

DEED OF UNDERTAKING OF OKD, a.s.

TO: Deutsche Trustee Company Limited
in its capacity as Trustee
Winchester House, 1 Great Winchester Street
London, EC2N 2DB

Attention: Trust & Securities Services

TO: Scheme Creditors (as defined by reference below)

21 July 2014

Dear Sirs

Deed of Undertaking ("Deed"): New World Resources N.V. (the "Company") €500,000,000 7.875% Senior Secured Notes due 2018; and €275,000,000 7.875% Senior Notes due 2021

We refer to the draft explanatory statement (the "**Explanatory Statement**") to be issued by the Company in relation to a restructuring to be implemented pursuant to a scheme of arrangement under Part 26 of the Companies Act 2006 between the Company and the Scheme Creditors (as defined therein) (the "**Scheme**"). Terms used but not otherwise defined in this Deed shall have the meanings given to them in the Explanatory Statement.

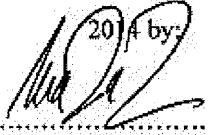
We hereby:

1. agree and undertake to the Scheme Creditors and to the Court to be bound by and to perform the terms of the Scheme in such form as may be sanctioned by the Court;
2. undertake, insofar as is applicable to us, to execute or procure to be executed all such documents, and to do or procure to be done all such acts and things, that are consistent with and reasonably required for the purposes of giving effect to the Scheme; and
3. undertake to support the Company in the implementation of the Scheme and to facilitate the performance of its obligations thereunder.

This Deed and any non-contractual obligations arising out of or in connection with this Deed shall be governed by, and construed in accordance with, the laws of England and Wales. The courts of England have exclusive jurisdiction to settle any dispute arising out of or in connection with this Deed or any non-contractual obligations connected with it.

Duly executed and delivered as a deed poll on 21 JULY

OKD, a.s. **Marek Jelínek**)
acting by: **Director**)
.....)

2014 by: 
.....
(Authorised signatory)

Witnessed by:

Witness' name (print):

Witness' address:

Witness' occupation:

IVONA ROČÁŘKOVÁ, **RJEDLOF HARTPLUETIN 21**
Company Secretary **1071 TS AMSTERDAM**
New World Resources Plc