

**RULES OF PROCEDURE
FOR THE SHAREHOLDERS
ASSEMBLY OF
ALKALOID AD Skopje**



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**ALKALOID
SKOPJE**

Health above all

RULES OF PROCEDURE FOR THE SHAREHOLDERS ASSEMBLY OF ALKALOID AD Skopje¹

INTRODUCTORY PROVISIONS

Article 1

These Rules of Procedure for the Shareholders Assembly (hereinafter: the Assembly) of ALKALOID AD Skopje (hereinafter: the Company) shall govern the convening of Assembly, the manner of proceeding at Assembly, the manner of passing resolutions at Assembly, the deadlines for Company bodies or shareholders to take action, the content of the public notice for participation at Assembly, the manner of establishing the agenda and introducing new agenda items, registering for participation at Assembly and giving proxies, the manner of registration of shareholders or their proxies and establishing the quorum for Assembly, keeping minutes of Assembly, and other issues important for Assembly.

Article 2

The Assembly shall pass its Rules of Procedure by a majority vote of the voting shares represented at Assembly.

Article 3

In case of inconsistencies between the provisions of the Rules of Procedure for Assembly and the provisions of the Company Law, the other applicable regulations, and the Statute of Alkaloid AD Skopje, the provisions of the Company Law, the other applicable regulations, or the Statute of Alkaloid AD Skopje shall prevail and shall directly apply.

Article 4

The provisions of these Rules of Procedure shall be mandatory for all shareholders, authorised proxies, all authorised persons and Company bodies, and other persons attending the Assembly.

Article 5

The Assembly shall observe the applicable laws and bylaws, the Company Statute, the other internal Company acts, and these Rules of Procedure.

CONVENING OF THE ASSEMBLY

Article 6

The Management Board shall convene an Annual Shareholders Assembly not later than 3 (three) months after preparation of the annual account, the financial statements, and the past year's Company Annual Report, but not later than 6 (six) months from the end of the calendar year, or 14 (fourteen) months from the last Annual Shareholders Assembly.

If the Management Board fails to convene an Annual Shareholders Assembly in time, the Supervisory Board shall convene the Assembly without delay.

If the Supervisory Board fails to convene an Annual Shareholders Assembly or if not held within the deadline specified in paragraph 1 of this article for any other reason, the court may issue a decision to convene an Annual Shareholders Assembly upon the proposal of any shareholder.

Article 7

In the period between two annual meetings of shareholders, the Company may convene an Assembly when in the interest of the Company.

The Management Board and the Supervisory Board, by a majority vote of their members, may decide to convene an Assembly, on their own initiative or at the request of a shareholder, when envisaged by law.

Article 8

Shareholders who hold at least one-tenth of all voting shares may file a request to convene an Assembly. The written request must state the purpose and reasons to convene the Assembly, name and surname of the petitioner, place of residence and personal identification number, or name, seat, and company identification number if the shareholder is a legal entity. The request shall be accompanied by an excerpt from the shareholders register from the Central Securities Depository, stating the number of voting shares they hold in the Company.

The request, signed by the shareholders, shall be submitted to the Management Board.

Within 8 (eight) days from the day of receipt of the request, the Management Board shall pass a decision to accept or reject the request. A decision to reject the request must state the reasons for rejection.

Article 9

The Assembly shall be held at a time and place allowing for minimum costs and difficulties to which shareholders would be subjected to participate at the meeting.

PUBLIC NOTICE FOR CONVENING AN ASSEMBLY

Article 10

The Assembly shall be convened by publishing a public notice to shareholders.

The public notice for convening an Assembly shall be published on half a page in at least one daily newspaper circulated on the entire territory of the Republic of Northern Macedonia, on the landing page of the official Company website, and shall be submitted for publication on the website of the stock exchange.

The period from the day of publication of the public notice to the day of the meeting of the Assembly, shall not be shorter than 30 (thirty) days.

Article 11

The public notice for convening the Assembly shall contain the date, time, and place of the meeting, the proposed agenda, and a description of the procedures for shareholder participation and voting at the Assembly.

The public notice shall contain a description of the manner in which shareholders can introduce agenda items for the Assembly or propose resolutions with information about how they can do it after the publication of the notice, how they can put questions to the Company about the agenda items, and information on the deadline within which they can do so. By exception, if the public notice lists the official Company website, indicating that it contains detailed information on how shareholders can propose agenda items, ask questions, and propose resolutions, the public notice may contain only the deadlines by which agenda items can be proposed, questions asked, or resolutions proposed.

The public notice shall contain a description of the procedure for proxy voting, how proxy forms will be made available to shareholders, information on how the Company is prepared to receive shareholder notifications about proxies given, and a description of the procedure for voting by correspondence when the Company allows such voting.

The public notice for convening an Assembly of the Company should state the official Company website address where the information envisaged by law, the Statute, and these Rules of Procedure will be available.

Article 12

In a period that cannot start later than the twenty-first day before the day of Assembly, and on the day of the Assembly meeting, the Company shall have at least the following information published on its website:

- 1) the content of the public notice for convening the Assembly;
- 2) the total number of shares and the total number of voting rights arising from voting shares on the day of publication of the public notice, including the total number of shares of each type and class;
- 3) documents and materials for consideration at the Assembly;
- 4) proposed resolutions for adoption or, in the absence thereof, opinions of authorized Company body on each agenda item proposed for the Assembly;
- 5) shareholder proposed resolutions that the Company should publish immediately upon their receipt;
- 6) proxy forms and vote by correspondence forms ready for download by shareholders;
- 7) address for sending proxy forms, the deadline for submission of proxy forms, and notifications for given proxies;
- 8) Company e-mail address for communication with shareholders and exchange of information between the Company and shareholders.

AGENDA AND INTRODUCTION OF NEW ITEMS ON THE AGENDA

Article 13

The Assembly may deliberate only on issues properly put on the agenda.

The agenda items for the Assembly should be clearly defined and precisely formulated.

Information about the agenda items for the Assembly shall be available on the Company website 21 (twenty-one) days before the Assembly and one year after its completion. This information shall also be submitted to the stock exchange for publication on their website.

The Assembly may also deliberate, without the right to decide, on issues not properly put on the agenda.

Each shareholder may, at any time, file an initiative to add items on the agenda of the Assembly to be convened.

Shareholders who individually or jointly hold at least 5% of the total number of voting shares may propose additions to the agenda in writing by requesting the introduction of new items if at the same time they enclose an explanation or propose a resolution for the respective item. If the Management Board decides so, the Company may allow new agenda items to be proposed electronically by e-mail.

Shareholders who individually or jointly hold at least 5% of the total number of voting shares may propose resolutions for adoption in writing under any of the items included or to be included on the Assembly agenda.

Request to add one or more items to the agenda for the convened Assembly and/or proposals for resolutions shall be sent to the Management Board or the court-appointed convenor of the Assembly within 8 (eight) days from the day of publication of the public notice to convene the Assembly.

The request cannot be rejected except in the following cases: - deadline for submitting requests is missed;
- proposer does not possess a sufficient number of voting shares;
- proposal fails to meet other conditions envisaged by the law; and
- proposed items are outside of Assembly's competence or non-compliant with the law and Statute.
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If a request is not included in the agenda, except in the cases envisaged under paragraph 9 of this article, the Assembly shall make the final decision when adopting the agenda.

The body convening the Assembly shall publish the request to add new items to the agenda for the convened Assembly within 8 (eight) days before the day of the Assembly.

If the exercise of the shareholder right under paragraphs 6 and 7 of this article entails a change of an already published Assembly agenda, the Company shall make the revised agenda available in the same way as the previous agenda, before the day of the Assembly.

REGISTRATION AND RECORDING OF ATTENDANCE AT ASSEMBLY

Article 14

A shareholder who intends to participate at a convened Assembly shall apply for participation not later than before the beginning of the meeting.

The Company shall publish the application form for participation at Assembly on its website. The application form for participation at Assembly shall contain fields for the shareholder or their proxy name and surname, personal identification number and residential address, for shareholders natural persons; legal entity name, entity registration number, seat address, name of the legal representative, and name and surname, personal identification number and residential address of their proxy, for shareholders legal persons. If a shareholder is a legal entity, it must also submit a copy of the current registration status certificate from the Company Register, not older than six months. If a shareholder is a foreign natural or legal person or proxy, in the application form for participation at Assembly, the shareholder or proxy natural person, or the legal representative of a shareholder legal person, shall provide their passport number instead of personal identification number, in line with the data obtained from the Central Securities Depository.

If a shareholder authorizes a proxy, the proxy notification submitted with the original proxy form shall be considered the proxy's proper registration for participation at the Assembly.

The registration for participation at Assembly can be submitted via e-mail to the Company e-mail address - sobranie@alkaloid.com.mk, via registered mail to the archive at the Company headquarters, marked "for the Shareholders Assembly of ALKALOID AD Skopje," or in person.

Shareholders must update, in due time, their data related to their shareholder rights with the Central Securities Depository, as well as with other competent institutions, in a manner ensuring that all documents submitted to the Company contain fully aligned data.

Following the submission of registrations for participation at the Assembly, a list of registered shareholders shall be prepared.

The list of registered shareholders shall be prepared by the Management Board and made available for inspection at the Company's headquarters.

Before the start of the Assembly, the Management Board, or the person authorized to convene the Assembly, shall compare the list of registered shareholders with the status in the shareholder register not older than 48 (forty-eight) hours before the meeting, obtained from the Central Securities Depository.

Each shareholder or proxy shall verify their presence at the Assembly by signing in the list. The list of registered and signed shareholders shall be certified by the Chair and minute taker. The Chair shall ascertain the quorum according to the certified list.

The certified list shall be made available for inspection to all Assembly participants before the first vote. Each verified participant may request a copy of the certified list at their own expense.

Article 15

Under the law, Statute, and these Rules of Procedure, shareholders or their proxy, duly registered for participation at Assembly, must be present at the meeting venue no later than 15 minutes before the scheduled meeting start.

Shareholders or their proxy shall be in possession of an identification document or, for shareholders legal entities, a copy of the current registration status certificate from the Company Register, not older than six months.

Proxies shall carry an original of the shareholder proxy form with them.

Article 16

If the Assembly takes place on Company premises, the persons present at the meeting must not violate the Company's order and discipline, safety protection, and health at work rules, as well as all of the Company's safety and health rules and movement restrictions for the persons present before, during, and after the Assembly meeting.

If the Assembly takes place on Company premises, the Company shall be entitled to take all measures concerning the Assembly and the persons present, for:

- uninterrupted functioning of the Company's manufacturing process and all other business activities;
- uninterrupted performance of construction works within the Company;
- uninterrupted performance of work duties by employees and other persons engaged at the Company;
- protection of the health of employees and other persons engaged at the Company, as well as of the persons present at the Assembly, especially observance of health measures and protocols for prevention of infectious diseases.

If any person present at the Assembly violates the obligations under this article, the Company authorized persons shall warn them, and if they continue to violate or commit a gross violation, the Company authorized persons shall be entitled to remove them from the site of the Assembly.

SHAREHOLDER PROXY

Article 17

Shareholders may give proxy to other natural or legal persons to represent them at the Assembly meeting, to participate and vote on their behalf. Proxys shall enjoy the same rights as shareholders giving proxy, including to vote, speak, discuss, and ask questions at the Assembly.

From the day of publication of the public notice to convene an Assembly, the Company shall have shareholder proxy forms for individuals and legal persons published on its website. They shall be available for download for shareholders to print, fill out, and sign.

The Company shall also allow natural and legal persons to collect shareholder proxy forms from the Company headquarters.

A proxy for the Assembly shall be valid only if on the form published or made available by the Company, except when, for any reason, a shareholder cannot download the proxy form from the Company website, or if sent by post to them personally, they fail to receive it. In such a case, Shareholders may also use other types of forms to give written proxies.

The Company shall be entitled to reject a proxy if it lacks the mandatory data, specifically name and surname, personal identification number and residential address of a shareholder natural person, or name and surname, entity identification number, address and name and surname of the legal representative of a shareholder legal entity, as

well as the name and surname and personal identification number of the proxy or passport number of a foreign natural person or legal representative of a legal entity, if not submitted in original, or not certified and/or signed by the proxy giver.

Domestic and foreign legal entity shareholders shall align the data they provide in the proxy form with the data contained in their current registration status certificates issued by the Central Register of the Republic of Northern Macedonia or in the certificate issued by a competent registry of the respective state.

Shareholders shall notify the Company in writing about the appointment of their proxy for the Assembly as soon as possible. Together with the notification, they shall submit to the Company an original copy of the proxy form. Otherwise, the proxy shall be considered as not given. The Company may require to establish the identity of a shareholder before accepting a proxy or to verify the voting instructions if such are given to the proxy. The provisions of this paragraph shall equally apply to written cancelations of a proxy.

If a proxy form contains no voting restrictions or instructions, proxies may vote at their own discretion, always considering the interests of the shareholders giving the proxy.

A proxy for an Assembly shall be given in original in writing.

A proxy may be authorized by one or more shareholders and the number of shareholders who can authorize the same person as proxy shall not be limited.

If a proxy is authorized by several shareholders, they can act and vote for some shareholders differently than for others.

Proxies must keep a record of the voting instructions received, if any, and keep them for at least one year from the day of the Assembly in which they participated and voted. They shall also confirm they have followed those instructions if requested by the Company or the shareholder giving the proxy.

A proxy may be revoked unilaterally, without the shareholder or the proxy stating the reasons, by submitting a written notice to the other party. If a shareholder personally registers their attendance at Assembly with all the shares they own and declare they will discuss, decide and vote with all the shares they own, the proxy for that Assembly shall be considered revoked, and the shareholder can exercise their right to vote personally and without restrictions.

ASKING AND RESPONDING TO SHAREHOLDER QUESTIONS

Article 18

Any shareholder may ask questions at the Assembly on any agenda item, and the Company shall do its best to respond to them.

The right to ask questions and the obligation of the Company to respond shall depend upon a previous confirmation of the shareholder's identity, maintaining order in the meeting and proceeding of the Assembly, preserving confidentiality of operation, and the Company's business interests.

Questions are usually asked at the Assembly meeting.

Shareholders may ask questions for any agenda item before the Assembly via e-mail to the Company e-mail address - sobranie@alkaloid.com.mk, via registered mail sent to the archive at the Company headquarters, marked "for the Shareholders Assembly of ALKALOID AD Skopje," or in person. If possible, depending on the nature of the questions, they will be answered at the Assembly.

During the Assembly, sufficient time shall be allocated for shareholder questions. The Supervisory Board and Management Board members, including their chairs, and the authorized external auditor, will be allowed to attend the Assembly to answer shareholder questions.

The Assembly shall be conducted in a manner allowing a reasonable time for questions to the Management Board, the Supervisory Board, and the authorized external auditor.

The Chair may set a time limit to the right to speak or ask shareholder questions at the Assembly meeting, where each shareholder or proxy discussion may last for a maximum of 5 minutes.

Before the start and during the Assembly, the Chair shall be authorized to set time limits for the duration of the Assembly, discussion on a specific agenda item, and individual discussions or questions.

To achieve the purpose of the Assembly, and to avoid undue delays, the Chair shall be entitled to end the discussion at the Assembly.

If a participant at the Assembly fails to observe the rules envisaged by these Rules of Procedure, violates other internal Company acts or obstructs the order and proceeding of the meeting, the Chair shall be entitled to take their floor away.

At the Assembly shareholders shall not interrupt the discussion and speech of anyone speaking in line with the meeting agenda. Otherwise, shareholders shall be prevented from obstructing, which may ultimately mean their removal from the Assembly.

The order of questions and answers at the Assembly shall be determined and allowed by the Chair.

If the Chair or another person authorized to answer a particular question deems that more time or more extensive analysis and verification is required to answer it, they may provide a written answer to that particular question after the Assembly, within a time appropriate to the nature of the question.

The Company may provide one summary answer to questions of the same or similar content.

Shareholder questions shall be considered answered if answers are made available on the Company website in a question and answer format.

The answers to questions asked during or before the Assembly, published on the Company website, shall be available for a period of at least five years.

VOTE BY CORRESPONDENCE

Article 19

Shareholders may vote by correspondence before the day of the Assembly.

The vote-by-correspondence form for legal persons and the vote-by-correspondence form for natural persons shall be available on the Company website. The form shall contain fields for the shareholder or their proxy name and surname, personal identification number, and residential address, for shareholders natural persons; legal entity name, entity registration number, headquarters address and name of the legal representative, and name and surname, personal identification number and residential address of their proxy, for shareholders legal persons. If a shareholder is a foreign natural or legal person or their proxy is a foreigner, instead of the personal identification number, in the vote-by-correspondence form they shall provide their passport number in line with the data obtained from the Central Securities Depository.

The completed vote-by-correspondence form shall be submitted in writing and in original to the Company headquarters, in person, or by registered mail. The Company may request, shareholders voting by correspondence, together with the completed vote-by-correspondence form, to submit personal identification documents in original or copy, as they wish, without having to notarize or certify them by a domestic or foreign competent authority.

The Company shall publish the deadline for submission of completed vote-by correspondence forms on its website before the Assembly.

If shareholders or their proxy miss the deadline for voting by correspondence, they shall be entitled to attend the Assembly in person if they duly register for participation.

QUORUM FOR ASSEMBLY

Article 20

The Assembly can proceed only if attended by verified participants who own a majority of the total number of voting shares.

The Chair shall determine the quorum for the Assembly based on the list of registered shareholders and the list of shareholders voting by correspondence.

The Assembly cannot start without a quorum.

In such a case, within not more than 15 (fifteen) days from the day of the scheduled Assembly, a new date for Assembly shall be set (rescheduled Assembly). The new date for the rescheduled Assembly shall be announced in the same manner as the Assembly failing to have a quorum.

Participants shall not register again for the rescheduled Assembly. Before the start of a rescheduled Assembly, each attendee shall sign in a list, thereby verifying their attendance at the rescheduled Assembly. The Assembly Chair and minute taker shall verify the signed list by their signatures. After verifying the list, the Assembly Chair shall ascertain the attendance of registered shareholders or proxies and the Assembly quorum.

The rescheduled Assembly may only decide upon issues set out in the agenda for the first convening of the Assembly, regardless of the number of present shareholders and the number of shares they hold.

The rescheduled Assembly may not decide upon issues that, according to law, shall be decided by a larger majority than the majority of the quorum referred to in paragraph 1 of this article.

CONDUCTING OF THE ASSEMBLY MEETING

Article 21

At the Assembly, resolutions shall be passed by a majority of the represented voting shares, unless the law and Statute require a larger majority or prescribe other majority conditions.

Article 22

The Assembly shall elect a Chair who shall preside over the meeting, a minute taker, and two shareholders - certifiers of minutes, except when a notary public takes minutes.

The Assembly shall also elect at least three vote counters, a commission to conduct secret ballot, if ballot at the meeting is to be secret as required by law or the Statute, and other persons necessary to perform other activities for smooth proceeding of the Assembly.

Article 23

The Assembly shall be presided by a Chair.

The Chair shall determine the order of proceedings and maintain the order at the meeting.

Under the law and Company Statute, a Chair shall be elected for each Assembly.

The Chair shall hold office until the election of a Chair for the next Assembly.

Any shareholder or proxy may be elected Chair.

Members of the Management Board or Supervisory Board may not be elected Chair.

Article 24

After the Chair establishes that the Assembly can function and make valid decisions, they shall propose to establish the working part of the agenda.

The discussion on the agenda issues shall be conducted in the order set in the agenda.

The order of discussions shall proceed in the order of application.

Article 25

If an already started Assembly is interrupted, the shareholders present may decide to continue the Assembly on a date, time, and place decided by a majority vote of the quorum, but not later than 8 (eight) days from the day of interruption.

If the Assembly fails to pass a decision on the continuation of the meeting, the Chair shall determine the date, time, and place.

Shareholders shall not register again to participate in the continuation of the interrupted Assembly, except for shareholders not registered for the interrupted meeting. Before the start of an interrupted Assembly, the attendance of shareholders present shall be verified, the list certified, and the quorum established.

If there is no quorum for the continuation of the meeting or if not held within the set deadline, a new Assembly shall be scheduled.

The resolutions passed at the interrupted Assembly, regardless of its continuation, shall be considered valid. At the Assembly meeting that continues, the Assembly shall discuss and decide only upon topics not considered and decided upon.

Article 26

The Assembly shall decide by public ballot.

If requested by one or more shareholders holding at least one-tenth of the total number of voting shares, the Assembly shall hold a secret ballot.

The Company shall determine the voting results only insofar as to show that the required majority for each resolution has been reached.

If a shareholder contests a vote or requests full account for the voting results, for each resolution voted at the Assembly the Company shall determine the total number of shares for which valid votes were cast, the total number of valid votes, and the part of share capital they represent, as well as the number of votes FOR, AGAINST and ABSTAINED for each voted resolution.

The Company shall publish the voting results on its website within 15 days from the day of the Assembly.

Article 27

If under the law or Statute a secret ballot is to be conducted at the Assembly, it shall be conducted by a commission of 3 (three) shareholders elected by an Assembly decision. A shareholder or any other person who is a member of the Management Board or the Supervisory Board, or the Assembly Chair may not be elected in a commission conducting a secret ballot. The commission conducting the secret ballot shall work impartially and fairly.

The commission shall determine the content, copy, and numerate the ballot cards, count the votes, and submit a written report on the secret ballot. The secret ballot report shall be signed by all commission members.

The ballot card must contain the names and surnames of all candidates being elected by secret ballot.

When voting by secret ballot, ballot cards must contain the questions to be voted, options to vote "FOR," "AGAINST," or "ABSTAINED" for each question or group of questions or another clear option, and an explanation of the manner in which the secret ballot is conducted.

Ballot cards, used and unused, the ballot report, and other voting material shall be kept in the same manner as the Assembly minutes.

Article 28

The Assembly resolutions unfavorably changing a right related to a specific class of shares shall be valid only if shareholders representing the respective share class previously agree to it by a two-thirds majority vote.

The separate resolutions of the shareholders of a specific class shall be passed either in a separate meeting of these shareholders or at the same Assembly with the other shareholders but in a separate vote unless otherwise prescribed by law. Provisions of the law governing the decision-making at Assembly shall apply to the convening of the separate meeting, the participation therein, and the adoption of the separate resolutions. The separate Assembly can be convened or separate vote requested by shareholders who own at least one-tenth of the total number of shares that can participate in the vote to pass a decision for consent.

Article 29

The Assembly resolutions shall take effect on the day of adoption, except when a resolution contains a different date of effect.

Article 30

After exhaustion of all agenda items, the Chair shall conclude the Assembly.

Article 31

Minutes shall be taken from the Assembly proceeding, containing data on:

- 1) the Company name and headquarters;
- 2) the date, time, and place of the Assembly;
- 3) the names of the Chair, minute taker, vote counters, and voting committee members, if any;
- 4) the Assembly agenda;
- 5) the number of attending shareholders, or proxies and required quorum;
- 6) the discussions at the Assembly;
- 7) the important events at the Assembly and proposed resolutions;
- 8) the resolutions, number of votes FOR and AGAINST and the number of abstaining votes; and 9) the reservations or oppositions to a resolution, if any, by shareholders, Management Board, or Supervisory Board members.

The Management Board and Supervisory Board members or the Assembly Chair may not be elected minute takers and minute certifiers.

The minutes shall be prepared at the latest within 8 (eight) days from the day of the Assembly and signed by the minute taker and the Assembly Chair and verified by the minute verifiers.

Each shareholder may, at their own expense, request from the Management Board to issue a copy of the Assembly minutes.

When a notary public is taking minutes, the minutes shall be prepared at the latest within 3 (three) days from the day of the Assembly and shall be signed by the notary and the Assembly Chair. The notary public taking minutes shall be issuing copies of the minutes. The minutes and annexes shall be kept for at least 10 (ten) years.

FINAL PROVISIONS

Article 32

Everything not covered in these Rules of Procedure shall be governed by the Company Law, other applicable regulations, the Company Statute, and the Company internal acts.

All personal data collection and processing activities performed by the Company, related to the organization and holding of the Assembly, shall comply with the Law on Personal Data Protection and the Company's internal acts governing personal data protection.

Article 33

These Rules of Procedure shall take effect on 01.01.2023 and shall apply until amended or abolished by the Assembly.

Article 34

When these Rules of Procedure take effect, the Rules of Procedure for the Assembly of ALKALOID AD Skopje, archive number 0201-6, dated 25.04.2005, shall cease to apply.

¹ This version of the Rules of Procedure for the Shareholders Assembly of ALKALOID AD Skopje is formatted and designed to inform the public about it. The official version of the Rules is kept at the Company headquarters.



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