties by the Vice-Chairwoman of the Company’s Supervisory Board, Ms Ewa Lis, for the period from 1 January 2010 to 23 June 2010

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 2010 to 31 December 2010, the Ordinary General Meeting passes the following resolution:

§ 1
The fulfilment of duties by the Vice-Chairwoman of the Company’s Supervisory Board, Ewa Lis, for the period from 1 January 2010 to 23 June 2010 is hereby acknowledged.

§ 2

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

Nobody present submitted any objection.
In the conducted secret voting on the above-mentioned resolution no. 15 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) shares, constituting 65.08% of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,451,282 (twenty five million four hundred fifty one thousand two hundred eighty two) “for” votes; 7,013 (seven thousand thirteen) “abstained” votes, no “against” votes were cast.

Chairman of the Assembly stated that Resolution No. 15 is taken.

RESOLUTION No. 16.
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 14 June 2011

regarding: acknowledgement of the fulfilment of duties by the Secretary of the Company’s Supervisory Board, Mr Jan Wais, for the period from 23 June 2010 to 19 November 2010

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 2010 to 31 December 2010, the Ordinary General Meeting passes the following resolution:

§ 1

The fulfilment of duties by the Secretary of the Company’s Supervisory Board, Mr Jan Wais, for the period from 1 January 2010 to 23 June 2010 and from 19 November 2010 to 31 December 2010 is hereby acknowledged.

§ 2

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

Nobody present submitted any objection. In the conducted secret voting on the above-mentioned resolution no. 16 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) shares, constituting 65.08% of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,451,282 (twenty five million four hundred fifty one thousand two hundred eighty two) “for” votes; 7,013 (seven thousand thirteen) “abstained” votes, no “against” votes were cast.

Chairman of the Assembly stated that Resolution No. 16 is taken.

RESOLUTION No. 17
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 14 June 2011

regarding: acknowledgement of the fulfilment of duties by the Member of the Company’s Supervisory Board, Ms Joanna Kielkiewicz, for the period from 1 January 2010 to 23 June 2010

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 2010 to 31 December 2010, the Ordinary General Meeting passes the following resolution:

§ 1

The fulfilment of duties by the Member of the Company’s Supervisory Board, Ms Joanna Kielkiewicz, for the period from 1 January 2010 to 23 June 2010 is hereby acknowledged.
The resolution shall become effective on the date of its adoption.

Nobody present submitted any objection. In the conducted secret voting on the above-mentioned resolution no. 17 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) shares, constituting 65.08% of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,451,282 (twenty five million four hundred fifty one thousand two hundred eighty two) “for” votes; 7,013 (seven thousand thirteen) “abstained” votes, no “against” votes were cast.

Chairman of the Assembly stated that Resolution No. 17 is taken.

RESOLUTION No. 18
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 14 June 2011

regarding: acknowledgement of the fulfilment of duties by the Member of the Company’s Supervisory Board, Mr Dariusz Maciejuk, for the period from 1 January 2010 to 23 June 2010

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 2010 to 31 December 2010, the Ordinary General Meeting passes the following resolution:

§ 1

The fulfilment of duties by the Member of the Company’s Supervisory Board, Mr Dariusz Maciejuk, for the period from 1 January 2010 to 23 June 2010 is hereby acknowledged.
§ 2

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

Nobody present submitted any objection.
In the conducted secret voting on the above-mentioned resolution no. 18 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) shares, constituting 65.08% of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,451,282 (twenty five million four hundred fifty one thousand two hundred eighty two) “for” votes; 7,013 (seven thousand thirteen) “abstained” votes, no “against” votes were cast.

Chairman of the Assembly stated that Resolution No. 18 is taken.

RESOLUTION No. 19
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 14 June 2011

regarding: acknowledgement of the fulfilment of duties by the Member of the Company’s Supervisory Board, Mr Armin Teske, for the period from 1 January 2010 to 23 June 2010

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 2010 to 31 December 2010, the Ordinary General Meeting passes the following resolution:

§ 1

The fulfilment of duties by the Member of the Company’s Supervisory Board, Mr Armin Teske, for the period from 1 January 2010 to 23 June 2010 is hereby acknowledged.

§ 2

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

Nobody present submitted any objection.
In the conducted secret voting on the above-mentioned resolution no. 19 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) shares, constituting 65.08% of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,451,282 (twenty five million four hundred fifty one thousand two hundred eighty two) “for” votes; 7,013 (seven thousand thirteen) “abstained” votes, no “against” votes were cast.

Chairman of the Assembly stated that Resolution No. 19 is taken.

RESOLUTION No. 20
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 14 June 2011

regarding: acknowledgement of the fulfilment of duties by the Member of the Company’s Supervisory Board, Mr Krzysztof Pieńkowski, for the period from 1 January 2010 to 15 February 2010

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 2010 to 31 December 2010, the Ordinary General Meeting passes the following resolution:

§ 1

The fulfilment of duties by the Member of the Company’s Supervisory Board, Mr Krzysztof Pieńkowski, for the period from 1 January 2010 to 15 February 2010 is hereby acknowledged.

§ 2

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

Nobody present submitted any objection.
In the conducted secret voting on the above-mentioned resolution no. 20 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five)
shares, constituting 65.08% of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,451,282 (twenty five million four hundred fifty one thousand two hundred eighty two) “for” votes; 7,013 (seven thousand thirteen) “abstained” votes, no “against” votes were cast.

Chairman of the Assembly stated that Resolution No. 20 is taken.
RESOLUTION No. 21
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 14 June 2011

regarding: acknowledgement of the fulfilment of duties by the Member of the Company’s Supervisory Board, Ms Katarzyna Wałęga, for the period from 1 January 2010 to 23 June 2010

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 2010 to 31 December 2010, the Ordinary General Meeting passes the following resolution:

§ 1

The fulfilment of duties by the Member of the Company’s Supervisory Board, Ms Katarzyna Wałęga, for the period from 1 January 2010 to 23 June 2010 is hereby acknowledged.

§ 2

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

Nobody present submitted any objection.
In the conducted secret voting on the above-mentioned resolution no. 21 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) shares, constituting 65.08% of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,451,282 (twenty five million four hundred fifty one thousand two hundred eighty two) “for” votes; 7,013 (seven thousand thirteen) “abstained” votes, no “against” votes were cast.

Chairman of the Assembly stated that Resolution No. 21 is taken.

RESOLUTION No. 22
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 14 June 2011

regarding: acknowledgement of the fulfilment of duties by the Member of the Company’s Supervisory Board, Ms Agnieszka Doroszkiewicz, for the period from 23 June 2010 to 31 December 2010

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 2010 to 31 December 2010, the Ordinary General Meeting passes the following resolution:

§ 1

The fulfilment of duties by the Member of the Company’s Supervisory Board, Ms Agnieszka Doroszkiewicz, for the period from 23 June 2010 to 31 December 2010 is hereby acknowledged.

§ 2

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

Nobody present submitted any objection. In the conducted secret voting on the above-mentioned resolution no. 22 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) shares, constituting 65.08% of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,451,282 (twenty five million four hundred fifty one thousand two hundred eighty two) “for” votes; 7,013 (seven thousand thirteen) “abstained” votes, no “against” votes were cast.

Chairman of the Assembly stated that Resolution No. 22 is taken.
RESOLUTION No. 23
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 14 June 2011

regarding: acknowledgement of the fulfilment of duties by the Member of the Company’s Supervisory Board, Mr Jacek Lewandowski, for the period from 23 January 2010 to 31 December 2010

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 2010 to 31 December 2010, the Ordinary General Meeting passes the following resolution:

§ 1

The fulfilment of duties by the Member of the Company’s Supervisory Board, Mr Jacek Lewandowski, for the period from 23 January 2010 to 31 December 2010 is hereby acknowledged.

§ 2

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

Nobody present submitted any objection.
In the conducted secret voting on the above-mentioned resolution no. 23 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) shares, constituting 65,08% of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,451,282 (twenty five million four hundred fifty one thousand two hundred eighty two) “for” votes; 7,013 (seven thousand thirteen) “abstained” votes, no “against” votes were cast.

Chairman of the Assembly stated that Resolution No. 23 is taken.

RESOLUTION No. 24
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 14 June 2011
regarding: acknowledgement of the fulfilment of duties by the Member of the Company’s Supervisory Board, Mr Jacek Oblękowski, for the period from 23 June 2010 to 31 December 2010

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 2010 to 31 December 2010, the Ordinary General Meeting passes the following resolution:

§ 1

The fulfilment of duties by the Member of the Company’s Supervisory Board, Mr Jacek Oblękowski, for the period from 23 June 2010 to 31 December 2010 is hereby acknowledged.

§ 2

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

Nobody present submitted any objection.
In the conducted secret voting on the above-mentioned resolution no. 24 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) shares, constituting 65,08% of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,451,282 (twenty five million four hundred fifty one thousand two hundred eighty two) “for” votes; 7,013 (seven thousand thirteen) “abstained” votes, no “against” votes were cast.

Chairman of the Assembly stated that Resolution No. 24 is taken.

RESOLUTION No. 25
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 14 June 2011

regarding: acknowledgement of the fulfilment of duties by the Member of the Company’s Supervisory Board, Mr Mirosław Potulski, for the period from 23 June 2010 to 31 December 2010

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 2010 to 31 December 2010, the Ordinary General Meeting passes the following resolution:

§ 1

The fulfilment of duties by the Member of the Company’s Supervisory Board, Mr Mirosław Potulski, for the period from 23 June 2010 to 31 December 2010 is hereby acknowledged.

§ 2

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

Nobody present submitted any objection.
In the conducted secret voting on the above-mentioned resolution no. 25 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) shares, constituting 65.08% of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,451,282 (twenty five million four hundred fifty one thousand two hundred eighty two) “for” votes; 7,013 (seven thousand thirteen) “abstained” votes, no “against” votes were cast.

Chairman of the Assembly stated that Resolution No. 25 is taken.

RESOLUTION No. 26
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 14 June 2011

regarding: acknowledgement of the fulfilment of duties by the Member of the Company’s Supervisory Board, Mr Tomasz Klikowicz, for the period from 19 November 2010 to 31 December 2010
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 2010 to 31 December 2010, the Ordinary General Meeting passes the following resolution:

§ 1

The fulfilment of duties by the Member of the Company’s Supervisory Board, Mr Tomasz Klikowicz, for the period from 19 November 2010 to 31 December 2010 is hereby acknowledged.

§ 2

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

Nobody present submitted any objection.
In the conducted secret voting on the above-mentioned resolution no. 26 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) shares, constituting 65.08% of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,451,282 (twenty five million four hundred fifty one thousand two hundred eighty two) “for” votes; 7,013 (seven thousand thirteen) “abstained” votes, no “against” votes were cast.

Chairman of the Assembly stated that Resolution No. 26 is taken.

RESOLUTION No. 27
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 14 June 2011

regarding: acknowledgement of the fulfilment of duties by the Member of the Company’s Supervisory Board, Mr Zbigniew Paprocki, for the period from 19 November 2010 to 31 December 2010

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 2010 to 31 December 2010, the Ordinary General Meeting passes the following resolution:

§ 1

The fulfilment of duties by the Member of the Company’s Supervisory Board, Mr Zbigniew Paprocki, for the period from 19 November 2010 to 31 December 2010 is hereby acknowledged.

§ 2

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

Nobody present submitted any objection.

In the conducted secret voting on the above-mentioned resolution no. 27 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) shares, constituting 65,08% of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,451,282 (twenty five million four hundred fifty one thousand two hundred eighty two) “for” votes; 7,013 (seven thousand thirteen) “abstained” votes, no “against” votes were cast.

Chairman of the Assembly stated that Resolution No. 27 is taken.

RESOLUTION No. 28
of the Ordinary General Meeting
of Zakłady Azotowe w Tarnowie-Mościcach S.A.
of 14 June 2011

regarding: granting of annual bonus for 2010 to the Chairman of the Board Mr Jerzy Marciniak

Acting pursuant to article 10 § 1 and 2 of the Act on Remunerating Persons Who Manage Certain Legal Entities, dated March 3rd 2000 (Dz.U. of 2000, No. 26, item 306, as amended) as well as decree of the Minister of State Treasury’s Regulation Concerning Detailed Rules and Procedure for Granting Annual Bonuses to the Management Staff of Certain Legal Entities, dated March 12th 2001 (Dz.U. of 2001, No. 22, item 259, as amended) and the resolution No. 8 Extraordinary General Meeting of the Company, dated May 18th 2011 on the
terms and amount of remuneration of Board Members, the Ordinary General Meeting of Zakłady Azotowe w Tarnowie-Mościcach S.A. passes the following resolution:

§ 1

An annual bonus for 2010 to the Chairman of the Board Mr Jerzy Marciniak equal to three times his average monthly income received in 2010.

§ 2

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

Nobody present submitted any objection. In the conducted secret voting on the above-mentioned resolution no. 28 shareholders holding 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) shares, constituting 65.08% of the initial capital have taken part; 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) valid votes were cast, including 25,458,295 (twenty five million four hundred fifty eight thousand two hundred ninety five) “for” votes; no “against” and “abstained” votes, were cast.

Chairman of the Assembly stated that Resolution No. 28 is taken.