



Zagreb Stock Exchange Inc.

HANFA - Croatian Financial Services Supervisory
Agency

Croatian News Agency HINA (OTS)

biz.plavalaguna.hr

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 d.d. / Zagreb Stock Exchange – Regulated market

Pursuant to article 277 paragraph 2 of the Companies Act and article 41 of the Statute of PLAVA LAGUNA joint stock company for hotel management and tourism, on May 7th 2025 the Company's Management board rendered the Decision on the convocation of the General Assembly of shareholders of PLAVA LAGUNA j.s.c. Poreč, Rade Končara 12 (hereinafter referred to as: the Company), determining the date and time of the meeting, the agenda, shareholders' rights to participate and the obligation to publish the call.

All shareholders are herewith being invited to take part in the

ORDINARY GENERAL ASSEMBLY

which shall be held on June 16th 2025 at the premises of hotel Parentium Plava laguna in Poreč, Zelena laguna 6, commencing at 11.00 o'clock.

WE PROPOSE THE FOLLOWING

AGENDA

1. Opening of the General Assembly, determining the Agenda and a list of participants,
2. Management board report on the state of the Company in 2024 (unconsolidated and consolidated),
3. Supervisory board report on the performed supervision of business affairs of the Company and the Group in 2024,

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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: 191.646.191,00 EUR podijeljen na 2.197.772 redovnih dionica bez nominalne vrijednosti i 420.000 povlaštenih dionica nominalne vrijednosti 33,00 EUR. Temeljni kapital je uplaćen u cijelosti.

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

Nadzorni odbor:
Predsjednik: Davor Luksic Lederer



4. Rendering the decision on the establishment and the adoption of annual financial reports for 2024 (unconsolidated and consolidated),
5. Rendering the decision on the use of profit gained in the financial year 2024,
6. Rendering the decision on granting clearance to the members of the Management board,
7. Rendering the decision on granting clearance to the members of the Supervisory board,
8. Rendering the decision on approving the Remuneration report of the members of the Management and Supervisory Board,
9. Rendering the decision on election of members of the Company's Supervisory Board
10. Rendering the decision on the appointment of the Company's auditor for 2025.

PROPOSAL OF DECISIONS

Ad. - 1.

Note: The decision under this item of the Agenda is not being rendered by shareholders, as the chairman opens the General Assembly, determines the Agenda and presents the shareholders and their representatives in the presence of a notary public.

Ad. - 2

The Management board report on the state of the Company in 2024 (unconsolidated and consolidated) is accepted.

Ad. - 3

The Supervisory board report on the supervision over the management of the Company and Group operations in 2024, on the results following the review of financial reports, report on the situation in the Company and the proposed decisions on the use of profit for 2024 are accepted.

Ad. - 4

The annual financial statements for the financial year 2024 (unconsolidated and consolidated) are established and adopted.

Ad. -5

The decision on the use of profit gained in 2024 is rendered in a manner that the net profit in the amount of 57.248.734,90 EUR shall be allocated as follows:

- a) The amount of 12.600,00 EUR shall be used for payment of preferred fix dividend to the Company shareholders of preferred shares
- b) The amount of 39.231.390,00 EUR shall be used for payment of the ordinary dividend to the Company shareholders
- c) The amount of 18.004.744,90 EUR is allocated in retained earnings.

On the basis of above mentioned criteria, the dividend shall amount to 15,00 EUR per ordinary share, and 15,03 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 dividend shall be paid out within 10 (ten) days as of the day the decision on the payment of dividend is rendered.

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.

Ad. – 6

The members of the Management board are approved (granted clearance) for their work of managing Company's affairs in the previous financial year.

Ad. – 7

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

Ad. – 8

The revised Remuneration Report of the members of the Management and Supervisory board for the previous business year is approved.

Ad. – 9

It is established that on August 29th 2025 ends the mandate of the following members of the Supervisory Board:

- DAVOR LUKSIC LEDERER, OIB: 01548617347, Zagreb, Pantovčak 267
- PATRICIO TOMAS BALMACEDA TAFRA, OIB: 63265838734, Spain, MARBELLA, URBN ROCAMAR 0
- DAVOR DOMITROVIĆ, OIB: 34595646995, Chile, SANTIAGO, PINTOR CAMILO MORI 1928B
- IGNACIO ANDRÉS PARDO, OIB: 82133229207, Luxemburg, 3 Beim Park, L-6149, Junglinster,
- NEVEN STAYER, OIB: 22665275792, Poreč - Parenzo, Velog Jože 15
- CHRISTIAAN PAUL DIJK, United Kingdom of Great Britain and Northern Ireland, BR6 8HJ London, 2A Pondfield Road

It is also established that on August 29th 2025 ends the mandate of Veljko Šantek, OIB: 03020127032, Umag - Umago, Ulica žrtava fašizma - Via Vittime del fascismo 7D, as employees' representative.

The Supervisory board consists of seven members.

Elected as members of the Supervisory board are:

- DAVOR LUKSIC LEDERER, OIB: 01548617347, Zagreb, Pantovčak 267, economist, not independent within the meaning of Article 255, paragraph 6 of the Companies Act
- PATRICIO TOMAS BALMACEDA TAFRA, OIB: 63265838734, Spain, MARBELLA, URBN ROCAMAR 0, economist, not independent within the meaning of Article 255, paragraph 6 of the Companies Act
- DAVOR DOMITROVIĆ, OIB: 34595646995, Chile, SANTIAGO, PINTOR CAMILO MORI 1928B, lawyer, not independent within the meaning of Article 255, paragraph 6 of the Companies Act



PLAVA LAGUNA

- IGNACIO ANDRÉS PARDO, OIB: 82133229207, Luxemburg, 3 Beim Park, L-6149, Junglinster, engineer, not independent within the meaning of Article 255, paragraph 6 of the Companies Act
- NEVEN STAVAR, OIB: 22665275792, Poreč - Parenzo, Velog Jože 15, economist, not independent within the meaning of Article 255, paragraph 6 of the Companies Act
- CHRISTIAAN PAUL DIJK, United Kingdom of Great Britain and Northern Ireland, BR6 8HJ London, 2A Pondfield Road, independent within the meaning of Article 255, paragraph 6 of the Companies Act

The seventh member of the Supervisory board is the employees' representative and is appointed by employees through the Employees' Council in a procedure prescribed by the law.

Members of the Supervisory Board of the Company are appointed for the period of 4 years commencing on August 29th 2025.

It is proposed to elect members of the Supervisory Board in the membership that is identical to the membership of the current mandate, and this election does not affect the fulfilment of the obligation of balanced representation between men and women in the Supervisory Board.

Ad. – 10

PricewaterhouseCoopers d.o.o. za reviziju i konzalting from Zagreb is appointed as the Company's auditor for the financial year 2025.

The Management and Supervisory board jointly propose the decisions under 2 – 8, while the Supervisory board proposes the decisions under numbers 9 and 10.

OTHER NOTES:

- APPLICATION

The right to take part at the General Assembly and exercise the right to vote belongs to all the Company's shareholders registered at the depository of the Central Depository and Clearing Company at the beginning of the 21st day before the day of the General Assembly, and to those who applied their partaking in the General Assembly to the Company's Management board no later than six (6) calendar days before the General Assembly, where the day of receipt of the application by the Company is not included in this period.

The partaking forms are available on Company's website biz.plavalaguna.hr.

The right to take part and to vote may be exercised by a shareholder personally or through an attorney. The application to take part in the General Assembly and the power of attorney are delivered to the Company's seat with the indication "for the General Assembly".

The shareholders, that is, their attorneys must register no later than 30 minutes before the commencement of the General Assembly, in order to have a timely list of participants.

- POWER OF ATTORNEY

The shareholders may be represented by attorneys pursuant to a valid written power of attorney issued by the shareholder, or in case the shareholder is a legal entity, by the person authorised for representation. The power of attorney must be in writing and contain the attorney's identity, the shareholder issuing the power of attorney, number of votes at his disposal, the authority to act and vote on behalf of the shareholder at the General Assembly, the date of issuance and period of validity of the power of attorney. It is not required to certify the power of attorney by a notary public.

The power of attorney forms are available on Company's website biz.plavalaguna.hr.

- AMENDMENTS TO THE AGENDA

Shareholders owning jointly the shares equalling the twentieth part of the Company's share capital have the right to demand to put a certain matter on the General Assembly's agenda, together with an explanation and decision proposal. Such a demand must reach the Company at least thirty (30) days prior to the General Assembly session, where the day of receipt of the demand by the Company is not included in this period.

- COUNTERPROPOSALS

The shareholders' counterproposals to the proposals made by the Management and/or Supervisory board containing the name and surname of the shareholder, with explanations, must be received by the Company no later than fourteen (14) days prior to the General Assembly session, where the day of receipt of the counterproposal by the Company is not included in this period. If the shareholder chooses not to exercise the said right, this shall not result in loss of right to make counterproposals at the General Assembly. The same rules shall apply to the shareholders' proposals for appointment of auditors, but the said proposal does not have to be explained.

- RIGHT TO INFORMATION

At the General Assembly, the Management board must give each shareholder, upon request, information about the Company's business affairs if this is necessary to decide about the issues on the agenda, where the information may be withheld for reasons set by the Companies Act.

- MATERIALS

Shareholders may review all the materials for the General Assembly at the Company's seat upon the publication of the invitation to the General Assembly, every work day between 10,00 and 12,00 o'clock. Each shareholder may receive a copy of the said material upon request.

Pursuant to article 280a of the Companies Act, all the relevant material for the General assembly shall be available on Company's website biz.plavalaguna.hr.

- NEXT GENERAL ASSEMBLY

In case the convened General Assembly lacks the quorum for its session, the following Assembly shall be held on June 17th 2025 at 11,00 o'clock at the same venue, with the same agenda, no matter if the quorum is met.