

Current Report (CR) No 8 – Conclusion of an Annex Agreement [cf. Amendment] to be Appended to Material Conditional Agreement by the Issuer's Subsidiary and Conclusion of an Escrow Account Agreement (29.04.2014)

The Management Board of Stalprodukt Spółka Akcyjna („the Issuer”) based in Bochnia, herewith, discloses that as of this day 29 April 2014 the Company received a notification about the conclusion of an annex agreement [cf. amendment] to a material conditional agreement („Agreement”) by the Issuer's subsidiary, which was described in the Current Reports No 5 and No 6 as of 8 April 2014.

1. Conclusion Date and Parties to the Annex Agreement

The above mentioned Annex Agreement [cf. amendment] was concluded as of 28 April 2014 between Zakłady Górniczo-Hutnicze "Bolesław" S.A., based in Bukowno, as the Seller and Balkan Mining Group PLC, a company formed and registered in Malta as C61059, based at: ul. Melita 60/2, Valletta, VLT 1122, Malta, as the Buyer („Annex Agreement”).

2. Object of the Annex Agreement

By means of the above mentioned Annex Agreement [cf. amendment], the Parties amended the contractual deadlines for the fulfillment of the conditions precedent of the Conditional Agreement For the Sale of Shares, i.e.:

- changing the transfer date of the Selling Price to the Escrow Account from 28 April 2014 to 15 May 2014.
- moving the date of consent to be obtained from Hipotekarna Banka from 30 kwietnia 2014 to 20 May 2014.

Hence, the Conditional Agreement for the Sale of Shares shall cease to be effective in the event the above mentioned conditions precedent are not fulfilled within the amended deadlines, i.e. in the case the following events occur:

- 1) if the transfer of the Selling Price to the Escrow Account is not made within 15 May 2014;
- 2) if the Consent of Hipotekarna Banka is not granted within 20 May 2014.

Otherwise, the provisions of the Conditional Agreement for the Sale of Shares shall remain intact.

3. Designation of the Criterion Classifying the Agreement as a Material Agreement.

The criterion classifying the Agreement as a material agreement is exceeding the 10% threshold of the Issuer's equity value.

4. Other Information:

The Annex Agreement was signed due to the prolongation of formalities related to the Buyer's capital raising.

5. Conclusion of the Escrow Account Agreement:

The above mentioned Escrow Account Agreement was concluded on 25 April 2014 between:

- Zakłady Górniczo-Hutnicze „Bolesław” S.A., based in Bukowno, as the Seller,
- Balkan Mining Group PLC, a company formed and registered in Malta as C61059, based at: ul. Melita 60/2, Valletta, VLT 1122, Malta, as the Buyer,
- and DEUTSCHE BANK AG, LONDON BRANCH, a company based in Frankfurt am Main, in Germany, acting through its London Branch, Winchester House, 1 Great Winchester Street, London EC2N 2DB, in England, as the Escrow Bank.

The Escrow Agreement, which was concluded under the Conditional Agreement for the Sales Shares, provides for the precise rules governing the transfer and payout of the Selling Price from the Escrow Account.

The legal basis for the preparation of the report: par.5, subpar. 1, item 3 of the Regulation of the Minister of Finance as of 19 February 2009 on current and periodic information disclosed by issuers of securities and conditions for recognising as equivalent information required by the laws of a non-member state. (Journal of Laws as of 2009, No 33, item 259, as amended).