

SECURITIES: CROS-R-A/ HRCROSRA0002
CROS-P-A/ HRCROSPA0004

LISTING: Official market of Zagreb Stock Exchange (Zagrebačka burza d.d.)

**CROATIAN FINANCIAL SERVICES
SUPERVISORY AGENCY
Miramarska 24 b
10 000 Zagreb**

**ZAGREB STOCK EXCHANGE
Ivana Lučića 2a
10 000 Zagreb**

CROATIAN NEWS AGENCY (HINA- OTS)

In Zagreb, on June 9, 2016

Decisions of the 42nd General Assembly of CROATIA osiguranje d.d.

Pursuant to the provisions of the Capital Market Act and to the Rules of the Zagreb Stock Exchange, we hereby announce that CROATIA osiguranje d.d., Miramarska 22, Zagreb held its General Assembly on June 9, 2016.

Shareholders who hold a total of 415,689 votes from a total of 429,697 voting shares, i.e. who hold 96.74% of total share capital of the Company participated in the work of the General Assembly, which was sufficient for the Assembly to adopt valid decisions.

In accordance with the published Agenda, the General Assembly of CROATIA osiguranje d.d. adopted the following decisions:

- Decision on the Utilisation of Profit of CROATIA osiguranje d.d. Realised in 2015
- Decision on Granting Discharge to Members of the Management Board of CROATIA osiguranje d.d.
- Decision on Granting Discharge to Members of the Supervisory Board of CROATIA osiguranje d.d.
- Decision on Appointment of Auditor of CROATIA osiguranje d.d. for 2016
- Decision on Amendments to the Articles of Association of CROATIA osiguranje d.d.

Dividend on preference shares - pursuant to the provision of Article 11 of the Articles of Association of CROATIA osiguranje d.d., determining the Company's obligation to pay dividend for 8,750 preference shares in the amount of 8% of nominal share value, which amounts to a total of HRK 980,000.00 for the year 2015, and HRK 980,000.00 for the year 2014, during which it was not possible to fulfil the said obligation due to the loss that was realized, payment will be made of HRK 112.00 per share for 2014 and HRK 112.00 per share for 2015, in the cumulative amount of HRK 224.00. The right to dividend payment (claim) belongs to all holders of CROS-P-A shares registered on their accounts of dematerialized securities in the computer system of the Central Depository and Clearing Company as at June 14, 2016 (record date). The day as of which the Company's shares will be traded without the right to dividend payment will be June 13, 2016 (ex date).

Dividend will be paid on July 8, 2016 (payment date).

Sincerely,

CROATIA osiguranje d.d.

Pursuant to the provision of Article 275, paragraph 1, item 2 of the Companies Act (Official Gazette, No. 111/93, 118/03, 107/07, 146/08, 137/09, 152/11, 111/12, 68/13 and 110/15) and Article 32 of the Articles of Association of CROATIA osiguranje d.d., the 42nd General Assembly of CROATIA osiguranje d.d., held on 9 June 2016, issued the following

DECISION

on the Utilisation of Profit of CROATIA osiguranje d.d. Realised in 2015

I.

It is determined that the company CROATIA osiguranje d.d. realised the profit (after taxation) in the amount of HRK 46,770,844.39 for the year ending on 31 December 2015.

II.

The realized profit after taxation shall be used as follows:

1. Statutory reserves	HRK 2,338,542.22
2. Dividend on preference shares	HRK 1,960,000.00
3. Retained profit	HRK 42,472,302.17

III.

Dividend on preference shares amounts to HRK 112.00 per share annually. The dividend payment falls due on the 30th day from the day this Decision is passed.

IV.

This Decision enters into force on the day of its issuance.

Pursuant to the provision of Article 275, paragraph 1, item 3 and Article 276 of the Companies Act (Official Gazette, No. 111/93, 118/03, 107/07, 146/08, 137/09, 152/11, 111/12, 68/13 and 110/15) and Article 32 of the Articles of Association of CROATIA osiguranje d.d., the 42nd General Assembly of CROATIA osiguranje d.d., held on 9 June 2016, issued the following

DECISION

on Granting Discharge to Members of the Management Board of CROATIA osiguranje d.d.

It is determined that the Management Board of CROATIA osiguranje d.d had the following members in 2015:

1. Sanel Volarić, Chairman of the Management Board of CROATIA osiguranje d.d. in the period between 1 January 2015 and 31 December 2015
2. Nikola Mišetić, Member of the Management Board of CROATIA osiguranje d.d. in the period between 1 January 2015 and 31 December 2015
3. Andrej Koštomaj, Member of the Management Board of CROATIA osiguranje d.d. in the period between 1 January 2015 and 31 December 2015
4. Marijan Kralj, Member of the Management Board of CROATIA osiguranje d.d. in the period between 17 April 2015 and 31 December 2015

The 42nd General Assembly approves the work of the Management Board in 2015 and grants discharge to the Management Board of CROATIA osiguranje d.d.

Pursuant to the provision of Article 275, paragraph 1, item 3 and Article 276 of the Companies Act (Official Gazette, No. 111/93, 118/03, 107/07, 146/08, 137/09, 152/11, 111/12, 68/13 and 110/15) and Article 32 of the Articles of Association of CROATIA osiguranje d.d., the 42nd General Assembly of CROATIA osiguranje d.d., held on 9 June 2016, issued the following

DECISION

on Granting Discharge to Members of the Supervisory Board of CROATIA osiguranje d.d.

It is determined that the Supervisory Board of CROATIA osiguranje d.d. had the following members in 2015:

1. Ante Vlahović, Chairman, in the period between 1 January 2015 and 31 December 2015
2. Mladen Blažević, Vice Chairman, in the period between 1 January 2015 and 31 December 2015
3. Branko Zec, Member, in the period between 1 January 2015 and 31 December 2015
4. Roberto Škopac, Member, in the period between 1 January 2015 and 31 December 2015
5. Associate Prof. Josip Tica, Ph.D., Member, in the period between 1 January 2015 and 31 December 2015
6. Miroslav Hrašćanec, Member, in the period between 1 January 2015 and 31 December 2015
7. Vitomir Palinec, Member, in the period between 18 June 2015 and 31 December 2015

The 42nd General Assembly approves the work of the Supervisory Board in 2015 and grants discharge to the members of the Supervisory Board of CROATIA osiguranje d.d.

Pursuant to the provision of Article 275, paragraph 1, item 4 of the Companies Act (Official Gazette, No. 111/93, 118/03, 107/07, 146/08, 137/09, 152/11, 111/12, 68/13 and 110/15) and Article 32 of the Articles of Association of CROATIA osiguranje d.d., at the proposal of the Supervisory Board, the 42nd General Assembly of CROATIA osiguranje d.d., held on 9 June 2016, issued the following

DECISION

on Appointment of Auditor of CROATIA osiguranje d.d. for 2016

PricewaterhouseCoopers d.o.o., from Zagreb, Ulica kneza Ljudevita Posavskog 31, is appointed as the auditor of CROATIA osiguranje d.d. for the year 2016.

Pursuant to the provision of Article 275, paragraph 1, item 5 of the Companies Act (Official Gazette, No. 111/93, 118/03, 107/07, 146/08, 137/09, 152/11, 111/12, 68/13 and 110/15) and Article 32 of the Articles of Association of CROATIA osiguranje d.d., the 42nd General Assembly of CROATIA osiguranje d.d., held on 9 June 2016, issued the following

DECISION

on Amendments to the Articles of Association of CROATIA osiguranje d.d.

Article 1

In the Articles of Association of CROATIA osiguranje d.d. of 22 April 2014, in Article 6, a new paragraph (paragraph 2) is added to read:

“The Company performs activities of reinsurance in the group of non-life insurances.”

The former paragraph 2 becomes paragraph 3.

Article 2

In the Articles of Association of CROATIA osiguranje d.d. of 22 April 2014, Article 34, paragraph 2 is amended to read:

“Convocation of General Assembly, agenda and invitation to the General Assembly

are published on the website of the Court Register.”

Article 3

In the Articles of Association of CROATIA osiguranje d.d. of 22 April 2014, Article 43 is amended to read:

“Data and announcements of the Company are published on the website of the Court Register. Data and announcements of the Company can also be published in other public gazettes, including electronic information media.”

Article 4

All other provisions of the Articles of Association of CROATIA osiguranje d.d. of 22 April 2014 remain unchanged.

Article 5

This Decision on Amendments to the Articles of Association of CROATIA osiguranje d.d. of 22 April 2014 enters into force and applies from the date of entry into the court register, apart from Article 1, which enters into force and applies upon receiving an approval from the Croatian Financial Services Supervisory Agency, and upon entry into the court register.

The Company’s Management Board will submit an application for issuing of approval to perform activities of reinsurance referred to in Article 1 of this Decision, pursuant to provisions of the Insurance Act.

Article 6

The Supervisory Board is authorized to draft the full text of the Company’s Articles of Association which includes amendments to the Company’s Articles of Association adopted at this General Assembly, as well as the full text of the Articles of Association of 22 April 2014.

The Supervisory Board will have the full text of the Articles of Association referred to in the previous paragraph of this Article certified by a Notary Public.

Chairman of the General Assembly

Igor Pernar