

Regulatory Announcement of Inside Information Published: 08.04.2013 at 11:00

Dear Shareholders,

**AAA Auto Group N.V.** with statutory seat at Amsterdam, the Netherlands, with registered address at Dopraváků 723, 184 00 Praha 8, the Czech Republic, registered in trade register of Chamber of Commerce for Amsterdam under No: 341 99 203 (the "**Company**") hereby informs you of the following (the "**Company Statement**"), in accordance with the statutory requirements and within the available statutory deadline set out under Paragraph (4) of Section 63. § of the Hungarian Act CXX of 2001 on the capital markets (the "**Hungarian Capital Markets Act**").

## 1. The resolutions of the extraordinary general meeting

An extraordinary general meeting (the "**EGM**") was held on 29 March 2013 at 9:30 a.m. CET at Luchthaven Schiphol, Exchange Avenue, Conference Hall Staeten I & II, Evert v/d Beekstraat 202, 1118 CP Schiphol, Nederland. The shareholders of the Company adopted the following resolutions:

- (i) resolution on delisting of the 67,757,875 ordinary shares in registered form, of a nominal value EUR 0.10 each, ISIN NL0006033375, issued by the Company, from trading on the Prime Market organized by Burza cenných papírů Praha, a.s. (the "**PSE**");
- (ii) resolution on delisting of the 67,757,875 ordinary shares in registered form, of a nominal value EUR 0.10 each, ISIN NL0006033375, issued by the Company, from trading on Budapesti Értéktőzsde (the "**BSE**");
- (iii) authorisation of the Management Board to have the Company complete all procedures necessary or required under laws of any jurisdiction in order to execute the resolutions listed under item (i) and item (ii) above, including the procedure related to the exercise of the rights of the shareholders of the Company to require the Company to acquire their shares under Hungarian law and any voluntary offer to purchase the Company's shares assuring equal treatment of the shareholders of the Company; and
- (iv) authorisation of the Management Board to have the Company acquire not more than 26% of the outstanding capital of the Company at a price within a range of €0.10 to €4.0 per share.

We published this Company Statement, *inter alia*, on the official website of the Company <a href="www.aaaauto.nl">www.aaaauto.nl</a>, the official website of the PSE and the BSE, on the web portal www.akcie.cz, and in the newspaper Világgazdaság being daily in national wide circulation in Hungary and furthermore the shareholders registered with Keler Zrt., the Hungarian central clearing agency and central depositary (the "**Keler Zrt.**"), have been directly notified by means of delivery of official documents (registered mail with return receipt). Pursuant to Paragraph (4) of Section 63. § of the Hungarian Capital Markets Act, the Company Statement consists of the items described in Points a) - b) of Paragraph (3) of Section 63. § of the Hungarian Capital Markets Act.

### 2. Details of the Shares to be delisted

The details of the shares to be delisted are the following: 67,757,875 ordinary shares in registered form of a nominal value EUR 0.10 each, with the ISIN No. NL0006033375, listed on the BSE and the PSE, the category of the shares on the BSE: "B", ticker mark on the BSE: "AAA" and the ticker mark on the PSE: AAA (the "Shares").



Proposed date of the delisting: 4 July 2013 on both the PSE and the BSE.

# 3. Procedure pursuant to Paragraph (7) of Section 63. § of the Hungarian Capital Markets Act

Paragraph (7) of Section 63. § of the Hungarian Capital Markets Act prescribes that "any shareholder whose shares are directly affected by the delisting - excluding those who supported the general meetings decision - may request - within a sixty (60) calendar day forfeit deadline following the date of publication of the decision on delisting - the company to purchase his shares. Such offer to sell may not be withdrawn".

The Company is furthermore willing to accept the request of those shareholders to purchase their Shares who supported the EGM's resolution on the delisting of the Shares from the BSE.

Accordingly, the Company hereby informs you that any shareholder - including those shareholders who supported the resolution of the EGM on the delisting of the Shares from the BSE - (the "Shareholder"), may request the Company subject to the terms and conditions of this Company Statement, within a period of sixty (60) calendar days being forfeit deadline starting from (and including) 8 April 2013 and ending on (and including) 7 June 2013 (the "Request Period") - to purchase its Share(s) at the HUF Purchase Price (as defined in section 4 of this Company Statement) in line with Paragraph (7) of Section 63. § of the Hungarian Capital Markets Act. Pursuant to Paragraph (7) of Section 63. § of the Hungarian Capital Markets Act, a request made by a Shareholder to the Company to buy its Share(s) (the "Request") may not be withdrawn.

A Shareholder who holds its Share(s) with an investment service provider or credit institution which is licensed to provide the services set out in Point a) and b) of Paragraph (1) and Point a) of Paragraph (2) of Section 5 of Act CXXXVIII of 2007 on Investment Firms and Commodity Dealers, and on the Regulations Governing their Activities in the territory of Hungary (the "Hungarian Investment Service Provider") and registered by Keler Zrt., shall be entitled to request the Company to acquire such Shareholder's Share(s) pursuant to Paragraph (7) of Section 63. § of the Hungarian Capital Markets Act as follows.

In order for a Shareholder who holds its Share(s) with a Hungarian Investment Service Provider and registered by Keler Zrt. to submit a valid Request to the Company for the purpose to request the Company to acquire such Shareholder's Share(s) pursuant to Paragraph (7) of Section 63. § of the Hungarian Capital Markets Act, such Shareholder shall:

- (i) sufficiently complete and duly execute the request form as attached hereto (the "**Request Form**"); and
- (ii) irrevocably request its Hungarian Investment Service Provider to
  - (a) block the relevant Share(s) on its securities account held with the Hungarian Investment Service Provider until the end of the Request Period, and
  - (b) transfer the relevant Share(s) on the Effective Date (as defined below) to the dedicated securities account for this transaction at UniCredit Bank Hungary Zrt. (1054 Budapest, Szabadság tér 5-6., registration number Cg. 01-10-041348, tax number: 10325737-4-44, the "UniCredit HU") to the account registered at Keler under the name of "AAA kivezetés" and number 0006/000142 (the "UniCredit



**Account**") latest until CET 16:00 p.m. on the Effective Date (as defined below), and

- (c) duly countersign the Request Form; and
- (iii) irrevocably request its Hungarian Investment Service Provider to deliver latest until CET 16:00 p.m. on the Effective Date (as defined below) the sufficiently completed and executed and by the Hungarian Investment Service Provider duly countersigned Request Form to UniCredit HU via facsimile (to the attention of UniCredit Értékpapír Elszámolás at the fax number +36 1 301 1302).

The procedure described in section 3.1 of this Company Statement shall apply to clients of UniCredit HU as well.

3.2 A Shareholder who does not hold its Shares with a Hungarian Investment Service Provider, for the purpose to request the Company to acquire such Shareholder's Share(s) pursuant to Paragraph (7) of Section 63. § of the Hungarian Capital Markets Act, shall open a securities account with a Hungarian Investment Service Provider, transfer its Shares to the relevant Hungarian Investment Service Provider, and proceed as described in section 3.1 of this Company Statement after the transfer of its Share(s) to that account.

Should a Request Form not satisfy the requirements set out in this Company Statement and/or the Request Form, the Request will be deemed invalid.

A Request will only be valid and effective if, latest until CET 16:00 p.m. on the Effective Date (as defined below), (i) the sufficiently completed and by the Shareholder and the Hungarian Investment Service Provider duly executed Request Form is actually **received** by UniCredit HU in accordance with the terms of this Company Statement and (ii) the corresponding number of Share(s) in respect of which the Request has been made are actually transferred to the UniCredit Account. It may be necessary for the relevant Shareholder to give the required instructions to its Hungarian Investment Service Provider sufficiently in advance to allow its Hungarian Investment Service Provider to arrange for the required steps within the applicable deadline as set out in this Company Statement. The risk of any delay in taking an action, giving the required instructions, the fax transmission and in the transfer of the Share(s) will be borne by the Shareholder.

Pursuant to Paragraph (6) of Section 63/A. § of the Hungarian Capital Markets Act, the sale and purchase agreement regarding the Share(s) between the Company and the Shareholder who has submitted a valid Request shall be deemed to be concluded and become effective on the last calendar day of the Request Period being 7 June 2013 (the "**Effective Date**").

The attention of the Shareholders is called to the fact that the sale and purchase agreement will be deemed to be concluded with respect to the number of Share(s) indicated in the Request Form. If the number of Share(s) indicated in the Request Form is higher than the number of Share(s) transferred, then the sale and purchase agreement will be deemed to be concluded in respect of the Share(s) actually transferred.

If a Shareholder submits an invalid Request to the Company and its Share(s) are transferred to the UniCredit Account, UniCredit HU shall transfer these Share(s) back to the relevant Shareholder within ten (10) business days following the Effective Date.

The Request Form or any other document submitted to UniCredit HU in a language other than Hungarian or English must be accompanied by official Hungarian translations.



## 4. The Purchase Price

The HUF Purchase Price (as defined below) for the Share(s) has been calculated in accordance with Section 63/A. § of the Hungarian Capital Markets Act and has been determined based on Point a) of Paragraph (1) and (3) of Section 63/A. § of the Hungarian Capital Markets Act, and represents a premium over the weighted average prices of transactions in the Shares on the PSE for the one-hundred-and-eighty-day period preceding the EGM.

The purchase price for Share(s) to be acquired by the Company pursuant to paragraph (7) of Section 63. § of the Hungarian Capital Markets Act as set out in section 3 of this Company Statement shall be equal to HUF 275.17 ("**HUF Purchase Price**") per Share. The HUF Purchase Price will be paid in HUF and rounded to the nearest whole number.

The purchase price for Shares registered in Centrální depozitář cenných papírů, a.s. shall be equal to CZK 23,30 ("CZK Purchase Price") per Share. The CZK Purchase Price will be paid in CZK.

The conversion rate used for determination of the CZK Purchase Price was the HUF/CZK conversion rate published by the Hungarian National Bank on the date of the EGM, i.e. 29 March 2013.

Please note that payment of the HUF Purchase Price is possible only to a bank or client account held with the Hungarian Investment Service Provider from where the Share(s) were transferred to the UniCredit Account.

The Company informs you that the Company shall effect payment to the Shareholders who made a valid Request to the Company to acquire such Shareholder's Share(s) pursuant to Paragraph (7) of Section 63. § of the Hungarian Capital Markets Act within ten (10) business days in Hungary following the Effective Date. Pursuant to Paragraph (7) of Section 63/A. § of the Hungarian Capital Markets Act, if payment of the HUF Purchase Price is settled after the date specified above, the Company shall be liable to pay a default penalty.

# 5. Additional alternatives to sell the Shares

#### (a) Free Market

To ensure equal treatment of its Shareholders in connection with the resolutions of the EGM described in section 1 of this Company Statement, in addition to accepting the Requests in Hungary in accordance with sections 3 and 4 of this Company Statement, until the last trading day on the BSE (expected to be 28 June 2013) and on the PSE (expected to be 3 July 2013), the Shareholders of the Company shall have the opportunity to sell the Share(s) on the PSE and the BSE by transactions conducted as part of the regular trading on the stock markets. The Company intends to use its best efforts to place through UniCredit Bank Czech Republic a.s. ("UniCredit CZ") a standing buy order with the PSE for a maximum limit price denominated in CZK, equal to the CZK Purchase Price, and through UniCredit HU a standing buy order with the BSE for a maximum limit price denominated in HUF, equal to the HUF Purchase Price.

#### (b) PSE Buy-Out

In addition to accepting the Requests in Hungary in accordance with sections 3 and 4 of this Company Statement and in addition to purchases on the free market, the Company will be buying the Share(s) registered in Centrální depozitář cenných papírů, a.s in over-the-counter transactions in the Czech Republic (the "**PSE Buy-Out**").



For this purpose, the Company appointed UniCredit CZ to act on behalf of the Company in the Czech Republic to settle these transactions. Each Shareholder of the Company will during the period from (and including) 8 April 2013 to (and including) the last trading day on the PSE (expected to be 3 July 2013) be entitled to tender its Share(s) to the Company through UniCredit CZ.

Any offer of Share(s) by a Shareholder to the Company must be made to UniCredit CZ through a broker licensed to trade at the PSE acting on behalf of such a Shareholder.

The purchase price for the purposes of the PSE Buy-Out will be the CZK Purchase Price. The CZK Purchase Price will be paid in CZK after deducting all relevant and applicable taxes and duties. The CZK Purchase Price will remain unchanged until the Effective Date.

## 6. Hungarian Taxation Matters

The following summary provides a general description of the various tax consequences arising at the Shareholder in connection with selling the Shares to the Company, and may not be considered a comprehensive brief on all taxation rules which could be of significance in relation to the Company Statement being accepted by the Shareholder.

The summary, as follows, was drafted on the basis of Hungarian tax law regulations as effective on the date of this Company Statement. Should any of the applicable legal regulations change (even with retroactive effect), the various legal consequences arising on behalf of the Shareholder may be different than those set out below. The tax law related legal consequences associated with accepting the Company's purchase offer may likewise turn out to be different under the provisions of any treaties on the prevention of double taxation as may be applicable, and according to the Shareholder's particular individual circumstances.

The following summary may not be construed as a substitute for advice provided by an expert. Whether or not it will seek personalised financial, legal and tax advice shall be at the discretion and liability of the Shareholder accepting the Company Statement.

## (A) The Shareholder is a private individual subject to Hungarian tax affairs jurisdiction

Hungarian personal income tax related consequences may be different depending on the type of income earned by the private individual. Generally speaking, income from Shares may be:

- (1) income from an audited capital market transaction;
- (2) income from capital gains;
- (3) income from sustained investment; or
- (4) income credited to a pension savings account.

Tax liability arising for private individuals subject to Hungarian tax affairs jurisdiction in connection with the Company's purchase offer will likely need to be established according to the rules for audited capital market transactions; if, however, an Shareholder acquired the Shares s/he holds under different legal titles, it is conceivable that different personal income tax rules will have to be applied regarding income from the sale of Shares.

In case UniCredit HU does not receive information – as and when required by the Request Form in the case of natural persons subject to domestic jurisdiction – a from the investment services provider that transfers the Shares concerning the value spent on acquiring the Shares (Upfront Value) and the incidental costs incurred in connection with the Shares, and the Pension Savings Account ('NyESz') or Sustained Investment Account ('TBSZ') related status thereof, UniCredit HU shall take income realised through the payment of the HUF



Purchase Price into account as income from an audited capital market transaction, unless the Shareholder does make any contrary statement in the Request Form and does make the necessary details and documents available.

### (1) Income from an audited capital market transaction

In case profit from the sale of the Shares is taxable as income from an audited capital market transaction, it is subject to personal income tax at the rate of 16%.

Gains or losses must be determined as the difference between income realised, and the combined amount of the sum spent on acquiring the Shares and incidental costs thereof. Gains from an audited capital markets transaction may be decreased – subject to specified restrictions – by losses from other audited capital markets transactions.

Income from audited capital market transactions are not subject to healthcare contributions. No personal income tax advance or any healthcare contributions will be deducted from the HUF Purchase Price if it is taxable as income from an audited capital market transaction.

### (2) Income from capital gains

In case profit from the sale of the Shares is taxable as income from capital gains, it is subject to personal income tax at the rate of 16%.

Gains or losses must be determined as the difference between income realised, and the combined amount of the sum spent on acquiring the Shares and incidental costs thereof. Income from capital gains may not be decreased by loss on investments realised from other transactions.

UniCredit HU shall be obliged to deduct the personal income tax advance from the HUF Purchase Price. In case UniCredit HU fails to deduct the personal income tax advance, the tax authority will determine the personal income tax payable by the Shareholder in a resolution based on the notification filed by UniCredit HU. The Shareholder must determine his/her ultimate personal income tax liability in his/her end-of-year tax return.

In case of Hungarian residents income from capital gains is also subject to healthcare contribution at a rate of 14%, for as long as the combined amount of any already paid health insurance contribution and healthcare contribution does not reach the cap on contribution payment under the Healthcare Contribution Act in the current year. Under the Healthcare Contribution Act, the cap on contribution payment is HUF 450,000 in 2013.

UniCredit HU shall be obliged to deduct the healthcare contribution. In case UniCredit HU fails to deduct the healthcare contribution, the tax authority will determine the healthcare contribution payable by the Shareholder in a resolution based on the notification filed by UniCredit HU. The Shareholder must determine his/her ultimate healthcare contribution liability concurrently with his/her end-of-year personal income tax return.

# (3) Income from sustained investment

In case profit resulting from the sale of Shares is taxable as income from sustained investment, neither any personal income tax advance nor any healthcare contribution will be deducted from the HUF Purchase Price, if it is taxable as income from sustained investment.

The Shareholder must certify the status of the 'TBSZ' account (i.e. Sustained Investment Account) with a certificate issued by his/her investment services provider that maintains the



account. Such certification lacking, the aforementioned tax break may not be taken into consideration.

# (4) Income credited to a pension savings account

In case income from the sale of the Shares is credited to a pension savings account corresponding to the stipulations of the Act on Personal Income Tax, it will not be subject to either any personal income tax or healthcare contribution liability.

The Shareholder may only hold one pension savings account corresponding to the stipulations of the Act on Personal Income Tax, and when indicating it, the distinguishing label "NYESZ-R" must be used. The "NYESZ-R" distinguishing label must appear on every document associated with the pension savings account, thus in the Request Form, as well.

The Shareholder must certify the status of the 'NYESZ-R' account with a certificate issued by his/her investment services provider that maintains the account. Such certification lacking, the aforementioned tax break may not be taken into consideration.

# (B) The Shareholder is subject to Hungarian tax affairs jurisdiction, but is not a private individual

No tax (tax advance) or healthcare contribution will be deducted from the HUF Purchase Price. Income from the sale of the Shares is subject to corporate tax, while losses may be recognised under the provisions of the Act on Accounting, and the Act on Corporate Tax and Dividend Tax.

In case the Shareholder is a credit institution, financial enterprise, insurance company or investment firm, the sale of the Shares may also result in local business tax and innovation contribution payment liability.

# (C) The Shareholder is a private individual not subject to Hungarian tax affairs jurisdiction

Only the domestically realised income of individuals not subject to Hungarian tax affairs jurisdiction can be subject to personal income tax. Regarding income from audited capital market transactions, income from capital gains, and income from sustained investment, the place of earning income shall be the State according to the private individual's tax affairs jurisdiction. Income from the sale of the Shares will not be taxable in Hungary, assuming that the sale of the Shares is not connected to the Shareholder's economic activity realised at his/her site of operations subject to Hungarian tax law.

No tax (tax advance) will be deducted from the HUF Purchase Price if the Shareholder certifies his/her foreign tax affairs jurisdiction with the Hungarian translation of the English language residence certificate issued be the competent tax authority in his country of residence. If the Shareholder fails to certify its residency with the above document, s/he must be considered as being subject to Hungarian tax affairs jurisdiction.

The Hungarian translation of the residence certificate shall be sent along by the Request Form. If nor received by Unicredit Bank, s/he must be considered as being subject to Hungarian tax affairs jurisdiction.

# (D) The Shareholder is not subject to Hungarian tax affairs jurisdiction, and is not a private individual either



No tax liability is established regarding the HUF Purchase Price in Hungary, assuming that the sale of the Shares is not connected to the Shareholder's economic activity realised at its site of operations subject to Hungarian tax law.

# 7. Czech Tax Matters

Each shareholder should consult a professional tax adviser regarding the tax consequences of selling the Shares on the free market on the PSE or in the PSE Buy-Out under the laws of their country and/or state of citizenship, domicile or residence.

## 8. Timing

Below is an overview of the relevant dates.

<b>D</b>	
Date 8 April 2013	Event Start buy back of Shares on the PSE for a price not exceeding the CZK Purchase Price (with T+3 settlement).
8 April 2013	Start buy back of Shares in OTC transactions in course of the PSE Buy-Out at the CZK Purchase Price (with T+3 settlement).
8 April 2013	Start buy back of Shares on the BSE for a price not exceeding the HUF Purchase Price (with T+3 settlement).
8 April 2013	Start accepting the Requests from Shareholders exercising their right pursuant to Paragraph (7) of Section 63. § of the Hungarian Capital Markets Act at the HUF Purchase Price.
7 June 2013	Last day of accepting the Requests from Shareholders exercising their right pursuant to Paragraph (7) of Section 63. § of the Hungarian Capital Markets Act.
From 8 June 2013 to 21 June 2013	Settlement and payment of the HUF Purchase Price following the exercise of the right pursuant to Paragraph (7) of Section 63. § of the Hungarian Capital Markets Act.
28 June 2013	Last day of buy back of Shares on the BSE for a price not exceeding the HUF Purchase Price (with T+3 settlement).
28 June 2013	Proposed last trading day of the Shares on the BSE
3 July 2013	Last day of buy back of Shares on the PSE for a price not exceeding the CZK Purchase Price (with T+3 settlement).



Date	Event
3 July 2013	Last day of buy back of Shares in OTC transactions in course of the PSE Buy-Out at the CZK Purchase Price (with T+3 settlement).
3 July 2013	Last trading day of the Shares on the PSE.
4 July 2013	Proposed delisting date of the Shares from the BSE.
4 July 2013	Shares are delisted from the PSE.

For further information please contact the person below.

Contact person in Hungary of AAA Auto: Dr. Csicsely Tamás, attorney at law (ügyvéd)

Phone: +36709531809

Contact person in the Czech Republic of AAA Auto: Mgr. Lenka Zajíčková, attorney at law

(advokátka)

Phone: +420734394923

Prague, 8 April 2013

Your sincerely,

K. Topolová

**Executive Director** 

AAA Auto Group N.V



#### **ATTACHMENT**

#### **Request Form**

This is a request form (the "Request Form") for requesting AAA Auto Group N.V. with statutory seat at Amsterdam, the Netherlands, with registered address at Dopraváků 723, 184 00 Praha 8, the Czech Republic, registered in trade register of Chamber of Commerce for Amsterdam under No: 341 99 203 (the "Company") to acquire the Shareholder's Share(s) (as defined below) pursuant to Paragraph (7) of Section 63. § of the Hungarian Act CXX of 2001 on the capital markets of Hungary (the "Hungarian Capital Markets Act") in connection with the delisting of the 67,757,875 ordinary shares in registered form, of a nominal value EUR 0.10 each, with the ISIN No. NL0006033375 (the "Shares") from the Budapest Stock Exchange (the "BSE") and subject to the terms and conditions of the company statement dated 8 April 2013, as published, *inter alia*, on the official website of the Company www.aaaauto.nl and in the newspaper Világgazdaság, the official website of the PSE and the BSE and on the web portal <a href="https://www.akcie.cz">www.akcie.cz</a> (the "Company Statement").

A Request will only be valid and effective if, latest until CET 16:00 p.m. on the Effective Date, being 7 June 2013 (i) the sufficiently completed and executed Request Form is actually **received** by UniCredit HU in accordance with the terms of the Company Statement and (ii) the corresponding number of Share(s) in respect of which the Request has been made are actually transferred to the UniCredit Account. It may be necessary for the relevant Shareholder to take the required actions and give the required instructions to its Hungarian Investment Service Provider sufficiently in advance to allow its Hungarian Investment Service Provider to arrange for the required steps within the applicable deadline as set out in this Company Statement. The risk of any delay in taking an action, giving the required instructions the fax transmission and in the transfer of the Share(s) will be borne by the Shareholder.

Capitalised terms used but not defined herein shall have the meaning defined in the Company Statement.

#### 1. PERSONAL DATA

Please mark if you are a private individual or if you are not a private individual. You will be treated accordingly for taxation purposes. Please also provide your data. If you do not provide your data then your Request Form shall not be deemed to be a sufficiently completed Request Form and accordingly your Request shall be deemed invalid.

I am a private individual.	
Name:	
Birth name:	
Residency for tax purposes:	
Permanent Address:	
Id. document type (ID card, passport, etc.)	:
Id document number:	
Place and date of birth:	
Mother's birth name:	
Tax identification number:	



	☐ I am not a private individual.
	Name of organisation:
	Registered seat:
	Company registration number:
	1. Name of signatory:
	1. Position of signatory:
	2. Name of signatory:
	2. Position of signatory:
	Phone number:
2.	SHARE DATA
	The number of the Shares, in respect of which the Shareholder requests the Company to acquire Shares pursuant to Paragraph (7) of Section 63. § of the Hungarian Capital Markets Act:
	in figure: pieces; in words: pieces.
	The Shares are on a  _ Sustained Investment Account (TBSZ)  _ Pension Savings Account (NyESZ)  _ Ordinary Account, taxable as income from an audited capital market transaction (ETÜ)  _ Ordinary Account, taxable as income from capital gains
3.	BANK/CLIENT ACCOUNT DATA
	Please note that the HUF Purchase Price can be transferred only to the account held by the Hungarian Investment Service Provider, at which You requested the Company to acquire Share(s) pursuant to Paragraph (7) of Section 63. § of the Hungarian Capital Markets Act.
	I would like to have the HUF Purchase Price transferred to my bank or client account kept at my Hungarian Investment Service Provider:
	Name of the Hungarian Investment Service Provider:
	Account no: 0000000-000000-0000000
4.	SECURITIES ACCOUNT DATA
	Please provide data related to your securities account of that Hungarian Investment Service Provider, at which You requested the Company to acquire Share(s) pursuant to Paragraph (7) of Section 63. § of the Hungarian Capital Markets Act, and where potentially the retransfer of the Share(s) in accordance with the Company Statement is requested:
	Name of the securities account manager:
	11



	KEL	ER account number of the account manager:
	Numl	per of the securities account of the Shareholder:
5.	SIG	NATURES:
	-	h my signature I admit that I was fully informed that my Request pursuant to Paragraph (7) 63. § of the Hungarian Capital Markets Act may not be withdrawn.
		h my signature I expressly state that the Share(s) detailed in section 2 of this Request Form any encumbrances, liens, claims and restriction on disposal.
sign provi	and su	cate whether you act on your behalf or as a proxy of a Shareholder on behalf of whom you bmit this Request Form. If you do not indicate that you act as <u>proxy</u> or if you do not ur identification data then you will be presumed to make and sign this Request Form on f.
	No, l	am not a proxy and I am making and signing this Request Form on my own behalf.
		I am a proxy and I am making and signing this Request Form on behalf of the Shareholder identification data detailed in section 1 of this Request Form. My identification data are w:
	Nam	e/company name:
	Addı	ress/registered seat:
	Moth	ner's full maiden name (if private person):
	Id. d	ocument type (ID card, passport, etc.):
	Id do	ocument number:
	Tax 1	Id Number:
its co	onsent arded 1	this Request Form the Shareholder accepts the terms of the Company Statement and gives that its Request Form and its personal data included in the Request Form may be to UniCredit HU and by UniCredit HU to the Company in order to fulfil their obligations are Company Statement and the applicable laws.
Pleas	se sign	the Request Form below.
Place	e:	city:, country:
Date	:	year: 2013, month:, day:
Sign	ature (	of the Shareholder or Proxy:
Nam	e of th	e signatory (block capital letters):
		name (only in case of non-individuals):
		the signatory (only in case of non-individuals):



#### CONFIRMATION BY THE HUNGARIAN INVESTMENT SERVICE PROVIDER

We, the undersigned Hungarian Investment Service Provider by countersigning this Request Form, hereby certify that

- (i) the Shareholder with identification data detailed in Section 1 of this Request Form is the client of us the Hungarian Investment Service Provider, and such Shareholder has been identified by us the Hungarian Investment Service Provider in accordance with the applicable laws; and
- (ii) the Share(s) detailed in Section 2 of this Request Form are held by us the Hungarian Investment Service Provider on the securities account of the Shareholder with identification data detailed in Section 1 of this Request Form; and
- (iii) upon the irrevocable instruction of the Shareholder with identification data detailed in Section 1 of this Request Form the Share(s) detailed in Section 2 of this Request Form have been blocked on the securities account of the Shareholder until the end of the Request Period; and
- (iv) the Shareholder with identification data detailed in Section 1 of this Request Form has given irrevocable instruction to us to transfer the Share(s) detailed in Section 2 of this Request Form to the UniCredit Account on the Effective Date latest until CET 16:00 p.m. on the Effective Date; and
- (v) we undertake all reasonable measures which can be expected from an investment service provider acting in its professional diligence for the purpose that the data in connection with the Shareholder and data in connection with the Share(s), which are required for the determination and payment of the relevant taxes will be submitted (a) via electronic communication and (b) via facsimile on the fax number at the fax number +36 1 301 1302)to the attention of UniCredit Értékpapír Elszámolás latest until CET 12:00 p.m. on the first business day after the Effective Date to UniCredit HU by means of the sufficiently completed Excel sheet provided by UniCredit HU to the Hungarian Investment Service Provider through Keler Zrt.

Please co	ountersign the Request Form be	elow.	
Place:	city:	, country:	
Date:	year: 2013, month:	, day:	
Signotus	ro of the Hungarian Investme	ent Service Provider:	
Signatui	re of the Hungarian investme	int Service Provider:	
Name of	the signatory (block capital let	tters):	
Compan	y name:		
Position	of the signatory:		