



S.C. Turism Felix S.A. Băile Felix  
417500, Băile Felix, com. Sânmartin, jud. Bihor, România  
Nr. Reg. Com.: J05/132/1991  
C.U.I.: RO 108526  
Capital social subscris și vărsat: 49.614.945,60 lei



Management  
System  
ISO 9001:2015  
www.tuv.com  
ID 9105069261

Sediul central: Băile Felix, str. Victoria nr. 22,

tel. 0259 318338, fax 0259 318297

e-mail: turism.felix@turismfelix.ro ;

web: www.felixspa.com



## RELEASE

### on payment of dividends distributed from the profit in financial year 2017

S.C. Turism Felix S.A. informs shareholders that according to the decision of the Ordinary General Meeting of Shareholders dated 20/04/2018, pay dividends from the net profit in 2017 will be made as follows:

- The total amount distributed as dividends from net profit in financial year 2017 is **2.232.672,55 lei**.
- The gross dividend that is to be granted for a share of the record date is **0.0045 lei/share**. The Company will calculate and withhold tax at source on dividends in shares of the legislation in force at the date of payment, he will declare tax and pay to the state budget.
  - Shareholders entitled to receive dividends distributed from net profit in financial year 2017 are those recorded in the consolidated register of shareholders kept by the Central Depository on **30/08/2018 - „Record Date”** approved by the General Meeting of Shareholders (**ex-date 29.08.2018**)
  - Dividends distributed from the profit in financial year 2017 will be paid to shareholders as of **19/09/2018 „Date of payment”**

We mention that the net dividend payments to the shareholders of SC Turism Felix S.A. is subject to the general provisions in the matter of prescription , the prescription within three (3) years from the date of payment.

**Commissions for dividend payment shall be supported by the beneficiary shareholder.**

Under the new provisions of capital market law, payment of dividends distributed by SC Turism Felix S.A. will be achieved through the Central Depository and paying agent selected - Banca Transilvania.

**The ways and terms of payment of dividend are the following:**

1. through the **Central Depository (DC)** - shareholders whose interests are represented by the participants (the custodian bank or broker) to the clearing -settlement and registry of the Central Depository;
2. through the **Central Depository (CD)** - for shareholders who directly addresses the Central Depository
3. by **Banca Transilvania (BT)** , a paying agent appointed by SC Turism Felix S.A. for shareholders who have account with a Participant for cash payments

**Payment procedures:**

**1. Participants (custodian bank or broker): Individuals and legal / other entities account with the Participant**

For all the shareholders of the record date of 30.08.2018 , individuals, businesses or other entities holding shares registered in the Register of Shareholders Section II SC Turism Felix S.A. the account opened to the participant , the relevant amounts are automatically paid by bank transfer through the Central Depository participant accounts on the payment date without additional documents , except shareholders who have expressed and communicated option of deferred payment by the Participant and the participant has communicated to the Central Depository in the reporting of the date of registration.

**Postponed Payment date** applies only to non-resident shareholders who have an account with the Participant and opting to defer to a later date for payment to benefit from the more favorable provisions of the Convention for the avoidance of double taxation and the closing date set up postponing the payment of dividends to shareholders who have exercised this payment option.

Non-resident shareholders who account with a Participant (Custodian Bank or Broker) and wishing applying more favorable provisions of the Convention for the avoidance of double taxation concluded between Romania and their country of residence or the more favorable provisions for pension funds resident (as defined in the law of the Member State of the European Union or in one of the EFTA States), in accordance with Law no. 227/2015 updated (and the rules for the application of Law no. 227/2015 regarding the Fiscal Code) must file tax residence certificate for the year in which the dividend payment, the shelf life in original or certified copy, apostille / legalized, if accompanied / a certified translation and contact details for any clarification on tax residency certificates:

- until 10.09.2018 , if not opted for deferred payment of dividends to SC Turism Felix S.A. Felix 417500 , str. Victoria , nr . 22 Sânmartin, jud. Bihor.



- at the latest on 26.11.2018, where opted for deferred payment of dividends to SC Turism Felix S.A. Felix 417500 , str. Victoria, nr . 22 Sânmartin, jud . Bihor.

- For shareholders who have opted for deferred payment and that participants had not submitted supporting documents to 26.11.2018 , the dividend payment will be made on 15 December 2018 the standard rate of withholding tax on dividends into force .

*Note : Participants Shareholders who have accounts, they can not raise dividends in cash at the counter of Banca Transilvania.*

## **2. Payment via bank transfer according to the Central Depository requests addressed directly to shareholders**

Since the dividend payment for 2015, the Central Depository enables all shareholders unrepresented by a participant to collect any amount due by bank transfer to a bank account, regardless of the issuer that distributes monies. Said bank account is valid until a contrary notification and for future distributions. Registration IBAN by the Central Depository will be charged according to the scale of charges related to the Central Depository perceived holders of financial instruments and borne by each shareholder individually. Dividend payment will be made by bank transfer to the Central Depository as of 19.09.2018, after receipt and verification of documentation as follows:

**2.1. Holders of financial instruments natural person or by a legal representative or conventionally**, will present the Central Depository collection form IBAN, which will specify the bank account (IBAN code) opened in the name of the holder of financial instruments (model available on site [www.depozitarulcentral.ro](http://www.depozitarulcentral.ro) CPC Central Depository), accompanied by:

- copy of the valid identity be legible personal identification number - holder certified " according to the original " ;
- bank statement or a document issued by the bank (signed and stamped) confirming the existence of the account on behalf of the holder of financial instruments , specifying IBAN in the original;
- copies of documents proving the signatory demand for conventional legal representative or , where appropriate - holder certified " according to the original "
- proof copy IBAN payment collection rate .

**2.2. Holders of financial instruments legal entities, the legal representative or conventionally**, will present the Central Depository collection form IBAN in which the bank and the account (IBAN code) opened in the name of the holder of financial instruments (the model is available on the website of the Central Depository [www.depozitarulcentral.ro](http://www.depozitarulcentral.ro)), accompanied by:

- copy of registration certificate - Certificate holder "according to the original";
- copy of the document certifying the legal representative of the company (certificate issued by the Trade Register / entity equivalent - for entities of foreign nationality) - holder certified "according to the original";
  - copies of documents proving the signatory as representative conventional application where appropriate - holder certified "according to the original";
  - bank statement or a document issued by the bank (signed and stamped) confirming the existence of the account holder's name - legal entity, mentioning the IBAN code in the original;
  - proof copy IBAN payment collection rate.

Documents submitted in a foreign language must be accompanied by a certified translation into Romanian, and if issued by a foreign authority must be authenticated them or legalized, as appropriate.

IBAN collection forms and the required documents should be sent to: Central Depository SA - Bucharest, Bd. Carol I nr. 34-36, sector 2, or will be submitted at the Central Depository.

**Note:** The documentation referred to in paragraphs 2.1. and 2.2. will be sent once the Central Depository, to be used for the distribution of any monies due by the shareholder concerned from his relationship with issuers for which the Central Depository provides services registry / services distribution money. The shareholder Central Depository will communicate any changes to bank account information.

### **3. Through the payment agent - Banca Transilvania (BT)**

#### **3.1. Cash payments to individuals who do not have an account at a Participant**

For shareholders not represented by a Participant, individuals who do not apply and / or does not submit the necessary documents for the payment by bank transfer, payment of dividends can be made in cash, by making available by SC Turism Felix S.A. the amounts due, through the Central Depository, counters Banca Transilvania in any branch of the bank's dividend payment schedule fits in the working hours of territorial banking units, as of 19/09/2018 until 19/09/2021.



Paying Agency will be able to make cash payments to the amounts set out in the applicable law (Law no. 70/2015, in force as of May 8, 2015, amounts released to beneficiaries are subject to a daily cap of 10.000 lei / day).

Dividends may rise by shareholders in person or through legal representative or conventionally, as:

- **resident individuals** who present themselves at the counter, pay the sum of money is made on the basis of the identity document with personal identification number (PIN).

- **non-resident individuals** to be personally present at the counter, pay the sum of money is made in the passport.

- **individuals under the age of 14**, the sums of money in this case is the legal representative - guardian / parent of the minor in the following documents:

- Birth certificate holders unrepresented participants who must bear the CNP + 1 certified photocopy of the original (photocopy withheld);

- Legal document establishing guardianship if the tutor is not one of the parents + 1 certified photocopy of the original (photocopy withheld);

- The ID guardian / parent + 1 certified photocopy of the original (photocopy withheld).

- **individuals** with guardianship, sums of money is made by the curator of that person in the following documents:

- Identity card holders unrepresented participants who must bear the CNP + 1 certified photocopy of the original (photocopy withheld);

- Legal document establishing the trusteeship + 1 certified photocopy of the original (photocopy withheld);

- Guardian's ID + 1 certified photocopy of the original (photocopy withheld).

- **individuals who do not appear in person at the counter**, but the mandate in this respect another person, the payment of money is the authorized agent of such person, in the following documents:

- Procure authenticated comprising empowering lifting of the money released by no more than 3 years preceding the date the payment is made, unless the mandate has a shelf life of more than three years and is valid the date on which the payment + 1 certified photocopy of the original (photocopy withheld);

- The identity card of the authorized person by procure + 1 certified photocopy of the original (photocopy withheld).

Documents submitted in a foreign language must be accompanied by a legalized translation into Romanian and if issued by a foreign authority must be authenticated them or legalized, as appropriate.

*If a shareholder does not fall under shareholders held by the paying agent Banca Transilvania, he is invited to address the Central Depository to clarify the situation.*

**Non-resident shareholders who choose payment methods in paragraphs 2 and 3 (They do not have an account with a Participant, payment by bank transfer)**

For payments made since payment date (19.09.2018) for non-resident shareholders who do not have account with a Participant and wanting more favorable application of the Convention for avoidance of double taxation concluded between Romania and their country of residence or to more resident favorable for pension funds (as defined in the legislation of EU member state or one EFTA), in accordance with Law no. 227/2015 updated (and the rules for the application of Law no. 227/2015 regarding the Fiscal Code), non-resident deposit tax residence certificate for the year in which the dividend payment, the shelf life in original or certified copy, apostille / legalized, if accompanied / a certified translation and contact details for any clarification on certificates of tax residence to SC Turism Felix S.A. Baile Felix, C.P. 417500 str., Victoria, nr. 22 Sânmartin, jud. Bihor, fax or e-mail 0259/318297 [sctfelix@turismfelix.ro](mailto:sctfelix@turismfelix.ro) up on 10/09/2017.

After 10.09.2018 and until 26.11.2018, non-resident shareholders who do not have account with a Participant and wanting more favorable application of the Convention for avoidance of double taxation concluded between Romania and their country of residence, but not requested payment of dividends until the payment date, submit tax residency certificates to SC Turism Felix S.A. Felix 417500, str. Victoria, nr. 22 Sânmartin, jud. Bihor, fax or e-mail 0259/318297 [sctfelix@turismfelix.ro](mailto:sctfelix@turismfelix.ro) and will be calculate payment amounts. Shareholders will then follow the above procedures in paragraphs 2 and 3.

Once on 15/12/2018 non-resident shareholders who have raised their dividends up to the date mentioned above, may request at the company amounts to the amounts set out in the applicable legislation.



## **Exceptional situations:**

**Shares held in co-ownership** - in this case the dividend payment will be made under the following circumstances:

- for cash payments, these will be made in cash provided all co-owners to be present at BT, personal or legal representative and / or conventional and present the documents referred to above for cash payments;
- payments by bank transfer co-owners dividends will be paid into the account specified by all co-owners under joint request;
- payments to those who have account with a Participant, dividends will be paid Participant co-owners whose clients are;
- where co-owners invite both registered with the Central Depository direct transfer of ownership of financial instruments as a result of giving up joint in accordance with the applicable legal regime, and direct payment to each of the co-owners according to the number of instruments acquired property Exclusive Central Depository will block payment of dividends, this was being accomplished each co-owner of the present proceedings.

**Shareholders deceased** - for their dividends are to be paid at the request successors bank transfer or cash only after previously heirs asked the Central Depository and the recording of the transfer of shares to the successor (s) as a result of succession and after updating of data in the records of the payment agent following the request of the Central Depository.

**Shareholders who have holdings in both sections of the Register of Shareholders SC Turism Felix S.A.** (Section I-holdings in their own name and Section II - Ownership by participant) - payment to them will be made in proportion to the shares held in each section (actions Section I by the paying agent under pt. 3 and the actions of Section II by participant according pt. 1).

**No dividend payments will be made net at the counter in the following cases:**

- by shareholders whose C.N.P. appears in the articles presented at the counter is not consistent with the evidence received by the payment agent of the Central Depository. They will be directed to the Central Depository.
- heirs shareholders, based on the certificate of inheritance. They will be directed to the Central Depository. Payments are made under Section deceased shareholders.

Shareholders who have changed their name or home address from that of the shareholders' register are asked to take steps to update personal data identifiers because their absence significantly impede communication between the company and shareholders. Shareholders are invited to apply directly to the Central Depository phone number 021.408.58.56 or 021.408.59.23 and / or may submit requests to the following e-mail: [dividende@depozitarulcentral.ro](mailto:dividende@depozitarulcentral.ro) or send by mail to the address Bd. Carol I no. 34-36, Sector 2, Bucharest.

For additional dividend payment relations please contact us at the company headquarters in Baile Felix 417500, str. Victoria, nr. 22 Sânmartin, jud. Bihor, phone 0259/318338 - interior 224, fax 0259/318297 or by e-mail [sctfelix@turismfelix.ro](mailto:sctfelix@turismfelix.ro) the attention of the legal department.

**General Manager**  
ec. Florian Serac



**Chief Accountant**  
ec. Popa Marcel

**Legal Department**  
Matei Monica