

Varaždin, July 20th 2020

CROATIAN FINANCIAL SERVICES SUPERVISORY AGENCY

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WEBSITE OF THE ISSUER – www.varteks.com

Subject: **Information disclosure**

Type of information: **Invitation to the General Assembly**

Company: VARTEKS d.d., Varaždin, Zagrebačka 94

LEI - 74780000Q0LH0TDGEO80

Member State: Republic of Croatia

ISIN: HRVARTR10005

Ticker: VART

Regulated Market: Zagreb Stock Exchange

Market Segment: Official Market

IBAN račun:

HR19 2360 0001 1013 3948 3
Zagrebačka banka d.d.
Zagreb

HR62 2340 0091 1001 1083 9
Privredna banka d.d.
Zagreb

HR47 2484 0081 1004 1765 2
Raiffeisenbank Austria d.d.
Zagreb

/ VARTEKS d.d. / Zagrebačka 94 / HR-42000 VARAŽDIN / tel. + 385 42 377 105 / fax.+ 385 42 377 395 / P.P. 32 / info@varteks.com
/ Temeljni kapital 41.066.860,00 kn, uplaćen u cijelosti i podijeljen na 4.106.686 redovnih dionica, svaka nominalne vrijednosti 10 kn.
/ Društvo je upisano u registar Trgovačkog suda u Varaždinu, poslovni broj iz upisnika Tt: 95/463-2 (MBS) 070004039 / M.B.3747034
/ OIB:00872098033 / VAT:HR00872098033 / predsjednik Nadzornog odbora Nenad Bakić / predsjednik Uprave Tomislav Babić
/ član Uprave Damir Radmilović

Pursuant to the provisions of Article 277, paragraph 2 of the *Companies Act*, the Management Board of the company VARTEKS d.d., with the registered seat in Varaždin, Zagrebačka 94, OIB: 00872098033, MBS: 070004039 (hereinafter: VARTEKS d.d. or “Company”), on July 20th 2020 passed the decision on the convocation of the General Assembly of the Company and hereby invites the shareholders of the Company to the

GENERAL ASSEMBLY of VARTEKS d.d.

to be held on **August 28th 2020 at 12:00 hours** at the headquarters of the Company, Varaždin, Zagrebačka 94

With the following agenda:

1. Opening of the General Assembly and determining the list of participants in the Assembly
2. Annual reports of the Company for 2019
 - a) Management Board Report
 - b) Report of the Company's auditor
 - c) Supervisory Board Report
 - d) Annual financial statements and the consolidated financial statements of VARTEKS Group for 2019
3. Decision on issuing the note of release to the members of the Management Board of the Company for 2019
4. Decision on issuing the note of release to the members of the Supervisory Board of the Company for 2019
5. Decision on the election of a member of the Company Supervisory Board
6. Decision on the election of the Company's Auditor for 2020

PROPOSALS OF DECISIONS OF THE GENERAL ASSEMBLY

The Management Board and the Supervisory Board propose to the General Assembly to make decisions under items 3 and 4, and the Supervisory Board proposes to make decisions under items 5 and 6 of the Agenda of the General Assembly, as follows:

Ad.2. Annual financial statements of Varteks d.d. for 2019 with the report of the certified auditor, determined by the Management Board and the Supervisory Board of the Company, the report of the Management Board on the status and management of the Company for the business year 2019 and the report of the Supervisory Board on the supervision of the Company's operations in the business year 2019 are presented on the website of the Company to the shareholders, and they are not voted on.

Ad 3. The note of release is given to the members of the Management Board of the Company for work in 2019.

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Ad 4. The note of release is given to the members of the Supervisory Board of the Company for work in 2019.

Ad 5. Igor Žonja, from Zagreb, Aleja Hermanna Bollea 12, OIB (personal identification number): 39662833473, is elected a member of the Supervisory Board of the Company, for a period of 4 years with the beginning of the term of office on 29.12.2020.

Ad 6. To audit the financial statements of the company VARTEKS d.d. Varaždin and its affiliates and for the audit of the consolidated financial statements of the Varteks Group for the business year 2020, the Company appoints the certified auditors' company: PricewaterhouseCoopers d.o.o., 70 Heinzelova Street, Zagreb.

The Management Board of the Company is authorized to enter into appropriate audit agreements with the selected auditing company and to determine the remuneration for its work.

INVITATION TO SHAREHOLDERS

Invitation to the General Assembly with proposals for decisions made by the Management Board and the Supervisory Board of Varteks d.d. which will be considered and adopted by the General Assembly of Varteks d.d. will be published on the website of the court register, on the Zagreb Stock Exchange, HANFA, HINA, and on the website of Varteks d.d. (www.varteks.com).

All shareholders of the Company who are registered in the computer system of the SKDD seven days before the General Assembly have the right to participate in the work of the General Assembly and exercise voting rights (1 share = 1 vote). Shareholders are invited to apply for participation no later than August 21st 2020.

Participation and the right to vote may be exercised by the shareholder in person or through a proxy. The power of attorney for participation and exercising the right to vote at the General Assembly shall be given in writing.

Shareholders may be represented by proxies on the basis of a valid written power of attorney issued by the shareholder or on behalf of a shareholder who is a legal entity, a person authorized to represent, in accordance with the provisions of Article 27 of the Company's Articles of Association.

Shareholders who together hold shares in the amount of one twentieth of the share capital of the Company may request in writing that an item be placed on the Agenda of the General Assembly. The stated request together with the explanation and proposal of the decision must be received by the Company at least 30 days before the General Assembly, whereby the day of receipt of the request to the Company is not included in that deadline.

Each shareholder is authorized to submit his / her counter-proposal on the proposal of the decision of the Management Board and the Supervisory Board on the agenda items and submit it to the Company at least 14 days before the General Assembly, at the Company's address in Varaždin, Zagrebačka 94. Period of 14 days does not include

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the day of receipt of the counter-proposal by the Company. If the shareholder does not use the mentioned right it does not result in the loss of the right to submit a counter-proposal at the General Assembly.

If the conditions regarding the quorum are not met at the General Assembly, the session of the General Assembly, with the same agenda, will be held on **August 28th 2020**, starting at 14:00 at the same place, regardless of the number of shareholders represented.

VARTEKS d.d.

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