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

**APPROVAL OF THE NON-CONSOLIDATED FINANCIAL STATEMENT OF
UNIPETROL AS OF 31ST DECEMBER 2012**

**APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENT OF UNIPETROL AS
OF 31ST DECEMBER 2012**

**PROPOSAL OF THE BOARD OF DIRECTORS OF UNIPETROL, A.S. FOR THE
DISTRIBUTION OF PROFIT FOR 2012**

**REPORT ON RELATIONS BETWEEN THE CONTROLLING AND OTHER PERSONS
CONTROLLED BY THE SAME CONTROLLING PERSON FOR 2012**

I.

POSITION CONCERNING APPROVAL OF THE NON-CONSOLIDATED FINANCIAL STATEMENT OF UNIPETROL AS OF 31ST DECEMBER 2012.

- (a) The Supervisory Board of UNIPETROL, a.s. (hereinafter “**Unipetrol**”), in accordance with the provisions of § 198 of the Commercial Code, reviewed the regular Non-consolidated Financial Statement of Unipetrol as of 31st December 2012 (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 31st December 2012.

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 2012, 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.

This position was approved by the Supervisory Board on its meeting held on 8th April 2013.

II.

POSITION CONCERNING APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENT OF UNIPETROL AS OF 31ST DECEMBER 2012.

- (a) The Supervisory Board of Unipetrol, in accordance with the provisions of § 198 of the Commercial Code, reviewed the Consolidated Financial Statement of Unipetrol as of 31st December 2012 (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 as of 31st December 2012.

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 2012, 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.

This position was approved by the Supervisory Board on its meeting held on 8th April 2013.

III.

POSITION OF THE SUPERVISORY BOARD OF UNIPETROL, A.S. CONCERNING THE PROPOSAL OF THE BOARD OF DIRECTORS OF UNIPETROL, A.S. FOR THE DISTRIBUTION OF PROFIT FOR 2012

The Supervisory Board of Unipetrol, in accordance with the provisions of §198 of the Commercial Code and the Article 20 Paragraph 3 Section b) of the Articles of Association of Unipetrol reviewed the proposal of the Board of Directors of Unipetrol concerning the distribution of profit for 2012.

The Supervisory Board has studied the proposal of the Board of Directors of Unipetrol concerning the distribution of profit 2012, amounting to **CZK 403,972,291.38**, reported in the regular Non-Consolidated Financial Statement of Unipetrol as of 31st December 2012. The proposal of the Board of Directors of Unipetrol concerning the distribution of profit for 2012 presumes that the amount of **CZK 20,198,614.57**, amounting to 5% of the net profit of Unipetrol, shall be allocated to the mandatory reserve fund and the remaining amount of **CZK 383,773,676.81** shall be allocated to the retained earnings. The Supervisory Board declares that this method of distribution of profit is compliant with the legal regulations and the company's Articles of Association.

The Supervisory Board recommends that the General Meeting approve the proposal of the Board of Directors of Unipetrol concerning the distribution of profit for 2012 in the form submitted by the company's Board of Directors.

This position was approved by the Supervisory Board on its meeting held on 8th April 2013.

IV.

POSITION OF THE SUPERVISORY BOARD OF UNIPETROL, A.S. CONCERNING THE REPORT ON RELATIONS BETWEEN THE CONTROLLING AND OTHER PERSONS CONTROLLED BY THE SAME CONTROLLING PERSON FOR 2012.

The Supervisory Board has studied the Related Parties Report for 2012 and declares that the Report complies with all the requirements formulated by the Commercial Code in this matter.

This position was approved by the Supervisory Board on its meeting held on 8th April 2013.