



SINTEZA S.A.  
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C.U.I.: R0 67329  
Nr. înreg. ORC-Bihor: J.05/197/1991  
Cont EXIM: RO48EXIM109000019389RO01  
Banca : EXIM BANK ORADEA  
Cont BTRL: RO86BTRL00501202N98396XX  
Banca : Transilvania Oradea  
Cont BRD: RO79BRDE050SV07449460500  
Banca : BRD Oradea

### **Procedure for payment of dividends S.C. SINTEZA S.A.**

The Board of Directors of S.C. SINTEZA S.A., headquarters in Oradea, Borsului Road, no. 35, Bihor county, registered with the Register of Commerce Bihor under the number J05 / 197/1991, with fiscal code RO67329, in accordance with the Ordinary General Meeting of Shareholders of 20.04.2017, informs the shareholders that payment of the dividends related to the financial year 2016 is made through Depozitarul Central SA and Banca Transilvania, as a paying agent, as follows:

- The gross dividend per share is 0.06806 lei, from which the dividend tax will be deducted at the source, in the quotas provided by the legislation in force at the date of payment;
- Shareholders entitled to receive distributed dividends from the net profit realized in the financial year 2016 are those registered in the Shareholders' Registry held by the Depozitarul Central S.A. on **10.05.2017** - "Registration date" approved by the Ordinary General Meeting of Shareholders.
- Dividends related to the financial year 2016 are due to be paid to shareholders starting with **31.05.2017** and until **31.07.2017**
- The costs of dividend payments, irrespective of the method of payment, shall be deducted from the shareholders, net of the dividend paid.

The methods and terms of payment for dividends are as follows:

#### **I. Payments through bank transfer to accounts opened in lei with a bank in Romania**

Starting with the date of this announcement, shareholders who wish to pay dividends by bank transfer may, request and transmit to the Depozitarul Central S.A. the necessary documents, the payment of the dividends will be made by the Depozitarul Central by bank transfer starting with 31.05.2017, after receiving and checking the documentation, as follows:

1. The shareholders, either personally or by legal or conventional representative, shall submit to the Depozitarul Central SA the IBAN Code Collection Form, specifying the bank and

account (IBAN) opened in the name of the shareholder (the model is available on the website Depozitarul Central - [www.depozitarulcentral.ro](http://www.depozitarulcentral.ro)), accompanied by:

- the copy of the valid identity document in which the personal numerical code is legible - certificate of the holder "according to the original";
- an account statement or a document issued by the bank (signed and stamped) confirming the existence of the account in the name of the shareholder, with the specification of the IBAN code, in the original;
- a copy of the documents certifying the quality of the signatory of the application for legal or conventional representative, if applicable - certified by the holder "according to the original";

2. Shareholders, through a legal or conventional representative, will send to the Depozitarul Central, the IBAN Code Collection Form, specifying the bank and account (IBAN) opened in the name of the shareholder (the template is available on the Depozitarul Central website - [www.depozitarulcentral.ro](http://www.depozitarulcentral.ro)), accompanied by:

- copy of the registration certificate - certificate of the holder "according to the original";
- a copy of the document certifying the status of legal representative of the company (certificate issued by the Trade Register / equivalent entity - for foreign entities) - certified by the holder "according to the original";
- a copy of the documents certifying the status of a representative of the application's signatory, if applicable - certified by the holder "according to the original";
- an account statement or a document issued by the bank (signed and stamped) confirming the existence of the account in the name of the holder - the legal person, with the specification of the IBAN code, in the original;

Documents submitted in a foreign language will be accompanied by certified translation into Romanian, and if issued by foreign authorities, they must be apostilled or legalized, as the case may be.

The requests for distribution of the dividends by bank transfer, together with the mentioned documents, will be sent to the address: Depozitarul Central S.A. - Bucharest, Bd. Carol I, no. 34-36, Sector 2.

Depozitarul Central S.A. will check payment requests submitted by shareholders, and if the documentation is not complete, it will request that it be completed.

In case of payment by bank transfer payment on the date of payment (31.05.2017), the IBAN code collection forms must be received by the Central Depository S.A. at least 4 days before the payment date. In the case of forms received after this deadline, the Depozitarul Central S.A. will instruct you to pay by bank transfer within 3 business days from the moment of cash payment blocking, for individuals, respectively from the date of receipt of the payment request, for legal entities.

3. Shareholders who hold shares issued by SINTEZA SA on the date of registration, respectively 10.05.2017, in accounts opened with the participants of the Depozitarul Central system, will receive the dividends for the respective holdings on the account of the respective participants, without submitting additional documents .

4. Non-resident physical / legal entities:

- requests for dividends to be paid in accordance with paragraphs 1 to 2;
- in accordance with the provisions of Law no. 227/2015 on the application of Tax Law No. 227/2015 on the application of double taxation avoidance agreements on income and capital and on the application of the provisions on the common tax regime for resident shareholders To some EU countries Or A.E.L.S., the non-resident has the obligation to submit / send to the headquarters of the SINTEZA SA company in Oradea, Borsului road, no. 35, Bihor County, the original residence certificate issued by the competent authority in its state of residence. In case the shareholder does not present the certificate of tax residence, the withholding tax will be calculated by applying the quota applicable to the resident shareholders.

## **II. Cash payments through Banca Transilvania**

For natural persons shareholders, the payment of dividends will be made in cash, by providing the due amounts, at the Counters of the Paying Agent, Banca Transilvania, through the commercial company Depozitarul Central S.A. starting with 31.05.2017.

Shareholders who do not have accounts will be able to present to any of Banca Transilvania units in the country.

Cash payments will be made within the limit of the amounts provided for in the applicable law on the date of payment, after the working hours of agencies / branches of the Paying Agent, Banca Transilvania

Payment of dividends at the counter shall be made only to the natural persons shareholders as follows:

1. In the case of resident shareholders who are personally present at the counter, dividends are paid on the basis of the identity card bearing the personal numerical code (CNP). If the identity card does not have a CNP entry, the account statement issued by S.C. Depozitarul Central S.A. having written C.N.P.
2. In the case of non-resident physical shareholders who are personally present at the counter, the dividend payment is made on the basis of the passport whose number and number must correspond to the one in the Depozitarul Central records.
3. In the case of shareholders of natural persons under the age of 14, the payment of dividends shall be made to the legal representative, respectively the parent / parent of the minor, on the basis of the following documents: the shareholder's birth certificate, which must have the personal numerical code (CNP) + 1 Photocopy certified for compliance with

the original (photocopy is retained), legal act establishing guardianship in the case of a guardian who is not one of the parents + 1 photocopy certified for compliance with the original (photocopy is retained) and identity document of the guardian / parent + 1 photocopy Certified for compliance with the original (photocopy is retained).

4. In the case of natural persons having a trustee, the payment of dividends is made through the curator of the respective person on the basis of the following documents: the identity document of the shareholder who must have entered the personal numerical code (CNP) + 1 certified photocopy for compliance with the original (the photocopy is retained), the legal document establishing the cleanliness + 1 certified photocopy for compliance with the original (photocopy is retained) and the curator's identity document + 1 certified photocopy for compliance with the original (photocopy is retained).

5. In the case of natural persons who do not personally present themselves at the counter but mandate another person, the payment of the dividends is made by the person's empowered person, on the basis of the following documents: a special attorney certified by the notary which includes the power to withdraw the dividends No more than 3 years prior to the date of the payment and is valid on the date of payment + 1 photocopy certified for compliance with the original (photocopy is retained) and proxy ID + 1 certified photocopy for compliance with the original (photocopy is retained).

Documents presented in a foreign language will be accompanied by legalized translation into Romanian, and if issued by a foreign authority, they must be apostilled or legalized, as the case may be.

**III.** In the case of died shareholders, the dividends are to be paid at the request of the successors by bank transfer or in cash only after the heirs have previously requested the Depozitarul Central S.A. and the registration of the transfer of shares to the successor (s) was effected as a succession.

**IV.** Any modification of the data in the Shares Register (changes of name, address, identity data, etc.) is made only by the Depozitarul Central SA. with headquarters in Bucharest, Bd. Carol I no. 34-36, sector 2, tel. 021 / 408.58.00, fax 021 / 408.58.16 at the request of the shareholder or the person entitled.

**V.** Shareholders will address directly to the Depozitarul Central S.A. In any other exceptional situation, which does not fall within the above situations.