

Catre:

Autoritatea de Supraveghere Financiara
Splaiul Independentei nr. 15
Sector 5, 050092, Bucuresti, Romania
Fax: +40 21 659 60 51 / +40 21 659 64 36

Bursa de Valori Bucuresti
Bulevardul Carol I nr. 34-36, etaj 14
Sector 2, 020922, Bucuresti, Romania
Fax: +40 21 307 95 19

Zentiva S.A.
B-dul Theodor Pallady nr. 50, Sector 3, Bucuresti
Romania
Tel: +40 304 72 00

**Raportare cu privire la detineri in Zentiva S.A.
peste pragul de 5% din drepturile de vot**
*(conform art. 116 alin.(1) din Regulamentul nr.
1/2006 privind emitentii si operatiunile cu valori
mobiliare)*

Denumirea societatii emitente
Zentiva S.A.

Cod unic de inregistrare
336206

Simbol tranzactionare piata reglementata
SCD

Tipul valorilor mobiliare
Actiuni ordinare

Identificarea detinatorului de valori mobiliare
Zentiva N.V.
Numar de identificare fiscala: 33302572
Sediul social: Str. Prins Bernhardplein nr. 200,
1097JB, Amsterdam, Olanda
Tel: +31 (0) 206739753

**Actionari / asociati semnificativi ai
detinatorului de valori mobiliare**
Zentiva N.V. este detinuta in proportie de 100%
de catre compania Sanofi – Aventis Europe
S.A.S., o societate pe actiuni simplificata (societe
par actions simplifiée) de nationalitate franceza.
Sanofi – Aventis Europe S.A.S. este o subsidiara
a Sanofi, detinuta integral de catre aceasta.

Descrierea relatiei detinatorului de valori

To:

Financial Supervisory Authority
15 Splaiul Independentei
5th District, 050092, Bucharest, Romania
Fax: +40 21 659 60 51 / +40 21 659 64 36

Bucharest Stock Exchange
34-36 Carol I Boulevard, 14th floor
2nd District, 020922, Bucharest, Romania
Fax: +40 21 307 95 19

Zentiva S.A.
50 Theodor Pallady Blvd, District 3, Bucharest
Romania
Tel: +40 304 72 00

**Disclosure of holdings of over 5% of voting
rights in Zentiva S.A.**
*(in accordance with art. 116 para (1) of Regulation
no 1/2006 on issuers and operations with
securities)*

Name of the issuer
Zentiva S.A.

Sole registration code
336206

Trading symbol on the regulated market
SCD

Security type
Ordinary shares

Identity of the securities' holder
Zentiva N.V.
Tax identification number: 33302572
Headquarters: Prins Bernhardplein 200, 1097 JB,
Amsterdam, the Netherlands
Tel: +31 (0) 206739753

**Significant shareholders / associates of the
owner of securities**
Zentiva N.V. is owned 100% by the company
Sanofi – Aventis Europe S.A.S., a simplified joint
stock company (*société par actions simplifiée*)
registered and operating under the law of France.
Sanofi – Aventis Europe S.A.S. is a wholly owned
subsidiary of Sanofi.

Description of the relationship between the

mobiliare cu alti actionari in conformitate cu art. 116 alin.(2) din Regulamentul nr. 1/2006

Zentiva N.V. actioneaza concertat in legatura cu Zentiva S.A. cu Sanofi – Aventis Europe S.A.S., Venoma Holdings Limited si Zentiva S.A.

Numarul actiunilor si valorilor mobiliare asociate acestora detinute anterior tranzactiei
Zentiva N.V. detinea un numar de 99.771.169 actiuni, reprezentand 23,93% din capitalul social al Zentiva S.A.

Sanofi – Aventis Europe S.A.S. detinea un numar de 28.058.003 actiuni, reprezentand 6,73% din capitalul social al Zentiva S.A.

Venoma Holdings Limited detinea un numar de 212.570.480 actiuni, reprezentand 50,98% din capitalul social al Zentiva S.A.

Zentiva S.A. detinea un numar de 183.891 actiuni proprii, reprezentand 0,04% din capitalul social.

Anterior tranzactiei, Zentiva N.V., Sanofi – Aventis Europe S.A.S., Venoma Holdings Limited si Zentiva S.A. detineau impreuna un numar de 340.583.543 actiuni, reprezentand 81,68% din capitalul social al Zentiva S.A.

Modalitatea de obtinere/instrainare
Oferta publica de cumparare

Numarul actiunilor si valorilor mobiliare asociate acestora detinute dupa tranzactie
Zentiva N.V. detine un numar de 147.987.521 actiuni achizitionate in cadrul ofertei publice de cumparare.

Procentul din capitalul social reprezentant de actiunile detinute dupa tranzactie si numarul de voturi in adunarea generala a emitentului

Zentiva N.V.:

- procent 35,49% din capitalul social
- numar drepturi de vot: 147.987.521

Sanofi – Aventis Europe S.A.S.:

- procent: 6,73% din capitalul social
- numar drepturi de vot: 28.058.003

Venoma Holdings Limited:

- procent: 50,98% din capitalul social
- numar drepturi de vot: 212.570.480

Zentiva S.A.:

securities' holder and other shareholders, in accordance with art. 116 para.(2) of the Regulation no 1/2006

Zentiva N.V. is acting jointly in relation to the Zentiva S.A. with Sanofi – Aventis Europe S.A.S., Venoma Holdings Limited and Zentiva S.A.

Number of shares and share-related securities held prior to the transaction

Zentiva N.V. held a number of 99,771,169 shares, representing 23.93% of the Zentiva S.A.'s share capital.

Sanofi – Aventis Europe S.A.S. held a number of 28,058,003 shares, representing 6.73% of the Zentiva S.A.' share capital.

Venoma Holdings Limited held a number of 212,570,480 shares representing 50.98% of the Zentiva S.A.'s share capital.

Zentiva S.A. held a number of 183,891 own shares representing 0.04% of the share capital.

Prior to the transaction, in total, Zentiva N.V., Sanofi – Aventis Europe S.A.S., Venoma Holdings Limited and Zentiva S.A. held together a number of 340,583,543 of shares, representing 81.68% of the Zentiva S.A.' share capital.

Means of acquisition/disposal
Purchase public offer

Number of shares and shares-related securities held after the transaction

Zentiva N.V. holds a number of 147,987,521 shares acquired through the purchase public offer.

Percentage of the issuer's share capital represented by the shares held after the transaction and number of voting rights in the issuer's general meeting of shareholders

Zentiva N.V.:

- percentage 35.49% of the share capital
- number voting rights: 147,987,521

Sanofi – Aventis Europe S.A.S.:

- percentage: 6.73% of the share capital
- number voting rights: 28,058,003

Venoma Holdings Limited:

- percentage 50.98% of the share capital
- number voting rights: 212,570,480

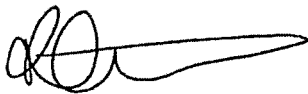
Zentiva S.A.:

- procent: 0,04% din capitalul social
- numar drepturi de vot: 0

Impreuna, Zentiva N.V., Sanofi – Aventis Europe S.A.S., Venoma Holdings Limited si Zentiva S.A.:

- procent 93,25% din capitalul social
- numar drepturi de vot: 388.616.004

Data tranzactiei:
10.04.2018



Semnatura
Zentiva N.V.
Peter Oldenzel

- percentage 0.04% of the share capital
- number voting rights: 0

Together, Zentiva N.V., Sanofi – Aventis Europe S.A.S., Venoma Holdings Limited and Zentiva S.A.:

- percentage: 93.25% of the share capital
- number voting rights: 388,616,004

Transaction date:
10.04.2018



Signature
Zentiva N.V.
Peter Oldenzel