

# ARENA

HOSPITALITY GROUP

ARENA HOSPITALITY GROUP, A MEMBER OF PPHE HOTEL GROUP  
ARENA HOSPITALITY GROUP D.D. SMAREGLINA ULICA 3 PULA CROATIA T +385 52 223 811  
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## **HANFA-Croatian Financial Services Supervisory Agency**

24b Miramarska Street  
10000 ZAGREB

## **HANFA – Official Registry of Regulated Information**

## **Zagreb Stock Exchange**

2a Ivana Lučića  
10000 ZAGREB

## **HINA – Croatian News Agency**

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

Pula, December 21, 2018

## **Subject: Notice on changes in the percentage of voting rights**

Arena Hospitality Group d.d. hereby notifies that on 20<sup>th</sup> and 21<sup>st</sup> December 2018 has received two notices issued by Bora B.V. with registered office at Claude Debussylaan 14, Vinoly Tower 5th Floor, Amsterdam, Netherlands, Croatian ID no. (OIB) 11182969945, on indirect changes in the percentage of voting rights in the issuer of shares Arena Hospitality Group d.d.

Enclosed are the received Notices of changes in percentage of voting rights.

**Arena Hospitality Group d.d.**

# Porobija & Porobija

Odvjetničko društvo – Law Firm

Galleria Importanne, Iblerov trg 10/VII, p.p. 92, 10000 Zagreb, Croatia, Tel: +385 (1) 4693 999 Fax: +385 (1) 4693 900

Odvjetnici - Attorneys at Law: Boris Porobija, Sanja Porobija, Željka Rostaš Blažeković, Margita Kiš Kapetanović, Iva Tokić Čujjak, Ivana Sverak, Hrvoje Ivić, Silvija Čmogaća Čorušić, Zrinka Knezić Poljanić, Pia Gaia Baučić

Zagreb, 20 December 2018

## **CROATIAN FINANCIAL SERVICES SUPERVISORY AGENCY**

Franje Račkog 6  
10 000 Zagreb

## **Arena Hospitality Group d.d.**

Smareglina ulica 3  
52 100 Pula

### **RE: Notification pursuant to Article 482 of the Capital Market Act**

Pursuant to the provisions of Article 482 of the Capital Market Act (hereinafter: the CMA), Bora B.V. with registered office at Claude Debussylaan 14, Vinoly Tower 5th Floor, Amsterdam, the Netherlands, Croatian ID no. (OIB) 11182969945, hereby issues this notification about intra-group restructuring, which resulted in indirect and simultaneous falling below and exceeding the threshold of 50% of voting rights in the issuer Arena Hospitality Group d.d.

#### **1. Company name, registered office and business address of the issuer of shares**

Arena Hospitality Group d.d.

Smareglina ulica 3, Pula

MBS: 040022901

OIB: 47625429199

Responsible persons: Reuel Israel Gavriel Slonim, Milena Perković i Manuela Kraljević

#### **2. Information about legal entities that have reached, exceeded or fallen below the threshold laid down in Article 482 Par. 1 of the CMA**

Bora B.V.

Claude Debussylaan 14, Vinoly Tower 5th Floor, Amsterdam, the Netherlands

Registry: Amsterdam Chamber of Commerce Business Register

Registry number: 34263841

OIB: 11182969945

Responsible persons: Izaäk Herman Kos and Sarig Chim Shalhav

#### **3. Information about shareholder, if the shareholder is different from the legal entity referred to in point 2 hereof**

Dvadeset Osam d.o.o.

Radnička cesta 80, Zagreb

MBS: 080602969

OIB: 59259322415

Responsible persons: Izaäk Herman Kos

#### **4. Information about controlled undertakings through which voting rights are held by the legal entity referred to in point 2 hereof**

Before entry into the share purchase and transfer agreements referred to in point 5 hereof:

Legal entity referred to in point 2 hereof (Bora B.V.) directly holds 100% voting rights in the following legal entities:

- Twenty-Eight B.V.

Claude Debussylaan 14, Vinoly Tower 5th Floor, Amsterdam, the Netherlands

Registry: Amsterdam Chamber of Commerce Business Register

Registry number: 34248946



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Odvjetnici - Attorneys at Law: Boris Porobija, Sanja Porobija, Zeljka Rostaš Blažeković, Margita Kiš Kapetanović, Iva Tokić Čuljak, Ivana Sverak, Hrvoje Ivić, Silvija Crnogaca Čorušić, Zrinka Knezić Poljanić, Pia Gaia Baučić

Zagreb, 21 December 2018

## CROATIAN FINANCIAL SERVICES SUPERVISORY AGENCY

Franje Račkog 6  
10 000 Zagreb

## Arena Hospitality Group d.d.

Smareglina ulica 3  
52 100 Pula

### RE: Notification pursuant to Article 482 of the Capital Market Act

Pursuant to the provisions of Article 482 of the Capital Market Act (hereinafter: the CMA), Bora B.V. with registered office at Claude Debussylaan 14, Vinoly Tower 5th Floor, Amsterdam, the Netherlands, Croatian ID no. (OIB) 11182969945, hereby issues this notification about the merger which resulted in indirect and simultaneous falling below and exceeding the threshold of 50% of voting rights in the issuer Arena Hospitality Group d.d.

#### 1. Company name, registered office and business address of the issuer of shares

Arena Hospitality Group d.d.

Smareglina ulica 3, Pula

MBS: 040022901

OIB: 47625429199

Responsible persons: Reuel Israel Gavriel Slonim, Milena Perković i Manuela Kraljević

#### 2. Information about legal entities that have reached, exceeded or fallen below the threshold laid down in Article 482 Par. 1 of the CMA

Bora B.V.

Claude Debussylaan 14, Vinoly Tower 5th Floor, Amsterdam, the Netherlands

Registry: Amsterdam Chamber of Commerce Business Register

Registry number: 34263841

OIB: 11182969945

Responsible persons: Izaäk Herman Kos and Sarig Chim Shalhav

#### 3. Information about shareholder, if the shareholder is different from the legal entity referred to in point 2 hereof

Dvadeset Osam d.o.o.

Radnička cesta 80, Zagreb

MBS: 080602969

OIB: 59259322415

Responsible persons: Izaäk Herman Kos

#### 4. Information about controlled undertakings through which voting rights are held by the legal entity referred to in point 2 hereof

Before the merger referred to in point 5 hereof:

Legal entity referred to in point 2 hereof (Bora B.V.) directly holds 100% voting rights in the following legal entities:

- Twenty-Eight B.V.

Claude Debussylaan 14, Vinoly Tower 5th Floor, Amsterdam, the Netherlands

Registry: Amsterdam Chamber of Commerce Business Register

Registry number: 34248946

OIB: 77777861506

Responsible persons: Izaäk Herman Kos and Sarig Chim Shalhav

Legal entity referred to in point 2 hereof (Bora B.V.) indirectly holds (via Twenty-Eight B.V.) 100% voting rights in the following legal entities:

- Dvadeset Osam d.o.o.  
Radnička cesta 80, Zagreb  
MBS: 080602969  
OIB: 59259322415  
Responsible persons: Izaäk Herman Kos

**5. Information about what led to reaching, exceeding or falling below the prescribed thresholds**

As result of the merger of Twenty-Eight B.V. into Bora B.V., the threshold of 50% voting rights in the issuer has been indirectly and simultaneously fallen below and exceeded, which has not resulted in the change of voting rights that Bora B.V. indirectly (via Dvadeset Osam d.o.o.) holds in the issuer.

**6. Information about the document on the basis of which the threshold laid down in Article 482 Par. 1 of the CMA is reached, exceeded or fallen below**

Merger Agreement

**7. Information on the total number of acquired or disposed voting rights (in absolute and relative terms) on the basis of which the threshold laid down in Article 482 Par. 1 of the CMA is reached, exceeded or fallen below**

Number of voting rights in absolute terms: 2,665,476

Number of voting rights in relative terms: 51.97%

**8. Information on the total number of voting rights (in absolute and relative terms) held after reaching, exceeding or falling below the threshold laid down in Article 482 Par. 1 of the CMA**

Number of voting rights in absolute terms: 2,665,476

Number of voting rights in relative terms: 51.97%

**9. Date on which the threshold was reached, exceeded or fallen below**

20 December 2018

For Bora B.V.

  
Iva Tokić Čuljak  
Attorney at Law

Iva Tokić Čuljak  
Odvjetnica / Attorney at Law  
HR - 10000 Zagreb, Hierarchy: 10/VII