RESOLUTION NO. 1
of the Annual General Meeting
of Grupa Azoty S.A.,
dated June 18th 2015,
concerning: appointment of the Chair of the Annual General Meeting

“Acting pursuant to Art. 409.1 of the Polish Commercial Companies Code, Art. 46 of the Company’s Articles of Association and Par. 7.1 of the Rules of Procedure for the General Meeting, the Annual General Meeting of Grupa Azoty S.A. resolves as follows:

Section 1
The Annual General Meeting of Grupa Azoty S.A. hereby appoints Mr Jaroslaw Kolkowski as the Chair of the Annual General Meeting.

Section 2
This Resolution shall become effective as of its date.”

In a secret ballot on Resolution No. 1, 81,836,829 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and twenty-nine) shares were voted, representing 82.50% of the share capital; 81,836,829 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and twenty-nine) valid votes were cast, including 69,534,631 (sixty-nine million, five hundred and thirty-four thousand, six hundred and thirty-one) votes in favour of the resolution, 12,302,198 (twelve million, three hundred and two thousand, one hundred and ninety-eight) abstentions and no votes cast against the resolution.
None of those present raised any objections.

RESOLUTION NO. 2
of the Annual General Meeting
of Grupa Azoty S.A.,
dated June 18th 2015,
concerning: adoption of the agenda for the Annual General Meeting

“Acting pursuant to Par. 22.1 of the Rules of Procedure for the General Meeting, the Annual General Meeting of Grupa Azoty S.A. resolves as follows:

Section 1
The Annual General Meeting adopts the following agenda for the Meeting:
1. Opening of the Meeting.
2. Appointment of the Chair of the Meeting and preparation of the attendance list.
3. Confirmation that the Meeting has been properly convened and has the capacity to adopt resolutions.

4. Adoption of the agenda.

5. Appointment of the Ballot Counting Committee.

6. Review of the Supervisory Board’s reports on:
   b) assessment of the Company’s compliance with the adopted corporate governance standards in the period January 1st–December 31st 2014;
   c) activities of the Supervisory Board and its committees in the period January 1st–December 31st 2014, and assessment of the work of the Management Board;
   d) assessment of the Company’s position in 2014, including evaluation of its internal control and risk management systems.


8. Adoption of a resolution on allocation of net profit for the financial year 2014.


11. Adoption of resolutions to grant discharge to Members of the Management Board in respect of performance of their duties in the period January 1st–December 31st 2014.

12. Adoption of resolutions to grant discharge to Members of the Supervisory Board in respect of performance of their duties in the period January 1st–December 31st 2014.

13. Current information for the Shareholders.


Section 2

This Resolution shall become effective as of its date.”
None of those present proposed any amendments to this draft resolution.

In a secret ballot on Resolution No. 2, 81,836,829 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and twenty-nine) shares were voted, representing 82.50% of the share capital; 81,836,829 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and twenty-nine) valid votes were cast, including 81,836,829 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and twenty-nine) votes in favour of the resolution, no abstentions and no votes cast against the resolution.

None of those present raised any objections.

The Chair of the Meeting declared that Resolution No. 2 had been carried.

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RESOLUTION NO. 3

of the Annual General Meeting

of Grupa Azoty S.A.,

dated June 18th 2015,

cconcerning: approval of the Company’s separate financial statements for the period

January 1st–December 31st 2014

“Acting pursuant to Art. 393.1 and Art. 395.2.1 of the Polish Commercial Companies Code, and Art. 51.1 and Art. 51.26 in conjunction with Art. 33.1.6 and Art. 33.1.8 of the Company’s Articles of Association, having reviewed the separate financial statements of Grupa Azoty S.A. for the period January 1st–December 31st 2014 and the Supervisory Board’s report on the assessment of the separate financial statements of Grupa Azoty S.A. for the period January 1st–December 31st 2014, the Annual General Meeting resolves as follows:

Section 1

The Annual General Meeting approves the separate financial statements of Grupa Azoty S.A., comprising:

- Separate statement of financial position as at December 31st 2014, showing total assets and total equity and liabilities of PLN 5,400,562 thousand,
- Separate statement of profit or loss and other comprehensive income for the period January 1st–December 31st 2014, showing a net profit of PLN 214,633 thousand and positive total comprehensive income of PLN 210,299 thousand,
- Separate statement of changes in equity for the financial year January 1st–December 31st 2014, showing an increase in equity of PLN 190,460 thousand,
• Separate statement of cash flows for the period January 1st–December 31st 2014, showing an increase in cash of PLN 21,082 thousand,  
• Notes to the separate financial statements.

Section 2
This Resolution shall become effective as of its date.”
None of those present proposed any amendments to this draft resolution.
In a secret ballot on Resolution No. 3, 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) shares were voted, representing 82.50% of the share capital; 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) valid votes were cast, including 81,773,563 (eighty-one million, seven hundred and seventy-three thousand, five hundred and sixty-three) votes in favour of the resolution, 58,878 (fifty-eight thousand, eight hundred and sixty-eight) abstentions and 4,391 (four thousand, three hundred and ninety-one) votes cast against the resolution.
The Chair of the Meeting declared that Resolution No. 3 had been carried.

RESOLUTION NO. 4
of the Annual General Meeting  
of Grupa Azoty S.A.,  
dated June 18th 2015,  

“Acting pursuant to Art. 393.1 and Art. 395.2.1 of the Polish Commercial Companies Code, and Art. 51.1 and Art. 51.26 in conjunction with Art. 33.1.6 and Art. 33.1.8 of the Company’s Articles of Association, having reviewed the Directors’ Report on the Company’s operations in 2014 and the Supervisory Board’s report on the assessment of the Directors’ Report on the Company’s operations in 2014, the Annual General Meeting resolves as follows:

Section 1

Section 2
This Resolution shall become effective as of its date.”
None of those present proposed any amendments to this draft resolution.
In a secret ballot on Resolution No. 4, 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) shares were voted, representing 82.50% of the share capital; 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) valid votes were cast, including 61,934,465 (sixty-one million, nine hundred and thirty-four thousand, four hundred and sixty-five) votes in favour of the resolution, 19,897,973 (nineteen million, eight hundred and ninety-seven thousand, nine hundred and seventy-three) abstentions and 4,394 (four thousand, three hundred and ninety-four) votes cast against the resolution.

The Chair of the Meeting declared that Resolution No. 4 had been carried.

RESOLUTION NO. 6
of the Annual General Meeting
of Grupa Azoty S.A.,
dated June 18th 2015,
concerning: allocation of net profit for the financial year 2014

“Acting pursuant to Art. 395.2.2 of the Polish Commercial Companies Code, and Art. 51.3 and Art. 51.26 in conjunction with Art. 33.1.7 and Art. 33.1.8 of the Company’s Articles of Association, having considered the Supervisory Board’s opinion on the Management Board’s proposal concerning the allocation of net profit, the Annual General Meeting resolves as follows:

Section 1
The Annual General Meeting resolves to allocate the entire 2014 net profit of PLN 214,633,409.39 (two hundred and fourteen million, six hundred and thirty-three thousand, four hundred and nine złoty, 39/100) to the Company’s statutory reserve funds.

Section 2
This Resolution shall become effective as of its date.” None of those present proposed any amendments to this draft resolution.

In a secret ballot on Resolution No. 6, 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) shares were voted, representing 82.50% of the share capital; 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) valid votes were cast, including 55,597,724 (fifty-five million, five
hundred and ninety-seven thousand, seven hundred and twenty-four) votes in favour of the resolution, 6,400,001 (six million, four hundred thousand and one) abstentions and 19,839,107 (nineteen million, eight hundred and thirty-nine thousand, one hundred and seven) votes cast against the resolution. The Chair of the Meeting declared that Resolution No. 6 had been carried.

RESOLUTION NO. 7
of the Annual General Meeting
of Grupa Azoty S.A.,
dated June 18th 2015,
concerning: approval of the consolidated financial statements of the Grupa Azoty Group for the period January 1st–December 31st 2014

“Acting pursuant to Art. 395.5 of the Polish Commercial Companies Code, Art. 55.1, Art. 55.2 and Art. 63c.4 of the Polish Accountancy Act, and Art. 51.5 in conjunction with Art. 33.1.9 of the Company’s Articles of Association, having reviewed the consolidated financial statements of the Grupa Azoty Group for the period January 1st–December 31st 2014 and the Supervisory Board’s report on the assessment of the consolidated financial statements of the Grupa Azoty Group for the period January 1st–December 31st 2014, the Annual General Meeting resolves as follows:

Section 1
The Annual General Meeting approves the consolidated financial statements of the Grupa Azoty Group for the period January 1st–December 31st 2014, comprising:

- consolidated statement of financial position as at December 31st 2014, showing total assets and total equity and liabilities of PLN 9,948,332 thousand,
- consolidated statement of profit or loss and other comprehensive income for the period January 1st–December 31st 2014, showing a net profit of PLN 265,055 thousand and positive total comprehensive income of PLN 251,363 thousand,
- consolidated statement of changes in equity for the financial year January 1st–December 31st 2014, showing an increase in equity of PLN 217,582 thousand,
- consolidated statement of cash flows for the period January 1st–December 31st 2014, showing a decrease in cash of PLN 154,421 thousand,
- notes to the consolidated financial statements.

Section 2
This Resolution shall become effective as of its date.”

None of those present proposed any amendments to this draft resolution.

In a secret ballot on Resolution No. 7, 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) shares were voted, representing 82.50% of the share capital; 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) valid votes were cast, including 61,934,464 (sixty-one million, nine hundred and thirty-four thousand, four hundred and sixty-four) votes in favour of the resolution, 19,897,973 (nineteen million, eight hundred and ninety-seven thousand, nine hundred and seventy-three) abstentions and 4,395 (four thousand, three hundred and ninety-five) votes cast against the resolution.

None of those present raised any objections.

The Chair of the Meeting declared that Resolution No. 7 had been carried.

RESOLUTION NO. 8
of the Annual General Meeting
of Grupa Azoty S.A.,
dated June 18th 2015,

“Acting pursuant to Art. 395.5 of the Polish Commercial Companies Code, Art. 55.1, Art. 55.2 and Art. 63c.4 of the Polish Accountancy Act, and Art. 51.5 in conjunction with Art. 33.1.9 of the Company’s Articles of Association, having reviewed the Directors’ Report on the Grupa Azoty Group’s operations in the period January 1st–December 31st 2014 and the Supervisory Board’s report on the assessment of the Directors’ Report on the Grupa Azoty Group’s operations, the Annual General Meeting resolves as follows:

Section 1

Section 2
This Resolution shall become effective as of its date.”

None of those present proposed any amendments to this draft resolution.
In a secret ballot on Resolution No. 8, 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) shares were voted, representing 82.50% of the share capital; 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) valid votes were cast, including 61,934,464 (sixty-one million, nine hundred and thirty-four thousand, four hundred and sixty-four) votes in favour of the resolution, 19,897,973 (nineteen million, eight hundred and ninety-seven thousand, nine hundred and seventy-three) abstentions and 4,395 (four thousand, three hundred and ninety-five) votes cast against the resolution.
None of those present raised any objections.
The Chair of the Meeting declared that Resolution No. 8 had been carried.

RESOLUTION NO. 9
of the Annual General Meeting
of Grupa Azoty S.A.,
dated June 18th 2015,
concerning: grant of discharge to Mr Paweł Jarczewski, President of the Management Board of Grupa Azoty S.A., in respect of performance of his duties in the period January 1st−December 31st 2014

“Acting pursuant to Art. 395.2.3 of the Polish Commercial Companies Code and Art. 51.2 of the Company’s Articles of Association, the Annual General Meeting resolves as follows:

Section 1
The Annual General Meeting grants discharge to Mr Paweł Jarczewski, President of the Management Board of Grupa Azoty S.A., in respect of performance of his duties in the period January 1st−December 31st 2014.

Section 2
This Resolution shall become effective as of its date.”
None of those present proposed any amendments to this draft resolution.
In a secret ballot on Resolution No. 9, 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) shares were voted, representing 82.50% of the share capital; 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) valid votes were cast, including 61,938,848 (sixty-one million, nine hundred and thirty-eight thousand, eight hundred and forty-eight) votes in favour of the
resolution, 19,897,973 (nineteen million, eight hundred and ninety-seven thousand, nine hundred and seventy-three) abstentions and 11 (eleven) votes cast against the resolution. None of those present raised any objections.
The Chair of the Meeting declared that Resolution No. 9 had been carried.

RESOLUTION NO. 10
of the Annual General Meeting
of Grupa Azoty S.A.,
dated June 18th 2015,
concerning: grant of discharge to Mr Krzysztof Jalosiński, Vice-President of the Management Board of Grupa Azoty S.A., in respect of performance of his duties in the period January 1st–December 31st 2014

“Acting pursuant to Art. 395.2.3 of the Polish Commercial Companies Code and Art. 51.2 of the Company’s Articles of Association, the Annual General Meeting resolves as follows:

Section 1
The Annual General Meeting grants discharge to Mr Krzysztof Jalosiński, Vice-President of the Management Board of Grupa Azoty S.A., in respect of performance of his duties in the period January 1st–December 31st 2014.

Section 2
This Resolution shall become effective as of its date.” None of those present proposed any amendments to this draft resolution.
In a secret ballot on Resolution No. 10, 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) shares were voted, representing 82.50% of the share capital; 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) valid votes were cast, including 61,938,851 (sixty-one million, nine hundred and thirty-eight thousand, eight hundred and fifty-one) votes in favour of the resolution, 19,897,974 (nineteen million, eight hundred and ninety-seven thousand, nine hundred and seventy-four) abstentions and 7 (seven) votes cast against the resolution. None of those present raised any objections.
The Chair of the Meeting declared that Resolution No. 10 had been carried.

RESOLUTION NO. 11
of the Annual General Meeting
of Grupa Azoty S.A.,
dated June 18th 2015,
concerning: grant of discharge to Mr Marek Kaplucha, Vice-President of the Management Board of Grupa Azoty S.A., in respect of performance of his duties in the period January 1st–December 31st 2014

“Acting pursuant to Art. 395.2.3 of the Polish Commercial Companies Code and Art. 51.2 of the Company’s Articles of Association, the Annual General Meeting resolves as follows:

Section 1
The Annual General Meeting grants discharge to Mr Marek Kaplucha, Vice-President of the Management Board of Grupa Azoty S.A., in respect of performance of his duties in the period January 1st–December 31st 2014.

Section 2
This Resolution shall become effective as of its date”. None of those present proposed any amendments to this draft resolution.

In a secret ballot on Resolution No. 11, 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) shares were voted, representing 82.50% of the share capital; 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) valid votes were cast, including 61,938,849 (sixty-one million, nine hundred and thirty-eight thousand, eight hundred and forty-nine) votes in favour of the resolution, 19,897,973 (nineteen million, eight hundred and ninety-seven thousand, nine hundred and seventy-three) abstentions and 10 (ten) votes cast against the resolution.

None of those present raised any objections.

The Chair of the Meeting declared that Resolution No. 11 had been carried.

RESOLUTION NO. 12
of the Annual General Meeting
of Grupa Azoty S.A.,
dated June 18th 2015,
concerning: grant of discharge to Mr Marian Rybak, Vice-President of the Management Board of Grupa Azoty S.A., in respect of performance of his duties in the period January 1st–December 31st 2014
“Acting pursuant to Art. 395.2.3 of the Polish Commercial Companies Code and Art. 51.2 of the Company’s Articles of Association, the Annual General Meeting resolves as follows:

Section 1

The Annual General Meeting grants discharge to Mr Marian Rybak, Vice-President of the Management Board of Grupa Azoty S.A., in respect of performance of his duties in the period January 1st–December 31st 2014.

Section 2

This Resolution shall become effective as of its date.”

None of those present proposed any amendments to this draft resolution.

In a secret ballot on Resolution No. 12, 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) shares were voted, representing 82.50% of the share capital; 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) valid votes were cast, including 61,938,848 (sixty-one million, nine hundred and thirty-eight thousand, eight hundred and forty-eight) votes in favour of the resolution, 19,897,974 (nineteen million, eight hundred and ninety-seven thousand, nine hundred and seventy-four) abstentions and 10 (ten) votes cast against the resolution.

None of those present raised any objections.

The Chair of the Meeting declared that Resolution No. 12 had been carried.

RESOLUTION NO. 13

of the Annual General Meeting

of Grupa Azoty S.A.,

dated June 18th 2015,

concerning: grant of discharge to Mr Andrzej Skolmowski, Vice-President of the Management Board of Grupa Azoty S.A., in respect of performance of his duties in the period January 1st–December 31st 2014

“Acting pursuant to Art. 395.2.3 of the Polish Commercial Companies Code and Art. 51.2 of the Company’s Articles of Association, the Annual General Meeting resolves as follows:

Section 1

The Annual General Meeting grants discharge to Mr Andrzej Skolmowski, Vice-President of the Management Board of Grupa Azoty S.A., in respect of performance of his duties in the period January 1st–December 31st 2014.
Section 2

This Resolution shall become effective as of its date.” None of those present proposed any amendments to this draft resolution.

In a secret ballot on Resolution No. 13, 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) shares were voted, representing 82.50% of the share capital; 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) valid votes were cast, including 61,938,852 (sixty-one million, nine hundred and thirty-eight thousand, eight hundred and fifty-two) votes in favour of the resolution, 19,897,973 (nineteen million, eight hundred and ninety-seven thousand, nine hundred and seventy-three) abstentions and 7 (seven) votes cast against the resolution.

None of those present raised any objections.

The Chair of the Meeting declared that Resolution No. 13 had been carried.

RESOLUTION NO. 14

of the Annual General Meeting
of Grupa Azoty S.A.,
dated June 18th 2015,
concerning: grant of discharge to Mr Witold Szczypiński, Vice-President of the Management Board of Grupa Azoty S.A., in respect of performance of his duties in the period January 1st–December 31st 2014

“Acting pursuant to Art. 395.2.3 of the Polish Commercial Companies Code and Art. 51.2 of the Company’s Articles of Association, the Annual General Meeting resolves as follows:

Section 1

The Annual General Meeting grants discharge to Mr Witold Szczypiński, Vice-President of the Management Board of Grupa Azoty S.A., in respect of performance of his duties in the period January 1st–December 31st 2014.

Section 2

This Resolution shall become effective as of its date.”

None of those present proposed any amendments to this draft resolution.

In a secret ballot on Resolution No. 14, 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) shares were voted, representing 82.50% of the share capital; 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) valid votes were cast, including 61,938,848 (sixty-one million, nine hundred and thirty-eight thousand, eight hundred and fifty-two) votes in favour of the resolution, 19,897,973 (nineteen million, eight hundred and ninety-seven thousand, nine hundred and seventy-three) abstentions and 7 (seven) votes cast against the resolution.
hundred and thirty-eight thousand, eight hundred and forty-eight) votes in favour of the resolution, 19,897,974 (nineteen million, eight hundred and ninety-seven thousand, nine hundred and seventy-four) abstentions and 10 (ten) votes cast against the resolution. None of those present raised any objections.
The Chair of the Meeting declared that Resolution No. 14 had been carried.

RESOLUTION NO. 15
of the Annual General Meeting
of Grupa Azoty S.A.,
dated June 18th 2015,
concerning: grant of discharge to Mr Artur Kopeć, Member of the Management Board of Grupa Azoty S.A., in respect of performance of his duties in the period January 1st−December 31st 2014

“The Annual General Meeting resolves as follows:

Section 1
The Annual General Meeting grants discharge to Mr Artur Kopeć, Member of the Management Board of Grupa Azoty S.A., in respect of performance of his duties in the period January 1st−December 31st 2014.

Section 2
This Resolution shall become effective as of its date.”

None of those present proposed any amendments to this draft resolution.
In a secret ballot on Resolution No. 15, 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) shares were voted, representing 82.50% of the share capital; 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) valid votes were cast, including 61,938,848 (sixty-one million, nine hundred and thirty-eight thousand, eight hundred and forty-eight) votes in favour of the resolution, 19,897,974 (nineteen million, eight hundred and ninety-seven thousand, nine hundred and seventy-four) abstentions and 10 (ten) votes cast against the resolution. None of those present raised any objections.

The Chair of the Meeting declared that Resolution No. 15 had been carried.
of the Annual General Meeting
of Grupa Azoty S.A.,
dated June 18th 2015,
concerning: grant of discharge to Ms Monika Kacprzyk-Wojdyga, Chairperson of the Supervisory Board of Grupa Azoty S.A., in respect of performance of her duties in the period January 1st−December 31st 2014

“Acting pursuant to Art. 395.2.3 of the Polish Commercial Companies Code, as well as Art. 51.2 and Art. 51.26 in conjunction with Art. 33.1.21 of the Company’s Articles of Association, having considered the report on the activities of the Supervisory Board of Grupa Azoty S.A. in the period January 1st–December 31st 2014, the Annual General Meeting resolves as follows:

Section 1

Section 2
This Resolution shall become effective as of its date.”

None of those present proposed any amendments to this draft resolution.
In a secret ballot on Resolution No. 16, 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) shares were voted, representing 82.50% of the share capital; 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) valid votes were cast, including 61,938,848 (sixty-one million, nine hundred and thirty-eight thousand, eight hundred and forty-eight) votes in favour of the resolution, 19,897,973 (nineteen million, eight hundred and ninety-seven thousand, nine hundred and seventy-three) abstentions and 11 (eleven) votes cast against the resolution.
None of those present raised any objections.
The Chair of the Meeting declared that Resolution No. 16 had been carried.

RESOLUTION NO. 17
of the Annual General Meeting
of Grupa Azoty S.A.,
dated June 18th 2015,
concerning: grant of discharge to Mr Jacek Ołębowski, Deputy Chairperson of the Supervisory Board of Grupa Azoty S.A., in respect of performance of his duties in the period January 1st–December 31st 2014

“Acting pursuant to Art. 395.2.3 of the Polish Commercial Companies Code, as well as Art. 51.2 and Art. 51.26 in conjunction with Art. 33.1.21 of the Company’s Articles of Association, having considered the report on the activities of the Supervisory Board of Grupa Azoty S.A. in the period January 1st–December 31st 2014, the Annual General Meeting resolves as follows:

Section 1

Section 2
This Resolution shall become effective as of its date.”

None of those present proposed any amendments to this draft resolution.
In a secret ballot on Resolution No. 17, 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) shares were voted, representing 82.50% of the share capital; 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) valid votes were cast, including 61,938,848 (sixty-one million, nine hundred and thirty-eight thousand, eight hundred and forty-eight) votes in favour of the resolution, 19,897,974 (nineteen million, eight hundred and ninety-seven thousand, nine hundred and seventy-four) abstentions and 10 (ten) votes cast against the resolution.
None of those present raised any objections.
The Chair of the Meeting declared that Resolution No. 17 had been carried.

RESOLUTION NO. 18
of the Annual General Meeting
of Grupa Azoty S.A.,
dated June 18th 2015,
concerning: grant of discharge to Ms Ewa Lis, Secretary of the Supervisory Board of Grupa Azoty S.A., in respect of performance of her duties in the period January 1st–December 31st 2014
“Acting pursuant to Art. 395.2.3 of the Polish Commercial Companies Code, as well as Art. 51.2 and Art. 51.26 in conjunction with Art. 33.1.21 of the Company’s Articles of Association, having considered the report on the activities of the Supervisory Board of Grupa Azoty S.A. in the period January 1st–December 31st 2014, the Annual General Meeting resolves as follows:

Section 1
The Annual General Meeting grants discharge to Ms Ewa Lis, Secretary of the Supervisory Board of Grupa Azoty S.A., in respect of performance of her duties in the period January 1st–December 31st 2014.

Section 2
This Resolution shall become effective as of its date.”

None of those present proposed any amendments to this draft resolution.

In a secret ballot on Resolution No. 18, 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) shares were voted, representing 82.50% of the share capital; 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) valid votes were cast, including 61,938,848 (sixty-one million, nine hundred and thirty-eight thousand, eight hundred and forty-eight) votes in favour of the resolution, 19,897,974 (nineteen million, eight hundred and ninety-seven thousand, nine hundred and seventy-four) abstentions and 10 (ten) votes cast against the resolution.

None of those present raised any objections.

The Chair of the Meeting declared that Resolution No. 18 had been carried.

RESOLUTION NO. 19
of the Annual General Meeting
of Grupa Azoty S.A.,
dated June 18th 2015,
concerning: grant of discharge to Mr Robert Kapka, Member of the Supervisory Board of Grupa Azoty S.A., in respect of performance of his duties in the period January 1st–December 31st 2014

“Acting pursuant to Art. 395.2.3 of the Polish Commercial Companies Code, as well as Art. 51.2 and Art. 51.26 in conjunction with Art. 33.1.21 of the Company’s Articles of Association, having considered the report on the activities of the Supervisory Board of Grupa Azoty S.A. in
the period January 1st−December 31st 2014, the Annual General Meeting resolves as follows:

Section 1

The Annual General Meeting grants discharge to Mr Robert Kapka, Member of the Supervisory Board of Grupa Azoty S.A., in respect of performance of his duties in the period January 1st−December 31st 2014.

Section 2

This Resolution shall become effective as of its date”.

None of those present proposed any amendments to this draft resolution.

In a secret ballot on Resolution No. 19, 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) shares were voted, representing 82.50% of the share capital; 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) valid votes were cast, including 61,938,849 (sixty-one million, nine hundred and thirty-eight thousand, eight hundred and forty-nine) votes in favour of the resolution, 19,897,973 (nineteen million, eight hundred and ninety-seven thousand, nine hundred and seventy-three) abstentions and 10 (ten) votes cast against the resolution.

None of those present raised any objections.

The Chair of the Meeting declared that Resolution No. 19 had been carried.

RESOLUTION NO. 20

of the Annual General Meeting

of Grupa Azoty S.A.,

dated June 18th 2015,

concerning: grant of discharge to Mr Tomasz Klikowicz, Member of the Supervisory Board of Grupa Azoty S.A., in respect of performance of his duties in the period

January 1st−December 31st 2014

“Acting pursuant to Art. 395.2.3 of the Polish Commercial Companies Code, as well as Art. 51.2 and Art. 51.26 in conjunction with Art. 33.1.21 of the Company’s Articles of Association, having considered the report on the activities of the Supervisory Board of Grupa Azoty S.A. in the period January 1st−December 31st 2014, the Annual General Meeting resolves as follows:

Section 1
The Annual General Meeting grants discharge to Mr Tomasz Klikowicz, Member of the Supervisory Board of Grupa Azoty S.A., in respect of performance of his duties in the period January 1st–December 31st 2014.

Section 2
This Resolution shall become effective as of its date.”
None of those present proposed any amendments to this draft resolution.
In a secret ballot on Resolution No. 20, 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) shares were voted, representing 82.50% of the share capital; 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) valid votes were cast, including 61,938,848 (sixty-one million, nine hundred and thirty-eight thousand, eight hundred and forty-eight) votes in favour of the resolution, 19,897,974 (nineteen million, eight hundred and ninety-seven thousand, nine hundred and seventy-four) abstentions and 10 (ten) votes cast against the resolution.
None of those present raised any objections.
The Chair of the Meeting declared that Resolution No. 20 had been carried.

RESOLUTION NO. 21
of the Annual General Meeting
of Grupa Azoty S.A.,
dated June 18th 2015,
concerning: grant of discharge to Mr Artur Kucharski, Member of the Supervisory Board of Grupa Azoty S.A., in respect of performance of his duties in the period January 1st–December 31st 2014

“Acting pursuant to Art. 395.2.3 of the Polish Commercial Companies Code, as well as Art. 51.2 and Art. 51.26 in conjunction with Art. 33.1.21 of the Company’s Articles of Association, having considered the report on the activities of the Supervisory Board of Grupa Azoty S.A. in the period January 1st–December 31st 2014, the Annual General Meeting resolves as follows:

Section 1
The Annual General Meeting grants discharge to Mr Artur Kucharski, Member of the Supervisory Board of Grupa Azoty S.A., in respect of performance of his duties in the period January 1st–December 31st 2014.

Section 2
This Resolution shall become effective as of its date.”

None of those present proposed any amendments to this draft resolution.

In a secret ballot on Resolution No. 21, 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) shares were voted, representing 82.50% of the share capital; 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) valid votes were cast, including 61,938,849 (sixty-one million, nine hundred and thirty-eight thousand, eight hundred and forty-nine) votes in favour of the resolution, 19,897,973 (nineteen million, eight hundred and ninety-seven thousand, nine hundred and seventy-three) abstentions and 10 (ten) votes cast against the resolution.

None of those present raised any objections.

The Chair of the Meeting declared that Resolution No. 21 had been carried.

RESOLUTION NO. 22
of the Annual General Meeting
of Grupa Azoty S.A.,
dated June 18th 2015,
concerning: grant of discharge to Mr Marek Mroczkowski, Member of the Supervisory Board of Grupa Azoty S.A., in respect of performance of his duties in the period January 1st−December 31st 2014

“Acting pursuant to Art. 395.2.3 of the Polish Commercial Companies Code, as well as Art. 51.2 and Art. 51.26 in conjunction with Art. 33.1.21 of the Company’s Articles of Association, having considered the report on the activities of the Supervisory Board of Grupa Azoty S.A. in the period January 1st–December 31st 2014, the Annual General Meeting resolves as follows:

Section 1
The Annual General Meeting grants discharge to Mr Marek Mroczkowski, Member of the Supervisory Board of Grupa Azoty S.A., in respect of performance of his duties in the period January 1st–December 31st 2014.

Section 2
This Resolution shall become effective as of its date.” None of those present proposed any amendments to this draft resolution.

In a secret ballot on Resolution No. 22, 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) shares were voted, representing 82.50% of
the share capital; 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) valid votes were cast, including 61,938,848 (sixty-one million, nine hundred and thirty-eight thousand, eight hundred and forty-eight) votes in favour of the resolution, 19,897,974 (nineteen million, eight hundred and ninety-seven thousand, nine hundred and seventy-four) abstentions and 10 (ten) votes cast against the resolution. None of those present raised any objections.

The Chair of the Meeting declared that Resolution No. 22 had been carried.

RESOLUTION NO. 23
of the Annual General Meeting
of Grupa Azoty S.A.,
dated June 18th 2015,
concerning: grant of discharge to Mr Zbigniew Paprocki, Member of the Supervisory Board of Grupa Azoty S.A., in respect of performance of his duties in the period January 1st–December 31st 2014

“Acting pursuant to Art. 395.2.3 of the Polish Commercial Companies Code, as well as Art. 51.2 and Art. 51.26 in conjunction with Art. 33.1.21 of the Company’s Articles of Association, having considered the report on the activities of the Supervisory Board of Grupa Azoty S.A. in the period January 1st–December 31st 2014, the Annual General Meeting resolves as follows:

Section 1
The Annual General Meeting grants discharge to Mr Zbigniew Paprocki, Member of the Supervisory Board of Grupa Azoty S.A., in respect of performance of his duties in the period January 1st–December 31st 2014.

Section 2
This Resolution shall become effective as of its date.”

None of those present proposed any amendments to this draft resolution.

In a secret ballot on Resolution No. 23, 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) shares were voted, representing 82.50% of the share capital; 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) valid votes were cast, including 61,938,848 (sixty-one million, nine hundred and thirty-eight thousand, eight hundred and forty-eight) votes in favour of the
resolution, 19,897,974 (nineteen million, eight hundred and ninety-seven thousand, nine hundred and seventy-four) abstentions and 10 (ten) votes cast against the resolution.
None of those present raised any objections.
The Chair of the Meeting declared that Resolution No. 23 had been carried.

RESOLUTION NO. 24
of the Annual General Meeting
of Grupa Azoty S.A.,
dated June 18th 2015,
concerning: grant of discharge to Mr Ryszard Trepczyński, Member of the Supervisory Board of Grupa Azoty S.A., in respect of performance of his duties in the period January 1st–December 31st 2014

“Acting pursuant to Art. 395.2.3 of the Polish Commercial Companies Code, as well as Art. 51.2 and Art. 51.26 in conjunction with Art. 33.1.21 of the Company’s Articles of Association, having considered the report on the activities of the Supervisory Board of Grupa Azoty S.A. in the period January 1st–December 31st 2014, the Annual General Meeting resolves as follows:

Section 1
The Annual General Meeting grants discharge to Mr Ryszard Trepczyński, Member of the Supervisory Board of Grupa Azoty S.A., in respect of performance of his duties in the period January 1st–December 31st 2014.

Section 2
This Resolution shall become effective as of its date.”

None of those present proposed any amendments to this draft resolution.
In a secret ballot on Resolution No. 24, 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) shares were voted, representing 82.50% of the share capital; 81,836,832 (eighty-one million, eight hundred and thirty-six thousand, eight hundred and thirty-two) valid votes were cast, including 61,938,849 (sixty-one million, nine hundred and thirty-eight thousand, eight hundred and forty-nine) votes in favour of the resolution, 19,897,973 (nineteen million, eight hundred and ninety-seven thousand, nine hundred and seventy-three) abstentions and 10 (ten) votes cast against the resolution.
None of those present raised any objections.
The Chair of the Meeting declared that Resolution No. 24 had been carried.