

CIAK GRUPA d.d.

ISIN: HRCIAKRA0007

SECURITY: CIAK-R-A

LEI: 74780010K3F620YZZ529

HOME MEMBER STATE: Croatia

REGULATED MARKET SEGMENT: Official Market of the Zagreb Stock Exchange

**Subject: CIAK Grupa, d.d. General Shareholders' Assembly held**

On 17 June 2024 at 11:00 am the General Shareholders' Assembly of CIAK Grupa, d.d. Zagreb was held at the Company's headquarter in Zagreb, Savska Opatovina 36, 3rd floor, attended by 5 shareholders/proxy holders, with a total of 17,820,659 shares, which makes 90.22% of the share capital.

**The Shareholders' Assembly Agenda was as follows:**

1. Opening of the meeting of the General Assembly, establishing the number of shareholders and the number of votes present, establishing quorum, and electing the chairman of the meeting of the General Assembly;
2. Review Company's annual financial statements and consolidated annual financial statements for 2024 as determined by the Management Board and the Supervisory Board, consideration of the Company's auditor's report, Management Report on the state and operations of the Company, Supervisory Board's Report on performed supervision of the Company's business operations for 2024;
3. Decision on utilization of profits from the business year 2024 and dividend pay-out;
4. Decision on granting discharge to members of the Company's Management Board for the business year 2024;
5. Decision on granting discharge to members of the Company's Supervisory Board for the business year 2024;
6. Decision on approval of the Report on Remuneration of members of the Management Board and of the Supervisory Board in the business year 2024;
7. Decision on the election of a member of the Supervisory Board;
8. Decision on amendments to the Company's Articles of Association;
9. Decision on granting the Company's Management Board the authority to acquire its own shares;
10. Decision on remuneration for the work of the Supervisory Board members;
11. Decision on appointment of the Company's auditors for 2025.

Privredna banka Zagreb d.d.  
Erste&Steiermärkische bank d.d.  
Hrvatska poštanska banka d.d.

IBAN HR5723400091110848926  
IBAN HR2624020061100576498  
IBAN HR3623900011101318793

SWIFT PBZGHR2X  
SWIFT ESBCHR22  
SWIFT HPBZHR2X

CIAK Grupa d.d., Savska Opatovina 36, 10090 Zagreb, OIB: 28466564680. Društvo je upisano u sudski registar Trgovačkog suda u Zagrebu pod brojem MBS: 080286194. Temeljni kapital društva iznosi 26.215.395,00 euro, uplaćen je u cijelosti i podijeljen je na 19.751.989 redovnih dionica. Predsjednik Uprave: Ivan Leko. Članovi Uprave: Dalibor Bagarić (zamjenik predsjednika), Ivica Greguraš, Dominik Leko, Ivan Miloš. Predsjednik Nadzornog odbora: Stjepan Ljatić.



**The Shareholders' Assembly rendered the following decisions:**

Ad 3.

I.) It is established that CIAK GRUPA d.d. in the year ended 31.12.2024. made a profit, after tax, in the amount of EUR 5,536,371.25.

II.) Part of the profit from the business year 2024 is allocated in the amount of 5% or EUR 276,818.56 to the Company's legal reserves, in accordance with the law and the Company's Articles of Association.

III.) The payment of dividends in the amount of EUR 0.23 per share is determined, from the funds realized in 2024 in the total amount.

IV.) The remaining profit from the business year 2024 shall be allocated to retained earnings.

VI.) The dividend from point III. of this Decision will be paid to all shareholders registered in the depository of the Central Depository and Clearing Company (CDCC) on 24 June 2025 (record date). The date from which the share of CIAK Grupa d.d. will be traded without the right to dividend payment is June 23, 2025 (ex date).

Shareholders' claims for dividend payment are due after the expiration of the legal deadline of 30 days from the date of the decision at the General Assembly, i.e. July 17, 2025. (payment date).

Ad 4.

Discharge is granted to members of the Company's Management Board for the business year 2024.

Ad 5.

Discharge is granted to members of the Company's Supervisory Board for the business year 2024.

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Ad 6.

The audited Report on Remuneration of members the Supervisory Board and of the Management Board in the business year 2024 in the text published as Annex 1 of the Invitation to the General Assembly, along with the auditor's report, which form an integral part of this Decision, is approved.

This Decision shall enter into force from the day of its adoption.

Ad 7.

I.) It is established that the term of office of the Supervisory Board member Zvonko Merkaš, OIB: 71712259938, Zagreb, Karla Metikoša Street 2, expires on 01.08.2025.

II.) Tomislav Krpan, B. Econ., OIB: 62625476851, Zagreb, Babonićeva 101 is elected as a member of the Supervisory Board.

III.) It is established that the term of office of the Supervisory Board member Marko Varga, OIB: 71386186852, M. Econ., Koprivnica, Dora Pejačević Street 9, expires on 01.08.2025.

4. Marko Varga, M. Econ., OIB: 71386186852, Koprivnica, Dora Pejačević Street 9 is elected as a member of the Supervisory Board.

IV.) All elected members of the Supervisory Board have accepted their mandate, which begins on August 2, 2025 and lasts for four years.

IV.) This Decision shall enter into force from the day of its adoption.

Ad 8.

DECISION on amendments to the Statute of CIAK Grupa d.d.

I. Article 25 of the Statute of CIAK Grupa d.d. is amended and now reads:

25.1. The Supervisory Board appoints the Management Board of the Company, consisting of 1 (one) to 5 (five) members. One member of the Management Board shall be appointed as the President of the Management Board.

25.2. One or more deputies may be appointed to the President of the Management Board. The Deputy President of the Management Board shall replace the President of the Management Board in the event of his/her inability to perform his/her duties or his/her absence, with all the powers and obligations of the President of the Management Board, except for those that are determined by this Statute, the Rules of Procedure of the Management Board or a decision of the Management Board or the Supervisory Board as the exclusive powers or obligations of the President of the Management Board.

25.3. In the event of the inability or absence of the President who does not have a deputy, or the simultaneous inability or absence of the President and Deputy President of the Management Board, the President of the Management Board shall authorize in writing one member of the Management Board to replace him.

25.4. The term of office of the President, Deputy President and members of the Management Board shall be 5 (five) years and they may be reappointed.

25.5. If during the term of office of a Management Board member a legal impediment to the performance of the function arises or it is subsequently determined that an individual member does not meet the requirements for performing that function, the Supervisory Board shall revoke the decision on the appointment of that member and appoint a new member of the Management Board in his place.

25.06. If the term of office of a Management Board member terminates for other reasons (retirement, death or other), the Supervisory Board shall confirm the termination of the term of office of the Management Board member and appoint a new member of the Management Board.

II. The Supervisory Board is authorized to determine the consolidated text of the Statute in accordance with point I.

III. This decision on amendments to the Statute of CIAK Grupa d.d. shall enter into force on the date of entry in the court register.

Ad 9.

DECISION on granting the Company's Management Board the authority to acquire its own shares

#### Article 1.

The Company's Management Board is hereby authorized to acquire its own shares on the organized securities market or by direct acquisition outside the organized securities market, or by direct purchase for a period of 5 years from the date of this decision.

During the period referred to in paragraph 1 of this Article, the share of capital relating to the acquisition of its own shares together with the own shares already held by the Company may not exceed one twentieth, or 5.00% (five percent) of the Company's share capital.

#### Article 2.

The lowest price payable per one own share is equal to the amount of share capital attributable to each individual share of the Company, while the highest price per one own share may not exceed the average market price during the 5 (five) trading days preceding the day of acquisition of shares. The highest price per one own share may be increased by up to 5.00% (five percent) with the prior consent of the Supervisory Board.

#### Article 3.

The Company may not trade in its own shares acquired.

#### Article 4.

The Company's Management Board may dispose of its own shares acquired on the basis of this decision on the organized securities market and outside the organized market, without requiring a decision of the General Assembly of the Company, whereby this decision excludes the right of priority of existing shareholders.

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The Management Board may withdraw its own shares by reducing the Company's share capital without a separate decision of the General Assembly.

Article 5.

This decision shall enter into force on the date of its adoption.

Ad 10.

DECISION on remuneration for the work of the members of the Supervisory Board

I. For participation in the work and holding of meetings, the members of the Supervisory Board are entitled to a monthly remuneration in the net amount as follows:

Chairman of the Supervisory Board: EUR 1,800.00

Deputy Chairman of the Supervisory Board: EUR 1,550.00

Member of the Supervisory Board: EUR 1,300.00

II. The decision shall enter into force on the date of adoption and shall apply from 01.07.2025.

Ad 11.

I. The company KPMG Croatia d.o.o., Ivana Lučića 2, is appointed as the Company's auditor for the business year 2025.

II. The Management Board of the Company is authorized to conclude an audit contract with the selected company and determine the fee for their work in accordance with the offer.

III. This decision enters into force on the date of its adoption.

President of the Management Board

CIAK Grupa d.d.

Ivan Leko, BSc (Econ)