Next stage of reorganisation of the Polimex-Mostostal S.A. Group - Signature of a Companies Merger Plan.

11/24/2009

Polimex-Mostostal is conducting system activities aimed at reducing costs and, on the other hand, planning further development.

Within the Group, a very expedite and extensive reorganisation is being realised that concerns: Energomontaż Północ S.A., Naftobudowa S.A., Naftoremont Sp. z o.o., ZRE Kraków Sp. z o.o., ZRE Lublin S.A., EPE Rybnik Sp. z o.o. and ECE Remont Sp. z o.o.

Today, on 24 November 2009, there has been a Companies Merger Plan signed that provides for, among other things, the merger manner, company appraisal method, stock and share exchange ratio and principles pertaining to share granting.

The stock/share exchange parity has been calculated, providing for Polimex-Mostostal acquiring the assets of the aforementioned companies in exchange for its shares.

In particular, the Management Boards of the Companies will offer their stockholders/shareholders:

for 1 equity of Energomontaż - Północ S.A. – 3.62 equities of Polimex-Mostostal,
for 1 equity of Naftobudowa S.A., – 6.04 equities of Polimex-Mostostal,
for 1 equity of Naftoremont Sp. z o.o., – 2,801.29 equities of Polimex-Mostostal,
for 1 equity of Zakłady Remontowe Energetyki Kraków Sp. z o.o. – 123.65 equities of Polimex-Mostostal,
for 1 equity of Zakłady Remontowe Energetyki Lublin S.A. – 8.52 equities of

Polimex-Mostostal.
The parity has not been determined for EPE Rybnik and ECE Remont due to the fact that Polimex-Mostostal is their sole shareholder.

The Companies will submit a joint application to a relevant registry court for the appointment of a certified auditor to audit and provide an expert opinion on the Merger Plan.

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