

Current report according to CNVM Statute No 1/ 2006

Report date:	3.09.2015
Name of issuer:	Farmaceutica REMEDIA S.A.
Registered office:	Deva, 43 Dorobantilor St.
Tel/ fax no:	+40 254 22 32 60 / +40 254 22 61 97
ORC no:	2115198
Trade Registry no:	J20 / 700 / 1991
Subscribed and paid-in capital:	RON 10.608.980
Regulated market:	Bucharest Stock Exchange

Important events to report:

Dear investors,

We present you the Procedure for the distribution of dividends for financial year 2014

The Board of Adminsitratrs of Farmaceutica REMEDIA S.A. informs the shareholders of the society the following:

- The distribution of the dividnets will be effected during the period of 18.09.2015 (payment date) – 15.04.2018 to the shareholders registered in Shareholders Register of Farmaveutica REMEDIA S.A. at the date of 15.09.2015 (14.09.2015 ex date). The brutto value/share is 0,015 lei
- The distribution of the dividnets will be effected, according to the Decision no. 59 as of 15.04.2015 of the Ordinary General Meeting of the Shareholders, through the Central Depository.
- The Central Depository does not effect payments in cash. The distribution of dividnets is effected through the agencies/branches of Banca Transilvania, as folows:
 - The shareholders having the account opened at the Participants (brokers), will receive the dividnets in their acccount open with the broker.
 - The shareholders who do not have an account open with the broker the payment of the dividnets will be effected by the Central Depository through the payment agent of Farmaceutica REMEDIA S.A. - Banca Transilvania. The dividnets may be collected either in the personal account indicated and transmeted by the shareholder to The Central Depository by the IBAN code collection form available on the website www.depozitarulcentral.ro accompanied by the insotit de documents mentioned in the Procedure for the distribution of dividnets, or in cash, at the agencies/branches of Bancii Transilvania alover the country.

1. Procedure for the distribution of dividends for financial year 2014

The Board of Administrators of Farmaceutica REMEDIA S.A. informs its company shareholders of the fact that the **dividends for the financial year 2014 will be distributed in the period 18.09.2015 – 15.04.2018** to the shareholders of Farmaceutica REMEDIA S.A. registered in the Shareholders' Register S.A. on **15.09.2015 as date of registration**. The value of a gross dividend /share is of **0,015 lei**.

The methods and terms of payment are the following:

Chapter I. Payment of dividends in the Participants' account

For individuals, legal persons or other entities who on the date of registration hold shares highlighted in Section II of the Shareholders' Register of Farmaceutica REMEDIA S.A. in the account opened at the Participant, the dividends shall be paid automatically by bank transfer through the Central Depository to the Participants' accounts on the date of payment i.e. **18.09.2015** if the respective shareholders did not express and communicate their option of delayed payment to the Participant and the Participant did not communicate this to the Central Depository in the report from the date of registration.

The delayed payment date only applies to non-resident shareholders who have an account with the Participant and chooses for the postponement of the payment for a later date in order to benefit from the more favourable provisions of the Conventions for the avoidance of double taxation, meaning the deadline until it is postponed the payment of the dividends to the shareholders having chosen this payment option established based on the relevant tax-related provisions.

The payment option is the option expressed by non-resident shareholders who have an account with the Participant and such option is communicated to the Central Depository by the Participant in the report from the date of registration made in accordance with the applicable Legal Regime concerning:

- a) The payment of dividends after deducting the dividend tax in the standard quota set forth by the Romanian Tax Code in force on the date of payment;
- b) The payment of dividends with the properly deducted dividends tax quota according to the Conventions for the avoidance of double taxation on the basis of the complete, accurate tax-related documents previously sent by the shareholder by **15.09.2015**;
- c) The postponement of the payment of dividends for a date after the date of payment, during 2015, in order to grant the shareholders the possibility to benefit from the more favourable tax provisions of the Conventions for the avoidance of double taxation after transmission of the complete, accurate tax-related documentation. The payment of the net dividends shall be made within maximum ten working days from the date when Farmaceutica REMEDIA S.A. receives the complete, accurate support documents and any additional clarifications. In the case of shareholders for whom the Participants did not submit any support documents by 1.10.2015 the dividends shall be paid on 15.10.2015 withholding the standard tax quota in force as per the Romanian Tax Code.

Non-resident shareholders with a bank account opened at the Participant (Custodian Bank or Broker) who wish to benefit from the more favourable provisions of a Convention for the avoidance of double taxation between Romania and their country of residence must submit via the Participant the tax residence certificate for the year when the dividends are paid; such certificate must be a valid, original document or legalised copy, bearing an apostille/superlegalization if necessary, supported by an authorised translation and with contact details for any clarifications with regard to the tax residence certificates.

- If they did not choose the delayed payment of dividends, by **15 September 2015** at the address of Farmaceutica REMEDIA S.A. from Bucharest, Bd. Metalurgiei, nr. 78, Sector 4, Post Code 041836, to the attention of the Financial Department. Farmaceutica REMEDIA S.A. cannot be held liable for the non-enforcement of the more favourable tax treatment mentioned above if the shareholder fails to submit the documents and/or requested clarifications by the mentioned deadline;
- By **01.10.2015** at the latest if they chose the delayed payment of dividends at the address of Farmaceutica REMEDIA S.A. listed above;

In the case of non-resident shareholders represented by a Participant, Farmaceutica REMEDIA S.A. will deduct the dividend tax from the gross dividend at the standard quota in force imposed by the Romanian Tax Code if:

- They did not choose the postponed payment nor did they sent the tax residence certificate and any additional clarifications by **15 September 2015**;
- They chose postponed payment but did not sent the tax residence certificate (plus the documents on non-resident pension funds) and any additional clarifications by **01.01.2015** at the latest.

Chapter II. Payment by bank transfer (in lei, to accounts opened at a bank in Romania)

As of **15.09.2015** individuals and legal persons shareholders who are not represented by the Participant and wish to have their dividends paid by bank transfer may ask and send to the Central Depository all documents needed for the payment of dividends, as follows:

1. Shareholders not represented by the Participant, *individuals* either personally or by legal or conventional representative shall submit to the Central Depository the IBAN code collection form with a holographic signature indicating the bank and the account (IBAN code) opened in the name of the Holder of financial instruments (the model is available on the website of the Central Depository - www.depozitarulcentral.ro), accompanied by:

- A copy of the valid identity document showing the person's legible personal identification code – certified by the holder as "true copy";
- Statement of account or a document issued by the bank (signed and stamped) confirming the existence of the account on the name of the Holder of financial instruments and mentioning the IBAN code – original;
- A copy of the documents certifying the capacity of the person who signed the legal or conventional representative request, if applicable - certified by the holder as "true copy".

2. Shareholders not represented by the Participant, *legal persons*, by legal or conventional representative, shall submit to the Central Depository the IBAN code collection form with a holographic signature and stamped indicating the bank and the account (IBAN code) opened on the name of the Holder of financial instruments (the model is available on the website of the Central Depository - www.depozitarulcentral.ro), accompanied by:

- A copy of the Registration certificate (tax identification number) – certified by the holder as "true copy";
- A copy of the document certifying the capacity of legal representative of the company (findings certificate issued by the Trade Register / equivalent entity – for foreign entities) – certified by the holder as "true copy";
- A copy of the documents certifying the capacity of conventional representative of the signatory of the request, if applicable - certified by the holder as "true copy";
- Statement of account or a document issued by the bank (signed and stamped) confirming the existence of the account on the name of the Holder – legal person, mentioning the IBAN code – original;

In the case of Pension Funds:

- A copy of the identity document of the legal representative of the fund's management company, still valid
- An identity document with personal digital code for Romanian citizens or a passport with identification number for foreign citizens
- A copy of the findings certificate of the fund's management company / another equivalent document which should not be older than 3 months, mentioning the legal representative of the fund's management company
- A copy of the registration certificate / other equivalent document for the fund's management company
- A copy of the decision of the regulatory authority certifying that the fund's management company and the fund are authorized
- In case of non-resident pension funds: a tax residence certificate – original or certified copy, with apostille/super legalization if necessary, supported by an authorized translation in Romanian, an affidavit of the legal representative of the fund's management company certifying the validity on the payment date of the authorization of the fund's management company and of the pension fund itself, if it represents pension funds as defined in the legislation of the European Union Member State or in one of the EFTA states and, if

available, information about the official site of the regulatory authority from the country of origin where the status of the pension fund may be checked.

Chapter III. Payments in cash

For individual shareholders who are not represented by the Participant and did not ask for payment in their bank account, the dividends shall be paid in cash; thus, Farmaceutica REMEDIA S.A. shall provide the money due to the agencies/branches of **Banca Transilvania** via the Central Depository SA as of **18.09.2015**.

The hours for collecting the dividends overlap the working hours of **Banca Transilvania**.

Shareholders may collect their dividends from any of the agencies/branches of **Banca Transilvania** in the country during its normal working hours.

Dividends may be collected by shareholders in person or through a legal or conventional representative, as follows:

1. Any payment made at the cash desk will be confirmed by signature by the person actually collecting the money, on the related receipt.

2. In the case of shareholders not represented by the Participant - **resident individuals** going to the cash desk in person, the money shall be paid against presentation of an identity document with his/her personal digital code (CNP). The identifications of the shareholders not represented by the Participant in the file shall be done based on the information from the CNP field.

3. In the case of shareholders not represented by the Participant - **non-resident individuals** going to the cash desk in person, the money shall be paid against presentation of the passport whose series and number must correspond to the ones on file.

4. In the case of shareholders not represented by the Participant - **individuals younger than 14** the money shall be paid to the legal representative – the tutor / parent of the underage child against presentation of the following documents: birth certificate of the shareholders not represented by the Participant with the CNP + 1 photocopy marked as true copy (the photocopy remains), the legal document declaring the tutorship for tutors who are not parents, too + 1 photocopy marked as true copy (the photocopy remains) and the identity document of the tutor/parent + 1 photocopy marked as true copy (the photocopy remains).

5. In the case of shareholders not represented by the Participant – **individuals with trusteeship declared**, the money shall be paid to the trustee of the respective individual against presentation of the following documents: identity document of the Holders not represented by the Participant with the CNP + 1 photocopy marked as true copy (the photocopy remains), the legal document declaring the trusteeship + 1 photocopy marked as true copy (the photocopy remains) and the identity document of the trustee + 1 photocopy marked as true copy (the photocopy remains).

6. In the case of shareholders not represented by the Participant - **individuals who do not go to the cash desk in person but authorize another individual to do so**, the money shall be paid to the proxy of the individual in question against presentation of the following documents: special power of attorney authenticated by a notary public comprising the authorization to collect the money issued no more than 3 years before the date on which the payment is made, except for the case when the power of attorney has a validity in itself which is longer than 3 years and is still valid on the date when the payment is made + 1 photocopy marked as true copy (the photocopy remains) and the identity document of the proxy + 1 photocopy marked as true copy (the photocopy remains).

7. Documents submitted in a foreign language shall be accompanied by a legalized translation into Romanian and if are issued by a foreign authority, they must bear an apostille or super legalization, depending on the case.

8. For individuals, the amounts of money exceeding 10,000 lei shall be transferred in the bank account as per Chapters I and II of the Procedure.

Chapter IV. Non-resident individuals / legal persons

In accordance with Law 571/2003 (updated version) (and with the Methodological Rules for the implementation of Law no. 571/2003 on the Fiscal Code) in the case of the agreements for the avoidance of double taxation regarding income and capital taxes for the enforcement of the provisions on the joint tax

regime for shareholders who are residents of EU or EFTA Member States, the non-resident must submit / send to the seat of Farmaceutica REMEDIA S.A. the original tax residence certificate issued by the competent authority of the state of residence. This tax residence certificate shall be submitted in person at the registry desk from the seat of Farmaceutica REMEDIA S.A. in Bucharest, 78, Metalurgiei St., 4th district, postal code 041836 (from Monday till Friday, from 9.00 a.m. to 5.00 p.m.) or it may be sent by mail or any courier with acknowledgement of receipt at the same address.

If the shareholder does not submit the tax residence certificate, the tax withheld shall be calculated by using the valid quota that applies to resident shareholders.

Any requests to transfer the dividends to a bank account shall be sent at the following address: Depozitarul Central S.A. – Bucharest, Bulevardul Carol I, nr. 34 - 36, sector 2, etaj 8, post code 020922, telephone 021.408.58.56/ 021.408.59.23, in accordance with Chapter II, points 1-2.

All the above-mentioned requests shall also contain the e-mail address and telephone number at which the shareholders or intermediaries may be contacted if further clarifications are needed.

We should mention that following the analysis of the dividend payment requests and of the documents received, Depozitarul Central S.A. and Farmaceutica REMEDIA S.A. (for tax residence certificates) reserve the right to ask for additional documents.

Chapter V. Shares held as joint property

In the case of joint property shares, dividends shall be paid with the following particularities:

In the case of bank transfers, dividends due to joint holders shall be transferred to the account indicated by all joint holders based on the joint request addressed to the Central Depository.

In the case of cash payments, the money shall be paid in cash provided that all joint holders go to the **Banca Transylvania** payment agent either in person or through a legal and/or conventional representative and submit the documents mentioned above for cash payments.

In the case of payments to those with an account opened with the Participant, the dividends due to the joint holders shall be transferred to the Participants whose clients they are.

If the joint shareholders ask both for the registration by the Central Depository of the direct transfer of ownership on the financial instruments as an effect of the termination of the state of joint possession in accordance with the applicable legal regime and the direct payment to each of the joint holders in accordance with the number of instruments held in exclusive property, the Central Depository shall block the payment of the dividends and pay each former joint holder separately, in accordance with the current procedure.

Chapter VI. In the case of deceased shareholders, the dividends are to be paid at the request of the successors by bank transfer or in cash only after the heirs have first requested to S.C. Depozitarul Central S.A. to register the transfer of shares in the Shareholders' Register as an effect of the succession and the latter did so.

Chapter VII. Any change to the data from the Shareholders' Register (changed names, addresses, identity details, etc.) may only be done by Depozitarul Central S.A. with registered office in Bucharest, B-dul Carol I, nr. 34-36, sector 2, et. 3, 8 and 9 at the request of the shareholder / entitled person.

Chairman of the Board of Administrators,

„TARUS” – Valentin Norbert TARUS e.U.

Valentin – Norbert TARUS

