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**RESOLUTION NO. ...
OF THE ANNUAL GENERAL MEETING
OF GRUPA AZOTY S.A. OF TARNÓW
HELD ON JUNE 27TH 2019
TO ADOPT THE AGENDA OF THE MEETING**

Acting pursuant to Par. 21 and Par. 22.1 of the Rules of Procedure for the General Meeting, the Annual General Meeting of Grupa Azoty S.A. (the "Company")

resolves as follows:

SECTION 1

The Annual General Meeting of the Company adopts the following agenda for the Meeting:

1. Opening of the Meeting.
2. Appointment of the Chairperson of the Meeting and preparation of the attendance list.
3. Confirmation that the Meeting has been properly convened and has the capacity to pass resolutions.
4. Adoption of the agenda.
5. Resolution to abolish the secrecy of voting on the election of committees to be appointed by the Annual General Meeting.
6. Appointment of a Ballot Counting Committee for the Annual General Meeting.
7. Review of the Supervisory Board's reports:
 - a) Report of the Supervisory Board of Grupa Azoty S.A. on the assessment of the following statements and reports for 2018: the separate financial statements, the consolidated financial statements, the Directors' Report on the operations of Grupa Azoty S.A. and the Grupa Azoty Group, the consolidated report on payments to governments, the non-financial statement of the Grupa Azoty Group and the Management Board's proposal on the allocation of net profit for 2018;
 - b) Report of the Supervisory Board of Grupa Azoty S.A. on its activities in 2018.
8. Review and approval of the separate financial statements of Grupa Azoty S.A. for the 12 months ended December 31st 2018.
9. Review and approval of the consolidated financial statements of the Grupa Azoty Group for the 12 months ended December 31st 2018.

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10. Review and approval of the Directors' Report on Grupa Azoty S.A.'s and the Grupa Azoty Group's operations in the 12 months ended December 31st 2018.
11. Review and approval of the Grupa Azoty Group's consolidated report on payments to governments in 2018.
12. Review and approval of the non-financial statement of the Grupa Azoty Group for the 12 months ended December 31st 2018.
13. Resolution to allocate Grupa Azoty S.A.'s net profit for the financial year 2018.
14. Resolutions to grant discharge to Members of the Management Board in respect of performance of their duties in the period January 1st-December 31st 2018.
15. Resolutions to grant discharge to Members of the Supervisory Board in respect of performance of their duties in the period January 1st-December 31st 2018.
16. Resolution to amend the Company's Articles of Association and authorise the Supervisory Board to adopt a consolidated text of the Articles of Association.
17. Resolution to acquire shares in the increased share capital of Grupa Azoty Zakłady Chemiczne Police S.A.
18. Resolution to amend Resolution No. 8 of the Extraordinary General Meeting of the Company of December 2nd 2016 on the rules of remuneration for the Management Board Members, as amended by Resolution No. 37 of the Company's Annual General Meeting of June 30th 2017 to amend Resolution No. 8 of the Extraordinary General Meeting of the Company on the rules of remuneration for members of the Management Board.
19. Resolution to amend Resolution No. 9 of the Extraordinary General Meeting of the Company dated December 2nd 2016 on the rules of remuneration for members of the Supervisory Board.
20. Adoption of a resolution to appoint the Chairperson of the Supervisory Board.
21. Current information for the Shareholders.
22. Closing of the Meeting.

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SECTION 2

This Resolution shall become effective as of its date.

GROUNDS:

The resolution is formal and procedural in nature, in accordance with:

- *Par. 21 of the Rules of Procedure for the Company's General Meeting, which reads as follows: "Having confirmed that the Meeting has the capacity to adopt resolutions, the Chairperson shall present the agenda and put it to the vote."*
- *Par. 22.1 of the Rules of Procedure for the Company's General Meeting, which reads as follows: "Decision concerning adoption of the agenda for the General Meeting or introduction of changes into the agenda shall be made exclusively by the General Meeting by way of a resolution".*