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**RESOLUTION NO. ...
OF THE ANNUAL GENERAL MEETING OF GRUPA
AZOTY S.A. OF TARNÓW
HELD ON JUNE 27TH 2019
TO APPOINT THE BALLOT COUNTING COMMITTEE**

Acting pursuant to Par. 23.1 of the Rules of Procedure for the General Meeting of Grupa Azoty S.A. (the "Company"), the Annual General Meeting of the Company

resolves as follows:

Section 1

The Company's Annual General Meeting hereby appoints a Ballot Counting Committee with the following composition:

Section 2

This Resolution shall become effective as of its date.

The votes cast in an [open/secret*] ballot were as follows:

For:.....

Against:

Abstentions:

GROUND:

The resolution is formal and procedural in nature, in accordance with Par. 23.1 of the Rules of Procedure for the Company's General Meeting, which reads as follows:

"After the resolution concerning adoption of the agenda for the General Meeting has been passed, the Chairperson of the General Meeting shall order election of the Ballot Counting Committee composed of at least two persons.

In accordance with Par. 23.3 of the Rules of Procedure for the Company's General Meeting, which reads as follows:

"If a professional third party has been hired to provide technical and organisational support for the Meeting, the Meeting shall not elect the Ballot Counting Committee. The Ballot

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Counting Committee shall not be elected either when voting is carried out using a computer system. In such a case the tasks of the Ballot Counting Committee shall be performed by the person(s) responsible for conducting the vote using the computer system.”

(Delete as appropriate, depending on whether the Annual General Meeting passes a resolution to abolish the secrecy of voting on the election of committees to be appointed by the Annual General Meeting.*