



# LUKA PLOČE d.d.

Trg kralja Tomislava 21, 20340 Ploče - Hrvatska • OIB: 51228874907 • [www.luka-ploce.hr](http://www.luka-ploce.hr)

Ploče, April 30th 2026

## ZAGREB STOCK EXCHANGE

LEI *74780000POWHINTXNI633*

## CROATIAN FINANCIAL SERVICES SUPERVISORY AGENCY (HANFA)

Home  
member state *Croatia*

## CROATIAN NEWS AGENCY (OTS HINA)

ISIN *HRLKPCRA0005*

## COMPANY WEBSITE

Security *LKPC-R-A*  
Listing/Market  
segment *Zagreb Stock Exchange, Official  
Market*

**SUBJECT: Invitation to the General Assembly of Luka Ploče j.s.c.**

Dear Sirs,

We hereby inform you that today, April 30th, 2026, we submitted an Invitation to the General Assembly of Luka Ploče j.s.c., which will be held on June 17th, 2026, starting at 10:00 AM at the address: Ploče, Trg kralja Tomislava 21.

The invitation for the General Assembly will be published, together with reports and other materials for the General Assembly, on the Company's website [www.luka-ploce.hr](http://www.luka-ploce.hr)

**Luka Ploče d.d.**

**LUKA PLOČE j.s.c.**  
**MANAGEMENT BOARD**

Trg kralja Tomislava 21  
20340 Ploče

Ploče, April 29<sup>th</sup> 2026

Pursuant to Article 277, paragraph 2 of the Companies Act (OG 111/93, 34/99, 121/99, 52/00, 118/03, 107/07, 146/08, 137/09, 125/11, 152/11, 111/12, 68/13, 110/15, 40/19, 34/22, 114/22, 18/23, 130/23, 136/24) and Article 24, paragraph 2 of the Articles of Association of Luka Ploče j.s.c. (hereinafter: the "Company"), on April 29<sup>th</sup> 2026, the Management Board of the Company passed the Decision on convening the General Assembly of the Company, and in accordance with Article 277, paragraph 3 of the Companies Act and Article 26 of the Company's Articles of Association, announces the

**GENERAL ASSEMBLY**  
**JOINT STOCK COMPANY LUKA PLOČE**

**which will be held on Wednesday, June 17<sup>th</sup>, 2026, starting at 10:00 AM at the Company's headquarters in Ploče, Trg kralja Tomislava 21, with the following**

**AGENDA**

1. Opening of the General Assembly and determining the number of present and represented shareholders or their proxies
2. Adoption of the Decision on the adoption of the Annual Financial Statements of the Luka Ploče j.s.c. and the Consolidated Annual Financial Statements of the Luka Ploče Group for 2025 with the report and opinion of the certified auditor, the Annual Report of the Management Board on the state of the Company and the Luka Ploče Group for 2025 and the Report of the Supervisory Board on the supervision of the Company's operations in 2025
3. Adoption of the Decision on the use of the Company's profit realized in 2025
4. Adoption of the Decision on granting statement of release to the members of the Management Board for 2025
5. Adoption of the Decision on granting statement of release to the members of the Supervisory Board for 2025
6. Adoption of the Decision on approval of the Report on remuneration of members of the Management Board and members of the Supervisory Board for 2025
7. Adoption of the Decision on the remuneration (compensation) of the members of the Supervisory Board

**Proposed decisions:**

**AD 2)**

Under item 2 of the agenda, the Management Board and the Supervisory Board propose to the General Assembly to make the following decision:

1. The annual financial statements of the Luka Ploče j.s.c. for 2025 and consolidated financial statements of the Luka Ploče Group for 2025 are approved. Annual financial reports contain:
  - Balance,
  - Profit and loss account,
  - Notes to the financial statements,
  - Cash flow statement,
  - Statement of changes in equity,
  - Annual report on the state of the company.

The profit and loss account of Luka Ploče j.s.c. for 2025 in which the profit after tax in the amount of EUR 4.637.417 is stated.

The balance sheet of Luka Ploče j.s.c. as of 31 December 2025 shows the sum of assets or liabilities in the amount of EUR 99.456.512.

The profit and loss account of Luka Ploče Group for 2025 in which the profit after tax in the amount of EUR 5.192.132 is stated.

The balance sheet of Luka Ploče Group as of 31 December 2025 shows the sum of assets or liabilities in the amount of EUR 104.118.208.

2. The report of the auditing company on the performed audit of the financial statements of Luka Ploče j.s.c. for 2025 and the consolidated annual financial statements of the Luka Ploče Group for 2025 are approved.
3. The report of the Management Board on the state of the Company in the business year 2025 is approved.
4. The report of the Supervisory Board on the performed supervision of the Company's operations in the business year 2025 is approved.
5. This Decision shall enter into force on the day of its adoption.

### **AD 3)**

Under item 3 of the agenda, the Management Board and the Supervisory Board propose to the General Assembly to make the following decision:

1. It is determined that the Luka Ploče j.s.c. in the year ended on December 31<sup>st</sup>, 2025, realized a profit in the amount of EUR 4.637.417.
2. Realized profit of Luka Ploče d.d. determined in point 1 of this Decision, shall be allocated to retained earnings.
3. This Decision shall enter into force on the day of its adoption.

### **AD 4)**

Under item 4 of the agenda, the Management Board and the Supervisory Board propose to the General Assembly to make the following decision:

1. Statement of release is given to the members of the Management Board of the Company for the management of the Company's affairs in 2025.
2. This Decision shall enter into force on the day of its adoption.

**AD 5)**

Under item 5 of the agenda, the Management Board and the Supervisory Board propose to the General Assembly to make the following decision:

1. Statement of release is given to the members of the Supervisory Board for the performed supervision over the management of the Company's affairs in 2025.
2. This Decision shall enter into force on the day of its adoption.

**AD 6)**

Under item 6 of the agenda, the Supervisory Board proposes to the General Assembly to make the following decision:

1. The revised Report on remuneration of members of the Management Board and members of the Supervisory Board for 2025 is approved.
2. The Report on remuneration of members of the Management Board and members of the Supervisory Board for 2025 referred to in item 1 of this Decision shall be attached to this Decision and shall form an integral part thereof.
3. This Decision shall enter into force on the day of its adoption.

**AD 7)**

Under item 7 of the agenda, the Supervisory Board proposes to the General Assembly the following decision:

1. The monthly remuneration for the work of the members of the Supervisory Board is determined as follows:
  - the Chairman of the Supervisory Board receives remuneration in the amount of 90% of the average net salary of the Company's employees paid in the previous year,
  - the Deputy Chairman of the Supervisory Board receives remuneration in the amount of 85% of the average net salary of the Company's employees paid in the previous year,
  - a member of the Supervisory Board receives remuneration in the amount of 75% of the average net salary of the Company's employees paid in the previous year.
2. Members of the Supervisory Board are entitled to reimbursement of expenses related to their work on the Supervisory Board or its subcommittees.
3. Members of the Supervisory Board are entitled to receive remuneration from the date of their appointment to that position until the date of termination of their duties (*pro rata temporis*).
4. This Decision shall enter into force on the date of approval by the General Assembly of Luka Ploče j.s.c. and shall apply until revoked.

## **NOTICE TO SHAREHOLDERS AND INSTRUCTIONS FOR PARTICIPATION AND EXERCISE OF VOTING RIGHTS AND SHAREHOLDERS' RIGHTS**

The Company's share capital is divided into a total of 422,967 ordinary shares, each with a nominal value of EUR 53,00. Each ordinary share entitles the holder to one vote at the General Assembly, except for the Company's own (treasury) shares, i.e. shares without voting rights, of which the Company has 1,719 at the time of convening the General Assembly. The total number of shares with voting rights at the time of convening of the General Assembly is 421,248.

The right to participate in the work of the General Assembly is granted to shareholders who are registered as owners in the Central Depository and Clearing Company d.d. Zagreb on June 10<sup>th</sup>, 2026, and who register their participation in the General Assembly in writing no later than 6 (six) days before the Assembly. Registration for participation is made on working days from 12:00 to 14:00 at the premises of the Company's Legal Affairs Department or to the e-mail address: [m.kuzet@luka-ploce.hr](mailto:m.kuzet@luka-ploce.hr). The day of the application deadline is not included in the above deadline. For participation in the General Assembly, the relevant balance will be the balance in the depository of the Central Depository and Clearing Company d.d. at the end of the last day of the deadline for applying for participation, i.e. on June 10<sup>th</sup>, 2026.

The application must contain the name and surname or company name of the shareholder/proxy, OIB, place of residence and address of the shareholder/proxy, the account number with the CDCC of the shareholder/each shareholder represented by the proxy, the total number of shares owned by the shareholder/all shareholders represented by the proxy, and an explicit statement that the shareholder intends to participate in the work of the General Assembly.

If a shareholder is represented by a proxy at the General Assembly, a valid written power of attorney issued by the shareholder shall be submitted to the Company. The authorization to represent based on the law, or the issuance of the power of attorney, shall be proven by an extract from the court register or another register in which the legal entity is registered. The power of attorney must state the principal and the proxy, the total number of shares or votes held, and the proxy's authority to vote at the General Assembly and to perform all other actions related to the work of the General Assembly. The power of attorney shall be delivered by registered mail to the address of the company's headquarters, Ploče, Trg kralja Tomislava 21, Department of Legal Affairs and Office Operations, or in person at the premises of the Department of Legal Affairs and Office Operations, on working days from 12:00 to 14:00, or a copy of the power of attorney shall be sent to the e-mail address: [m.kuzet@luka-ploce.hr](mailto:m.kuzet@luka-ploce.hr), and the original shall be submitted on the day of the assembly.

Each shareholder, or his representative or proxy, shall bear the costs of his participation in the work of the General Assembly.

It is recommended to use the application forms for participation in the General Assembly and the power of attorney, which can be obtained on working days from 12:00 to 14:00 on the premises of the Company's Legal Department and are also available on the Company's website [www.luka-ploce.hr](http://www.luka-ploce.hr).

The number of votes that an individual shareholder is entitled to at the General Assembly is determined by the balance in the depository of the Central Clearing and Depository Company d.d. at the end of the last day of the deadline for submitting applications for participation, i.e. on June 10<sup>th</sup>, 2026.

Shareholders' proposals, stating their names and surnames, in accordance with the provisions of Article 282 of the Companies Act, must be available to the persons specified in Article 281, paragraphs 1 to 3 of the Companies Act under the assumptions specified there, if the shareholder delivers his counterproposal to the Company at the Company's address at least 14 days before the date of the General Assembly. The day the proposal is received by the Company is not included in this 14-day period. The proposal must be available on the Company's website. If a shareholder does not exercise this right, this does not result in the loss of the right to submit a counterproposal at the General Meeting. The above applies accordingly to the submission of shareholder proposals on the election of members of the Supervisory Board or on the appointment of the company's auditor.

The Management Board must provide each shareholder at the General Meeting with information on the company's business at their request, if this is necessary for the assessment of the issues on the agenda in accordance with Article 287 of the Companies Act.

If shareholders who together hold shares in the amount of one twentieth of the Company's share capital after the General Meeting has been convened request that an item be placed on the agenda of the General Meeting and that it be published, an explanation or a proposal for a decision must be provided with each new item on the agenda. The request to place an item on the agenda must be received by the Company at least 30 days before the General Meeting. The day on which the request is received by the Company is not included in this period.

The Company shall, at least 21 days before the General Meeting, send a notice to the General Meeting to the intermediaries who deposit the Company's shares and to the shareholders' associations who voted on behalf of shareholders at the previous General Meeting, or who requested such a notice. The notice shall state the possibility of shareholders voting at the General Meeting by proxy and through the shareholders' association.

For compiling the list of shareholders, all shareholders who register their participation in the General Meeting should arrive at the meeting venue no later than one hour before the scheduled time of the General Meeting.

Written materials for the General Assembly are available to all shareholders and their proxies from the date of publication of the invitation until June 10<sup>th</sup>, 2026, every working day from 12:00 to 14:00 in the premises of the Legal Affairs and Office Operations Department.

If the quorum requirements prescribed in Article 29 of the Articles of Association of Luka Ploče j.s.c. are not met at the General Assembly, a new General Assembly, with the same agenda, will be held on July 8<sup>th</sup>, 2026, starting at 10:00 a.m., at the same location.

This invitation to the General Assembly and the documentation on the agenda of the General Assembly, the application form and the power of attorney are available on the website of Luka Ploče j.s.c. at the address: [www.luka-ploce.hr](http://www.luka-ploce.hr).

**PRESIDENT OF THE  
MANAGEMENT BOARD**

Hrvoje Livaja, dipl.oec.

*This document is a translation of the original Croatian version and is intended to be used for informational purposes only. While every effort has been made to ensure the accuracy and completeness of the translation, please note that the Croatian original is binding.*

**REPORT ON THE REMUNERATION OF THE MEMBERS OF  
THE MANAGEMENT BOARD AND SUPERVISORY BOARD  
OF LUKA PLOČE d.d. FOR THE YEAR 2025**

Ploče, April 23, 2026

Pursuant to Article 272.r of the Companies Act (Official Gazette 111/93, 34/99, 121/99, 52/00, 118/03, 107/07, 146/08, 137/09, 125/11, 152/11, 111/12, 68/13, 110/15, 40/19, 34/22, 114/22, 18/23, 130/23, 136/24) and Article 55 of the Articles of Association of Luka Ploče d.d., the Management Board and Supervisory Board of Luka Ploče d.d. have prepared and submit to the General Assembly for adoption the following:

## **REPORT ON THE REMUNERATION OF THE MEMBERS OF THE MANAGEMENT BOARD AND SUPERVISORY BOARD OF LUKA PLOČE d.d. FOR THE YEAR 2025**

### **1. FIXED AND VARIABLE COMPONENTS OF THE REMUNERATION OF MANAGEMENT BOARD MEMBERS FOR 2025**

The total remuneration of Management Board members consists of:

- fixed remuneration;
- variable remuneration.

The ratio between the fixed and variable components of the total remuneration of Management Board members must be appropriate, determined in such a manner that the net annual amount of the variable component does not exceed the aggregate amount of 24 (twenty-four) average net salaries paid in the previous year.

The fixed component of the remuneration of Management Board members represents the unchanging portion of remuneration defined by the agreement concluded between the Company, represented by the Supervisory Board, and the members of the Management Board.

Fixed remuneration includes payments or benefits to Management Board members that:

- are based on predetermined criteria;
- reflect the level of professional experience of the Management Board member, purpose of work, complexity of duties, key areas of responsibility, level of authority and responsibility, education required for the position, position within the organizational structure, and influence on the Company's operations;
- are transparent with regard to the individual amount allocated to each Management Board member;
- are paid continuously during a specified period related to the powers and responsibilities arising from the position;
- are irrevocable, with amendments to the permanent amount possible only through amendments to the employment contract;
- do not encourage excessive risk-taking;
- do not depend solely on performance and are not based on discretionary decisions.

In accordance with applicable regulations, Management Board members are entitled to reimbursement of all other expenses related to the performance of their duties, including business travel expenses in Croatia and abroad, membership fees in professional associations, domestic and foreign professional literature, attendance at professional conferences, fairs, and similar events. Management Board members may also be provided with professional development at the Company's expense, in accordance with the Company's business plan.

All remuneration components that do not meet the criteria of fixed remuneration are considered variable remuneration.

Variable remuneration is determined so as to reflect:

- sustainable and risk-adjusted performance;
- performance exceeding expected standards.

The Company may not guarantee payment of a specific amount of variable remuneration to a Management Board member. A guarantee shall be deemed to exist where the Company contractually undertakes to pay a Management Board member a certain amount of variable remuneration regardless of performance, or solely on the condition that the contractual relationship continues until a specified date.

## 1. FIXED AND VARIABLE COMPONENTS OF THE REMUNERATION OF MANAGEMENT BOARD MEMBERS FOR 2025 (CONTINUED)

Variable remuneration is intended to reward the work performance of Management Board members, with performance assessed based on the achievement of the Company's financial and non-financial objectives. These objectives are defined in advance by the Supervisory Board, generally for each financial year.

When determining the exact amount of the variable remuneration component, the Supervisory Board considers the following categories:

- consolidated annual financial performance of the Company;
- operational, strategic, and development performance of the Company; and
- achievement of individual objectives set for Management Board members by the Supervisory Board.

The exact amount of variable remuneration payable to Management Board members is determined by the Supervisory Board within 30 (thirty) days from the date of determination of the Company's audited financial statements for the previous year.

The Management Board members serving during 2025 were:

1. Hrvoje Livaja, President of the Management Board
2. Daniela Marelić, Management Board Member for Finance – until June 30, 2025
3. Marin Bodrušić, Management Board Member for Finance – from July 1, 2025

During 2025, the following fixed and variable remuneration was paid to Management Board members:

Name and surname	Fixed remuneration (Gross 1, EUR)	Variable remuneration (Gross 1, EUR)	Total (Gross 1, EUR)
Hrvoje Livaja, President of the Management Board	175,334	145,463	320,797
Daniela Marelić, Management Board Member	65,957	53,150	119,107
Marin Bodrušić, Management Board Member	59,920	-	59,920
<b>Total</b>	<b>301,211</b>	<b>198,613</b>	<b>499,824</b>

*\*The fixed remuneration component also includes salary in kind pursuant to Article 21 of the Income Tax Act, as well as non-taxable allowances.*

The ratio of fixed and variable remuneration paid to Management Board members for 2025 is shown below:

Name and surname	Fixed remuneration	Variable remuneration	Total remuneration	Fixed share	Variable share
Hrvoje Livaja, President of the Management Board	175,334	145,463	320,797	55%	45%
Daniela Marelić, Management Board Member	65,957	53,150	119,107	55%	45%
Marin Bodrušić, Management Board Member	59,920	-	59,920	100%	-

## 2. FIXED AND VARIABLE COMPONENTS OF THE REMUNERATION OF SUPERVISORY BOARD MEMBERS FOR 2025

Pursuant to the Resolution of the General Assembly of Luka Ploče d.d. dated April 29, 2022, Supervisory Board members are entitled to remuneration for their work in the net monthly amount of EUR 530.89. Under the same Resolution, Supervisory Board members are also entitled to reimbursement of official travel expenses (accommodation, transportation costs, and daily allowances) for attendance at Supervisory Board meetings. Supervisory Board members are not entitled to variable remuneration.

During 2025, the following remuneration was paid to Supervisory Board members:

Name and surname	Fixed remuneration (Gross 1, EUR)	Expense reimbursement (EUR)	Total (EUR)
Jeni Krstičević, Deputy President of the Supervisory Board	9,205	-	9,205
Ivan Ostojić, Member of the Supervisory Board	9,205	-	9,205
Ana Marinović, Member of the Supervisory Board*	8,848	544	9,392
Boštjan Napast, President of the Supervisory Board	9,205	-	9,205
Zvonimir Novak, Member of the Supervisory Board	9,205	-	9,205
<b>Total</b>	<b>45,668</b>	<b>544</b>	<b>46,212</b>

\*Supervisory Board member Ana Marinović is also an employee of the Company; therefore, the fixed remuneration shown above relates solely to remuneration for her role as Supervisory Board member and does not include remuneration arising from her employment contract with the Company.

## 3. COMPARATIVE OVERVIEW OF ANNUAL CHANGES IN REMUNERATION, COMPANY REVENUE OR PROFIT, AND AVERAGE REMUNERATION OF FULL-TIME EMPLOYEES

In 2025, the Company's revenue amounted to EUR 27,261 thousand, while profit before taxation amounted to EUR 5,773 thousand. These figures are based on unconsolidated financial statements.

During 2025, there were no changes in the remuneration of the Management Board members of Luka Ploče d.d. The ratio between the average remuneration of Management Board members and full-time employees in 2025 was 1:10.

The following table presents the average annual remuneration of full-time employees of Luka Ploče d.d. over the past five financial years:

Annual remuneration	2025	2024	2023	2022	2021
Annual payroll base ('000 EUR)	8,515	8,549	8,441	7,995	7,416
Average number of employees	347	380	404	387	395
Annual remuneration per employee ('000 EUR)	25	22	21	21	19

Financial result	2025	2024	2023	2022	2021
Total revenue ('000 EUR)*	27,261	97,218	75,046	94,151	48,057
Net profit/(loss) ('000 EUR)	4,637	5,828	10,287	6,610	3,661

\*Total revenue excludes "Other (losses)/gains – net" and "Financial income – net" items. A fixed exchange rate of HRK 7.53450 to EUR was used for conversion for each applicable year.

#### **4. NUMBER OF SHARES AND SHARE OPTIONS GRANTED OR COMMITTED TO MANAGEMENT BOARD AND SUPERVISORY BOARD MEMBERS**

The employment contracts of Management Board members do not provide for entitlement to Company shares. Supervisory Board members are likewise not entitled to Company shares.

#### **5. REPAYMENT OF VARIABLE REMUNERATION COMPONENTS**

The remuneration policy for Management Board members does not provide for repayment of variable remuneration on any basis.

#### **6. DEVIATION FROM THE MANAGEMENT BOARD REMUNERATION POLICY**

At the General Assembly held on June 19, 2024, the Resolution on the Remuneration Policy for Management Board members of Luka Ploče d.d. for the period 2024–2027 was adopted.

There were no deviations from the said remuneration policy.

#### **7. REMUNERATION PAID OR COMMITTED TO MANAGEMENT BOARD MEMBERS BY THIRD PARTIES IN 2025 IN CONNECTION WITH THEIR DUTIES AS MANAGEMENT BOARD MEMBERS**

There were no payments or commitments by third parties to Management Board members in connection with duties performed as members of the Company's Management Board.

#### **8. REMUNERATION WHICH THE COMPANY COMMITTED TO PAY TO MANAGEMENT BOARD MEMBERS IN THE EVENT OF EARLY TERMINATION OF MANAGEMENT BOARD MEMBERSHIP**

Pursuant to the employment contract concluded with the President of the Management Board, in the event of early termination of Management Board membership, the Company undertakes to offer the President a new employment contract corresponding to his qualifications, knowledge, and abilities. Should the President decline such offer, the Company is obliged to pay remuneration equal to 24 monthly salaries.

Pursuant to the employment contract concluded with a Management Board member, in the event of early termination of Management Board membership, the Company is obliged to pay remuneration equal to 3 monthly salaries.

By mutual termination agreement, rights and obligations may be determined differently from those provided for in the applicable employment contracts.

During 2025, there were no cases of early termination of Management Board membership and therefore no payments on this basis.

#### **9. REMUNERATION WHICH THE COMPANY COMMITTED TO PAY TO MANAGEMENT BOARD MEMBERS IN THE EVENT OF REGULAR TERMINATION OF MANAGEMENT BOARD MEMBERSHIP**

Pursuant to the employment contracts, in the event of regular termination of Management Board membership (expiry of the term for which the member was appointed), the Company has not undertaken to pay additional remuneration.

On June 30, 2025, the term of office of Management Board Member for Finance Daniela Marelić expired. No special payments were made in connection with the expiry of her term.

## **10. REMUNERATION WHICH THE COMPANY COMMITTED TO PAY TO FORMER MANAGEMENT BOARD MEMBERS WHOSE MEMBERSHIP TERMINATED IN 2025 IN CONNECTION WITH SUCH TERMINATION**

During 2025, there were no payments related to termination of Management Board membership.

## **11. FINAL PROVISIONS**

This Remuneration Report is examined by the auditor who also audits the Company's annual financial statements. The auditor has reviewed whether this Remuneration Report contains all information prescribed by Article 272.r of the Companies Act and has prepared an audit report on the examination of this Remuneration Report, which is attached hereto.

Following adoption by the General Assembly, the Company shall publish this Remuneration Report on its website and make it available free of charge for a period of ten years.

This Remuneration Report has been approved by the Management Board and Supervisory Board.

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**Hrvoje Livaja, M.Econ.**

President of the Management Board

**Marin Bodrušić, M.Econ.**

Member of the Management Board

**Boštjan Napast, M.Econ.**

President of the Supervisory Board

**LUKA PLOČE d.d.**  
**SUPERVISORY BOARD**

Trg kralja Tomislava 21  
20340 Ploče

Ploče, April 23, 2026

Pursuant to Article 46 of the Articles of Association of Luka Ploče d.d., Article 263 paragraph 3 and Article 300.c of the Companies Act (Official Gazette Nos. 111/93, 34/99, 121/99, 52/00, 118/03, 107/07, 146/08, 137/09, 125/11, 152/11, 111/12, 68/13, 110/15, 40/19, 34/22, 114/22, 18/23, 130/23, 136/24), the Supervisory Board of Luka Ploče d.d., at its session held on April 23, 2026, adopted and submits to the General Assembly the following:

**REPORT**

**on the supervision performed over the management and operations of Luka Ploče d.d. and the Luka Ploče Group for the year 2025**

During the period from January 1, 2025, to December 31, 2025, the Supervisory Board of Luka Ploče d.d. operated in the following composition:

- Boštjan Napast, President,
- Jeni Krstičević, Deputy President,
- Ivan Ostojić, Member,
- Zvonimir Novak, Member,
- Ana Marinović, Member.

During 2025, the Supervisory Board held 7 (seven) sessions, specifically on:

- February 24, 2025,
- April 22, 2025,
- May 2, 2025,
- May 29, 2025,
- July 29, 2025,
- October 27, 2025,
- December 19, 2025.

During the reporting period, at its held sessions, the Supervisory Board reviewed the Company's condition and operations, adopted decisions within its competence, and, in accordance with the Company's Articles of Association, granted approvals to Management Board decisions. The Supervisory Board had full insight into the work of the Management Board, and all requested materials relating to the Company's condition and operations were made available to it.

At the session held on February 24, 2025, the Supervisory Board adopted the financial statements for the fourth quarter of 2024.

At the session held on April 22, 2025, the Supervisory Board adopted the Audit Committee Report for 2024, the Report on the Remuneration of the Members of the Management Board and Supervisory Board of Luka Ploče d.d. for 2024, the Report on the supervision performed over the management of Luka Ploče d.d. in 2024, adopted the financial statements for the first quarter of 2025, and adopted the Resolution on determining the annual financial statements of Luka Ploče d.d. and the consolidated annual financial statements of the Luka Ploče Group for 2024, together with the Management Board Annual Report.

At the session held on May 2, 2025, the Supervisory Board adopted the Resolution appointing the Company's auditor for the 2025 financial year and the Resolution granting approval for convening the General Assembly of Luka Ploče d.d., including the agenda and proposed resolutions for adoption by the General Assembly.

At the session held on May 29, 2025, the Supervisory Board adopted the Resolution appointing a Management Board Member for Finance for a five-year term.

At the session held on July 29, 2025, the Supervisory Board adopted the financial statements for the second quarter of 2025, adopted the Resolution appointing the Company's auditor for the 2026 and 2027 financial years, and the Resolution granting approval for convening the General Assembly of Luka Ploče d.d., including the agenda and proposed resolutions for adoption by the General Assembly.

At the session held on October 27, 2025, the Supervisory Board adopted the financial statements for the third quarter of 2025.

At the session held on December 19, 2025, the Supervisory Board adopted the Business Plan of Luka Ploče d.d. for 2026 and the Supervisory Board Work Plan for 2026.

The Supervisory Board has established the following committees:

- Audit Committee,
- Remuneration Committee,
- Nomination Committee.

During 2025, the Audit Committee held 5 (five) sessions, the Remuneration Committee held 4 (four) sessions, and the Nomination Committee held 1 (one) session.

During the audit of the financial statements for 2024, the external auditor PricewaterhouseCoopers d.o.o. raised no objections to the submitted reports and confirmed that they were prepared in accordance with the accounting records and presented a true and fair view of the financial position and operations of Luka Ploče d.d., to which the Audit Committee had no objections.

In accordance with its obligations, and based on information presented by the Management Board, external auditor, and Audit Committee, the Supervisory Board concluded that the Company conducted its business activities in compliance with applicable legal regulations, the Company's Articles of Association, general corporate acts, and resolutions of the General Assembly.

Pursuant to the obligations prescribed by the Companies Act, the Supervisory Board examined the annual financial statements of Luka Ploče d.d. and the consolidated annual financial statements for 2024, as well as the Report on the status of Luka Ploče d.d., and granted approval thereto, including approval of the Management Board's proposal on the allocation of profit for 2024.

The integral components of the annual financial statements of Luka Ploče d.d. and the Luka Ploče Group for 2025 are:

- Profit and Loss Account,
- Notes to the basic financial statements,
- Cash Flow Statement,
- Statement of Changes in Equity,
- Annual Report on the Company's status.

Regarding the annual financial statements for 2025, the external auditor PricewaterhouseCoopers d.o.o. raised no objections during the audit and confirmed that the reports were prepared in accordance with the accounting records and present a true and fair view of the Company's financial position and operations, to which the Audit Committee had no objections.

Pursuant to the obligations prescribed by the Companies Act, the Supervisory Board examined the annual financial statements of Luka Ploče d.d. and the consolidated annual financial statements for 2025, as well as the Report on the status of Luka Ploče d.d., and granted approval thereto, including approval of the Management Board's proposal on the allocation of profit for 2025.

Pursuant to Article 300.d of the Companies Act, the Supervisory Board hereby determines the annual financial statements of Luka Ploče d.d. and the Luka Ploče Group for 2025 and submits them to the General Assembly. The Supervisory Board accepted the Management Board's Report on the status of Luka Ploče d.d. for the 2025 financial year.

Upon the proposal of the Management Board, the Supervisory Board determined the date for convening the regular General Assembly, the agenda, and the proposed resolutions.

The Supervisory Board assessed its work during the reporting period as successful, with each individual member making a valuable contribution to the work of the Supervisory Board. The Supervisory Board self-assessment report was discussed and adopted at a Supervisory Board session, and no external evaluators were engaged in the evaluation process.

The Supervisory Board examined the audited Report on Related Party Transactions for 2025 and agreed with the audit findings.

Based on the foregoing, and on the basis of information presented by the Management Board, external auditor, and Audit Committee, the Supervisory Board of Luka Ploče d.d. concludes that:

- Luka Ploče d.d. conducted its business operations in compliance with the applicable legal regulations of the Republic of Croatia, the Company's Articles of Association, general corporate acts, and resolutions of the General Assembly;
- The annual financial statements are consistent with the accounting records and present a true and fair view of the Company's assets and business position, and are hereby approved by the Supervisory Board;
- The Supervisory Board approved the Management Board's Report on the status of the Company;
- The Supervisory Board approved the Report on Related Party Transactions.

The Supervisory Board submits this Report to the General Assembly, proposing that the General Assembly adopt it and pass all other decisions within its competence in accordance with the proposals of the Management Board and Supervisory Board.

**PRESIDENT OF THE SUPERVISORY BOARD**  
**Boštjan Napast, M.Sc.Eng.**