

MERITUS ULAGANJA D.D.
HEINZELOVA ULICA 62/A
10 000 ZAGREB

SECURITY: MRUL
ISIN: HRMRULRA0009
LEI: 74780080JD6L45P7YG07
REGULATED MARKET SEGMENT: ZAGREB STOCK EXCHANGE, THE OFFICIAL MARKET
HOME MEMBER STATE: CROATIA

PUBLICATION OF PRIVILEGED INFORMATION

In ZAGREB, 12/30/2019

**AMANDMENT TO THE INFORMATION ON THE CONCLUSION OF AN AGREEMENT WITH THE
COMAPNY
DRAGON BIDCO S.à r.l., 19/21, ROUTE D'ARLON, L-8009 STRASSEN LUXEMBOURG, GRAND
DUCHY, LUXEMBOURG**

The company Meritus ulaganja d.d., with headquarters in Zagreb, Heinzelova ulica 62/a (ZSE: MRUL), hereby announces that, on December 20, 2019, the company Meritus Upravljanje d.o.o., Zagreb, Heinzelova ulica 62/a (hereinafter: "Meritus Upravljanje") with its subsidiaries, and the company Dragon Bidco S.à r.l., 19/21, route d'Arlon, L-8009 Strassen Luxembourg, Grand Duchy Luxembourg (hereinafter: "Drago Bidco") concluded an Investment Agreement and an Agreement on the Regulation of Mutual Relationships of the Members of the Company, whereby a recapitalization of the Company Meritus Upravljanje was foreseen, after the General Assembly of the company Meritus ulaganja d.d. Heinzelova ulica 62/a has approved the conclusion of the aforementioned legal affairs.

These legal affairs provide that the share capital of the company Meritus Upravljanje d.o.o. will be increased by contributions for new business shares to be taken over by the company Dragon Bidco, which will be paid for by entering property and rights, i.e. by entering 100% of the shares held by the company Dragon Bidco in the company CMC İletişim ve Çağrı Merkezi Hizmetleri A.Ş., Istanbul, Turkey, and, indirectly, the stakes in its subsidiaries (CMC). Following the increase in the share capital, the company Dragon Bidco will hold 30% of the business shares of the company Meritus Upravljanje d.o.o. The value of this investment is estimated at EUR 36 million. The amount for which the said investment exceeds the nominal amount of new business shares to be acquired by the company Dragon Bidco will be entered into the capital reserves of the company Meritus Upravljanje d.o.o. in accordance with the Companies Act.

Meritus ulaganja d.d.

• Heinzelova ulica 62/a, Zagreb • Tel.:01/6447-899 • Fax:01/6447-890 • PIN: 62230095889 • Commercial banks: Erste&Steiermärkische Bank d.d., Jadranski trg 3A, Rijeka IBAN: HR8524020061100933269 Raiffeisenbank Austria d.d., Magazinska cesta 69, 10000 Zagreb, IBAN: HR4324840081135094448 • Commercial Court in Zagreb; Company's (Court) registration number: 081210030 • Share capital: HRK 85,780,500,00.00 paid in full in material goods and rights and divided into 857,805 ordinary registered shares without any nominal value • President of the Supervisory Board: Zvonimir Mršić • Members of the Board: Ivan Posavec and Darko Horvat

The company CMC is a leading independent provider of BPO services on the Turkish market (business process outsourcing) including contact center services, process robotization, and business process outsourcing consulting. It has over 4,000 employees and has generated revenues in the amount of 217 million Turkish liras in 2018.

Pursuant to the Agreement on the Regulation of Mutual Relationships of the Members of the Company, the company Meritus ulaganja d.d. will have the right to select 3 members of the Board of the company Meritus Upravljanje d.o.o., while the company Dragon Bidco will have the right to select one member of the Board.

After the General Assembly of the company Meritus ulaganja d.d. has approved the conclusion of the aforementioned legal affairs, the realization of the investment shall commence, under the conditions and in the manner stipulated by the Investment Agreement.



Ivan Posavec, President of the Board

Meritus ulaganja d.d.
Zagreb



Darko Horvat, Member of the Board

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