

" JADRAN - GALENSKI LABORATORIJ
joint stock company
RIJEKA
Svilno 20

Annual regular general assembly of the JADRAN - GALENSKI LABORATORIJ, joint stock company from Rijeka, on 15th of June 2020 based on the proposal of the Management Board under point 10 of the daily agenda: Adoption of decision on special remuneration for the work of the members of the Management Board of JGL d.d. in the event of significant results achieved in the performance or growth of the Company, adopted the following

DECISION

The proposal of the Management Board that the members of the Management Board of JGL d.d. be paid a special bonus for the significant results achieved in the performance and growth of the Company in 2019 is hereby adopted.

(a)

The members of the Management Board of JGL d.d. shall be paid a special bonus for the significant results achieved in the performance and growth of the Company in 2019, specifically

- IVA USMIANI, mag. pharm. HRK 602,234.74 gross
- ZDRAVKO SARŠON, mag. pharm. HRK 321,655.94 gross
- MARINA PULIŠIĆ, mag. pharm. HRK 503,052.34 gross
- EVA USMIANI CAPOBIANCO, mag. pharm. HRK 301,111.37 gross
- GROZDANA BOŽIĆ, dipl. iur. HRK 250,926.15 gross
- DOROTEJA PERNJAK BANIĆ, mag. pharm. HRK 139,010.21 gross.

MEETING CHAIRWOMAN

MARINA PULIŠIĆ, mag. pharm., spec.

Puliro

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Annual regular general assembly of the JADRAN - GALENSKI LABORATORIJ, joint stock company from Rijeka, on 15th of June 2020 based on the proposal of the Management Board under point 11 of the daily agenda: Adoption of decision on the approval of the purchase (acquisition) of own shares, adopted the following

DECISION

The proposal of the Management Board on the approval of the purchase (acquisition) of own shares is hereby adopted.

I

Pursuant to Article 233(1) of the Companies Act (NN No 111/93, 34/99, 121/99, 52/00, 118/03, 107/07, 146/08, 137/09, 125/11, 111/12, 68/13, 110/15 and 40/19), the Management Board of the Company is hereby granted a general and unconditional authorisation for one or more purchases of ordinary shares of the Company in the following manner:

(a)

The maximum total number of shares purchased under this authorisation is 10% of the Company's share capital.

(b)

For the purchase of shares, the Company may use the funds from the Company earnings retained after 01/03/2012.

(c)

The lowest price payable for such shares is their nominal value per share.

(d)

The maximum price payable per share may not be greater than the book value per share according to the last published consolidated financial statements of JGL d.d., where the decision on the price of the shares to be bought by JGL d.d. on the basis of this decision shall be made by the Management Board of JGL d.d.

(e)

The authorisation granted herein shall take effect on the day of the adoption of this Decision and shall expire within 36 months.

MEETING CHAIRWOMAN

MARINA PULIŠIĆ, mag.pharm.,spec.

Pulišić

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Annual regular general assembly of the JADRAN - GALENSKI LABORATORIJ, joint stock company from Rijeka, on 15th of June 2020 based on the proposal of the Management Board under point 9 of the daily agenda: Adoption of decision on the selection of the auditor of JGL d.d. for 2020, adopted the following

DECISION

The proposal of the Management Board to appoint Grant Thornton revizija Limited Liability Company from Zagreb, as the auditor of JADRAN – GALENSKI LABORATORIJ d.d. for 2020 is hereby adopted.

(a)

Grant Thornton revizija Limited Liability Company from Zagreb is hereby appointed as the auditor of the Company for 2020.

MEETING CHAIRWOMAN

MARINA PULIŠIĆ, mag.pharm., spec.



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Annual regular general assembly of the JADRAN - GALENSKI LABORATORIJ, joint stock company from Rijeka, on 15th of June 2020 based on the proposal of the Management Board under point 8 of the daily agenda: Adoption of decision on the Statement of Clearance to the Management Board for the period of 1.1. – 31.12.2019, adopted the following

DECISION

The proposal of the Management Board on the ratification (Statement of Clearance) of the actions by the Management Board in conducting business of JADRAN – GALENSKI LABORATORIJ d.d. for the period of 01/01–31/12/2019 is hereby adopted.

(a)

Upon presentation of the annual financial statements of the Company for the 2019 business year established by the Management Board, it is hereby established that the Management Board, in the period of 01/01–31/12/2019, managed the Company in accordance with the law and the Articles of Association.

(b)

A Statement of Clearance is given to the Management Board for conducting the business of the Company in the period of 01/01–31/12/2019.

(c)

The decision shall enter into force on the date of its adoption.

MEETING CHAIRWOMAN

MARINA PULIŠIĆ, mag. pharm., spec.



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Annual regular general assembly of the JADRAN - GALENSKI LABORATORIJ, joint stock company from Rijeka, on 15th of June 2020 based on the proposal of the Management Board under point 6 of the daily agenda: Adoption of the decision on the distribution of profit earned in 2019, adopted the following

DECISION

The proposal of the Company's Management Board on the distribution of profit for 2019 is hereby approved.

(a)

It is hereby established that the Company, in the year ended 31 December 2019, made a profit of HRK 77,876,691.07.

(b)

The Company's profit in the amount of HRK 6,005,485.54 shall be allocated to other reserves of the Company for development costs shown under assets that have not been written off.

(c)

The remaining profit in the amount of HRK 71,871,205.53 shall be allocated to retained earnings of the Company.

(d)

The decision shall enter into force on the date of its adoption.

MEETING CHAIRWOMAN

MARINA PULIŠIĆ, mag. pharm., spec.



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Annual regular general assembly of the JADRAN - GALENSKI LABORATORIJ, joint stock company from Rijeka, on 15th of June 2020 based on the proposal of the Management Board under point 7 of the daily agenda: Adoption of decision on the payment of dividends to shareholders from accumulated retained earnings of JGL d.d. in 2008, adopted the following

DECISION

The proposal of the Management Board on the payment of dividends to shareholders from accumulated retained earnings of JGL d.d. in 2008 is hereby adopted.

(a)

“Jadran” – Galenski laboratorij d.d. shareholders, holders of ordinary registered shares, code JDGL-R-A shall be paid a dividend of HRK 9.00 per share.

(b)

The dividend referred to in point (a) of this Decision shall be paid out of the assets of the accumulated retained earnings of “Jadran” – Galenski laboratorij d.d. in 2008.

(c)

The shareholders entitled to the payment of the dividend are the shareholders registered in the Register of Shareholders of the CENTRAL DEPOSITORY AND CLEARING COMPANY, a joint stock company from Zagreb, 15 days before the day of the payment of dividends.

(d)

The Management Board of the Company is hereby authorised to make a decision on the exact date of payment of the dividend, with the date of payment being no later than the 30th day from the day of the adoption of this decision.

(e)

The decision shall enter into force on the date of its adoption.

MEETING CHAIRWOMAN

MARINA PULIŠIĆ, mag. pharm., spec.

