

Središnje klirinško depozitarno društvo d.d.

Heinzlova 62a, p.p.409

1002 Zagreb, Croatia

Tel: +385 (1) 4607 300

Fax: +385 (1) 4677 696

www.skdd.hr

OPERATIONAL AND LEGAL

BUSINESS SECTOR

Number: O-11847/18-20/DV

Zagreb, 7 November, 2018

PETROKEMIJA d.d.

Croatian Financial Services
Supervisory Agency

Members of the Zagreb Stock
Exchange d. d.

[Wwww.skdd.hr](http://www.skdd.hr)

Subject: PETROKEMIJA d.d. - reduction of the share capital by merging of shares with payout

Dear,

based on Art. 89 and in conjunction with Art. 90. paragraph 2 of the Rules of the Central Depository Clearing Company d.d., Art. 583, Guidelines of the Central Depository Clearing Company d.d. (Središnje klirinško depozitarno društvo d.d., hereinafter: the SKDD) and resolutions no. Tt-18/40062-2 issued by the Commercial Court in Zagreb on 5 November 2018 and entered in the court register, we inform you that SKDD will, on 13 November 2018, in relation to PETROKEMIJA d.d., Kutina, NIN 24503685008 (hereinafter: the Company), carry out the procedure for making an entry of the reduction in share capital by merging shares with payout in its information system.

At the General Assembly held on 9 July 2018, the Company made the decision to reduce the share capital from HRK 492,903,930.00 for the amount of HRK 392,616,920.00 to the amount of HRK 100,287,010.

The share capital is reduced by reducing the single nominal amount of ordinary shares, ticker PTKM-R-A from HRK 10.00 to HRK 2.034615752 and at the same time merging ordinary

shares according to the ratio of 4,914932950: 1, such that 4,914932950 (fourpointnineonefourninethreetwoninefivezero) of ordinary shares of a single nominal amount of HRK 2.034615752 will be merged into 1 (one) regular share, ticker PTKM-R-A, of a single nominal amount of HRK 10,00.

The share capital is reduced by reducing the single nominal amount of ordinary shares, ticker PTKM-R-D from the amount of HRK 10.00 to the amount of HRK 2.034615752 and at the same time merging ordinary shares according to the ratio of 4,914932950: 1, so that 4,914932950 (fourpointnineonefourninethreetwoninefivezero) of ordinary shares of a single nominal amount of HRK 2.034615752 are merged into 1 (one) regular share, ticker PTKM-R-D, of single nominal amount of HRK 10,00.

To the shareholders to whom, after the calculation of rights in securities accounts, the full number of shares will not been entered, the corresponding number of shares will be rounded to the first smaller whole number with the obligation that the Company will pay the difference in the amount of HRK 10,00 for each share for which the number of shares written in securities account has been reduced.

The last day of settlement of the existing 4,290,393 shares, ticker PTKM-R-A, in the SKDD information system is 12 November 2018. The first day of settlement of a new volume of 872,930 shares, ticker PTKM-R-A, in SKDD information system is 13 November 2018.

The last day of settlement of the existing 45,000,000 shares, ticker PTKM-R-A, in the SKDD information system is 12 November 2018. The first day of settlement of a new volume of 9,155,771 shares, ticker PTKM-R-D, in SKDD information system is 13 November 2018.

The Company's share capital after the corporate action of share capital reduction by merging capital shares with payout, entered in SKDD information system, will amount to HRK 100,287,010 and will be divided on 872,930 ordinary shares in the name of ticker PTKM-R-A, of a single nominal amount of HRK 10.00 and 9.155.771 ordinary shares, ticker PTKM-R-D of a single a nominal amount of HRK 10.00.

Best regards,

DIRECTOR OF OPERATIONAL
AND LEGAL BUSINESS SECTOR

Gordana Blažeković