

## **RULES FOR DIVIDEND PAYMENT**

**approved by Resolution No. 3 of Regular General Assembly of the company Biotika a.s.**

**held on 20<sup>th</sup> May 2013 in the seat of the company**

### **Art. I Decisive day**

- 1.1** Decisive day for determination of person entitled to claim the right to dividend: **27<sup>th</sup> May 2013.**

### **Art. II Right to dividend and amount of dividend**

- 2.1** Right to dividend have the private and legal persons who as per 27<sup>th</sup> May 2013 (the decisive day for determination of person entitled to claim the right to dividend) were registered in Central Depository of Securities of the Slovak Republic, joint-stock company (hereinafter referred to as "Central Depository") as a shareholder of the company Biotika a.s., with its seat at: Slovenská Ľupča 566, postal code: 976 13, Slovak Republic, Identification No.: 31 561 900, the company is registered in Business Register of District Court Banská Bystrica, Section Sa, Insert No. 65/S (hereinafter referred to as "Biotika a.s.").
- 2.2** Dividends shall be paid from profit of Biotika a.s. made in the year 2012.
- 2.3** Amount of dividend: 3.00 EUR (in word: three EUR) for one share.

### **Art. III Maturity of dividends**

- 3.1** Dividend is payable till 26<sup>th</sup> July 2013 (within 60 days after the decisive day indicated in the point 2.1).

### **Art. IV Methods of dividend payment**

- 4.1** **Payment of dividends to shareholders – private persons from the Slovak Republic and the Czech Republic**
- a) by cashless transfer to bank account of shareholder**  
If the shareholder till the 14<sup>th</sup> June 2013 (including) at the latest sends to the seat of the company Biotika a.s., Slovenská Ľupča 566, postal code: 976 13, the written application for remittance of dividends by cashless transfer to bank account and this application contains all terms listed below, the dividends shall be remitted to the bank account specified in the application. The application has to contain the identification data related to the shareholder, i.e. name and surname, personal identification number (or the identification number assigned by Central Depository), private address and the identification data on bank account to which the payment is

to be sent, i.e. by Slovak banks – name of the bank and bank account, by foreign banks: full name of account of the receiver (name, street, city, country), bank name, bank address (street, city, country), SWIFT CODE/BIC CODE if it is assigned, bank account / IBAN. Signature of the shareholder at the application for payment of dividend has to be authorized legally. If the shareholder submits personally the application for payment of dividends by cashless transfer to account to the seat of Biotika a.s., the legal authorization of the shareholder's signature on the application can be replaced by identity verification by two authorized employees of Biotika a.s. according to the identity card of the shareholder – with the marking “identity verified personally according to identity card .....”, indicating the number of identity card and identification data (name, surname, personal identification number) of the employees of Biotika a.s. who verified the shareholder's identity. Specimen of the application for remittance of dividends by cashless transfer to the account of shareholder is indicated at the company's website [www.biotika.sk](http://www.biotika.sk). If the application is not complete or if the application is sent to the seat of the company after the 14<sup>th</sup> June 2013, the dividends shall be sent by the method specified in the point 4.1, letter b).

**b) by cheque to the shareholder's address** indicated in the list of owners of book-entry securities kept by Central Depository as per the 27<sup>th</sup> May 2013, by Slovenská pošta a.s. (Slovak Postal Service, joint-stock company) or by Poštová banka a.s. (Postal Bank, joint-stock company) in case that dividends shall not be remitted to the shareholder according to the point a) and if sending of finances is allowed by the rules of Slovenská pošta a.s. or Poštová banka a.s. By this method of dividend payment the dividend shall be sent to the shareholder without submitting the application for its payment. If sending the finances by cheques to the shareholder's address is not allowed by the rules of Slovenská pošta a.s. or Poštová banka a.s., the shareholder has to apply for their payment by the method indicated in the point 4.1.

#### **4.2 Payment of dividends to shareholders – private persons from other countries than the Slovak Republic and the Czech Republic**

Dividends are paid by cashless transfer of finances to shareholder's bank account. To realize the transfer of finances it is necessary that the shareholder delivers to Biotika a.s. the written application for remittance of dividends by cashless transfer to bank account indicating the identification data related to the shareholder, i.e. name and surname, personal identification number (or the identification number assigned by Central Depository), private address and identification data on bank account to which the payment is to be sent, i.e. bank name, bank address, SWIFT CODE, IBAN. Signature of shareholder on the application for payment of dividend must be legally authorized. Specimen of application for remittance of dividends by cashless transfer to the account of shareholder is indicated at the company's website [www.biotika.sk](http://www.biotika.sk).

#### **4.3 Payment of dividends to shareholders – legal persons**

Dividends shall be paid out by cashless transfer of finances to bank account of shareholder. For transfer of finances the following documents have to be submitted by the shareholder:

- a) written application for payment of dividend, which shall contain the identification data related to the shareholder (commercial name, seat, company identification number or identification number assigned by Central Depository, names of persons authorized to act in the name of shareholder and identification data concerning the bank account, to which the dividend is to be paid, i.e. by Slovak banks – bank name and account number, by foreign banks – full name of account of the receiver (name, street, city, country), bank name, bank address (street, city, country), SWIFT CODE / BIC CODE if assigned, account number / IBAN). Signature/-s of person/-s authorized to act in the name of shareholder indicated at the application for dividend payment must be legally authorized,
- b) original or legally authorized actual extract from Business Register or from other register in which the legal person is registered according to the valid national legislation and which declares a legal status of the legal person of shareholder and contains at least the following

data: commercial name, seat, identification number of shareholder and marking of persons authorized to act in the name of shareholder (not older than 3 months).

#### **Art. V Delivery of applications for dividend payment**

- 5.1** The filled-in application for dividend payment together with the documents, which have to be submitted by the persons entitled for dividend payment, are delivered to the seat of the company: **Biotika a.s., Slovenská Ľupča 566, 976 13 Slovenská Ľupča, Slovak Republic.**

#### **Art. VI Miscellaneous**

- 6.1 Power of attorney.** Shareholder who has the right for dividend may authorize other person (proxy) for payment of dividend either in cash or to bank account by cashless transfer based on the written power of attorney containing the identification data of the shareholder, the identification data of proxy, extent of power of attorney, provision that the proxy accepts this power of attorney and the legally authorized signature of shareholder. Specimen of power of attorney is published at the website of the company Biotika [www.biotika.sk](http://www.biotika.sk).
- 6.2 Shareholder – private person ineligible for legal acts.** If the private persons are not eligible for legal acts, their legal representatives act in their name (i.e. parent in the name of a child and guardian appointed by court in the name of full-aged ineligible person). If the shareholder is an **under-aged private person**, the application for dividend payment has to be added by the written declaration of the representative parent indicating the identification data of the parent (name, surname, personal identification number, private address) and the declaration that he/she is eligible for legal acts and was not deprived of his/her parental rights with his/her legally authorized signature. If the shareholder is a **full-aged private person ineligible for legal acts**, the application for dividend payment is signed by his/her guardian appointed by court who, besides the identification data of shareholder, indicates also his/her own identification data in his/her application and to the application encloses also the legally authorized copy of resolution by which he/she was appointed for guardian to the shareholder.
- 6.3 Change of personal data of the shareholder – private person.** The shareholder – private person, whose personal data have been changed after the registration of this change in Central Depository or member of Central Depository, according to that who keeps his/her asset account of securities, has to apply for dividend payment in written form. The application for dividend payment is enclosed by original or copy of document “Extract of basic data on owner of securities” issued by Central Depository or the confirmation on registration of changed personal data issued by member of Central Depository according to that who keeps his/her asset account of securities. The application for dividend payment has to contain, besides actual (changed) personal data, also the original personal data of shareholder.
- 6.4 Shares acquired in inheritance procedure.** If the shareholder mentioned in the list of shareholders of the company Biotika a.s. issued by Central Depository as of 27<sup>th</sup> May 2013 has died, the persons who acquired his/her shares within inheritance procedure have the right for dividend payment, if they deliver the application for dividend payment to the company Biotika a.s. where they indicate, besides their own identification data, also the identification data of testator with a note that they acquired the shares by inheritance and to the application they enclose the certified copy of Heritage Certificate issued by notary public or the original of legally authorized copy of lawful resolution of court on inheritance procedure and the original or certified copy of account statement of owner of securities issued by Central Depository or by member of Central Depository, according to that who keeps the asset account of securities, confirming the ownership of inherited shares in case of acquisition of shares within inheritance procedure. Signature of the person who acquired the shares has to be legally authorized.

- 6.5 Income tax.** The dividend paid out from profit realized in the year 2012 is not a subject of income tax in the Slovak Republic according to the Law on Income Tax No. 595/2003 Coll. valid in the time of dividend payment. In foreign shareholders, the taxation of dividend according to the legal regulations valid in the country where they have a tax domicile is not excluded herewith.
- 6.6 Levies to health insurance company.** The dividend paid out from profit realized in the year 2012, according to the § 10b of the Law on Health Insurance No. 580/2004 Coll. as amended, is considered to be a gainful activity from which the **shareholder – private person**, compulsory publicly health insured, according to this law (hereinafter referred to as “insured person”) **is obliged to pay the health insurance**. According to the provision of § 38b of the mentioned Law on Health Insurance the payer of insurance from dividend is the shareholder – insured person.
- 6.7 Transfer of rights for dividend.** If the transfer of right for dividend occurs according to the § 178, Art. 2 of Commercial Code No. 513/1991 Coll. as amended, the person setting-up the right for its payment identifies himself/herself by original contract on transfer of claim with legally authorized signatures of contracting parties.
- 6.8 Documents.** Documents and records elaborated in other than Slovak or Czech language have to be translated officially into Slovak language. The original document or record in foreign language has to be submitted together with its legally authorized translation into Slovak language. Any documents or records legally authorized out of the territory of the Slovak and the Czech Republics related to the dividend payment have to be super-legalized, or marked with the “Apostille” stamp in compliance with the Hague Convention Abolishing the Requirement for Legalisation for Foreign Public Documents dated 5.10.1961.
- 6.9 Processing of personal data.** The company Biotika a.s., in compliance with the Law on Protection of Personal Data No. 428/2002 Coll. as amended, with the purpose of dividend payment entrusted with processing of personal data the owners of securities in the extent: name, surname, date of birth, address, dividend amount, the following companies: Poštová banka, a.s. (Postal Bank, joint-stock company), seat: Dvořákovo nábrežie 4, 811 02 Bratislava, Identification No.: 31 340 890, Slovenská pošta, a.s. (Slovak Postal Service, joint-stock company), seat: Partizánska cesta 9, 975 88 Banská Bystrica, Identification No.: 36 631 124.

## Art. VII Unpaid dividends

- 7.1** In case that the shareholder, within the maturity date of dividends specified in the Art. III of these rules, does not set up his/her right for dividends by the method indicated in these rules, or if the dividends remitted to the shareholder according to these rules turn back to the account of the company Biotika a.s., then the unpaid dividends shall be deposited on the account of Biotika a.s. for the period of 4 years. After expiry of 4 years after the maturity date of dividends, according to the provision of § 397 of Commercial Code of the Slovak Republic No. 513/1991 Coll. as amended, the right for dividends becomes statute-barred.
- 7.2** Payout of these unpaid dividends by cashless transfer to the account may be required by the shareholder in written form. This request has to contain the terms and enclosures mentioned in the Art. IV or Art. VI of these rules.
- 7.3** Payout of unpaid dividends can be realized also cash from cash desk of the company, if such method is allowed by the valid legislation of the Slovak Republic (e.g. Act on Limitation of Cash Payments No. 394/2012 Coll. as amended – the cash payments **exceeding 5 000.00 EUR** are prohibited). Personal drawing of dividends must be agreed in advance by the contact person of Biotika a.s. Mrs. Ľubica Živická, Phone: +421 (0)48 4368 215, e-mail: [zivicka@biotika.sk](mailto:zivicka@biotika.sk) or Mrs. Zlata Šebelić, Phone: +421 (0)48 4368 251, e-mail: [sebelic@biotika.sk](mailto:sebelic@biotika.sk), during working days in the time from 8:00 a.m. to 14:00 p.m. The private person – shareholder, at cash drawing of dividends, identifies him-/her-self by identity document indicating the name, surname, date of

birth, address and personal identification number if assigned, eventually by other documents mentioned in the Art. VI of these rules. The legal person identifies itself by actual (not older than 3 months) extract from Business Register or from other official register valid in the country of shareholder confirming the legal status of the legal person – shareholder and containing at least the following data: commercial name, seat, identification number of shareholder and indication of persons entitled to act in the name of shareholder (not older than 3 months). For legal person, the dividends can be drawn at cash desk of the company by its statutory representatives or proxy.

Ing. Emil Drlička  
Chairman of Board of Directors

Ing. Milan Mócik  
Member of Board of Directors