



PLAVA LAGUNA

ZAGREBAČKA BURZA j.s.c. Zagreb
ZAGREB STOCK EXCHANGE

HRVATSKA AGENCIJA ZA NADZOR
FINANCIJSKIH USLUGA
CROATIAN FINANCIAL SERVICES
SUPERVISORY AGENCY

HRVATSKA IZVJEŠTAJNA NOVINSKA
AGENCIJA - HINA (OTS)
CROATIAN NEWS AGENCY

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Poreč, 30 August 2023

LEI: 7478000010W8OJ3ZWL79

Home country: Republic of Croatia

Ordinary shares marked: PLAG-R-A (PLAG), ISIN: HRPLAGRA0003

Preference shares marked: PLAG-P-A (PLAG2), ISIN: HRPLAGPA0005

Market: Zagrebačka burza j.s.c. / Zagreb Stock Exchange – Regulated market

Regulated information

RE: Decisions of the Ordinary General Assembly of the company PLAVA LAGUNA j.s.c. Poreč

We would like to inform you that the company PLAVA LAGUNA j.s.c. Poreč, Rade Končara 12, OIB: 57444289760 (hereinafter: Company) held the Ordinary General Assembly of the Company on August 30th, 2023 at which all the decisions were rendered according to the proposal of decisions published with the invitation to the said General Assembly.

The General Assembly was attended by representatives of shareholders holding ordinary shares marked PLAG-R-A who had 1.963.377 shares or the same number of votes, which means that 89,43 % voting shares were present at the General Assembly. The share of share capital attributable to shares held by present shareholders and based on which the votes were valid was 82,84%.

The General Assembly was also attended by representatives of shareholders holding preferred shares marked PLAG-P-A who had 420.000 shares or the same number of votes, for decisions related to preferred shares, which means that 100% of the preferred shares with voting rights for some items

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Upisano u registar Trgovačkog suda u Pazinu.
MBS: 040020834 – OIB: 57444289760
PDV identifikacijski broj: HR57444289760.

Računi:
PRIVREDNA BANKA ZAGREB d.d. Zagreb IBAN: HR1623400091100017577
ZAGREBAČKA BANKA d.d. Zagreb IBAN: HR7923600001101325211
ERSTE & STEIERMARKISCHE BANK d.d. Rijeka IBAN: HR8124020061100389462
ADDIKO BANK d.d. Zagreb IBAN: HR7325000091101010729
RAIFFEISENBANK AUSTRIA d.d. Zagreb IBAN: HR3124840081135054215
ISTARSKA KREDITNA BANKA d.d. Umag IBAN: HR7323800061110009038

Temeljni kapital: 1.444.530.057,18 kuna podijeljen na 2.197.772 redovnih dionica bez nominalne vrijednosti i 420.000 povlaštenih dionica nominalne vrijednosti 250,00 kuna. Temeljni kapital je uplaćen u cijelosti.

Uprava:
Predsjednik: Dragan Pujas
Član: Damir Mendica
Član: Danira Rančić

Nadzorni odbor:
Predsjednik: Davor Luksic Lederer

were present

The text of the decisions and the results of the voting pursuant to Article 286, paragraph 6 of the Companies Act are given below.

Ad. - 2.

The General Assembly on 30 August 2023 adopted the following

DECISION

The Management board report on the state of the Company in 2022 (unconsolidated and consolidated) is accepted.

The proposed decision was adopted unanimously.

Ad. - 3.

The General Assembly on 30 August 2023 adopted the following

DECISION

The Supervisory board report on supervision over the management of the Company and Group operations in 2022, on the results following the review of the financial reports, the report on the situation in the Company and the proposed decisions on the use of the Company's profit for 2022 is accepted.

The proposed decision was adopted unanimously.

Ad. - 4.

The General Assembly on 30 August 2023 adopted the following

DECISION

The annual financial reports of the Company for 2022 are established and adopted, as follows:

1. Annual financial report for PLAVA LAGUNA j.s.c. for 2022,
2. Consolidated financial report for the Group PLAVA LAGUNA for 2022,
3. Auditor's report of business operations for the Company and the Group for 2022.

The proposed decision was adopted unanimously.

Ad. -5.

The General Assembly on 30 August 2023 adopted the following

DECISION

The Company's net profit gained in 2022 in the amount of 470.714.847,71 kuna or 62.474.596,55 EUR, applying the fixed conversion rate 1,00 EUR=7,53450 HRK, shall be allocated as follows:

- The amount of 12.600,00 EUR shall be used for payment of preferred fix dividend to the Company shareholders of preferred shares
- The amount of 29.266.616,94 EUR shall be used for payment of the ordinary dividend to the Company shareholders,
- The amount of 33.195.379,61 EUR shall be allocated to retained earnings.

On the basis of above mentioned criteria, the dividend shall amount to 11,19 EUR per ordinary share, and 11,22 EUR per preferred share (gross).

In respect of the dividend that shall be paid to the shareholders, the Company shall calculate and pay due taxes in accordance with valid legal provisions.

The right to the payment of dividend belongs to shareholders registered as such in the central depository seven (7) days after the decision on the payment of dividend is rendered.

The proposed decision was adopted unanimously.

Ad. - 6.

The General Assembly on 30 August 2023 adopted the following

DECISION

The members of the Management board are approved (granted clearance) for the work of Company's business management in the previous business year.

The proposed decision was adopted unanimously.

Ad. - 7.

The General Assembly on 30 August 2023 adopted the following

DECISION

The members of the Supervisory Board are approved (granted clearance) for the work of supervising Company's business in the previous business year.

The proposed decision was adopted unanimously.

Ad. – 8.

The General Assembly on 30 August 2023 adopted the following

DECISION

The Remuneration Report of the members of the Management and Supervisory board is approved.

The proposed decision was adopted by a majority of votes:

Number of shares based on which valid votes were given: 1.963.377

The share of share capital attributable to shares on the basis of which valid votes were cast: 82,84%

Votes FOR: 1.963.160 (89,42% of shares with voting rights)

Votes AGAINST: 217 (0,01% of voting shares)

Restrained: 0

Ad. – 9.

The General Assembly on 30 August 2023 adopted the following

DECISION

The Decision on remuneration to the members of the Supervisory board of Plava laguna j.s.c. dated on October 31st 2019, no.: 01/01/2019/3, ref. no.: 01-04-2019-6, which determines the amount of 2.000,00 EUR net per each Supervisory Board meeting the member participated to is confirmed.

The proposed decision was adopted unanimously.

Ad. – 10.

The General Assembly on 30 August 2023 adopted the following

DECISION

The share capital amounts 1.444.530.057,18 kuna and is divided into:

- 2.197.772 ordinary shares with the right to vote, without nominal value, marked PLAG-R-A and entered into the dematerialised securities depository of Central Depository and Clearing Company, and
- 420.000 preferred shares without the right to vote, with nominal value of 250,00 kuna per share, marked PLAG-P-A and entered into the dematerialised securities depository of Central Depository and Clearing Company.

The share capital of the Company, by applying the fixed exchange rate for kuna to euro with rounding to the nearest cent, is converted from HRK 1.444.530.057,18 into EUR 191.722.086,03.

Applying the fixed exchange rate for kuna to euro with rounding to the nearest cent, nominal value of the preferred share without the right to vote is converted from HRK 250,00 into EUR 33,18. By applying the rule to adjust the value of shares, nominal value of each preferred share without the right to vote is adjusted from EUR 33,18 to EUR 33,00.

With the adjustment of the nominal value of preferred shares, part of the Company's share capital that relates to preferred shares amounts to EUR 13.860.000,00 and is divided into 420.000 preferred shares without the right to vote and with nominal value of EUR 33,00 per share.

The part of Company's share capital that relates to ordinary shares, by applying the fixed exchange rate for kuna to euro with rounding to the nearest cent, is converted from HRK 1.339.530.057,18 into EUR 177.786.191,14. The amount thus obtained of EUR 177.786.191,14 is decreased for the amount of EUR 0,14 as part of the adjustment, and amounts to EUR 177.786.191,00.

The total share capital is decreased as part of the adjustment with relevant regulations in a manner as it follows:

- by applying the rule on rounding the nominal value of preferred share to a whole number, the part of Company's share capital that relates to preferred shares is decreased for 75.600,00 EUR, which represents the multiplication of EUR 0,18 by the number of preferred shares or 420.000;
- by applying the rule on rounding to the nearest cent, in accordance with a special law regulating the introduction of the euro as the official currency in the Republic of Croatia, the part of Company's share capital that relates to preferred shares is decreased for 294,88 EUR;
- The part of Company's share capital that relates to ordinary shares, by applying the fixed exchange rate for kuna to euro the adjustment, is decreased for 0,14 EUR.

After the conversion and decrease the share capital of the Company amounts to EUR 191.646.191,00 EUR and is divided into:

- 2.197.772 ordinary shares with the right to vote, without nominal value, marked PLAG-R-A and entered into the dematerialised securities depository of Central Depository and Clearing Company, and
- 420.000 preferred shares without the right to vote, with nominal value of EUR 33,00 per share, marked PLAG-P-A and entered into the dematerialised securities depository of Central Depository and Clearing Company.

The amount of the difference obtained in the adjustment procedure and with the decrease of the share capital as described above, which derives from the adjustment between the preferred shares with nominal value and the share capital attributable to ordinary shares without nominal value, increased by the difference caused by rounding, in the amount of EUR 75.895,03 is paid into the

capital reserves of the Company, without payments to shareholders.

The existing shareholders rights based on law and the Statute of the Company remain unchanged, and the total number of Company's issued shares remains unchanged.

This decision enters into force on the day it is rendered and applies from the date of the entry into the Court registry.

The proposed decision was adopted unanimously by the holders of ordinary and preferred shares.

Ad. – 11.

The General Assembly on 30 August 2023 adopted the following

DECISION

From Article 8th Paragraph 1st of the Statute of the company PLAVA LAGUNA j.s.c. Poreč (complete text) rendered on August 26th 2021, Number: 01/01/2021/1, ref.no. 01-01-2021-31, business activity that reads as follows is deleted:

* exchange operations

Article 9 is amended as follows:

"The share capital of the Company amounts to EUR 191.646.191,00".

Article 19, paragraph 1 is amended as follows:

"The Company issued 420.000 preferred shares, registered, with a nominal value of EUR 33.00 each.

Each preferred share of the Company entitles its holder to:

- *Preferred fixed dividend in the amount of EUR 0.03 per preferred share per year,*
- *Ordinary dividend in the amount of the dividend paid per ordinary share,*
- *Payment of part of the company's liquidation or bankruptcy estate,*
- *Other rights in accordance with the Company's Statute and the law."*

All other provisions of the Statute remain unaltered.

The Management Board is herewith being authorised to prepare the complete text of the Statute and submit the said to the Court's registry of the competent commercial court.

This Decision on amendment of the Company's Statute enters into force on the day it is rendered and is applied as of its registration in the Court registry.

The proposed decision was adopted unanimously by the holders of ordinary and preferred shares.

Ad. – 12.

The General Assembly on 30 August 2023 adopted the following

DECISION

KPMG Croatia d.o.o. from Zagreb is appointed as the Company's auditor for the business year of 2023.

The proposed decision was adopted unanimously.

PLAVA LAGUNA j.s.c.