

LEI: 74780000B0KHQRBBB681  
Member State: Republic of Croatia  
Ordinary share: OPTE-R-A  
ISIN: HROPTERA0001  
Listing: Zagreb Stock Exchange, Official Market

ZAGREB STOCK EXCHANGE d.d.  
HANFA  
HINA

Notification – OT-Optima Telekom d.d. – General Assembly held

General Assembly of the Company OT-OPTIMA TELEKOM d.d., Zagreb, Bani 75/a, was held on **9 July 2021 at 12,00 hours** starting at 12:00 PM in Zagreb, at Hotel Aristos, Cebini 33, with following Agenda:

Hotel Aristos, Cebini 33, Buzin with the following agenda:

#### AGENDA:

1. Opening of the General Assembly, determining the list of present shareholders or their proxies, determination of quorum;
2. Annual financial statements of the Company and consolidated annual financial statements for the business year 2020, Annual Report on the status of the Company and The Supervisory Board's report on the performed supervision of the management of the Company's business in the business year 2020 with The Auditor's report on the audit of annual financial statements as per 31 December 2020;
3. Decision on utilization of profit for 2020;
4. Giving clearance to the members of the Management Board for 2020;
5. Giving clearance to the members of the Supervisory Board for 2020;
6. Decision on Amendments to the Articles of Association of the Company;
7. Decision on approval of the Report on remuneration paid to the Members of the Supervisory Board and to the Management Board Members in the business year 2020;
8. Decision on appointment of Members of the Supervisory Board;
9. Decision on appointment of the auditor of the Company for 2021.

At the General Assembly, 55,00049538 % of share capital was represented, i.e. regular shares. Shareholders registered on July 2, 2021, as the Company's shareholders in the CDCC Depository and whose participation registration has been received by the company at its corporate seat in Zagreb, Bani 75a, had the right to participate in the Company's General Assembly.

General Assembly passed following decisions:

#### Ad 3

*"Based on determined unconsolidated annual financial statements for 2020, the profit in the amount of HRK 3.529.395,22 is determined. The profit shall cover the losses from the operations of the Company in previous years."*

#### Ad 4

*"The clearance to the members of the Management Board for 2020 is granted."*

## Ad 5

*"The clearance to the members of the Supervisory Board for 2020 is granted."*

## Ad 6

*"Decision on Amendments to the Articles of Association of the Company*

### Article 1

*'Article 11 is amended to read as follows:*

*"Article 11*

*The Company's business shall be managed by the Management Board, which consists of one to five Board members.*

*In the case of a multi-member Management Board, one of the members shall be appointed President of the Management Board.*

*The Management Board and the President of the Management Board shall be appointed and removed by the Supervisory Board.*

*Members of the Management Board shall be appointed for a period of up to 2 (two) years and may be reappointed.*

*In case the Management Board has one member, he represents the Company independently and individually, while in the case of a multi-member Management Board, each member or the President of the Management Board represents the Company jointly with another member of the Management Board.*

*In case the Management Board has two members, the Management Board can make decisions only in the presence of both members. In the event that the Management Board has three or more members, the Management Board may make decisions if a simple majority of its members (quorum) is present at the meeting of the Management Board. Decisions of the Management Board are made by a simple majority of votes cast. In case of an equal number of votes cast for or against a particular decision, the vote of the President of the Management Board shall be decisive. "*

### Article 2

*In Article 16, paragraph 1 is amended to read as follows:*

*"Article 16*

*The Supervisory Board consists of seven members, one of whom is appointed by the employees in accordance with the law regulating that subject-matter."*

### Article 3

*Article 17 is amended to read as follows:*

*"Article 17*

*In principle, the Supervisory Board works adopts decisions at its meetings, and a valid decision-making process requires the presence of five members of the Supervisory Board (quorum).*

*As a rule, all decisions of the Supervisory Board shall be adopted by a simple majority of votes cast. In case of an equal number of votes cast for or against a particular decision, the vote of the President of the Supervisory Board shall be deciding vote.*

*Decisions of the Supervisory Board referred to in Article 15 a) of these Articles of Association shall be adopted by a qualified majority of 5 (five) votes.*

#### Article 4

*In the consolidated text of the Articles of Association, Article 38, paragraph 1 is amended to read as follows: "These Articles of Association shall enter into force upon entry in the court register of the competent court. With the entry into force of these Articles of Association, the Articles of Association of 25 January 2017 cease to be valid."*

#### Article 5

*All other provisions of the Articles of Association remain unchanged.*

#### Article 6

*This Decision on Amendments to the Articles of Association shall enter into force and apply on the day of entry in the Court Register.*

#### Article 7

*The Supervisory Board is authorized to determine the consolidated text of the Articles of Association in accordance with this Decision on Amendments to the Articles of Association. "*

#### Ad 7:

*"The Report on remuneration paid to the members of the Supervisory Board and to the Management Board Members in the business year 2020 is hereby approved, in the text published as Attachment 1 of the Decision on convocation of the Company's General Assembly, together with the Auditors' Report, as attached hereto and making an integral part hereof. This Decision shall come into force as of the day of its passing."*

#### Ad 8

*"The following persons are elected as members of the Supervisory Board of the Company:*

- 1. Igor Tepšić, OIB 56213841121, Zagreb, Izidora Kršnjavog 25, Master of Laws*
  - 2. Zlatko Hrbud, OIB 71079045519, Zagreb, Ulica Natka Nodila 11, Master of Electrical Engineering*
  - 3. Stipanka Ivandić Štefanek, OIB 44119999732, Zagreb, Dalmatinska 11, Master of International Economics*
  - 4. Pavo Mišković, OIB 01630514998, Zagreb, Pirovec 12, Master of Laws*
  - 5. Marijana Brcko, OIB 81142830129, Kraljev Vrh, Ivana Brcka 8, Master of Economics*
  - 6. Danimir Gulin, PhD. OIB 70286429284, Zagreb, Hrgovići 101*
- for the period of four (4) years, as of 11 July 2021."*

#### Ad. 9

The Company PricewaterhouseCoopers d.o.o., Heinzlova 70, Zagreb is appointed as the auditor of the Company for the business year 2021.

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