

**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 statement of Prochem S.A. Capital Group for 2012 and the comparable data were drawn up in compliance with International Financial Reporting Standards approved by European Union, issued and in force as at the day of drawing up this financial statement and reflect in true, fair and clear way financial status and financial position and financial result;
- report of the Management Board on the business activity of Prochem S.A. Capital Group in the year 2012 contains the real image of the development and achievements and the financial standing of the Group including the description of essential threats and risk;
- KPMG Audyt Sp. z o.o., limited partnership the entity entitled to audit financial statement, performing the audit of annual consolidated financial statement of Prochem S.A. Capital Group for 2012 was chosen pursuant to provisions of the law, and this entity and chartered accountants performing this audit have met the conditions for the issue the impartial and independent opinion on audited annual financial statement according to the regulations in force and professional standards.

Chairman
Jarosław Stępniewski

Vice Chairman
Marek Kiersznicki

Vice Chairman
Krzysztof Marczak

Warsaw, 24 April 2013