

**DECLARATION OF MEMBERS OF MANAGEMENT BOARD OF PROCHEM S.A.**

In compliance with the requirements of the regulation of the Minister of Finance dated 19 February 2009 concerning current and interim information submitted by issuers of securities and the conditions for recognition as equivalent information required by the law of a non - Member State (Journal of Laws No 33, item 259, as amended) Management Board of PROCHEM S.A. declares hereby that according to their best knowledge:

- consolidated financial statements of PROCHEM S.A. Capital Group for 2013 and the comparable data were prepared according to International Financial Reporting Standards which were adopted by European Union, and were effective as at the day of this financial statements and reflect in true, fair and clear way its financial position and its financial performance;
- report of the Management Board on the business activities of PROCHEM S.A. Capital Group in 2013 contains the real image of the development and achievements and the financial position of the Group including the description of essential threats and risk;
- KPMG Audyt Sp. z o.o., Sp. k., the entity entitled to audit financial statements, performing the audit of annual consolidated financial statements of PROCHEM S.A. Capital Group for 2013 was chosen pursuant to provisions of the law, and this entity and chartered accountants performing this audit met the conditions for the issue the impartial and independent opinion on audited annual financial statements according to the regulations in force and professional standards.

Vice Chairman  
Krzysztof Marczak

Vice Chairman  
Marek Kiersznicki

Chairman  
Jarosław Stępniewski

Warsaw, 24 April 2014