## VALAMAR RIVIERA

Valamar Riviera d.d.
Stancija Kaligari 1 / 52440 Poreč / Croatia
T +385 52 408 000 F +385 52 451 608
www.yalamar.com E info@riviera.hr



Croatian Agency for Supervision of Financial Services Miramarska 24b 10 000 Zagreb

**Zagreb Stock exchange** Ivana Lučića 2a 10 000 Zagreb

HINA ots@hina.hr

Poreč, 19.12.2014. Reg.no: 10-3/14

Subject: Notification on submitting of Merger Agreement to court register and notification to shareholders in accordance with provisions of Article 517 Paragraph 2 and Article 531 Paragraph 1 of the Companies Act

We hereby inform you that the **Merger Agreement between** VALAMAR RIVIERA d.d. seated in Poreč, Stancija Kaligari 1, entered into court register of Commercial court in Rijeka - permanent service in Pazin under subject number 040020883, OIB: 36201212847 as take-over company (hereinafter: Take-over company) and company VALAMAR HOTELI I LJETOVALIŠTA d.o.o., seated in Zagreb, Miramarska cesta 24, entered into court register of Commercial court in Zagreb under subject number 080380830, OIB: 24797324530 as merged company (hereinafter: Merged company) concluded on the 18th of December 2014 and notarized at the public notary Vladimir Marčinko from Zagreb under no. OV-9828/14 (hereinafter: Merger Agreement) has been submitted to the court register of the Commercial court in Rijeka - Permanent service in Pazin on the December 19<sup>th</sup>, 2014

Shareholders are hereby being informed that the Merger Agreement and the overall documentation regarding the relevant merger is prescribed by provisions of Paragraph 2 Article 517 of Companies Act and is available on the web site of Take-over company <a href="https://www.riviera-adria.com">www.riviera-adria.com</a> without compensation.

**Take-over company is the sole member of the Merged company** and therefore, in accordance with Paragraph 1 Article 517 of Companies Act, the General Assembly of Take-over company is not being convoked because of the merger.

Shareholders of the Take-over company whose shares amount together at least the twentieth part of share capital of Take-over company have the right to submit to the Management board of the Take-over company the request for the convocation of the General Assembly of Take-over company for approval of Merger Agreement within one month from the date of publication of this notification.

VALAMAR RIVIERA d.d.

Trgovački sud u Rijeci, stalna služba u Pazinu, MBS 040020883; OIB: 36201212847; tvrtka: Valamar Riviera dioničko društvo za turizam; skraćeni naziv: Valamar Riviera d.d.; 1.672.021.210,00 kuna temeljnog kapitala, u cijelosti uplačen; izdane 126.027.542 dionice; MB 3474771; računi: HYPO ALPE – ADRIA - BANK d.d. Zagreb IBAN: HR 2625000091101024767, SWIFT: HAABHR22; ZAGREBAČKA BANKA d.d. Zagreb IBAN: HR 4123600001101319202, SWIFT: ZABAHR2X; ERSTE & STEIERMÄRKISCHE BANK d.d. Rijeka IBAN: HR 0624020061100389454, SWIFT: ESBCHR22; PRIVREDNA BANKA d.d. Zagreb IBAN: HR 4723400091100153498, SWIFT: PBZGHR2X; RAIFFEISEN BANK AUSTRIA d.d. Zagreb IBAN: HR 1624840081102134625, SWIFT: RZBHHR2X; SOCIETE GENERALE – SPLITSKA BANKA d.d. Split IBAN: HR 4023300031100321684, SWIFT: SOGEHR22; SBERBANK d.d. Zagreb IBAN: HR 9025030071100039991, SWIFT: VBCRHR22; ISTARSKA KREDITNA BANKA UMAG d.d. Umag IBAN: HR 7423800061110009020, SWIFT: ISKBHR2X; OTP BANKA d.d. Zadar IBAN: HR 4724070001100365752, SWIFT: OTPVHR2X; CROATIA BANKA d.d. Zagreb IBAN: HR 4824860031100284295, SWIFT: CROAHR2X; Predsjednik Uprave: Franz Lanschützer, članovi Uprave: Edi Černijul (Potpredsjednik), Nikola Koncul (Potpredsjednik), Tihomir Nikolaš, Marko Čižmek I Vana Budin Arhanić; Predsjednik Nadzornog odbora: Gustav Wurmböck.