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**PROPOSED AMENDMENT  
TO ARTICLES OF ASSOCIATION OF  
UNIPETROL, A.S.**

(2013)

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**I. INTRODUCTION**

**(1) Justification of proposed amendment to Articles of Association of Unipetrol**

The subject-matter of this document is the proposal of amendment to the Articles of Association of UNIPETROL, a.s. („Unipetrol“).

The reason behind of the proposed amendment to the Articles of Association of Unipetrol is the determination of the manner for replacing of requested delivery of invitations to General Meetings to addresses of individual shareholders of the company within the meaning of Section 406 (1) of the Act No. 90/2012 Coll., on commercial companies and cooperatives (the „Act on commercial corporations“), whose effectiveness is planned to take place on 1 January 2014.

**(2) Effectiveness of proposed amendment to Articles of Association of Unipetrol**

The effectiveness of the proposed amendment to the Articles of Association is linked to a day, when the Act on commercial corporations becomes effective.

**II. PROPOSED AMENDMENT TO ARTICLES OF ASSOCIATION OF UNIPETROL**

The company proposes the following amendment to the Articles of Association of Unipetrol:

**(1) Amendment of Article 14 (5) of Articles of Association**

The current wording of Article 14 (5) of the Articles of Association of Unipetrol shall be deleted in its entirety and shall be replaced by the following wording:

*„5. General Meeting shall be convened by publication of invitation in the Commercial Gazette, on the official company’s website [www.unipetrol.cz](http://www.unipetrol.cz) and on the internet server [www.patria.cz](http://www.patria.cz). Delivery of invitation to individual addresses of Company’s shareholders pursuant to Section 406 (1) of Act on commercial corporations shall be replaced by publication of invitation to General Meeting in the Commercial Gazette and on the internet server [www.patria.cz](http://www.patria.cz). Invitation to General Meeting shall be published at least thirty (30) days before the General Meeting takes place.“*



**(2) Amendment of Article 33 (2) of the Articles of Association**

The current wording of Article 33 (2) of the Articles of Association of Unipetrol shall be deleted in its entirety and replaced by the following wording:

*„2. These Articles of Association were adopted on 27.12.1994 and are valid in the wording of amendments approved by the General Meeting on 20.12.1995, 27.6.1996, 24.3.1997, 27.3.1997, 15.7.1997, 29.5.1998, 29.1.1999, 19.8.1999, 29.6.2001, 17.1.2003, 13.4.2006, 26.6.2008, 10.12.2009, 18.6.2010, 30.6.2011 and 24.6.2013.”*

**(3) Other provisions of the Articles of Association**

Other provisions of the Articles of Association of Unipetrol remain unchanged.

**(4) Effectiveness**

This amendment to Articles of Association of Unipetrol shall become effective on a day, when the Act No. 90/2012 Coll., on commercial companies and cooperatives (Act on commercial corporations) becomes effective.

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