

Warsaw April 27th 2012

ANNOUNCEMENT ABOUT CONVENING THE ORDINARY GENERAL MEETING OF PROCHEM S.A.

Management Board of PROCHEM S.A. with the registered office in Warsaw, at 44C Powązkowska Str., entered into the Register of Entrepreneurs of National Court Register by the District Court for the capital city of Warsaw, XII Commercial Division of the National Court Register under the KRS number 19753, convene **XXXI Ordinary General Meeting of PROCHEM S.A., to be held on 2 June 2012 at 9⁰⁰ a.m.**, in the registered office of the company.

Proposed agenda:

1. Opening the Ordinary General Meeting.
2. Election of the Chairman of the Meeting.
3. Appointment of the returning committee.
4. Drawing up the attendance list.
5. Statement that the Ordinary General Meeting has been convened in compliance with all applicable requirements and that valid resolutions can be adopted at the Meeting.
6. Adoption of the agenda.
7. Examination of the Report of the Management Board on the company's business activity and the company's financial statement for 2011.
8. Examination of the Report of the Supervisory Board's for 2011.
9. Adoption of resolutions regarding the following:
 - a) approving the report on the company's business activity in 2011 (Resolution No 1),
 - b) approving the financial statement of the company for 2011 (Resolution No 2),
 - c) granting exoneration to the members of the Management Board for fulfillment of their duties in 2011 r. (Resolution No 3),
 - d) granting exoneration to the members of the Supervisory Board for fulfillment of their duties in 2011 (Resolution No 4),
 - e) profit distribution for 2011 (Resolution No 5)
10. Presentation of the consolidated financial statement of company PROCHEM S.A. for 2011.
11. Adoption of the resolution concerning consolidated financial statement of company PROCHEM S.A. for 2011 (Resolution No 6).
12. Principles of corporate governance in PROCHEM S.A.
 - adoption of resolution concerning applying in PROCHEM S.A. GOOD PRACTICE OF THE COMPANIES LISTED ON WARSAW STOCK EXCHANGE after amendments as in enclosure to the Resolution No 20/1287/2011 of the Council of the Warsaw Stock Exchange of 19 Oct.2011(Resolution No7).
13. Closing the Meeting.