

The file contains:

1. Draft resolution of the Company's Extraordinary General Meeting to adopt the agenda of the Meeting

- DRAFT -

RESOLUTION NO. _____
OF THE EXTRAORDINARY GENERAL MEETING
OF GRUPA AZOTY S.A. OF TARNÓW
HELD ON NOVEMBER 15TH 2021
TO ADOPT THE AGENDA

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

resolves as follows:

Section 1

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

- 1) Opening of the Meeting.
- 2) Appointment of the Chair of the Meeting.
- 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 Extraordinary General Meeting.
- 6) Appointment of a Ballot Counting Committee for the Extraordinary General Meeting.
- 7) Resolution to appoint as member of the Supervisory Board the candidate elected in a by-election by employees of Grupa Azoty S.A. and the Grupa Azoty Group companies.
- 8) Presentation of the statement of compliance by Grupa Azoty S.A. with corporate governance principles as contained in the 'Best Practice for WSE Listed Companies 2021'.
- 9) Current information for the Shareholders.
- 10) Closing of the Meeting.

Section 2

This Resolution shall become effective as of its date.

The votes cast in an open ballot were as follows:

For:

Against:.....

Abstentions:

- DRAFT -

RATIONALE

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 Meeting or introduction of changes into the agenda shall be made exclusively by the Meeting by way of a resolution."