

THE EXTRAORDINARY GENERAL MEETING OF PROCHEM S.A. on 28 October 2016

(the commencement of the Meeting at 10 a.m. in the conference room of Prochem S.A. in the office building ASTRUM Business Park at 95 Łopuszańska Street in Warsaw)

AGENDA OF THE MEETING

1. Opening of the Annual General Meeting.
2. Election of the Chairman of the Extraordinary General Meeting.
3. Appointment of the returning committee.
4. Drawing up the attendance list.
5. Confirmation of correct convening the Extraordinary General Meeting and its ability to adopt resolutions.
6. Adoption of agenda.
7. Adoption of a resolution on changes in the composition of the Company's Supervisory Board.
8. Adoption of a resolution on changes in § 12 of the „Rules of the Supervisory Board of Joint Stock Company PROCHEM S.A.
9. Adoption of a resolution on the incurring the costs of convening and holding the Extraordinary General Meeting by the Company.
10. Close of the Meeting.

DRAFT RESOLUTIONS FOR THE EXTRAORDINARY GENERAL MEETING OF PROCHEM S.A.

RESOLUTION No.

1. The Extraordinary General Meeting of PROCHEM S.A. resolves to elect Chairman of the Extraordinary General Meeting.
2. The resolution shall come into effect upon its adoption.

RESOLUTION No.

1. The Extraordinary General Meeting of PROCHEM S.A. resolves to elect member of the returning committee.
2. The resolution shall come into effect upon its adoption.

RESOLUTION No.

1. The Extraordinary General Meeting of PROCHEM S.A adopts the following agenda:
 - 1) Opening of the Annual General Meeting.
 - 2) Election of the Chairman of the Extraordinary General Meeting.
 - 3) Appointment of the returning committee.
 - 4) Drawing up the attendance list.
 - 5) Confirmation of correct convening the Extraordinary General Meeting and its ability to adopt resolutions.
 - 6) Adoption of agenda.
 - 7) Adoption of a resolution on changes in the composition of the Company's Supervisory Board.
 - 8) Adoption of a resolution on changes in § 12 of the „Rules of the Supervisory Board of Joint Stock Company PROCHEM S.A.
 - 9) Adoption of a resolution on the incurring the costs of convening and holding the Extraordinary General Meeting by the Company.
 - 10) Close of the Meeting.

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

RESOLUTION No.

1. Acting on the basis of Article 385 § 1 of the Commercial Companies Code dismissed from the composition of the Supervisory Board of PROCHEM S.A.
2. The resolution shall come into effect upon its adoption.

RESOLUTION No.

1. Acting on the basis of Article 385 § 1 of the Commercial Companies Code appointed to the composition of the Supervisory Board of PROCHEM S.A.
2. The resolution shall come into effect upon its adoption.

RESOLUTION No.

1. Acting on the basis of Article § 17 section 1 item 9 of the statutes of PROCHEM S.A., the Extraordinary General Meeting of the Company approves the new wording of § 12 of the "Regulations of the Supervisory Board of Joint Stock Company PROCHEM S.A."
„§ 12
 1. Members of the Supervisory Board in respect of functions exercised, shall be entitled to remuneration, which is included in the operating costs of the company. Remuneration consists of a fixed part, which is a flat rate and amounts to PLN per month for each member of the Supervisory Board.
 2. Change of § 12 of the Rules requires a resolution of the General Meeting of PROCHEM S.A.”
2. The resolution shall come into effect upon its adoption.

RESOLUTION No.

Acting on the basis of Article 400 § 4 of the Commercial Companies Code the Extraordinary General Meeting of Joint Stock Company PROCHEM S.A. seated in Warsaw („the Company”), resolves as follows:

1. The Extraordinary General Meeting hereby resolves that the cost of convening and holding the Extraordinary General Meeting shall be borne by the Company.
2. The resolution shall come into effect upon its adoption.