

(Translation from the Polish language)

FINANCIAL SUPERVISORY COMMISSION

Current report No 53/2011

Date: 9 May 2010

Issuer's shortened name: KOPEX SA

Subject: **Second notification of shareholders of the intention to merge KOPEX SA with KOPEX Equity Sp. z o.o.**

Legal basis: Law on Offer, Art. 56, Par.1 Item 1 – current and cyclic information

Contents of the report:

The Management Board of KOPEX SA with its registered seat in Katowice acting in pursuance with article 504 § 1 in relation to article 402(1) § 1 of the Commercial Companies Code presents the Second notification of shareholders of the intention to merge KOPEX SA with KOPEX Equity Sp. z o.o. The full contents of the notification of the intention to merge above mentioned companies is included in the attachment to this report. The Extraordinary General Meeting of KOPEX SA on which is scheduled to adopt a resolution on merger the companies will be held on 31 May 2011 at 12:00. A detailed agenda draft resolutions of the Extraordinary General Meeting were published in the current report RB47/2011 dated 22 April 2011 and on www.kopex.com.pl, Investor Relations/General Meeting of Shareholders tab.

Katowice, 9 May 2011

Second notification of shareholders of the intention to merge KOPEX SA with KOPEX Equity Sp. z o.o.

Acting in pursuance of article 504 § 1 of the Commercial Companies Code, the Management Board of KOPEX SA hereby notifies the Shareholders of the Company of the intention to merge KOPEX SA with its registered seat in Katowice /40-172/, Grabowa 1, entered into the Register of Companies by the District Court Katowice-Wschód, 8th Commercial Division of the National Court Register under the number 0000026782 (acquiring company) with Kopex Equity Sp. z o.o. with its registered seat in Katowice /40-315/, Roździeńskiego 208, entered into the Register of Companies by the District Court Katowice-Wschód, 8th Commercial Division of the National Court Register under the number 0000048171 (company being acquired).

With regard to the above, the Management Board of KOPEX SA hereby reports that:

1. The merger of the Companies will be based on the transfer of the entire assets of the company being acquired to acquiring company, which constitutes a merger by takeover pursuant to Article 492 § 1 item 1 of the Commercial Companies Code. Furthermore, due to the fact that KOPEX SA as the acquiring company owns 100% of Kopex Equity Sp. z o.o. share capital, the merger will be performed pursuant to article 515 § 1 and article 516 § 6 of the Commercial Companies:
 - 1) without increasing the share capital of the acquiring company;
 - 2) using the so-called simplified procedure, in which:
 - a) shares of the acquiring company will not be handed over to the shareholder of the company being acquired,
 - b) statements of the management boards of the merging companies, justified the merge, will not be prepared,
 - c) the merger plan will not be subjected to examination by an auditor
2. The merger plan of KOPEX SA and Kopex Equity Sp. z o.o. was published in Monitor Sądowy i Gospodarczy no. 69/2011 (3682) of 8 April 2011 under the item 4225.
3. The shareholders may familiarise themselves with the documents specified in article 505 § 1 of the Commercial Companies Code (excluding the statements of the management board justified the merge and an auditor opinion which were not drawn up in accordance with the explanations included in item 1 above) on the premises of KOPEX SA, at ul. Grabowa 1 in Katowice (40-172),

room no. 217 between 22 April 2011 and the date of adoption of a resolution on the merger which is planned on 31 May 2011.