

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

IN RE PUDA COAL SECURITIES, INC. et al.  
LITIGATION

Civil Action No. 11 CIV <sup>2598</sup>~~2609~~ (PKC)

**ECF CASE**

**AFFIDAVIT OF A. ROBERT PIETRZAK  
IN SUPPORT OF MOTION FOR LEAVE  
TO WITHDRAW AS COUNSEL TO PUDA  
COAL, INC.**

STATE OF NEW YORK )  
 ) ss.:  
COUNTY OF NEW YORK )

A. Robert Pietrzak, being duly sworn, deposes and says:

1. I am an attorney duly admitted to practice before this Court and a partner of the law firm of Sidley Austin LLP (“Sidley”). I submit this Affidavit in support of Sidley’s motion for leave to withdraw as counsel of record for defendant, Puda Coal, Inc. (“Puda Coal”) in the above-captioned action. I make this affidavit on the basis of personal knowledge.

2. Sidley has appeared on behalf of Puda Coal only in certain of the pre-consolidation actions by executing stipulations to extend time to respond to the original complaints in the individual actions and in response to the motions to consolidate the actions.

3. Sidley’s primary point of contact at Puda Coal was Qiong Wu, the Chief Financial Officer of Puda Coal. Ms. Wu resigned from the Company on or around September 28, 2011.

4. Chief Executive Officer, Liping Zhu resigned on or around September 22, 2011. Board Member, Jianfei Ni, resigned on or around December 20, 2011. Sidley is unaware of the hiring of any new members of management.

5. Since Ms. Wu's resignation, Sidley has received some direction from two members of the Audit Committee of the Board of Directors, C. Mark Tang and Lawrence Wizel. On March 1, 2012, Mr. Tang and Mr. Wizel resigned from the Board.

6. Puda Coal's Board of Directors now has only one remaining member, Ming Zhao. Mr Zhao has been represented by separate counsel since the initiation of the original pre-consolidation actions. Sidley has never represented Mr. Zhao and has had no direct contact with him.

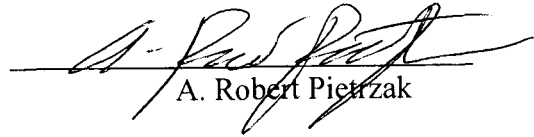
7. In September 2011, Mr. Zhao's counsel withdrew from their representation of him. Since that time, Sidley has had no contact with (and no ability to contact) Mr. Zhao, even through counsel.

8. There are no employees or Directors that Sidley has any contact with or the ability to contact.

9. Sidley has not received any payment of the fees incurred to date in its representation of Puda Coal.

10. I am informed and believe that Counsel for plaintiffs and certain defendants are currently drafting a proposed briefing schedule for challenges to the Corrected Amended Consolidated Complaint. No dispositive motions have been filed, nor any discovery taken.

11. Accordingly, I respectfully request that the Court enter an Order permitting Sidley to withdraw as counsel of record for defendant Puda Coal.

  
A. Robert Pietrzak

Sworn to before me this  
8th day of March, 2012

  
Notary Public

**ANN MOLIEN**  
Notary Public, State of New York  
No. 01MO4790765  
Qualified in Orange County  
Certificate Filed in New York County  
Commission Expires Aug. 31, 2013