

On 7 June 2014 was held 33. General Meeting of PROCHEM S.A., during which the following resolutions were adopted:

Ordinal Resolutions,

1. Mr. Andrzej Karczykowski stated that the General Meeting elected by secret ballot Mr. Marek Garliński for the Chairman of the General Meeting, wherein in the ballot 1,590,277 shares took part, of which valid votes were cast and such shares represent 40.83 % of the share capital, of which was cast a total of 1,591,877 valid votes cast, in that:
 - 1,591,877 votes "for"
 - 0 abstentions,
 - 0 votes against.
2. The Chairman stated that resolution on exclusion of the secrecy of the election of returning committee was adopted unanimously, wherein in the ballot 1,590,277 shares took part, of which valid votes were cast and such shares represent 40.83 % of the share capital, of which was cast a total of 1,591,877 valid votes cast, in that:
 - 1,591,877 votes "for"
 - 0 abstentions,
 - 0 votes against.
3. The Chairman stated that the General Meeting has elected unanimously Mrs. Zofia Kaczor and Mrs. Urszula Lipska to the returning committee, wherein in the ballot 1,590,277 shares took part, of which valid votes were cast and such shares represent 40.83 % of the share capital, of which was cast a total of 1,591,877 valid votes cast, in that:
 - 1,591,877 votes "for"
 - 0 abstentions,
 - 0 votes against.

RESOLUTION No. 1

1. Acting on the basis of § 17 of Statutes of the Company, THE GENERAL MEETING OF PROCHEM S.A. approves the Report of the Management Board on the Company's activities for 2013.
2. The resolution becomes effective upon its adoption.

The Chairman stated that the General Meeting has adopted unanimously Resolution No. 1, wherein in the ballot 1,590,277 shares took part, of which valid votes were cast and such shares represent 40.83 % of the share capital, of which was cast a total of 1,591,877 valid votes cast, in that:

- 1,591,877 votes "for"
- 0 abstentions,
- 0 votes against.

RESOLUTION No. 2

1. Acting on the basis of § 17 of Statutes of the Company, THE GENERAL MEETING OF PROCHEM S.A. approves financial statements of the company for 2013, including:
 - 1) balance sheet (statement of financial position) as at 31 December 2013, with total assets and equity and liabilities amounting to PLN 121,126 thousand (say: one hundred twenty one million, one hundred twenty six thousand of Zlotys)
 - 2) profit and loss account for the period from 1 January 2013 to 31 December 2013 with a net profit in the amount of PLN 6,643 thousand (say: six million six hundred forty three thousand of Zlotys),

- 3) statement of comprehensive income for the period from 1 January 2013 to 31 December 2013 with total comprehensive income in the amount of PLN 6,514 thousand (say: six million five hundred fourteen thousand of Zlotys),
- 4) statement of cash flows for the financial year from 1 January 2013 to 31 December 2013, showing increase in cash by the amount of PLN 561 thousand (say: five hundred sixty one thousand of Zlotys),
- 5) statement of changes in equity showing an increase in equity by the amount of PLN 3,477 thousand (say: three million four hundred seventy seven thousand),
- 6) Notes on adopted accounting principles (policy) and other explanatory notes to financial statements.

2. The resolution becomes effective upon its adoption.

The Chairman stated that the General Meeting has adopted unanimously Resolution No. 2, wherein in the ballot 1,590,277 shares took part, of which valid votes were cast and such shares represent 40.83 % of the share capital, of which was cast a total of 1,591,877 valid votes cast, in that:

1,591,877 votes "for"
 0 abstentions,
 0 votes against.

RESOLUTION No. 3

1. Acting on the basis of § 17 of Statutes of the Company, THE GENERAL MEETING OF PROCHEM S.A. gives a discharge of the duties performed for the period from 1 January 2013 to 31 December 2013 the Management Board composed of:
 - Jarosław Stępniewski 1,510,934 votes for,
 - Marek Kiersznicki 1,521,484 votes for,
 - Krzysztof Marczak 1,549,177 votes for.
2. The resolution becomes effective upon its adoption.

The Chairman stated that the General Assembly adopted resolution No. 3 by votes as above..

RESOLUTION No. 4

1. Acting on the basis of § 17 of Statutes of the Company, THE GENERAL MEETING OF PROCHEM S.A. gives a discharge of the duties performed for the period from 1 January 2013 to 31 December 2013 the Supervisory Board composed of:
 - Andrzej Karczykowski 1,476,677 votes for,
 - Marek Garliński 1,504,677 votes for,
 - Dariusz Krajowski-Kukiel 1,591,877 votes for,
 - Krzysztof Obłój 1,591,877 votes for,
 - Adam Parzydeł 1,576,577 votes for.
2. The resolution becomes effective upon its adoption

The Chairman stated that the General Assembly adopted resolution No. 4 by votes as above.

RESOLUTION No. 5

1. Acting on the basis of § 17 of Statutes of the Company, THE GENERAL MEETING OF PROCHEM resolves to distribute the profit for the year 2013 in the amount of PLN 6,643,123.89 (say: six million six hundred forty three thousand one hundred twenty three and 89/100 of Zlotys), in such a way that the entire profit in the indicated amount is destined to the reserve capital.
2. The resolution becomes effective upon its adoption.

The Chairman stated that the General Meeting has adopted unanimously Resolution No. 5, wherein in the ballot 1,590,277 shares took part, of which valid votes were cast and such shares represent 40.83 % of the share capital, of which was cast a total of 1,591,877 valid votes cast, in that:

1,591,877 votes "for"
0 abstentions,
0 votes against.

RESOLUTION No. 6

1. Acting on the basis of § 17 of Statutes of the Company, THE GENERAL MEETING OF PROCHEM S.A. approves consolidated financial statements of PROCHEM S.A. Capital Group for 2013, including:
 - 1) balance sheet (consolidated statement of financial position) as at 31 December 2013, with total assets and equity and liabilities amounting to PLN 189,572 thousand (say: one hundred eighty nine million five hundred seventy two thousand of Zlotys),
 - 2) consolidated profit and loss account for the financial year from 1 January 2013 to 31 December 2013 with a net loss in the amount of PLN 1,013 thousand (say: one million thirteen thousand of Zlotys),
 - 3) consolidated statement of comprehensive income for the period from 1 January 2013 to 31 December 2013 with total comprehensive income in the amount of PLN (1,145) thousand (say: minus one million one hundred forty five thousand of Zlotys),
 - 4) consolidated statement of cash flows for the financial year from 1 January 2013 to 31 December 2013, showing increase in cash by the amount of PLN 1,453 thousand (say: one million four hundred fifty three thousand of Zlotys),
 - 5) consolidated statement of changes in equity showing decrease in equity by the amount of PLN 4,329 thousand (say: four million three hundred twenty nine thousand of Zlotys),
 - 6) notes on adopted accounting principles (policy) and other explanatory notes to financial statements.
2. The resolution becomes effective upon its adoption.

The Chairman stated that the General Meeting has adopted unanimously Resolution No. 6, wherein in the ballot 1,590,277 shares took part, of which valid votes were cast and such shares represent 40.83 % of the share capital, of which was cast a total of 1,591,877 valid votes cast, in that:

1,591,877 votes "for"
0 abstentions,
0 votes against.

RESOLUTION No. 7

1. Acting on the basis of § 17 of Statutes of the Company, THE GENERAL MEETING OF PROCHEM S.A., elects the following members of the Supervisory Board of the 9 term of office, listed as below:
 - 1) Marek Garliński
 - 2) Andrzej Karczykowski
 - 3) Wiesław Kiepiel
 - 4) Krzysztof Obłój
 - 5) Steve Tappan
2. The resolution becomes effective upon its adoption.

The Chairman stated that the General Meeting has adopted unanimously Resolution No. 7 wherein in the ballot 1,590,277 shares took part, of which valid votes were cast and such shares represent 40.83 % of the share capital, of which was cast a total of 1,591,877 valid votes cast, in that:

1,591,877 votes "for"
0 abstentions,
0 votes against.