



# Granolio

Granolio d.d.  
Budmanijeva 5, HR-10000 Zagreb  
tel.: +385 1 6320 200; faks: +385 1 6320 222; e-mail: [granolio@granolio.hr](mailto:granolio@granolio.hr); <http://www.granolio.hr>

**Hrvatska agencija za nadzor financijskih usluga  
(HANFA)**

Franje Račkoga 6  
10000 ZAGREB

**HANFA – Službeni registar propisanih informacija**

**Zagrebačka burza d.d.**

Ivana Lučića 2a  
10000 ZAGREB

**HINA – Hrvatska izvještajna novinska agencija**

[ots@hina.hr](mailto:ots@hina.hr)

Security: GRNL / ISIN: HRGRNLRA0006 / LEI: 213800O3Z6ZSDBAKG321)  
Segment of the Regulated market: Official Market of the Zagreb Stock Exchange  
Home Member State: Republic of Croatia

Zagreb, October 27, 2023

**Subject: Notice on the Decisions adopted at the General Assembly**  
*- General Assembly – notice of convocation, counter-proposals and decisions*

Pursuant to the Capital Market Act and the Zagreb Stock Exchange Rules, GRANOLIO d.d., Zagreb, Budmanijeva 5, OIB:59064993527, MBS: 080111595, company entered into the Court registry of the Commercial Court in Zagreb (hereinafter: the Company), hereby announces that the General Assembly of Granolio d.d. was held on October 27, 2023 at Compny's headquarter in Zagreb, Ulica Pere Budmanija 5 and the General Assembly was attended by 1.117.926 votes or 58,79 % of the total share capital.

The following decisions have been adopted by the General Assembly:

**Ad 2)**

"Pursuant to Article 21 of the Act on the Amendments to the Companies Act ("Official Gazette" No. 114/2022) and Article 18 of the Act on the Amendments to the Companies Act ("Official Gazette" No. 114/2022), at the proposal of the Management Board and Supervisory Board, the General Assembly of **Granolio d.d., Zagreb, Ulica Pere Budmanija 5, OIB 59064993527** (hereinafter referred to as the "*Company*"), on 27 October 2023 adopts the following

**DECISION**

on the substitution of the shares with nominal value with shares without nominal value of Granolio d.d.



MB: I244272; OIB: 59064993527; IBAN HR6024020061100063532 Erste&Steiermarkische bank d.d. Rijeka, IBAN HR1423400091110416692 Privredna banka Zagreb, IBAN HR5123900011100014261 Hrvatska poštanska banka Zagreb; temeljni kapital: 19.016.430,00 kn uplaćen u cijelosti podijeljen na 1.901.643 redovnih dionica serije A nominalnog iznosa 10 kn; tvrtka je upisana u Trgovačkom sudu u Zagrebu, MBS: 080111595; predsjednik Uprave: Hrvoje Filipović, članovi Uprave: Vladimir Kalčić i Davor Mitrović, predsjednik Nadzornog odbora: Franjo Filipović

I

In pursuance with Articles 11 and 14 of the Articles of Association of the joint-stock company "GRANOLIO d.d. (hereinafter referred to as the "*Articles of Association*"), the share capital of the Company amounts to HRK 19,016,430.00 and is divided into 1,901,643 ordinary shares in the nominal amount of HRK 10.00 each, maintained in the electronic records of the Central Clearing Depository Company under the symbol GRNL-R-A as non-materialised registered securities.

II

Under this Decision, which is adopted in the procedure of alignment of the Company's share capital and parts of the respective capital referring to individual shares, with provisions of Article 21 of the Act on the Amendments to the Companies Act ("Official Gazette" No. 114/22) and Article 18 of the Act on the Amendments to the Companies Act ("Official Gazette" No. 114/22), all the Company's shares as set out under Article I of this Decision, in the nominal amount of HRK 10.00 each, totalling 1,901,643 shares, shall be substituted with shares without nominal value.

III

The current rights attributable to the Company's shareholders based on the law and the Company's Articles of Association shall remain unchanged, whereby the indicated total number of issued ordinary shares of the Company shall remain unchanged.

IV

In pursuance with this Decision shall be amended the Articles of Association shall be amended and the Decision shall become effective at the date of the entry of the respective amendments to the Articles of Association into the court register of the Commercial Court in Zagreb.

V

The Management Board of the Company is hereby authorised to submit an application for registration of the Decision with the court register of the Commercial Court in Zagreb"

**1.117.926 votes or 58,79% of the Company's total share capital voted for the decision, of which 100% FOR.**

**Ad 3)**

" Pursuant to Article 21 of the Act on the Amendments to the Companies Act ("Official Gazette" No. 114/2022) and Article 18 of the Act on the Amendments to the Companies Act ("Official Gazette" No. 114/2022), at the proposal of the Management Board and Supervisory Board, the General Assembly of Granolio d.d., Zagreb, Ulica Pere Budmanija 5, OIB 59064993527 (hereinafter referred to as the "*Company*"), on 27 October 2023 adopts the following

**DECISION**

on the alignment of the share capital of Granolio d.d.

I

In pursuance with Articles 11 and 14 of the Articles of Association of the joint-stock company "GRANOLIO d.d. (hereinafter referred to as the "*Articles of Association*"), the share capital of the Company amounts to HRK 19,016,430.00 and is divided into 1,901,643 ordinary shares in the nominal amount of HRK 10.00 each, maintained in the electronic records of the Central Clearing Depository Company under the symbol GRNL-R-A as non-materialised registered securities.

II

In the procedure of alignment of the Company's share capital and parts of the respective capital referring to individual shares, with provisions of Article 21 of the Act on the Amendments to the Companies Act ("Official Gazette" No. 114/22) and Article 18 of the Act on the Amendments to the Companies Act ("Official Gazette" No. 114/22), the General Assembly passed on 27 October

2023, at the proposal of the Management Board and the Supervisory Board, the Decision on the substitution of the shares with nominal value with shares without nominal value of Granolio d.d., by which all the Company's shares as set out under Article I of this Decision, in the nominal amount of HRK 10.00 each, totalling 1,901,643 shares, are substituted with shares without nominal value.

### III

Under this Decision, which is adopted in the procedure of alignment of the Company's share capital and parts of the respective capital referring to individual shares, with provisions of Article 21 of the Act on the Amendments to the Companies Act ("Official Gazette" No. 114/22) and Article 18 of the Act on the Amendments to the Companies Act ("Official Gazette" No. 114/22), the current amount of the share capital is converted into amount expressed in euro, by application of the fixed HRK/EUR exchange rate (EUR 1 = HRK 7.53450), by rounding it to the nearest cent, in accordance with the rules of conversion and rounding as stipulated by the Law on the Introduction of the Euro as Official Currency in the Republic of Croatia ("Official Gazette", no. 57/22 and 88/22 – correction).

In pursuance with Paragraph 1 of this Article III of this Decision, the share capital of the Company amounts to EUR 2,523,914.00.

### IV

A part of the share capital as set out under Article III Paragraph 2 of this Decision in the amount of EUR 4.00, shall be appropriated and allocated to the Company's capital reserves.

### V

In accordance with the above, under this Decision is established the amount of aligned share capital of the Company in the amount of EUR 2,523,910.00, divided into 1,901,643 ordinary shares without nominal value, in pursuance with the separate decision of the Company's General Assembly referred as set out under Article II of this Decision.

### VI

The current rights attributable to the Company's shareholders based on the law and the Company's Articles of Association shall remain unchanged, whereby the indicated total number of issued ordinary shares of the Company shall remain unchanged.

### VII

In pursuance with this Decision shall be amended the Articles of Association and the Decision shall become effective at the date of the entry of the respective amendments to the Articles of Association into the court register of the Commercial Court in Zagreb.

### VIII

The Management Board of the Company is hereby authorised to submit an application for registration of the Decision with the court register of the Commercial Court in Zagreb "

**1.117.926 votes or 58,79% of the Company's total share capital voted for the decision, of which 100% FOR.**

#### Ad 4)

" Pursuant to Article 21 of the Act on the Amendments to the Companies Act ("Official Gazette" No. 114/2022) and Article 18 of the Act on the Amendments to the Companies Act ("Official Gazette" No. 114/2022), at the proposal of the Management Board and Supervisory Board, the General Assembly of **Granolio d.d., Zagreb, Ulica Pere Budmanija 5, OIB 59064993527** (hereinafter referred to as the "*Company*"), on 27 October 2023 adopts the following

D E C I S I O N

on the amendments of Article 11 Paragraph 1, Article 14 Paragraph 1, Article 24 Paragraph 2, Article 47 Paragraph 2, Article 50 Paragraph 1 and Article 58 Of the Articles of Association of Granolio d.d.

I

Article 11 Paragraph 1 is amended and reads as follows:

*"The share capital of the Company amounts to EUR 2,523,910.00 (two million five hundred and twenty-three thousand nine hundred and ten euros)."*

II

Article 14 Paragraph 1 is amended and reads as follows:

*"The share capital of the Company is divided into 1,901,643 (one million nine hundred and one thousand six hundred and forty-three) ordinary shares without nominal value".*

III

Article 24 Paragraph 2 is amended and reads as follows:

*"All shares give equal voting rights in the General Assembly of the Company."*

IV

Article 47 Paragraph 2 is amended and reads as follows:

*"Voting rights in the General Meeting shall be exercised in accordance with the number of shares held by each shareholder."*

V

Article 50 Paragraph 1 is amended and reads as follows:

*"At the General Meeting, a list of all present and represented shareholders and their proxies must be compiled comprising first names, surnames and addresses, as well as the total number of shares."*

VI

Article 58 is amended and reads as follows:

*"In case of distribution of profit to shareholders, the dividend shall be distributed to shareholders in proportion to the share capital of the Company attributable to their shares."*

VII

All the other provisions of the Company's Articles of Association shall remain unchanged.

**1.117.926 votes or 58,79% of the Company's total share capital voted for the decision, of which 100% FOR.**

This notification was delivered to the Officially appointed mechanism for the central storage of regulated information of the Croatian Financial Services Supervisory Agency – HANFA, Zagreb Stock Exchange, Croatian News Agency and it is available on the Company web site [www.granolio.hr](http://www.granolio.hr).

Granolio d.d.