

Security: KOEI-R-A
ISIN: HRKOEIRA0009
LEI: 74780000HOSHMRAW0I15
Home member state: Croatia
**Regulated market segment: Official Market of the
Zagreb Stock Exchange**
Address: Fallerovo šetalište 22, 10000 Zagreb

The Management Board

Pursuant to Article 277 of the Companies Act (Official Gazette 111/93, 34/99, 121/99, 52/00, 118/03, 107/07, 146/08, 137/09, 125/11, 111/12, 68/13, 110/15, 40/19 and 34/22), Article 15 of the Articles of Association of Končar – Elektroindustrija d.d., Zagreb, Fallerovo šetalište 22 and the Decision of the Company's Management Board on convening a General Assembly meeting of 28 April 2022, the convening of and invitation to

the meeting of the General Assembly of Končar – Elektroindustrija d.d.

is hereby announced. The meeting will be held on 10 June 2022, starting at 9:00 a.m. in Zagreb, Fallerovo šetalište 22, in the office tower of Končar – Elektroindustrija d.d., 11th floor, in the great hall. The opening of the General Assembly meeting and verification of shareholders who are present are defined, as is the following

Agenda:

1. Annual Management Report on the Status of the Company and its subsidiaries for 2021.
2. Annual financial statements and consolidated annual statements of Končar – Elektroindustrija d.d. for 2021 with the auditor's report, after they have been approved by the Company's Management and Supervisory Boards
3. Supervisory Board's Report on performed supervision of the Company's business operations for 2021
4. Decision on allocation of distributable profit
5. Decision on granting discharge to members of the Management Board and the Supervisory Board
 - a) Decision on granting discharge to members of the Company's Management Board for 2021
 - b) Decision on granting discharge to members of the Company's Supervisory Board for 2021
6. Decision on appointment of auditors for 2022
7. Report on the remuneration of members of the Management Board and the Supervisory Board
8. Decision on amendments to the Company's Articles of Association

The Management Board and the Supervisory Board jointly propose that the General Assembly adopt decisions under items 4, 5, 7 and 8, while the Supervisory Board proposes that the General Assembly adopt the decision under item 6 of the agenda.

The General Assembly does not adopt decisions under items 1, 2 and 3 of the agenda; it only acknowledges them.

Proposals for decisions:

Ad.1. The General Assembly acknowledges the Annual Management Report on the Status of the Company and its subsidiaries for 2021.

Ad.2. The General Assembly acknowledges the information regarding financial statements of the company Končar – Elektroindustrija d.d. and consolidated financial statements of the Končar Group for 2021, as approved by the Management Board and the Supervisory Board, together with the Auditor's Report concerning the performed audit of financial statements.

The Supervisory Board and the Management Board of Končar – Elektroindustrija d.d. have jointly approved the Company's annual financial statements for 2021, as follows:

- Statement of Financial Position (Balance Sheet), with the sum of assets, i.e., equity and liabilities in the amount of HRK 1,694,682,696.06
- Profit and Loss Statement with realized profit (loss) after tax in the amount of HRK 36,750,493.43
- Cash flow statement
- Statement of changes in equity
- Notes to the financial statements

The Supervisory Board and the Management Board of Končar – Elektroindustrija d.d. have jointly approved Končar Group's consolidated annual financial statements for 2021, as follows:

- Statement of Financial Position (Balance Sheet), with the sum of assets, i.e., equity and liabilities in the amount of HRK 211,391 thousand
- Profit and Loss Statement with realized profit (loss) after tax in the amount of HRK 4,447,304 thousand
- Cash flow statement
- Statement of changes in equity
- Notes to the financial statements

Ad.3. The General Assembly acknowledges the Supervisory Board's Report on performed supervision of the Company's business operations for 2021

Ad. 4. Pursuant to Article 220 of the Companies Act (Official Gazette 111/93, 34/99, 121/99, 52/00, 118/03, 107/07, 146/08, 137/09, 125/11, 111/12, 68/13, 110/15, 40/19 i 34/22) and Article 11 of the Articles of Association of Končar – Elektroindustrija d.d., on 10 June 2022, the General Assembly of Končar – Elektroindustrija d.d. adopts the following

Decision

On allocation of distributable profit for 2021

- I Distributable profit realized in the business year 2021 amounts to HRK 33,167,320.32.
- II Out of distributable profit in the amount of HRK 33,090,837.00, the shareholders will be paid a dividend of HRK 13.00 per share.
- II Dividend will be paid to the shareholders registered in the Depository of Dematerialized Securities of the Central Depository and Clearing Company (CDCC) as holders of shareholder rights on the fifteenth (15th) day following the General Assembly meeting. Hence, 25 June 2022 is the record date.
- III Dividend payment shall be made no later than within 15 (fifteen) days from the record date, that is, until (and including) 10 July 2022.
- IV The remaining distributable profit in the amount of HRK 76,483.32 is allocated to retained earnings.

Explanation

The Management Board and the Supervisory Board of Končar – Elektroindustrija d.d. approved the Company's financial statements at the Supervisory Board meeting of 28 April 2022.

The net profit of Končar – Elektroindustrija d.d. realized in the business year 2021 amounts to HRK 36,750,493.43, of which:

- the amount allocated to legal reserves amounts to:	HRK 1,837,524.67,
- the amount allocated to other reserves amounts to:	HRK 1,745,648.44,
Total:	HRK 3,583,173.11.

The Management Board and the Supervisory Board submitted a proposal to the General Assembly of Končar – Elektroindustrija d.d. for the remaining profit for the business year 2021, in the amount of HRK 33,167,320.32, to be paid to shareholders through dividend of HRK 13.00 per share, and for the remaining part of the distributable profit, in the amount of HRK 76,483.32 to be allocated to retained earnings.

Ad.5. a) Pursuant to Article 275 of the Companies Act (Official Gazette 111/93, 34/99, 121/99, 52/00, 118/03, 107/07, 146/08, 137/09, 125/11, 111/12, 68/13, 110/15, 40/19 and 34/22), on 10 June 2022, the General Assembly of Končar – Elektroindustrija d.d. adopts the following

Decision

Discharge is granted to members of the Company's Management Board for management of business operations in 2021.

b) Pursuant to Article 275 of the Companies Act (Official Gazette 111/93, 34/99, 121/99, 52/00, 118/03, 107/07, 146/08, 137/09, 125/11, 111/12, 68/13, 110/15, 40/19 and 34/22) on 10 June 2022, the General Assembly of Končar – Elektroindustrija d.d. adopts the following

Decision

Discharge is granted to members of the Supervisory Board for supervision of management of the Company's business operations in 2021.

Ad.6. Pursuant to Article 275 of the Companies Act (Official Gazette 111/93, 34/99, 121/99, 52/00, 118/03, 107/07, 146/08, 137/09, 125/11, 111/12, 68/13, 110/15, 40/19 and 34/22) on 10 June 2022, the General Assembly of Končar – Elektroindustrija d.d. adopts the following

Decision

KPMG Croatia d.o.o. for auditing, PIN: 20963249418, with registered office in Zagreb, Ivana Lučića 2/a, registered with the Court Register of the Commercial Court in Zagreb under Court Reg. No.: 080098593 is appointed auditor of financial statements of the company Končar – Elektroindustrija d.d. and consolidated financial statements of Končar Group for 2022.

Ad.7. Pursuant to Article 275(1)(3) and Article 276a (4) of the Companies Act (Official Gazette 111/93, 34/99, 121/99, 52/00, 118/03, 107/07, 146/08, 137/09, 125/11, 111/12, 68/13, 110/15, 40/19 and 34/22), on 10 June 2022, the General Assembly of Končar – Elektroindustrija d.d. adopts the following

Decision

I Approving the Remuneration Report for 2021 which the Company or a different company within the same group paid or undertook to pay to each member of the Management Board and the Supervisory Board performing such duty in 2021, which Remuneration Report for 2021 has been audited in accordance with Article 272r of the Companies Act.

II The Company does not assume any obligations by means of this Decision, nor do members of the Management Board and Supervisory Board performing such duty in 2021 acquire any rights based hereon.

Ad.8. Pursuant to Articles 275 and 301 of the Companies Act (Official Gazette 111/93, 34/99, 121/99, 52/00, 118/03, 107/07, 146/08, 137/09, 125/11, 111/12, 68/13, 110/15, 40/19 and 34/22), and Article 14 of the Articles of Association of Končar – Elektroindustrija d.d., on 10 June 2022, the General Assembly of Končar – Elektroindustrija d.d. adopts the following

Decision

on amendments to the Articles of Association

Article 1

Article 5 of the Articles of Association of Končar – Elektroindustrija d.d. is hereby amended to read:

"The Company owns the recognized KONČAR trademark, registered with the State Intellectual Property Office under the number Z20220081 (for the figurative mark: **KONČAR**) and under the number Z20220082 (for the word mark: Končar)".

Article 2

All other articles of the Articles of Association remain unchanged.

Article 3

Amendments to the Articles of Association shall enter into force as at the date they are entered in the Court Register of the Commercial Court in Zagreb.

Article 4

The Company's management Board shall file the entry to the Court Register of the Commercial Court in Zagreb.

Requirements for participating in the General Assembly meeting and exercising voting rights:

All shareholders who are registered in the Depository of Dematerialized Securities of the Central Depository and Clearing Company (CDCC) on the last day for applying for participation in the General Assembly meeting are entitled to participate in and exercise their voting rights at the meeting of the Company's General Assembly, in person or through their legal representatives or attorneys, provided that they submit a written notification to the Company regarding their intention to participate in the General Assembly meeting and deliver it to the Company's address with the reference "Application for participation in the General Assembly meeting" no later than 6 (say: six) days prior to the General Assembly meeting, i.e., up to and including 4 June 2022. Shareholders or their attorneys who do not submit a notification on participation will not be able to participate in the General Assembly meeting.

Shareholders may be represented by attorneys, natural or legal persons, based on a valid written power of attorney. The power of attorney must contain personal data of the shareholder granting it, the number of shares or votes at their disposal, authorization for the attorney to participate in the General Assembly meeting and vote, as well as the date of issuance and validity period of the power of attorney. If the power of attorney is granted by a natural person, the signature of the natural person must be certified by a notary public or certified within the Company by a person authorized to do so by the Company's Management Board.

The power of attorney may be delivered by mail or in person at the Company's registered office, the Shareholders Office, on business days, either until the start of the General Assembly meeting or directly during identification at the General Assembly meeting. Power of attorney forms are available on the Company's website www.koncar.hr.

Shareholders holding shares in the amount of 5% of the share capital may submit a proposal to the Company's Management Board for including an item on the agenda of the General Assembly meeting and for it to be published. The proposal for including an item on the agenda must be received by the Company no less than 30 days prior to the General Assembly meeting and the shareholders must provide an explanation and a proposal for a decision.

Shareholders and their attorneys may review the materials representing the basis for adoption of published decision proposals at the Company's registered office, at the Shareholders Office, on every business day except Saturday, between 10:00 a.m. and 2:00 p.m., as well as on the Company's website www.koncar.hr, as of the date of publishing this invitation on the Court Register and the Company's websites.

All information concerning the convening of the General Assembly meeting is published on the Company's website.

Due to extraordinary circumstances caused by the coronavirus (COVID-19) pandemic, during their participation in the General Assembly meeting, shareholders shall comply with health and safety recommendations and decisions of the Civil Protection Headquarters of the Republic of Croatia, as well as with the measures implemented by the Company at the General Assembly meeting in accordance therewith.

Member of the Management Board

Josip Lasić, MA (Econ)

President of the Management Board:

Gordan Kolak, M.Sc.Eng.