

PRESENTATION OF THE INTERNAL INFORMATION  
 IN ACCORDANCE WITH ANNEX No. 9 TO ORDINANCE No. 2 OF 17.09.2003 FOR THE  
 PROSPECTS, CONCERNING THE CIRCUMSTANCES OCCURRING IN BULGARTABAC –  
 HOLDING AD IN THE FOURTH QUARTER OF 2011  
 /01.10.2011 – 31.12.2011/

Ref. No.	Circumstances under Annex No. 9 to Article 28, Para. 2 from Ordinance No. 2 of 17.09.2003	Information
1.1.	Change in the persons who exercise control over the company.	<p>Notifications of a change in the persons who exercise control over Bulgartabac – Holding AD and of the disclosure of a shareholding pursuant to Article 114, b), Para. 1 and Article 145 of the Public Offering of Securities Act (POSA) from BT Invest GmbH, Austria, concerning the acquisition of 79,83 % of the capital of Bulgartabac – Holding AD – Incoming No. INC_NUM 10-05-23950 FORM_ID: 106221 dated 21.10.2011 at the Financial Supervision Commission (FSC), Incoming No. 7621/21.10.11 at the Bulgarian Stock Exchange (BSE) and a publication on 21.10.2011 in <b>Extri News</b>;</p> <p>Incoming No. INC_NUM 10-05-23951 FORM_ID: 106222 dated 21.10.2011 at the FSC,</p> <p>Incoming No. 7622/21.10.11 at the BSE, a publication on 21.10.2011 in <b>Extri News</b>.</p>
1.2.	Change in the composition of the management and controlling bodies of the company and reasons for this change; changes in the manner of representation; appointment or discharge of a procurator.	<p>1. Presentation of notification that on 04.11.2011, the Trade and Companies Register at the Registry Agency promulgated the changes in the composition of the Board of Directors of Bulgartabac – Holding AD, adopted at the Extraordinary General Meeting of the Shareholders held on 01.11.2011 and in the persons, representing the company. The newly elected members of the Board of Directors are as follows – Alexander Jurjevich Romanov, Angel Dimitrov Dimitrov, Yavor Nikolaev Draganov, Ventsislav Zlatkov Cholakov and Miglena Petrova Hristova. By Protocol of 01.11.2011, Alexander Jurjevich Romanov was elected Chairman of the Board of Directors (BD), Yavor Nikolaev Draganov – Vice-Chairman of the Board of Directors, Angel Dimitrov</p>

		<p>Dimitrov and Ventsislav Zlatkov Cholakov – Executive Directors.</p> <p>Sent via Extri News and E-Register - Incoming No. 10-05-25514/07.11.11; Incoming No.10-05-25515/07.11.11; Incoming No.INC_NUM 10-05-25473/04.11.2011 FORM_ID: 107966 of 04.11.2011 at the FSC, Incoming No. 8264/04.11.11 at the BSE, a publication in <b>Extri News</b> on 04.11.2011;</p> <p>2. Presentation of notification that on 18.11.2011, the Trade and Companies Register at the Registry Agency registered a procurator of Bulgartabac – Holding AD. By Power of Attorney notarized as at 17.11.2011 the executive directors of Bulgartabac – Holding AD authorize Ivan Atanasov Bilarev, in his capacity as Procurator, to manage and represent the company always only jointly with one of the executive directors.</p> <p>/Incoming No. INC_NUM 10-05-26713/23.11.2011 FORM_ID: 109346 at the FSC, Incoming No. 8526/23.11.11 at the BSE, a publication in <b>Extri News</b> on 23.11.2011/.</p>
1.3.	Amendments and/or supplements to the Articles of Association of the company.	Such circumstances did not occur in the period under consideration.
1.4.	Decision on reorganization of the company and carrying out this reorganization; structural changes in the company.	Such circumstances did not occur in the period under consideration.
1.5.	Instituting liquidation proceedings and all material stages related to such proceedings.	Such circumstances did not occur in the period under consideration.
1.6.	Instituting bankruptcy proceedings for the company or for one of its subsidiaries and all material stages related to such proceedings.	Such circumstances did not occur in the period under consideration.
1.7.	Acquiring, granting for use or disposing of assets of high value pursuant to Article 114, Para. 1, Item 1 of the POSA.	Such circumstances did not occur in the period under consideration.
1.8.	Decision on the conclusion, termination and dissolution of a contract for a joint undertaking.	Such circumstances did not occur in the period under consideration.
1.9.	(repealed – OJ, 82 of 2007)	
1.10.	Change in the company’s auditors and reasons for the change.	Such circumstances did not occur in the period under consideration.
1.11.	Disclosure of the company profit.	In the period under consideration /01.10.2011

		<p>-31.12.2011/, the following notifications of the company's profit were provided in the FSC, BSE and to the public:</p> <ul style="list-style-type: none"> <li>- As at 30.09.2011, the net profit of <b>Bulgartabac – Holding AD</b> amounted to BGN 34 705 thousand and was disclosed in the interim financial statement of the company as at 30.09.2011 (Incoming No. INC_NUM 10-05-24593 FORM_ID: 106956 of 28.10.2011 at the FSC, Incoming No. 7875/28.10.11 at the BSE, a publication in <b>Extri News</b> on 28.10.2011);</li> <li>- As at 30.09.2011, the net profit of <b>Bulgartabac Group</b> amounted to BGN 8,427 thousand, including the profit related to the holders of the equity of the parent company – BGN 7 244 thousand – and to the non-controlling interest – amounting to BGN 1 183 thousand – was disclosed in the quarterly consolidated financial statement of the company as at 30.09.2011 (Incoming No. INC_NUM 10-05-20173 FORM_ID: 109888 of 29.11.2011 at the FSC, Incoming No. 8629/29.11.2011 at the BSE, a publication in <b>Extri News</b> on 29.11.2011);</li> </ul>
1.12.	Substantial losses and reasons for them.	Such circumstances did not occur at Bulgartabac – Holding AD in the period under consideration.
1.13.	Unforeseeable or unforeseen circumstance of extraordinary nature due to which the company or one of its subsidiaries has suffered damage amounting to at least three percent of the company's equity.	Such circumstances did not occur at Bulgartabac – Holding AD in the period under consideration.
1.14.	Public disclosure of a modified audit report.	Such circumstances did not occur at Bulgartabac – Holding AD in the period under consideration.
1.15.	Decision of the General Meeting on the type and amount of the dividend as well as on the conditions for its payment.	Such circumstances did not occur at Bulgartabac – Holding AD in the period under consideration.
1.16.	Occurrence of an obligation which is significant for the company or for one of its subsidiaries, including any non-fulfilment or increase in the obligation.	Such circumstances did not occur at Bulgartabac – Holding AD in the period under consideration.
1.17.	Occurrence of an amount receivable which is significant for the company and specification of its maturity.	Such circumstances did not occur in the period under consideration.
1.18.	Liquidity problems and measures for	Such circumstances did not occur in the

	financial support.	period under consideration.
1.19.	Increase or reduction in the share capital.	Such circumstances did not occur in the period under consideration.
1.20.	Confirmation of negotiations on acquiring the company.	Such circumstances did not occur in the period under consideration.
1.21.	Conclusion or execution of significant contracts which are not related to the regular activities of the company.	Such circumstances did not occur in the period under consideration.
1.22.	Opinion of the management body in relation to a tender submitted.	Such circumstances did not occur in the period under consideration.
1.23.	Breaking off or significantly limiting the relations with customers, which form at least 10 percent of the revenues of the company for the last three years.	Such circumstances did not occur in the period under consideration.
1.24.	Launching new products and developments into the market.	Such circumstances did not occur in the period under consideration.
1.25.	Large orders (amounting to more than 10 percent of the average revenues of the company for the last three years).	Such circumstances did not occur in the period under consideration.
1.26.	Development and/or change in the volume of the orders and the use of production capacities.	Such circumstances did not occur in the period under consideration.
1.27.	Suspension of the sales of a certain product which form a substantial part of the company revenues.	Such circumstances did not occur in the period under consideration.
1.28.	Purchase of a patent.	Such circumstances did not occur in the period under consideration.
1.29.	Obtaining, temporarily suspending the use or revoking an authorization to operate (licence).	Such circumstances did not occur in the period under consideration.
1.30.	Bringing or canceling a legal or arbitration case concerning payables or receivables of the company or one of its subsidiaries, with the cost of the claim being at least 10 percent of the company's equity.	As at 31.12.2011, Bulgartabac – Holding AD is a party in a legal case, with the cost of the claim amounting to more than 10 percent of the amount of the company's equity as at 30.09.2011, namely: Case No. 10-4261 – Court of Appeal, New York City, USA. Bulgartabac – Holding AD – Applicant. Republic of Iraq, Tobacco State Enterprise, Central Bank of Iraq, Rafidain Bank – defendants. The case is brought after an appeal, filed by Bulgartabac – Holding AD, against the Judgement of the Court of First Instance. Claim cost – 29 772 383.99 US Dollars.

1.31.	Purchasing, selling or pledging shareholdings in trading companies by the issuer or one of its subsidiaries.	Such circumstances did not occur at Bulgartabac – Holding AD in the period under consideration.
1.32.	A forecast, made by the issuer, for its financial results or for the results of its economic group, if a decision is taken that the forecast is publicly disclosed.	Such circumstances did not occur at Bulgartabac – Holding AD in the period under consideration.
1.33.	Giving or changing a rating, made at the request of the issuer.	Such circumstances did not occur at Bulgartabac – Holding AD in the period under consideration.
1.34.	Other circumstances which, in the company's opinion, could be of significance to investors in taking a decision to acquire, sell or continue to hold securities on public offer.	<p>1. Notification of the disclosure of a shareholding, received at Bulgartabac – Holding AD on 14.12.2011, from Corporate Commercial Bank AD pursuant to Article 145 of the Public Offering of Securities Act (POSA), according to which the share of the Bank in the capital of Bulgartabac – Holding AD has dropped from 8,11% to 4,03% - Incoming No. INC_NUM 10-05-28317 FORM_ID: 111113 of 14.12.2011 at the FSC, Incoming No. 8925/14.12.11 at the BSE and a publication in <b>Extri News</b> on 14.12.2011;</p> <p>2. Notification of the disclosure of a shareholding, received at Bulgartabac – Holding AD on 20.12.2011, from Corporate Commercial Bank AD pursuant to Article 145 of the Public Offering of Securities Act (POSA), according to which the share of the Bank in the capital of Bulgartabac – Holding AD has risen from 4,03% to 8,21% - Incoming No. INC_NUM 10-05-28916 FORM_ID: 111760 of 22.12.2011 at the FSC, Incoming No. 9044/22.12.11 at the BSE and a publication in <b>Extri News</b> on 22.12.2011.</p>

**Irena Vuleva**  
 Director of the Division for  
 Investor Relations  
 and Administrative Management

**Ventsislav Cholakov      Angel Dimitrov**  
 Executive Directors of  
 Bulgartabac – Holding AD