

CURRENT REPORT

Current report according to: ASF Regulation no. 5/2018
Date of report: 23.04.2019
Name of issuing company: Practic S.A.
Headquarters: No 21-23 Biserica Amzei Street, building C3, 1st and 2nd floor, district 1, Bucharest
Phone: 0213134822
Sole registration code: RO 2774512
Registration no. Reg. of Companies: J40/611/1991
Subscribed and paid in capital: 40.983.171 Lei
Regulated market on which the issued securities are transacted: AeRO

Major events to report:

The company Practic S.A. informs the stockholders that the payment of amounts owed as dividends shall be made as follows:

1. The value the profit distributed as dividends to the stockholders is in amount 27.389.256 lei, i.e. 46,1131 lei gross dividend per stock. This profit is obtained from the profit obtained in financial year 2018 - 22.639.256 lei, i.e. 38,1159 lei gross dividend per stock and profit obtained from reevaluation reserves - 4.750.000 lei, i.e. 7,9972 lei gross dividend per stock. From the mentioned amounts, the dividend tax shall be withheld according to quotas provided by the Law, on the date of payment.
2. The stockholders entitled to receive dividends from the above-mentioned profit are the ones registered within Consolidated Register of Stockholders on 14th of May 2019 – registration date.
3. The dividend for the profit obtained within financial year 2018 and the retained profit mentioned before shall be paid to stockholders beginning on 04th of June 2019 – date of payment.
4. The payment of dividends, under the observance of corresponding legal provisions, shall be made by Central Depository and the payment agent appointed by Practic S.A. is BRD.
5. The modality for paying the dividends is mentioned in "Procedure for distributing the dividends for stockholders" attached to the herein current report.

President of Board of Directors of Practic S.A.
Mihai Ene

Procedure for distributing the dividends for stockholders

Practic S.A. informs the stockholders of the company on the fact that the dividends for the profit obtained in financial year 2018 and retained profit – obtained profit from reevaluation reserves at 31.12.2018 and distributed to shareholders as decision of General Meeting of Shareholders from 22.04.2019 shall be distributed starting on 04th of June 2019 – date of payment, to the stockholders registered within Consolidated Register of Stockholders on 14th of May 2019 – registration date.

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Modalities and terms of payment:

1. Payment of dividends to accounts of Participants:

For stockholders, physical persons, judicial persons or other entities holding stockholders on the registration date, entered in Section II of Consolidated Register of Stockholders of Practic S.A., the Central Depository shall instruct the transfer of amounts to the bank account of Participants, Dividends distributed by open investment funds will not be taxed, according to art. 43 of the Tax Code, unless those investors will send to the PRACTIC SA company documents certifying that they are entities without legal status: Articles of Incorporation, decision / issuing prospectus approved by ASF / CNVM valid at the time of transmission.

2. Payments of amounts by bank transfer into Holders non-represented by Participant (in Lei, in bank accounts opened in Romania), according to instruction sent by stockholders/issuer to Central Depository:

Starting on 04th of June 2019, the stockholders, physical persons and judicial persons, non-represented by Participant, requesting the payment of dividends by bank transfer, may request and transmit to Central Depository the documents necessary for their payment, as follows:

a) The holders of financial instruments, physical persons, personally or by legal or conventional representative, shall submit to Central Depository the IBAN code collection form, indicating the bank and account (IBAN account) opened on the name of Holder of financial instruments (the model is available on website of Central Depository – www.depozitarulcentral.ro) accompanied by:

- copy of valid identity document containing a legible personal number – certified by holder as being a "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, indicating the IBAN account, in original;
- copy of documents attesting the quality of signatory of the request as legal or conventional representative, if applicable - certified by holder as being a "true copy";
- proof of paying the tariff

b) The holders of financial instruments, judicial persons, by legal or conventional representative, shall submit to Central Depository the IBAN code collection form, indicating the bank and account (IBAN account) opened on the name of Holder of financial instruments (the model is available on website of Central Depository – www.depozitarulcentral.ro) accompanied by:

- copy of registration certificate - certified by holder as being a "true copy";
- copy of documents attesting the quality as legal representative of the company (certificate

- confirming the company details issued by Register of Companies/equivalent entity – in case of foreign entities) - certified by holder as being a "true copy";
- copy of documents attesting the quality as conventional representative of the signatory of request, if applicable - certified by holder as being a "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 – judicial person, indicating the IBAN account, in original;
- proof of paying the tariff

3. Payments of amounts by bank transfer to stockholders, non-resident physical persons and judicial persons (in Lei of equivalent in foreign currency, holding bank accounts opened in Romania or outside Romania):

For the purpose of making the payment of dividends starting on 04th of June 2019, also these categories of stockholders apply the above-mentioned rules. Additionally, they must take into consideration, that according to Law 227/2015, updated and Methodological Norms for applying the Fiscal Code, for the agreements for avoidance of double taxation regarding the income and capital tax for applying the provisions regarding the common fiscal regime for stockholders, resident in EU or AELS member states, the non-resident person must submit personally, at the registry office of the company Practic S.A., located in Bucharest, district 1, 21-23 Biserica Amzei Street, the certificate of fiscal residence, issued by competent authorities from his/her/its residency state, in original, together with the payment request and the other above-mentioned documents. These documents shall be transmitted by the company to Central Depository.

If the certificate of fiscal residence is not submitted until 20th of May 2019, there shall be withheld the dividend tax provided by valid Romanian Law.

4. Payments of amounts in cash and bank transfer to stockholders, physical persons and judicial persons, upon the request of stockholders addressed to counters of Payment Agent

For stockholder, physical persons, non-represented by Participant and who did not address to Central Depository a request for making the payment into a bank account, the payment of dividends shall be made in cash or transfer, by putting at the disposal by Practic S.A. the respective amounts, at the agencies/branches of BRD by means of Central Depository, starting on 04th of June 2019.

The working time for paying the dividends is the working time of BRD.

The stockholders may present to headquarters of any agency/branch from the country.

The dividends may be collected by stockholders, personally or by means of their representative, according to the following requirements:

1. In case of stockholders, resident physical persons personally presenting to the counter, the payment of dividends is made based on the identity document containing the personal number (C.N.P.)
2. In case of stockholders, non-resident physical persons personally presenting to the counter, the payment of dividends is made on the basis of an identity document containing the data which must correspond with the data used for registering the stockholders in the registers of Central Depository.
3. In case of stockholders, physical persons younger than 14 years old, the payment of dividends is made by means of the parent/guardian, on the basis of the following documents: certificate of birth of the stockholder, containing the personal number + 1 photocopy (the photocopy shall be retained), the judicial documents instituting the guardianship, if the guardian is not one of the parents + 1 photocopy (the photocopy shall be retained) and the identity document of the guardian/parent + 1 photocopy (the photocopy shall be retained).

4. In case of stockholders, physical persons for whom a trusteeship is instituted, the payment of dividends is made by means of the trustee of the respective person, on the basis of the following documents: identity document of the stockholder, containing the personal number + 1 photocopy (the photocopy shall be retained), the judicial document instituting the trusteeship+ 1 photocopy (the photocopy shall be retained) and the identity document of the trustee + 1 photocopy (the photocopy shall be retained).
5. In case of stockholders, who do not present personally at the counter, but for this purpose they empower another person, the payment of dividends shall be made by means of the respective empowered persons, on the basis of the following documents: special power of attorney, authenticated by a notary, containing the empowering for collecting the dividends, not older than 3 years prior to date of payment, excepting the case in which the empowering document has a validity term longer than 3 years and is valid on the date of making the payment + 1 photocopy signed/certified by the principal as being original true (the photocopy shall be retained) and the identity document of the agent, containing the personal number (C.N.P.) + 1 photocopy signed/certified by the principal as being original true (the photocopy shall be retained by the Payment Agent);
6. In case of judicial persons, the payments shall be processed by the Payment Agent on the basis of the following documents:
 - Certificate of registration of the judicial persons / entity within Register of Companies / another equivalent document attesting the registration of the judicial person/entity within the competent authority + 1 photocopy which shall be retained by the Payment Agent
 - Identity document of the legal representative or agent, as the case may be
 - Certificate confirming the company details issued by Register of Companies/equivalent document issued by the competent authority, not older than 3 months, indicating the legal representative of the company + 1 photocopy which shall be retained by the Payment Agent
 - Notarial Power of Attorney, in original or legalized copy (the Power of Attorney shall be retained by the Payment Agent), if applicable.
7. In case of co-owners, the payments shall be processed under the condition of presenting at the counter of all co-owners, personally or by legal and/or conventional representative.
8. The documents presented in a foreign language shall be accompanied by the legalized translations into Romanian language, and if they are issued by a foreign authority, they must be apostilled or super-legalized, if applicable.
9. In case of stockholders, deceased physical persons, the payment of dividends shall be made to their heirs, only after the heirs ask Depozitarul Central S.A. the registration of transfer of stocks as an effect of succession, as well as the payment of dividends resulting from their holding.
10. In case of payments by bank transfer to other banks, as BRD, to the above-mentioned documents, there is attached also a statement of account certified by the bank for making the transfer of dividends or a proving document issued by the bank, from which it results the holder of the above-mentioned bank account. The holder of the account may be only the stockholder or his/her agent. The payment of dividends exceeding 10.000 Lei is made only by bank transfer, according to above chapters 1 and 2.
11. The commission for cash payments are borne by the holder of the financial instruments.

Any change of data in Consolidated Register of Stockholders (name changes, changes of address, changes of identification data etc.) is made only by Central Depository, at its headquarters from district 2, 34-36 Carol I Boulevard, upon the request of stockholder/entitled person.

For additional information or any other details regarding the payment of dividends, please visit the website of the company Practic, the website of Central Depository or you may directly contact the representatives of Practic S.A., at phone number 0213150955 or e-mail address: office@practicsa.ro.

President of Board of Directors of Practic S.A.
Mihai Ene