

Prague, 18<sup>th</sup> December, 2012

**Re: Notification of legal successorship**

Ladies and gentlemen,

We take the liberty to inform you, that based upon the decision of the sole shareholder of the company **KERAMOST, a.s.** Company Limited by Shares, in Short: KERAMOST, a.s., Reg. No.: 499 01 222, Registered Office: Most, Žatecká 1899/25, Postal Code 434 30, entered in Company Register with Registration Office of County Court in Ústí nad Labem, in Section B, Part 485 (hereinafter (called) „**KERAMOST, a.s.**“) dated 28.11.2012, the split of the Company KERAMOST, a.s. is coming into force as of 1<sup>st</sup> January, 2013 while 4 new successor Companies limited by Shares emerge thereof: (i) KERACLAY, a.s., Registered Office: Oleška, Brník 76, Postal Code 281 63, Reg. No.: 29140277, (ii) KERAKAOLIN, a.s., Registered Office Kadaň, Polní 638, Postal Code 432 01, Reg. No.: 22801201, (iii) KERAIN, a.s., Registered Office Most, Žatecká 1899/25, Postal Code 434 30, Reg. No.: 22801219, and (iv) KERAOUT, a.s., Registered Office: Plzeň, Guldenerova 485/3, Postal Code 326 00, Reg. No.: 29163391, onto which the split off parts of the assets of the company KERAMOST, a.s. have been allotted as per denomination specified in the “Project of Split of the Company limited by Shares while establishing new business companies in conformity with provision of § 250 and following of the Act No. 125/2008 Sb., on Transitions of the Business Companies and Cooperatives, in valid reading of the Project of Division by Split (hereinafter (called) “**The Project of Split**”).

**Legal effects** of this Division by Split in the sense of the provision of § 243 article 1, letter b), Sub article 1, in connection with provisions of § 244 Article 2 of Act No. 125/2008 Sb., on Transitions of the Business Companies and Cooperatives, in reading of later regulations thereof come into force as of the day **1<sup>st</sup> January, 2013**. Commencing this very day the divided company KERAMOST, a.s. does not cease to exist, whilst the allotted part of its assets including possible rights and obligations resulting from labour legislation pass according to the “Project of Split” over to the newly emerged Successor Companies.

We notify you of this fact and ask you kindly, to communicate in the matters and issues having been passed according to the “Project of Split” over to the Successor Company KERACLAY, a.s. solely and directly with the business Company:

**KERACLAY, a.s.,**  
**Reg. No.: 29140277,**  
**Oleška, Brník 76, Postal Code 281 63,**  
**Registered in Company Register with Registration Office of City Court in Prague, in Section B,**  
**Part 18783.**

Considering the aforesaid and being aware of the mutual contractual relations, which our Company KERACLAY, a.s. has entered into instead, we offer you a possibility to declare the aforesaid changes in the form of Addenda to the Contracts originally concluded between KERAMOST, a.s. and your Company. Should you consider this proposed procedure as proper and effective, we are ready to send you the respective Draft of this Addendum by return of mail.

Yours faithfully

**KERACLAY, a.s.**  
Brník 76, 281 63 Oleška  
CZ29140277 ①

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**KERACLAY, a.s.**  
Zdeněk Krejcar  
Chairman of the board