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**POSITION OF THE SUPERVISORY BOARD  
OF UNIPETROL, A.S. CONCERNING**

**APPROVAL OF THE NON-CONSOLIDATED FINANCIAL STATEMENT OF  
UNIPETROL AS OF 31<sup>ST</sup> DECEMBER 2014**

**APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENT OF UNIPETROL AS  
OF 31<sup>ST</sup> DECEMBER 2014**

**PROPOSAL OF THE BOARD OF DIRECTORS OF UNIPETROL, A.S.  
FOR THE CANCELLATION OF RESERVE FUND, DISTRIBUTION OF MEANS FROM  
THE CANCELLED RESERVE FUND AND DISTRIBUTION OF PROFIT FOR 2014**

**REPORT ON RELATIONS FOR 2014**

**POSITION OF THE SUPERVISORY BOARD OF UNIPETROL, A.S. CONCERNING  
PROPOSAL FOR ASSIGNMENT OF AUDITOR FOR THE PERIOD 2015-2016  
FOR VERIFICATION OF UNIPETROL'S FINANCIAL STATEMENTS AS WELL AS  
OTHER DOCUMENTS, IF SUCH VERIFICATION IS REQUIRED ACCORDING TO  
LAW**

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I.

**POSITION CONCERNING APPROVAL OF THE NON-CONSOLIDATED FINANCIAL STATEMENT OF UNIPETROL AS OF 31<sup>ST</sup> DECEMBER 2014.**

- (a) The Supervisory Board of Unipetrol, in accordance with provisions of § 447 paragraph 3 Act No. 90/2012 Coll. on Commercial Corporations, reviewed the regular Non-consolidated Financial Statement of Unipetrol as of 31<sup>st</sup> December 2014 (hereinafter the “**Non-Consolidated Financial Statement**”).

The Supervisory Board of Unipetrol, according to its best knowledge, taking into account the Auditor’s Report on the Non-Consolidated Financial Statement and all the information available to the Supervisory Board, declares that the Non-Consolidated Financial Statement does, in all the material aspects, reflect the state of the assets, liabilities, the registered capital level, the financial situation and the economic status of Unipetrol as of 31<sup>st</sup> December 2014.

The Supervisory Board of Unipetrol, according to its best knowledge, also declares that it did not identify in the Non-Consolidated Financial Statement and other documents submitted to the Supervisory Board of Unipetrol during the year 2014, any discrepancies or deficiencies which would indicate that the accounting of Unipetrol was not conducted in accordance with the laws on accounting, particularly the Act no. 563/1991 Coll., on Accounting, as amended, and in accordance with the international accounting standards adopted within the European Union.

- (b) The Supervisory Board of Unipetrol hereby recommends to the General Meeting of Unipetrol to approve the Non-Consolidated Financial Statement.

## II.

### POSITION CONCERNING APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENT OF UNIPETROL AS OF 31<sup>ST</sup> DECEMBER 2014.

- (a) The Supervisory Board of Unipetrol, in accordance with the provisions of § 447 paragraph 3 Act No. 90/2012 Coll. on Commercial Corporations, reviewed the Consolidated Financial Statement of Unipetrol as of 31<sup>st</sup> December 2014 (hereinafter the “**Consolidated Financial Statement**”).

The Supervisory Board of Unipetrol, according to its best knowledge, taking into account the Auditor’s Report concerning the Consolidated Financial Statement and all the information available to the Supervisory Board, declares that the Consolidated Financial Statement does, in all the material aspects, reflect the state of the assets, liabilities, the registered capital level, the financial situation and the economic status of Unipetrol and companies controlled by Unipetrol as of 31<sup>st</sup> December 2014.

The Supervisory Board of Unipetrol, according to its best knowledge, also declares that it did not identify in the Consolidated Financial Statement and other documents submitted to the Supervisory Board of Unipetrol during the year 2014, any discrepancies or deficiencies which would indicate that the accounting of Unipetrol was not conducted in accordance with the laws on accounting, specifically Act no. 563/1991 Coll., on Accounting, as amended, and in accordance with the international accounting standards adopted within the European Union.

- (b) The Supervisory Board of Unipetrol hereby recommends to the General Meeting of Unipetrol to approve the Consolidated Financial Statement.

### III.

#### **POSITION OF THE SUPERVISORY BOARD OF UNIPETROL, A.S. CONCERNING THE PROPOSAL OF THE BOARD OF DIRECTORS OF UNIPETROL, A.S. FOR THE CANCELLATION OF RESERVE FUND, DISTRIBUTION OF MEANS FROM THE CANCELLED RESERVE FUND AND DISTRIBUTION OF PROFIT FOR 2014**

The Supervisory Board has reviewed the proposal of the Board of Directors concerning the cancellation of reserve fund, distribution of means from the cancelled reserve fund and distribution of net profit of Unipetrol for 2014 that was reported in the regular Financial Statement of the company (hereinafter the “Unipetrol”) as of 31<sup>st</sup> December 2014. The proposal of the Board of Directors of Unipetrol assumes the cancellation of reserve fund, distribution of means from the cancelled reserve fund amounting **CZK 1 718 555 324.02** and transfer of the profit of Unipetrol for 2014 amounting **CZK 327 844 803.20** in the total amount to the retained earnings from previous periods. The Supervisory Board declares that this method of cancellation of reserve fund, distribution of means from the cancelled reserve fund and distribution of net profit of UNIPETROL, a.s. for 2014 is compliant with the legal regulations and the company’s Articles of Association.

The Supervisory Board recommends that the General Meeting approves the proposal of the Board of Directors of Unipetrol concerning the cancellation of reserve fund, distribution of means from the cancelled reserve fund and distribution of profit of Unipetrol for 2014 in the form submitted by the company’s Board of Directors.

#### IV.

#### **POSITION OF THE SUPERVISORY BOARD OF UNIPETROL, A.S. CONCERNING THE REPORT ON RELATIONS FOR 2014**

The Supervisory Board has reviewed the Report on Relations between the controlling person and controlled person and between controlled person and persons controlled by the same controlling person for 2014 and declares that the Report complies with all requirements formulated by the Commercial Corporations act in this matter.

V.

**POSITION OF THE SUPERVISORY BOARD OF UNIPETROL, A.S. CONCERNING  
PROPOSAL FOR ASSIGNMENT OF AUDITOR FOR THE PERIOD 2015-2016  
FOR VERIFICATION OF UNIPETROL´S FINANCIAL STATEMENTS AS WELL AS  
OTHER DOCUMENTS, IF SUCH VERIFICATION IS REQUIRED ACCORDING TO  
LAW**

The Supervisory Board discussed recommendation of the Audit Committee of UNIPETROL, a.s. concerning the auditor´s proposal for verification of financial statements as well as other documents of UNIPETROL, a.s., if such verification is required according to law, for the period 2015-2016.

The Supervisory Board proposes the company KPMG Česká republika Audit s.r.o. as an auditor for verification of financial statements as well as other documents of UNIPETROL, a.s., if such verification is required according to law, for the period 2015-2016.