

**AGREEMENT OF THE PARTIES TO THE PROJECT CALLED  
“INNOVATIVE SILESIAN CLUSTER OF CLEAN COAL TECHNOLOGIES”**

**concluded on the eighth day of February 2006 among:**

1. **Central Mining Institute** (*Główny Instytut Górnictwa*), seated in Katowice, Plac Gwarków 1, acting in the present Agreement as the Coordinator of the Centre of Advanced Technologies “Energy-Environment-Health”, represented by
  - Managing Director – Józef Dubiński
  - Deputy General Director for Environmental Engineering – Krystyna Czaplicka-Kolarz
2. **Silesian University of Technology** (*Politechnika Śląska*), seated in Gliwice, ul. Akademicka 2, represented by:
  - Rector – Wojciech Zieliński
  - Director of Heat Technology Institute – Andrzej Ziębik
3. **Institute of Chemical Coal Processing** (*Instytut Chemicznej Przeróbki Węgla*), seated in Zabrze, ul. Zamkowa 1, represented by:
  - Director – Marek Ściążko
4. **Institute of Chemical Engineering of the Polish Academy of Sciences** (*Instytut Inżynierii Chemicznej Polskiej Akademii Nauk*), seated in Gliwice, ul. Bałtycka 5, represented by:
  - Director – Krzysztof Warmuziński
5. **Jastrzębie Coal Company S.A.** (*Jastrzębska Spółka Węglowa S.A.*), seated in Jastrzębie Zdrój, ul. Armii Krajowej 56, represented by:
  - Board President – Leszek Jarno
  - Deputy Board President – Ewa Malek-Piotrowska
6. **Katowice Coal Holding S.A.** (*Katowicki Holding Węglowy S.A.*), seated in Katowice, ul. Damrota 18, represented by:
  - Board President – Stanisław Gajos
  - Proxy – Mariusza Poczęty
7. **Coal Company S.A.** (*Kompania Węglowa S.A.*) seated in Katowice, ul. Powstańców 30, represented by:
  - Board President – Maksymilian Klank
  - Deputy Board President – Franciszek Niezgoda
8. **Southern Energy Concern S.A.** (*Południowy Koncern Energetyczny S.A.*), seated in Katowice, Lwowska 23, represented by:
  - Board President – Jan Kurpa
  - Deputy Board President – Andrzej Zajac

9. **Municipality of Gliwice** (*Miasto Gliwice*), seated at ul. Zwycięstwa 21, represented by:
  - President of the City – Zygmunt Frankiewicz
10. **Municipality of Jastrzębie Zdrój** (*Miasto Jastrzębie Zdrój*), seated at Aleja Józefa Piłsudskiego 60, represented by:
  - President of the City – Marian Janecki
11. **Municipality of Jaworzno** (*Miasto Jaworzno*), seated at ul. Grunwaldzka 33, represented by:
  - President of the City – Paweł Silbert
12. **Municipality of Katowice** (*Miasto Katowice*), seated at ul. Młyńska 4, represented by:
  - President of the City – Piotr Uszok
13. **Municipality of Rybnik** (*Miasto Rybnik*), seated at ul. Chrobrego 2, represented by:
  - President of the City – Adam Fudali
14. **Municipality of Tychy** (*Miasto Tychy*), seated at Aleja Niepodległości 49, represented by:
  - President of the City – Andrzej Dziuba

hereinafter called the **Parties**.

## § 1

1. The Parties hereby declare that they are Partners-Members of the Initiative Group of Innovative Silesian Cluster of Clean Coal Technologies, set up through the initiative of the Marshal of the Śląskie Voivodeship, Michał Czarski and Member of the European Parliament, Prof. Dr. Hab. Eng. Jerzy Buzek, and that they are Parties to the Project: ***“Innovative Silesian Cluster of Clean Coal Technologies”***.
2. The purpose of the present Agreement is to form the Cluster in the framework of which the Partners-Members of the initiative Group and other establishments and institutions will cooperate in the field of:
  - joint creation of programs for the use of coal as energy source and as material for coke chemistry,
  - initiating research programs, introducing coal utilization and processing technologies, and construction of pilot installations,
  - initiating activities for participation of Cluster Partners in the implementation of UE-funded financial projects (Framework program 7 and other),
  - promoting coal regionally and extraregionally as clean, safe and competitive source of energy.

## § 2

The subject matter of the present Agreement is defining rules for accession of new establishments and institutions, hereinafter called New Partners, to the initiative of forming the Cluster.

### § 3

1. Taking into account the open and unrestricted form of the Cluster, the need to increase its importance and the growing interest to participate in the formation of the Cluster, the Parties consider it appropriate that New Partners accede this initiative.
2. New Partners do not at the same time become Parties to the Project called „Innovative Silesian Cluster of Clean Coal Technologies”, hereinafter called the Project, which is the subject of the Agreement of 10 November 2005, and are not entitled to a share in the Project.
3. Taking into account the open character of the Cluster, the Parties do not set any criteria which should be met by a New Partner.
4. In order to simplify the accession and withdrawal of New Partners, the Parties grant the power of attorney to the Central Mining Institute in Katowice to represent the Parties in relation to establishments and institutions declaring the intention to access the initiative of forming the Cluster, with the reservation of § 3 par. 6 of the present Agreement, and to accept declarations of withdrawal of a New Partner from the Cluster. This power of attorney, granted by the Parties to the Central Mining Institute, refers only to representing the Parties in the phase of accessing to and withdrawing from the formation of the Cluster.
5. The Parties unanimously assume that New Partners shall be obliged to promote the brand of the Cluster and to participate in its formation with the reservation of § 3 par. 2.
6. All Parties must give their consent to the accession of New Partner to the Cluster. The Central Mining Institute shall be obliged to notify the Parties in writing about a declaration of accession of New Partner(s) to the Cluster. Each Party may, in 7 seven days since the date receiving a notification, raise an objection in the written form with a justification.
7. The Central Mining Institute shall sign the Accession Agreement of New Partner to the initiative of forming the Cluster on behalf of all Parties with the reservation of § 3 par. 2 and after meeting the requirements of § 3 par. 6.
8. The Central Mining Institute shall be obliged to send each Party a copy of Accession Agreement of New Partner to the Cluster.
9. A withdrawal of New Partner from the initiative of forming the Cluster must be done by a written declaration of such intent addressed by the New Partner to the Central Mining Institute. The Central Mining Institute shall be obliged to notify the Parties in writing about a declaration of New Partner(s) of withdrawal from the Cluster. Each Party may, in 7 seven days since the date receiving such notification, may report obligations on the part of the withdrawing New Partner related to the initiative of forming of the Cluster. If no obligations are reported, the withdrawal becomes valid on the date specified in the declaration but not earlier than on the last day of the month following the month in which the declaration was delivered to the Central Mining Institute.

### § 4

The present Agreement was made in 14 identical originals, one for each Party.

## 1. Central Mining Institute

stamp to read:  
**MANAGING DIRECTOR**  
of CENTRAL MINING INSTITUTE  
/-/illegible signature  
Prof. Dr. Hab. Eng. Józef Dubiński

.....  
(signature)

stamp to read:  
**CENTRAL MINING INSTITUTE**  
pl. Gwarków 1  
**40-166 K A T O W I C E**

.....  
(stamp)

stamp to read:  
**DEPUTY MANAGING DIRECTOR**  
FOR ENVIRONMENTAL ENGINEERING  
/-/illegible signature  
Doc. Dr. Hab. Eng. Krystyna Czaplicka-Kolarz

## 2. Silesian University of Technology

stamp to read:  
**RECTOR**  
/-/illegible signature  
Prof. Dr. Hab. Eng. Wojciech Zieliński

.....  
(signature)

stamp to read:  
**SILESIA N UNIVERSITY OF TECHNOLOGY**  
ul. Akademicka 2 A  
**44-100 G L I W I C E**  
Tel. ext. (032) 237 11 00, 237 21 00  
(1) **000001637** (1)

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stamp to read:  
**DIRECTOR**  
of Heat Technology Institute  
/-/illegible signature  
Prof. Dr. Hab. Eng. Andrzej Ziębik

## 3. Institute of Chemical Coal Processing

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**Institute of Chemical Coal Processing**  
**DIRECTOR**  
/-/illegible signature  
*Dr. Eng. Marek Ściążko*

.....  
(signature)

stamp to read:  
**000025945**  
**INSTITUTE OF CHEMICAL COAL PROCESSING**  
ul. Zamkowa 1  
**41-803 ZABRZE Tel. 271-00-41**  
(1)

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(stamp)

## 4. Institute of Chemical Engineering of the Polish Academy of Sciences

stamp to read:  
**DIRECTOR**  
OF INSTITUTE OF CHEMICAL ENGINEERING  
**POLISH ACADEMY OF SCIENCES**  
/-/illegible signature  
*Prof. Dr. Hab. Krzysztof Warmuziński*

.....  
(signature)

stamp to read:  
**POLISH ACADEMY OF SCIENCES**  
**INSTITUTE OF CHEMICAL ENGINEERING**  
44-100 Gliwice, ul. Bałtycka 5  
tel. 234-69-15, 231-08-11, 231-06-51  
fax 231-03-18  
**REGON 000564694; NIP 631-011-22-39**

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5. Jastrzębie Coal Company S.A.

stamp to read:  
**Jastrzębie Coal Company S.A.**  
**Board President**  
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**Leszek Jarno**

.....  
(signature)

stamp to read:  
**Jastrzębie Coal Company S.A.**  
**44-330 Jastrzębie Zdrój**  
**ul. Armii Krajowej 56**  
**tel. (32) 756 41 13**  
**fax (32) 476 26 71**  
**NIP 633-000-~~illegible~~**

stamp to read:  
**Jastrzębie Coal Company S.A.**  
**Deputy Board President**  
**Director of Economics and Finances Office**  
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**MA. Ewa Malek-Piotrowska**

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6. Katowice Coal Holding S.A.

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**Katowice Coal Holding S.A.**  
**Board President**  
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**M. Eng. Stanislaw Gajos**

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(signature)

stamp to read:  
**Katowice Coal Holding S.A.**  
**Chief Accountant**  
**PROXY**  
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**M.A. Mariusz Poczęty**

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stamp to read:  
**Katowice Coal Holding S.A.**  
**Public Company**  
**40-022 Katowice**  
**ul. Damrota 18**

7. Kompania Węglowa S.A.

stamp to read:  
**BOARD PRESIDENT**  
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**Maksymilian Klank**

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(signature)

stamp to read:  
**DEPUTY BOARD PRESIDENT**  
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**Franciszek Niezgoda**

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(stamp)

stamp to read:  
**COAL COMPANY**  
**PUBLIC COMPANY**  
**40-039 Katowice ul. Powstańców 30**

8. Southern Energy Concern S.A.

stamp to read:  
**BOARD PRESIDENT**  
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**Eng. Jan Kurp**

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(signature)

stamp to read:  
**DEPUTY BOARD PRESIDENT**  
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**M.A. Andrzej Zajac**

.....  
(stamp)

stamp to read:  
**Southern Energy Concern**  
**Public Company**  
**40-389 Katowice, ul. Lwowska 23**  
**NIP: 632-17-92-812, Tel. (032) 731-20-00**  
**- 1 -**

## 9. Municipality of Gliwice

stamp to read:  
**CITY PRESIDENT**  
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*Zygmunt Frankiewicz*

.....  
(signature)

stamp to read:  
**CITY OFFICE  
OF GLIWICE**  
**ul. Zwycięstwa 21**  
**44-101 GLIWICE**

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(stamp)

## 10. Municipality of Jastrzębie Zdrój

stamp to read:  
**CITY PRESIDENT**  
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*M.A. Marian Janicki*

.....  
(signature)

stamp to read:  
**CITY OFFICE  
OF JASTRZĘBIE ZDRÓJ**  
**ul. Józefa Piłsudskiego 60**  
**44-335 Jastrzębie Zdrój**  
**- 1 -**

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## 11. Municipality of Jaworzno

stamp to read:  
**PRESIDENT  
OF THE CITY OF JAWORZNO**  
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*Paweł Silbert*

.....  
(signature)

stamp to read:  
**CITY OFFICE  
OF JAWORZNO**  
**ul. Grunwaldzka 33**  
**43-800 JAWORZNO**  
**Śląskie Voivodeship**

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(stamp)

## 12. Municipality of Katowice

stamp to read:  
**President of the City of Katowice**  
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**Piotr Uszok**

.....  
(signature)

stamp to read:  
**CITY OFFICE OF KATOWICE**  
**ul. Młyńska 4**  
**40-098 K A T O W I C E**  
**tel. 253-80-11 to 18**

.....  
(stamp)

13. Municipality of Rybnik

stamp to read:  
**CITY PRESIDENT**  
/-/ illegible signature  
**Adam Fudali**

.....  
(signature)

stamp to read:  
**CITY OFFICE OF RYBNIK**  
**ul. Chrobrego 2**  
**44-200 Rybnik**

.....  
(stamp)

14. Municipality of Tychy

stamp to read:  
**CITY PRESIDENT**  
/-/ illegible signature  
**M.Eng. Andrzej Dziuba**

.....  
(signature)

stamp to read:  
**CITY OFFICE OF TYCHY**  
**ŚLĄSKIE VOIVODESHIP**  
**- 000515922 -**  
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(stamp)

**End of Translation**

**This is certified to be a true translation of the original document in Polish,  
in proof whereof I affix my signature and seal.**

**Date: 3 April 2006**  
**Reg. No. 30/2006**

*Zbigniew Naumienko*  
*Certified Translator & Interpreter of English*  
*License No. Prez. Adm. 0152/19/99 by District Court in Katowice*  
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*phone: +48 501 306 053*  
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*http://interpreter.tychy.org*