

INVITATION
TO THE ORDINARY GENERAL MEETING
of Butadien Kralupy a.s.

The Board of Directors of the joint-stock company **Butadien Kralupy a.s.**, Company Reg. No.: 278 93 995, with registered office at Kralupy nad Vltavou, O. Wichterleho 810, Mělník District, Postcode 278 01 registered in the Commercial Register of the Municipal Court in Prague, in Section B, File 11842

hereby calls

THE ORDINARY GENERAL MEETING

held on 27 March 2014 from 10.00 am, in the registered office of SYNTHOS Kralupy a.s. at the address: O. Wichterleho 810, Kralupy nad Vltavou, Postcode 278 01.

I. Agenda of the General Meeting:

1. Opening and check of the quorum of the General Meeting
2. Approval of the agenda and the Rules of Procedure
3. Election of the bodies of the General Meeting
4. Submission to the Business Corporations Act as a whole, and in this relation a decision on the alteration to the Articles
5. Decision on the conclusion of amendments to contracts with SYNTHOS Kralupy a.s. and TAMERO INVEST, s.r.o. which are necessary for the operation of the Butadien II production unit in 2014
6. Election of Mr Marek Rosciszewski as a member of the Board of Directors
7. Recall and election of the member of Supervisory Board
8. Closing

The proposed alteration to the Articles consists in submission to a new legal regulation and, in this context, adjustment to the Business Corporations Act. The new wording of the Articles will be available to shareholders for inspection at the Company's registered office for a period as determined for calling the General Meeting, i.e. from 3 March 2014.

II. Proposed resolution of the General Meeting

The proposed resolution of the General Meeting is enclosed to this invitation.

III. Participation in the General Meeting

The General Meeting will be attended by the Company's shareholders who are entered in the list of the Company's shareholders as at the date that the General Meeting is held.

The registration of shareholders will begin in the place and on the day of holding the General Meeting from 9.45 am, in meeting room No. 219 on the 2nd floor of the administrative building of SYNTHOS Kralupy a.s.

Natural persons acting on behalf of a shareholder (a legal person) or representing a shareholder (a legal person) should present their valid identity card and evidence (power of attorney) proving their authorization to act on behalf or represent a shareholder (a legal person).

Correspondence voting at the General Meeting is not allowed.

Kralupy nad Vltavou, dated 26/02/2014

Ing. Lubomír Lukáč, Chairman of the Board of Directors

Marek Rosciszewski, Vice Chairman of the Board of Directors

Ing. Ladislav Varhaník, Member of the Board of Directors

Martin Komůrka, Member of the Board of Directors

Enclosure: Proposed Resolution of the General Meeting

Proposed Resolutions
regarding individual items on the agenda of the General Meeting
of Butadien Kralupy a.s.,
held on 27 March 2014

1. **Regarding item 2.)**

The General Meeting approved the agenda and the Rules of Procedures.

2. **Regarding item 3.)**

The General Meeting elected its bodies as follows:

CHAIRMAN:	Ing. Lubomír Lukáč,
RECORDING OFFICER:	Notary and Ing. Ivana Vyhnánková,
VERIFYING OFFICERS:	Martin Komůrka and Ing. Alexandra Kříčková,
SCRUTINIZER:	Ing. Martin Brož.

3. **Regarding item 4.)**

Submission to the Business Corporations Act as a whole and, in this context, a decision on the alteration to the Articles of Associations

Proposed resolution:

The General Meeting, according to the Company's Articles of Associations, Article 13, clause 13.1, letter (a), approves the new wording of the Articles of Associations of Butadien Kralupy a.s. with effect from 27/03/2014, and cancels the full wording of the Articles of Accosiations of Butadien Kralupy a.s., effective from 01/03/2010.

The proposed alteration to the Articles of Associations is necessary under Act No. 90/2012 Coll., Business Corporations Act, effective from 1 January 2014, imposing the Company an obligation to adjust the Company's Articles of Associations to the Act by 30 June 2014. The new wording of the Articles of Associations was available to the shareholders for inspection at the Company's registered office from 3 March 2014.

4. **Regarding item 5.)**

Decision on the conclusion of amendments to contracts with SYNTHOS Kralupy a.s. and TAMERO INVEST, s.r.o. which are necessary for the operation of the Butadien II production unit in 2014

Proposed resolution:

The General Meeting, according to the Company's Articles of Associations, Article 13, clause 13.1., letter (j), approves the conclusion of the following amendments to contracts with SYNTHOS Kralupy a.s. and TAMERO INVEST s.r.o., concerning deliveries and services in 2014 which are necessary for due operation of the Butadien II production unit, as follows:

SYNTHOS Kralupy a.s.

Amendment No. 4 to Contract No. 18/2009 - Provision of Degassing Services

Amendment No. 4 to Contract No. 19/2009 - Provision of SKP Services

Amendment No. 4 to Contract No. 20/2009 – Control Laboratory Services

TAMERO INVEST s.r.o.

Amendment No. 4 to Contract No. 24/2009 - 0.65MPa Steam Supply

Amendment No. 4 to Contract No. 25/2009 - Steam Condensate Supply

Amendment No. 5 to Contract No. 08/2009 - on the electricity supply and consumption and joint services of electricity supply to an authorized customer

5. **Regarding item 6.)**

Election of a member of the Board of Directors

Proposed resolution:

The General Meeting elected, according to the Articles of Associations of Butadien Kralupy a.s. Company, Article 13, clause 13.1, letter (aa) and Article 19, clause 19.5, Mr Marek Rosciszewski, born on, residing at, as a member of the Board of Directors with effect from 27 March 2014.

Because of resignation of a former member of the Board of Directors, Mr Zbigniew Warmuz, as at 31/12/2013, a new member of the Board of Directors, Mr Marek Rosciszewski, was appointed as a substitute member of the Board of Directors according to Article 19. item 19.5 of the Company's Articles of Associations with effect from 22 January 2014 till holding the General Meeting. Now the General Meeting confirmed by its resolution the membership of Mr Marek Rosciszewski in the Company's the Board of Directors.

6. **Regarding item 7.)**

Recall and election of a member of Supervisory Board

Proposed resolutions:

The General Meeting took note, that for Mr Wieslaw Ziembła ended the term of office of a member of the Supervisory Board of Butadien Kralupy a.s. Company on 12 January 2014.

The General Meeting elected, according to the Articles of Associations of Butadien Kraupy a.s. Company, Article 13, clause 13.1, letter (z) and Article 24, clause 24.4 Mr Wojciech Gurgacze, born on, residing atas a member of the Supervisory Board with effect from 27 March 2014.

The General Meeting recalled, according to the Articles of Associations of Butadien Kraupy a.s. Company, Article 13, clause 13.1, letter (z) and Article 24, clause 24.4 Mr *(name and personal details of a member of Supervisory Board to be inserted)* as a member of the Supervisory Board with effect from 27 March 2014.

The General Meeting elected, according to the Articles of Associations of Butadien Kraupy a.s. Company, Article 13, clause 13.1, letter (z) and Article 24, clause 24.4 Mr *(name and personal details of candidate to be inserted)* as a member of the Supervisory Board with effect from 27 March 2014.