



To: The Romanian Financial Supervisory Authority
Financial Instruments and Investments Sector
The Bucharest Stock Exchange
Regulated Spot Market, Category Standard (Shares)

From: ZENTIVA SA

CURRENT REPORT

pursuant to art. 108 of Law no. 24/2017 on issuers of financial instruments and market operations,
republished

Report date: 16 DECEMBER 2022

Name of the issuing entity: ZENTIVA SA (the “Company”)

Registered office: 50 Theodor Pallady Blvd.
3rd District, Bucharest
Romania

Phone/Fax number: +4021.304.72.00/ +4021.345.40.04

Webpage: www.zentiva.ro

Registration number with the Bucharest Trade Register and sole registration code: J40/363/1991
336206

Share Capital: RON 69,701,704

Number of shares: 697,017,040 shares

Regulated market on which the issued securities are traded: Bucharest Stock Exchange, Main Segment, Category Standard (Shares)

Important events to be reported:

The value of certain agreements falling under the provisions of art. 108 of Law no. 24/2017 on issuers of financial instruments and market operations, republished

Considering the provisions of art. 108 of Law no. 24/2017 on issuers of financial instruments and market operations, the Company would like to inform its shareholders and investors in relation to the value of the transactions concluded, under the agreements provided in Annex 1 and Annex 2 below, with the following entities:

- **Zentiva Group a.s.**, a company which is part of the same group as the Company, incorporated and existing under the laws of the Czech Republic, with its seat in Prague 10, Dolni Mecholupy, 529/16 U Kabelovny St., postal code 102 00, Czech Republic, registered under no. 072 54 792

Zentiva SA - Bdul Theodor Pallady nr. 50 - 032266, sector 3 , Bucuresti - Romania

tel. (+40) 21.304.71.29 - fax (+40) 21.345.40.04,

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in the Trade Register maintained by the Municipal Court in Prague (the “**Zentiva Group a.s.**”);
and

- **Zentiva k.s.**, a company which is part of the same group as the Company, incorporated and existing under the laws of the Czech Republic, with its seat in Prague 10, Dolni Mecholupy, 130 U Kabelovny St., postal code 102 37, Czech Republic, registered under no. 492 40 030 in the Trade Register maintained by the Municipal Court in Prague („**Zentiva k.s.**”),

(Zentiva Group a.s and Zentiva k.s. are hereinafter individually referred to as the „**Affiliate**”, and collectively as the „**Affiliates**”).

In this regard, the Company wishes to further inform its shareholders and investors that, during **15 June 2022 – 16 December 2022**, for both companies Zentiva Group a.s. and Zentiva k.s., both the value of the contracts listed in Annex 1 and the value of the contracts listed in Annex 2 exceeded the threshold of 5% of the value of the Company's net assets, according to the latest individual financial reports published by the Company.

As the transactions referred to in this current report are carried out in the normal course of business of the Company, the Company will apply the provisions of article 108 of the Law no. 24/2017 on issuers of financial instruments and market operations in relation to these transactions and will report them under the conditions set out in the above-mentioned article.

Simona Cocos

General Manager



ANNEX 1

-contracts entered into with Zentiva Group a.s.-

No.	Date	Object	Agreement value during the period 15.06.2022 – 16.12.2022		Total mutual receivables at the date of 16.12.2022		Payment term Payment method	Comments
			Currency	The amount in the chosen currency	To be collected from the affiliate	To be paid to the affiliate		
1.	22.09.2008	Services agreement through which Zentiva Group a.s. performs certain services for Zentiva SA (services relating to management, HR, quality assurance and product registration, IT, marketing, sales, production, logistics, procurement, licensing, financials).	RON	39,908,434.87	11,666,173.36	32,915,975.55	Payment term is thirty (30) days from the date of receipt of the invoice by Zentiva SA.	
2.	01.01.2009	License agreement through which Zentiva Group a.s. grants Zentiva SA with the right to use certain trademarks.	RON	967,714.15			Payment term is thirty (30) days from the date of receipt of the invoice by Zentiva SA.	



No.	Date	Object	Agreement value during the period 15.06.2022 – 16.12.2022		Total mutual receivables at the date of 16.12.2022		Payment term Payment method	Comments
			Currency	The amount in the chosen currency	To be collected from the affiliate	To be paid to the affiliate		
3.	07.03.2022	Services agreement through which Zentiva SA performs certain services for Zentiva Group a.s. (services relating to SAP solutions, procurement, business services, artwork, financials, regulatory, supply planning services, HR).	RON	11,611,608			Payment term is sixty (60) days from the date of issuing the invoice by the provider. Payment is made through bank transfer to the account indicated in written by the provider.	

Simona Cocoş
General Manager



ANNEX 2

-contracts entered into with Zentiva k.s.-

No.	Date	Object	Agreement value during the period 15.06.2022 – 16.12.2022		Total mutual receivables at the date of 16.12.2022		Payment term Payment method	Comments
			Currency	The amount in the chosen currency	To be collected from the affiliate	To be paid to the affiliate		
1.	01.06.2009	Services agreement having as object the performance by Zentiva SA of regulatory services (registration of new products, registration of the existing products variations, marketing authorizations renewals) relating to Zentiva products belonging to some affiliated entities within the group.	RON	529,052.22	100,590,499.30	70,857,100.71	Payment term is thirty (30) days from the date of issuance of the invoice by the supplier. Payment will be made by bank transfer to the account indicated in the invoice.	

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No.	Date	Object	Agreement value during the period 15.06.2022 – 16.12.2022		Total mutual receivables at the date of 16.12.2022		Payment term Payment method	Comments
			Currency	The amount in the chosen currency	To be collected from the affiliate	To be paid to the affiliate		
2.	10.10.2018	Distribution agreement according to which Zentiva SA distributes Zentiva k.s. products in Romania and Republic of Moldova.	RON	64,920,103.15			Payment shall be done through bank transfer, the payment term being the same as the one granted by Zentiva SA to its customers.	
3.	27.03.2019	License and supply of products agreement through which Zentiva SA provides pharmaceuticals to Zentiva k.s and grants Zentiva k.s a license.	RON	159,561,177.30			<p>Payment terms:</p> <ul style="list-style-type: none"> - <u>For licensing</u>: sixty (60) days from the delivery of invoice by Zentiva SA to Zentiva k.s. after the end of each calendar year. - <u>For supply of products</u>: sixty (60) days from the delivery of invoice by Zentiva SA to Zentiva k.s. <p>Payment is made in RON, at National Bank of Romania official rate on the invoice date. Payment will be effected through the intercompany settlement system or through a direct bank transfer.</p>	

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No.	Date	Object	Agreement value during the period 15.06.2022 – 16.12.2022		Total mutual receivables at the date of 16.12.2022		Payment term Payment method	Comments
			Currency	The amount in the chosen currency	To be collected from the affiliate	To be paid to the affiliate		
4.	27.03.2019	Quality control and products batch release services agreement through which Zentiva SA provides to Zentiva k.s services related to import, control and release of medicines in EU markets.	RON	3,317,421.03			Payment terms: Sixty (60) days from the invoice date issued by Zentiva SA to Zentiva k.s. after the end of each calendar month, for services provided in that month (with a maximum delay of two months).	
5.	13.01.2020	License agreement through which Zentiva k.s., as licensor, grants to Zentiva SA, as licensee, a non-exclusive license, which is applicable in Romania and Moldova, in connection with certain intellectual property rights of Zentiva k.s.	RON	1,392,486.58			Royalties are calculated annually, the payment term being sixty (60) days from the date of delivery of the invoice issued by Zentiva k.s. to Zentiva SA, after the end of each calendar year for services provided in that year.	

Simona Cocoş
General Manager