

On June 13, 2015 was held the XXXIV Annual General Meeting of PROCHEM S.A., at which were adopted the following resolutions:

The ordinal resolutions

1. Mr. Marek Garliński declared that the General Meeting elected by secret ballot Mr. Marek Garlinski for the Chairman of the General Meeting, in the voting took part 1,534,797 shares, which constitute 39.40% of the total share capital, that cast a total of 1,536,397 valid votes for this:
1,536,397 votes" for "
0 abstentions.
0 votes against,
2. The Chairman stated that the resolution on the exclusion of secrecy of elections of the returning committee was adopted unanimously, in the voting 1,534,797 shares took part constituting 39.40% of the total share capital, of which were cast a total of 1,536,397 valid votes, including:,
1,536,397 votes" for "
0 abstentions.
0 votes against,
3. The Chairman stated that the General Meeting unanimously elected Mrs. Zofia Kaczor and Mrs. Urszula Lipska to the returning committee, in the voting 1,534,797 shares took part constituting 39.40% of the total share capital, of which were cast a total of 1,536,397 valid votes, including:
1,536,397 votes" for "
0 abstentions.
0 votes against,

Resolution No. 1

1. Acting on the basis of Article 17 of the Statutes of the Company, THE GENERAL MEETING OF PROCHEM S.A. is approving Management Board Report on the Activities of the company PROCHEM S.A. in 2014.
2. The resolution shall come into effect upon its adoption.

The Chairman stated that the General Meeting unanimously adopted Resolution No. 1, in the voting 1,534,797 shares took part constituting 39.40% of the total share capital, of which were cast a total of 1,536,397 valid votes, including:
1,536,397 votes" for "
0 abstentions.
0 votes against,

Resolution No. 2

1. Acting on the basis of Article 17 of the Statutes of the Company, THE GENERAL MEETING OF PROCHEM S.A. is approving the financial statements of the Company for the year 2014, including:
 - 1) balance sheet (statement of financial position) as at 31 December 2014, with total assets and equity and liabilities in the amount of PLN 139,683 thousand (say: one hundred thirty nine million six hundred eighty three thousand of Zlotys),
 - 2) profit and loss account for the period from 1 January 2014 to 31 December 2014 with a net profit of PLN 5,009 thousand (say: five million nine thousand of Zlotys),
 - 3) statement of comprehensive income for the period from 1 January 2014 to 31 December 2014 with a total of comprehensive income of PLN 5,320 thousand (say: five million three hundred twenty thousand of Zlotys),
 - 4) statement of cash flows for the financial year from 1 January 2014 to 31 December 2014, showing a decrease in cash by the amount of PLN 763 thousand (say: seven hundred sixty three thousand of Zlotys),
 - 5) statement of changes in equity showing an increase in equity by the amount of PLN 5,320 thousand (say: five million three hundred twenty thousand of Zlotys),
 - 6) notes on adopted accounting principles (policy) and other explanatory notes.

2. The resolution shall come into effect upon its adoption.

The Chairman stated that the General Meeting unanimously adopted Resolution No. 1, in the voting 1,534,797 shares took part constituting 39.40% of the total share capital, of which were cast a total of 1,536,397 valid votes, including:
1,536,397 votes" for "
0 abstentions.
0 votes against,

RESOLUTION No. 3

1. Acting on the basis of Article 17 of the Statutes of the Company, THE GENERAL MEETING OF PROCHEM S.A. approves the discharge of duties for a period from 1 January 2014 to 31 December 2014 to the President of the Board Jarosław Stępniewski at 1,455,453 votes in favor, with one abstention and no votes against.
2. The resolution shall come into effect upon its adoption.

The Chairman stated that the General Meeting adopted the Resolution No 3 with votes as above.

RESOLUTION No. 4

1. Acting on the basis of Article 17 of the Statutes of the Company, THE GENERAL MEETING OF PROCHEM S.A. approves the discharge of duties for a period from 1 January 2014 to 31 December 2014 to the Vice President of the Board Marek Kiersznicki at 1,466,003 votes in favor, with one abstention and no votes against.
2. The resolution shall come into effect upon its adoption.

The Chairman stated that the General Meeting adopted the Resolution No 4 with votes as above.

RESOLUTION No. 5

1. Acting on the basis of Article 17 of the Statutes of the Company, THE GENERAL MEETING OF PROCHEM S.A. approves the discharge of duties for a period from 1 January 2014 to 31 December 2014 to the Vice President of the Board Krzysztof Marczak at 1,501,726 votes in favor, with one abstention and no votes against.
2. The resolution shall come into effect upon its adoption.

The Chairman stated that the General Meeting adopted the Resolution No 5 with votes as above.

RESOLUTION No. 6

1. Acting on the basis of Article 17 of the Statutes of the Company, THE GENERAL MEETING OF PROCHEM S.A. approves the discharge of duties for a period from 1 January 2014 to 31 December 2014 to the Member of the Supervisory Board Andrzej Karczykowski at 1,421,211 votes in favor, with no abstention and no votes against.
2. The resolution shall come into effect upon its adoption.

The Chairman stated that the General Meeting adopted the Resolution No 6 with votes as above.

RESOLUTION No. 7

1. Acting on the basis of Article 17 of the Statutes of the Company, THE GENERAL MEETING OF PROCHEM S.A. approves the discharge of duties for a period from 1 January 2014 to 31 December 2014 to the Member of the Supervisory Board Marek Garliński at 1,398,343 votes in favor, with no abstention and no votes against.
2. The resolution shall come into effect upon its adoption.

The Chairman stated that the General Meeting adopted the Resolution No 7 with votes as above.

RESOLUTION No. 8

1. Acting on the basis of Article 17 of the Statutes of the Company, THE GENERAL MEETING OF PROCHEM S.A. approves the discharge of duties for a period from 1 January 2014 to 31 December

2014 to the Member of the Supervisory Board Krzysztof Obłój at 1,536,397 votes in favor, with no abstention and no votes against.

2. The resolution shall come into effect upon its adoption.

The Chairman stated that the General Meeting adopted the Resolution No 8 with votes as above.

RESOLUTION No. 9

1. Acting on the basis of Article 17 of the Statutes of the Company, THE GENERAL MEETING OF PROCHEM S.A. approves the discharge of duties for a period from 1 January 2014 to 31 December 2014 to the Member of the Supervisory Board Wiesław Kiepiel at 1,536,397 votes in favor, with no abstention and no votes against.
2. The resolution shall come into effect upon its adoption.

The Chairman stated that the General Meeting adopted the Resolution No 9 with votes as above

RESOLUTION No. 10

1. Acting on the basis of Article 17 of the Statutes of the Company, THE GENERAL MEETING OF PROCHEM S.A. approves the discharge of duties for a period from 7 June 2014 to 31 December 2014 to the Member of the Supervisory Board Steven Tappan at 1,026,397 votes in favor, with no abstention and no votes against.
2. The resolution shall come into effect upon its adoption.

The Chairman stated that the General Meeting adopted the Resolution No 10 with votes as above

RESOLUTION No. 11

1. Acting on the basis of Article 17 of the Statutes of the Company, THE GENERAL MEETING OF PROCHEM S.A. approves the discharge of duties for a period from 1 January 2014 to 7 June 2014 to the Member of the Supervisory Board Dariusz Krajowski-Kukiel at 1,536,397 votes in favor, with no abstention and no votes against.
2. The resolution shall come into effect upon its adoption.

The Chairman stated that the General Meeting adopted the Resolution No 11 with votes as above

RESOLUTION No. 12

1. Acting on the basis of Article 17 of the Statutes of the Company, THE GENERAL MEETING OF PROCHEM S.A. approves the discharge of duties for a period from 1 January 2014 to 7 June 2014 to the Member of the Supervisory Board Adam Parzydeł at 1,521,097 votes in favor, with no abstention and no votes against.
2. The resolution shall come into effect upon its adoption.

The Chairman stated that the General Meeting adopted the Resolution No 12 with votes as above

RESOLUTION No.13

1. Acting on the basis of Article 17 of the Statutes of the Company, THE GENERAL MEETING OF PROCHEM S.A. resolves to distribute the profit for 2014 in the amount of PLN 5,009,143.39 (say: five million nine thousand one hundred forty three and 39/100 of Zlotys), as follows:
 - part of the profit in the amount of PLN 1,363,250.00 will be allocated to dividend of the Company's shareholders, i.e. PLN 0.35 per one share;
 - part of the profit in the amount of PLN 3,645,893.39 will be allocated to the capital reserve.
2. The General Meeting accepts proposed by the Board the date for the determination of rights and payment of dividends i.e.:
 - June 30, 2015 – as the dividend registration date (D-day),
 - July 17, 2015 – as the dividend payment date (W-day).
3. The resolution shall come into effect upon its adoption.

The Chairman stated that the General Meeting unanimously adopted Resolution No. 13, in the voting 1,534,797 shares took part constituting 39.40% of the total share capital, of which were cast a total of 1,536,397 valid votes, including:
1,536,397 votes" for "
0 abstentions.
0 votes against,

RESOLUTION No. 14

1. Acting on the basis of Article 17 of the Statutes of the Company, THE GENERAL MEETING OF PROCHEM S.A, approves consolidated financial statements of PROCHEM S.A. Capital group for 2014 including:
 - 1) balance sheet (consolidated statement of financial position) as at 31 December 2014, with total assets and equity and liabilities in the amount of PLN 202,337 thousand (say: two hundred two million three hundred thirty seven thousand of Zlotys),
 - 2) consolidated profit and loss account for the financial year from 1 January 2014 to 31 December 2014 with a net profit of PLN 3,278 thousand (say: three million two hundred seventy eight thousand of Zlotys),
 - 3) consolidated statement of comprehensive income for the period from 1 January 2014 to 31 December 2014 with a total of comprehensive income in the amount of PLN 3,881 thousand (say: three million eight hundred eighty one thousand of Zlotys),
 - 4) consolidated statement of cash flows for the financial year from 1 January 2014 to 31 December 2014, showing a decrease in cash by the amount of PLN 1,643 thousand (say: one million six hundred forty three thousand of Zlotys),
 - 5) consolidated statement in changes in equity showing an increase in equity in the amount of PLN 2,920 thousand (say: two million nine hundred twenty thousand of Zlotys),
 - 6) notes on adopted accounting principles (policy) and other explanatory notes
2. The resolution shall come into effect upon its adoption.

The Chairman stated that the General Meeting unanimously adopted Resolution No. 14, in the voting 1,534,797 shares took part constituting 39.40% of the total share capital, of which were cast a total of 1,536,397 valid votes, including:
1,536,397 votes" for "
0 abstentions.
0 votes against,