



Pursuant to Article 20 of the Articles of Association of CROATIA osiguranje d.d. as of 31 May 2023, the Management Board of the Company, at its 48th session, held in Zagreb on 19 January 2024, adopts:

Decision on determining the Proposal of the Decision on dividend payment from retained earnings

Article I.

The proposal of the decision on the dividend payment from retained earnings is determined with the following content:

„Based on the proposal of the Management Board and the Supervisory Board of the Company, the 55th General Assembly of CROATIA osiguranje d.d. held on 5 March 2024, passed

DECISION ***on dividend payment from retained earnings***

Article 1.

Company's shareholders who are holders of ordinary shares marked CROS-R-A (CROS) and preference shares marked CROS-P-A (CROS2) will be paid a dividend in the amount of 151.27 euros per share, from the retained earnings realized in the period from 2015 to ending in 2018.

Article 2.

The right to dividend payout (claim) belongs to all shareholders of the shares marked as CROS-R-A and CROS-P-A inscribed on their accounts of dematerialized securities that are registered in computational system of The Central Depository and Clearing Company Inc. as of 11 March 2024 (record date). The date from which shares will be traded without the right to dividend payments is 8 March 2024 (ex date). The dividend will be paid on 18 March 2024 (payment date).

Article 3.

This Decision enter into force on the day of its issuance. "

Article II.

The following are in charge of the implementation of this Decision:

- Sector for Finance and Accounting, as the holder of implementation
- Sector for Investments and
- Sector for Legal Affairs.

This Decision shall be delivered to:

- Sector for Finance and Accounting,
- Sector for Investments,
- Sector for Risk Management and
- Sector for Legal Affairs.

Article III.

There is no need for IT resources for the purpose of implementation of this Decision.

The deadline for the implementation of this Decision is 31 March 2024.

This Decision shall enter into force on the day of its adoption.

Explanation

Croatia osiguranje d.d. in the past years has been operating successfully, with a growing level of profit and high capital adequacy rates. The Company was continuously highly capitalized, despite disruptions in the financial markets, in a period of high inflation and natural disasters. The entry of the Republic of Croatia into the Eurozone additionally contributed positively to the above mentioned indicator.

Capital adequacy as of 30 September 2023 for the parent company was 337%, i.e. 293% at the consolidated level, and although a slight reduction of these ratios is expected at the end of 2023 due to the effects of deferred taxes, capital adequacy is expected to be maintained at very high levels (at the parent company level above 300% and on a consolidated level above 270%).

Considering all of the above, we believe that the Company is able to pay dividends to its shareholders without disrupting the stability of operations and maintaining a high level of capital adequacy. Therefore, we propose the payment of a dividend in the total amount of 65,000,265.19 euros, or 151.27 euros per share.

Member of the Management Board

Luka Babić

President of the Management Board

Davor Tomašković

Pursuant to the provision of Article 277 of the Companies Act (Official Gazette number 111/93, 34/99, 121/99, 52/00, 118/03, 107/07, 146/08, 137/09, 125/11, 152/11, 111/12, 68/13, 110/15, 40/19, 34/22, 114/22, 18/23, 130/23) and Article 33 of the Association of CROATIA osiguranje d.d. as of 31 May 2023, the Management Board of the Company, at its 48th session, held in Zagreb on 19 January 2024, adopts:

Decision

on Convocation of the 55th General Assembly of CROATIA osiguranje d.d.

Article 1

The Management Board of the Company convenes the 55th General Assembly of CROATIA osiguranje d.d. to be held on 5 March 2024, at 11:00 hours, at the Company's head office in Zagreb, Vatroslava Jagića 33.

Article 2

The following agenda is determined for the 55th General Assembly:

- 1 Adoption of the Decision on the dividend payment from retained earnings

PROPOSAL OF DECISION OF THE GENERAL ASSEMBLY

Ad 1 Adoption of the Decision on the dividend payment from retained earnings

„Based on the proposal of the Management Board and the Supervisory Board of the Company, the 55th General Assembly of CROATIA osiguranje d.d. held on 5 March 2024, passed

DECISION

on dividend payment from retained earnings

Article 1

Company's shareholders who are holders of ordinary shares marked CROS-R-A (CROS) and preference shares marked CROS-P-A (CROS2) will be paid a dividend in the amount of 151.27 euros per share, from the retained earnings realized in the period from 2015 to ending in 2018.



Article 2

The right to dividend payout (claim) belongs to all shareholders of the shares marked as CROS-R-A and CROS-P-A inscribed on their accounts of dematerialized securities that are registered in computational system of The Central Depository and Clearing Company Inc. as of 11 March 2024 (record date). The date from which shares will be traded without the right to dividend payments is 8 March 2024 (ex date). The dividend will be paid on 18 March 2024 (payment date).

Article 3

This Decision enter into force on the day of its issuance. "

Article 3

The following are in charge of the implementation of this Decision:

- Sector for Legal Affairs, as the holder of implementation
- Sector for Finance and Accounting.

This Decision shall be delivered to:

- Sector for Legal Affairs,
- Sector for Finance and Accounting,
- Sector for Marketing and Corporate Communications,
- Sector for Support to Management, Security Service and
- Sector for Information and Technology.

Article 4

There is no need for IT resources for the purpose of implementation of this Decision.

The deadline for the implementation of this Decision is 5 March 2024.

This Decision shall enter into force on the day of its adoption.

Explanation

Croatia osiguranje d.d. in the past years has been operating successfully, with a growing level of profit and high capital adequacy rates. The Company was continuously highly capitalized, despite disruptions in the financial markets, in a period of high inflation and natural disasters. The entry of the Republic of Croatia into the Eurozone additionally contributed positively to the above mentioned indicator.

Capital adequacy as of 30 September 2023 for the parent company was 337%, i.e. 293% at the consolidated level, and although a slight reduction of these ratios is expected at the end of 2023 due to the effects of deferred taxes, capital adequacy is expected to be maintained at very high levels (at the parent company level above 300% and on a consolidated level above 270%).

Considering all of the above, we believe that the Company is able to pay dividends to its shareholders without disrupting the stability of operations and maintaining a high level of capital adequacy. Therefore, we propose the payment of a dividend in the total amount of 65,000,265.19 euros, or 151.27 euros per share.

Member of the Management Board

Luka Babić

President of the Management Board

Davor Tomašković

Pursuant to Article 26, paragraph 1 of the Articles of Association of CROATIA osiguranje d.d. as of 31 May 2023, the Supervisory Board of the Company, at its 22nd session, held in Zagreb on 19 January 2024, adopts:

Decision

on Convocation of the 55th General Assembly of CROATIA osiguranje d.d.

Article 1.

The Supervisory Board, in agreement with the Company's Management Board, convenes the 55th General Assembly of CROATIA osiguranje d.d., in accordance with the text established by the Company's Management Board at its 48th session, held on 19 January 2024, through Decision UP/SPP/10/2024 on convening the 55th General Assembly of CROATIA osiguranje d.d., which is attached to this Decision and forms an integral part of it.

Article 2.

This Decision enter into force on the day of its issuance.

President of the Supervisory Board

Roberto Škopac

Pursuant to the provision of Article 277 of the Companies Act (Official Gazette number 111/93, 34/99, 121/99, 52/00, 118/03, 107/07, 146/08, 137/09, 125/11, 152/11, 111/12, 68/13, 110/15, 40/19, 34/22, 114/22, 18/23, 130/23) and Article 33 of the Association of CROATIA osiguranje d.d. as of 31 May 2023, the Management Board of the Company, at its 48th session, held in Zagreb on 19 January 2024, adopts:

Decision

on Convocation of the 55th General Assembly of CROATIA osiguranje d.d.

Article 1

The Management Board of the Company convenes the 55th General Assembly of CROATIA osiguranje d.d. to be held on 5 March 2024, at 11:00 hours, at the Company's head office in Zagreb, Vatroslava Jagića 33.

Article 2

The following agenda is determined for the 55th General Assembly:

- 1 Adoption of the Decision on the dividend payment from retained earnings

PROPOSAL OF DECISION OF THE GENERAL ASSEMBLY

Ad 1 Adoption of the Decision on the dividend payment from retained earnings

„Based on the proposal of the Management Board and the Supervisory Board of the Company, the 55th General Assembly of CROATIA osiguranje d.d. held on 5 March 2024, passed

DECISION

on dividend payment from retained earnings

Article 1

Company's shareholders who are holders of ordinary shares marked CROS-R-A (CROS) and preference shares marked CROS-P-A (CROS2) will be paid a dividend in the amount of 151.27 euros per share, from the retained earnings realized in the period from 2015 to ending in 2018.

Article 2

The right to dividend payout (claim) belongs to all shareholders of the shares marked as CROS-R-A and CROS-P-A inscribed on their accounts of dematerialized securities that are registered in

computational system of The Central Depository and Clearing Company Inc. as of 11 March 2024 (record date). The date from which shares will be traded without the right to dividend payments is 8 March 2024 (ex date). The dividend will be paid on 18 March 2024 (payment date).

Article 3

This Decision enter into force on the day of its issuance. "

Article 3

The following are in charge of the implementation of this Decision:

- Sector for Legal Affairs, as the holder of implementation
- Sector for Finance and Accounting.

This Decision shall be delivered to:

- Sector for Legal Affairs,
- Sector for Finance and Accounting,
- Sector for Marketing and Corporate Communications,
- Sector for Support to Management, Security Service and
- Sector for Information and Technology.

Article 4

There is no need for IT resources for the purpose of implementation of this Decision.

The deadline for the implementation of this Decision is 5 March 2024.

This Decision shall enter into force on the day of its adoption.

Explanation

Croatia osiguranje d.d. in the past years has been operating successfully, with a growing level of profit and high capital adequacy rates. The Company was continuously highly capitalized, despite disruptions in the financial markets, in a period of high inflation and natural disasters. The entry of the Republic of Croatia into the Eurozone additionally contributed positively to the above mentioned indicator.

Capital adequacy as of 30 September 2023 for the parent company was 337%, i.e. 293% at the consolidated level, and although a slight reduction of these ratios is expected at the end of 2023



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due to the effects of deferred taxes, capital adequacy is expected to be maintained at very high levels (at the parent company level above 300% and on a consolidated level above 270%).

Considering all of the above, we believe that the Company is able to pay dividends to its shareholders without disrupting the stability of operations and maintaining a high level of capital adequacy. Therefore, we propose the payment of a dividend in the total amount of 65,000,265.19 euros, or 151.27 euros per share.

Member of the Management Board

Luka Babić

President of the Management Board

Davor Tomašković