



NOTICE
OF THE MANAGEMENT BOARD OF KOPEX S.A. BASED IN KATOWICE
ON THE AMENDMENTS TO THE AGENDA OF
THE GENERAL MEETING OF SHAREHOLDERS
CONVENED ON 20 FEBRUARY 2014

The Management Board of KOPEX S.A. based in Katowice obtained a written application from a shareholder, pursuant to Art. 401 Par.1 of the Commercial Companies Code. Incorporation of some issues on the agenda of the Extraordinary General Meeting convened by the Board on 20 February 2014 at 12.00 PM was the subject of the application. The Management Board accepting in total the application in question, pursuant to Art. 401 Par.2 of the Commercial Companies Code, presents the revised agenda of the Extraordinary General Meeting.

The new proposed agenda of the Extraordinary General Meeting KOPEX S.A. is as follows:

1. Opening the Extraordinary General Meeting and election of Chairperson of the General Meeting.
2. Validation of convening an Extraordinary General Meeting and its ability to adopt resolutions.
3. Adoption of the agenda.
4. Adoption of a resolution on recalling a member of the Supervisory Board .
5. Adoption of a resolution on appointment of a member of the Supervisory Board .
6. Adoption of a resolution on amendments to Par. 11a of the Statutes of Association of the Company.
7. Adoption of a resolution on the amendments to Par. 19 of the Statutes of Association of the Company.
8. Adoption of a resolution on the amendments to Par. 50 of the Statutes of Association of the Company.
9. Adoption of a resolution on amendments to the Regulations of the General Meeting of the Company.
10. Closing the session of the Extraordinary General Meeting.

The Management Board KOPEX S.A. in connection with Items 6, 7 and 8 of the agenda incorporated at the request of a shareholder pursuant to Art . 402 Par. 2 of the Commercial Companies Code, presents the proposed amendments to the Statutes of Association of KOPEX Spółka Akcyjna based in Katowice :

I.

Par. 11a has been amended in such a way that the former wording :

"1. Until 24 June 2012 the Management Board of the Company is authorised to raise the Company's share capital by the value not exceeding the amount of 6,700,000.00 zlotys (say: six million and seven hundred thousand zlotys) (in-coming capital). The Management Board may exercise the authorisation obtained by a single or several raisings in the share capital. The Management Board fixes the share issue price and may issue shares both for money contribution and non-money contribution. The share issue price fixed by the Management Board requires approval of the Supervisory Board. The Management Board may neither issue preferred shares nor grant the shareholder personal rights referred to in Art. 354 of the Commercial Companies Code. This authorisation does not include the right to raise the share capital from the own assets of the Company.

2. The resolution of the Management Board adopted in accordance with Item 1, replaces the resolution of the General Meeting on raising the share capital , and a notarial act is required for its validity.

3. The Management Board may deprive shareholders of their rights to acquire shares being issued, in total or in a part, in the frame of the in-coming capital.

4. The Management Board decides on all the matters related to raising the share capital in the frame of the in-coming capital, unless the Statutes of Association, Commercial Companies Code or to the legal regulations provide otherwise. The Management Board is authorised to:

- 1) taking up any factual and legal actions necessary for dematerialisation of new shares issued, referred to in Item 1, and their admission and introduction to trading on the regulated market of the Giełda Papierów Wartościowych w Warszawie S.A. (Warsaw Stock Exchange), including submission of any motions, document or notifications to the Financial Supervisory Commission and taking up other necessary actions.
- 2) signing an agreement with National Depository for Securities on registration of all the shares that will be issued in the frame of the in-coming capital in the securities deposit of the National Depository for Securities.

is replaced by the following one:

"1. For the period until 20 February 2017, the Management Board is authorised to increase the Company's share capital by an amount not greater than PLN 10,500,000.00 (say: ten million five hundred thousand zlotys) through the issue of not more than 10,500,000 (say: ten million five hundred thousand) shares with a nominal value of PLN 1.00 (say: one zloty) each (target capital). The Board may exercise the granted authorisation by making one or several consecutive increases of the share capital, issuing shares and giving the share issues consecutive series numbering. The Management Board is authorised to determine the issue price of shares and may issue shares in exchange for cash contributions and in return for non-money contributions. Issue price determined by the Board is requested to be approved by the Supervisory Board.

The Management Board is not authorised to issue preferred shares or grant personal rights to shareholders referred to in Art. 354 of the Commercial Companies Code.

This authorisation does not include the power to increase the share capital of the Company.

2. Resolution of the Management Board of the Company adopted in accordance with Cl.1, replaces a resolution of the General Meeting on the increase of the share capital and requires a notarial act for its validity.

3. The Management Board, with the consent of the Supervisory Board, is authorised to deprive shareholders of their preemptive rights for new shares within the target capital in whole or in part.

4. Unless the Statutes of Association of the Company, provisions of the Commercial Companies Code and other laws provide otherwise, the Board is authorised to decide on all matters relating to the share capital increase within the target capital and the Management Board is, in particular, authorised to:

1) offer shares in the modes permitted by applicable laws (closed, private, open subscriptions or otherwise),

2) take up any factual and legal actions necessary for dematerialisation of new shares issued referred to in Cl.1 and their admission to trading on a regulated market operated by Giełda Papierów Wartościowych w Warszawie S.A. (Warsaw Stock Exchange).

3) signing an agreement on dematerialisation of shares issued by the Company within the target capital with the National Depository for Securities and share registration in the appropriate register,

4) submit applications or notifications to the competent authorities and institutions for admission of the shares issued by the Company within the target capital to listing and trading on the Warsaw Stock Exchange.

II.

Par.19 has been amended in such a way that the current Cl.2 is followed by Cl. 3 which reads as follows:

"3. Chairperson of the Supervisory Board holds the deciding vote in the case of a tie in voting on passing a resolution of the Supervisory Board. "

III.

Par.50 Cl.1 has been amended in such a way that the former wording:

"General Meeting of Shareholders adopts resolutions irrespective from the number of shares represented at the General Meeting".

is replaced by the following one:

"Resolutions adopted by the General Meeting shall be deemed valid if shareholders (shareholder) representing at least 50 % of the share capital of the company participate in the voting";

IV.

Par.50 has been amended in such a way that Cl.3 reads as follows:

"The General Meeting shall be considered valid if shareholders (shareholder) representing at least 50 % of the share capital of the company participate in it".

Other elements of the Convening Notice of the Extraordinary General Meeting of KOPEX S.A. on 20 February 2014 , issued on 24 January 2014 remain unchanged.

The Management Board of KOPEX S.A.

Arkadiusz Śnieżko

Member of the Management Board

Chief Operating Officer

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Józef Wolski

President of the Management Board

Chief Executive Officer

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