Jadran Crikvenica Hoteli i kampovi

Jadran d.d. za hotelijerstvo i turizam
Bana Jelačića 16, HR-51260 Crikvenica
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www.jadran-crikvenica.hr
OIB: 56994999963

JADRAN D.D.
Bana Jelačića 16, 51260 Crikvenica, Croatia
PIN:56994999963
ISIN: HRJDRNRB0002
Security: JDRN-R-B
LEI: 74780030Q33IX8LEE969
Home Member State: Croatia

CROATIAN FINANCIAL SERVICES
SUPERVISORY AGENCY
Franje Račkog 6
10 000 Zagreb

ZAGREB STOCK EXCHANGE d.d.
Ivana Lučića 2a
10 000 Zagreb

HINA – OTS

In Crikvenica, 10 August 2026

Re: Pre-selection of bidder

JADRAN d.d., with its registered seat in Crikvenica, Bana Jelačića 16, PIN: 56994999963 (hereinafter referred to as: the Company), pursuant to the provisions of the Capital Market Act and the Stock Exchange Rules, and further to the Resolution of the General Assembly of the Company resolution to initiate the process of recapitalization and finding a potential investor dated 23 March 2026 (hereinafter referred to as: the Resolution) and the Company's announcement dated 8 June 2026, hereby announces that the process of collecting and evaluating binding offers for participation in the increase in the Company's share capital, initiated pursuant to the resolution of the General Assembly of the Company dated 23 March 2026 to initiate the process of recapitalization and finding a potential investor, has been completed.

After the process was completed and the binding offers received were considered, the Management Board of the Company, with the consent of the Supervisory Board, pre-selected the binding offer of the consortium consisting of Aminess d.d., FEAL IN d.o.o. and TEXO MOLIOR d.o.o. (hereinafter referred to as: the Consortium). In order to implement the proposed transaction, the members of the Consortium incorporated the company ADRIATIC RESORTS GROUP d.o.o., which, assuming the necessary resolutions of the General Assembly, would act as an investor and subscriber of new shares of the Company (hereinafter referred to as: the Investor).

The pre-selected offer envisages an increase in the share capital of the Company by issuing 32,500,000 new ordinary shares at a price of EUR 1.25 per share, i.e. a total payment of EUR 40,625,000.00. After the successful implementation of the share capital increase, the investor would acquire approximately 53.7444% of the shares and voting rights in the Company. The offer is based on the subscription and payment of all offered new shares, without the possibility of partial implementation of the share capital increase.

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The proposed increase in share capital is linked to the previous decrease of the Company's share capital without reducing the number of existing shares. After the decrease, the Company's share capital would amount to EUR 34,964,328.75 and would be divided into 27,971,463 existing ordinary shares without a nominal value, so that each existing share would have a share capital amount of EUR 1.25.

According to the pre-selected offer, the funds raised by increasing the share capital would be intended for financing investments, renovation and development of the Company's portfolio, improving operational business and strengthening the Company's financial stability and liquidity.

The consortium also presented a development program that includes, among other things, repositioning and renovation of assets, increasing revenue and commercial optimization, improving operational efficiency and applying its knowledge and experience in hotel management and tourist real estate development.

In accordance with the terms of the process, the Investor is obliged to ensure the fulfilment of the assumed obligations by paying a cash deposit in the amount of EUR 4,062,500.00, which corresponds to 10% of the total value of the offer, to the notary public deposit account.

Once the payment of the aforementioned deposit is confirmed and other prerequisites for convening the General Assembly are met, the Company's Management Board will publish a notice to convene the General Assembly together with proposed decisions and other materials necessary for the consideration and implementation of the proposed transaction.

The envisaged resolutions will include, among others, resolutions related to the decrease and increase of share capital, the issuance of new shares with the exclusion of the pre-emptive rights of existing shareholders, amendments to the Company's Charter and the approval of the acquisition of shares without the obligation to publish a takeover bid. The proposed increase in share capital is also subject to obtaining the necessary regulatory approvals, including the approval of the competent competition authority.

The Company specifically emphasizes that the pre-selection of the offer does not represent the final selection of the investor or the resolution to implement the share capital increase. The proposed transaction may be implemented only if the General Assembly of the Company adopts all necessary resolutions and if other conditions stipulated in the offer, process and transaction documentation are met.

The Company will promptly inform the investment public of all further material circumstances and decisions related to the proposed transaction in accordance with applicable regulations.

JADRAN d.d.

Temeljni kapital Društva iznosi 64.039.780,00 euro uplaćen u cijelosti, podijeljen i sadržan u 27.971.463 redovnih nematerijaliziranih dionica koje glase na ime, bez nominalnog iznosa i svaka s pravom na jedan glas. Društvo je upisano u Sudski registar Trgovačkog suda u Rijeci pri Trgovačkom sudu u Rijeci pod MBS: 040000817. Uprava Društva: Ante Jelčić član Uprave, Miroslav Pelko član Uprave, predsjednik Nadzornog odbora: Vice Tomaš. Poslovne banke i računi: PRIVREDNA BANKA ZAGREB d.d., IBAN: HR4323400091110722690, SWIFT: PBZGHR2X te ERSTE & STEIERMÄRKISCHE BANK d.d., IBAN: HR3924020061100620496, SWIFT: ESBCHR22.