

NOTICE TO SHAREHOLDERS OF CROATIA osiguranje d.d.

- I. AGENDA OF THE 56TH GENERAL ASSEMBLY OF CROATIA osiguranje d.d.**
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Pursuant to the provision of Article 277 of the Companies Act and Article 33 of the Articles of Association of CROATIA osiguranje d.d. as of 31 May 2023, the Management Board, and the Supervisory Board of CROATIA osiguranje d.d. issued the Decision on Convocation of the 56th General Assembly and hereby invites the shareholders to the

**56th General Assembly of CROATIA osiguranje d.d.
to be held on 11 June 2024, at 10:00 hours
at the Company's head office in Zagreb, Vatroslava Jagića 33**

I. AGENDA OF THE 56TH GENERAL ASSEMBLY OF CROATIA osiguranje d.d.

The following agenda is determined for the 56th General Assembly:

- 1 Review of the Management report for 2023 and Statements on implementing corporate governance code
- 2 Review of the Supervisory Board's Report on Performed Supervision of Business Management of the Company for 2023
- 3 Review of the Annual Consolidated and Non-consolidated financial statements for 2023, jointly approved by the Management Board and the Supervisory Board of CROATIA osiguranje d.d., and related thereto the following:
 - a Issuing of Decision on the Utilization of Profit of CROATIA osiguranje d.d. realized in 2023
 - b Issuing of Decision on Granting Discharge to Members of the Management Board of CROATIA osiguranje d.d.
 - c Issuing of Decision on Granting Discharge to Members of the Supervisory Board of CROATIA osiguranje d.d.
- 4 Issuing of Decision on the Dividend payment from retained earnings
- 5 Issuing of Decision on approval of the Remuneration Report for 2023
- 6 Issuing of Decision on Appointment of Auditor of CROATIA osiguranje d.d. for 2024

- 7 Issuing of Decision on granting consent to legal transactions and increasing the share capital of the company Core 1 d.o.o. as per the Decision of the Management Board on the restructuring and reorganization of CROATIA osiguranje d.d.
- 8 Issuing of Decision on approval of the Management Board Remuneration Policy

II. PROPOSALS OF DECISIONS OF THE GENERAL ASSEMBLY

Ad 3 a Issuing of Decision on the Utilization of Profit of CROATIA osiguranje d.d. realized in 2023

Pursuant to the provision of Article 275, paragraph 1, item 2 of the Companies Act (Official Gazette No. 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 32 of the Articles of Association of CROATIA osiguranje d.d. as of 31 May 2023, the 56th General Assembly of CROATIA osiguranje d.d., held on 11 June 2024, issued the following

DECISION

on the Utilization of the Profit of CROATIA osiguranje d.d. realized in 2023

Article 1

It is established that CROATIA osiguranje d.d. realized a profit (after taxation) in the amount of 46,879,800.48 euro for the year ending on 31 December 2023.

Article 2

Realized profit after taxation shall be allocated to:

1. Legal reserves	4,040.61 eura
2. Dividend	33,824,493.37 eura
3. Retained earnings	13,051,266.50 eura

Article 3

On the basis of the rights belonging to the shareholders of the preference shares, CROATIA osiguranje d.d. has reserved the amount of 130,200.00 euro for the payment of the preference shares dividend in the Statement of comprehensive income for the year ended 31 December 2023.

Article 4

Total amount for dividend payment to Company's shareholders who are holders of ordinary shares marked CROS-R-A (CROS) and preference shares marked CROS-P-A (CROS2) is 33,954,693.37 euro or 79.02 euro per share. 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 10 July 2024 (record date). The date from which shares will be traded without the right to dividend payments is 9 July 2024 (ex date). The dividend will be paid on 8 August 2024 (payment date).

Article 5

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

Ad 3 b Issuing of Decision on Granting Discharge to Members of the Management Board of CROATIA osiguranje d.d.

Pursuant to the provision of Article 275, paragraph 1, item 4 and Article 276 of the Companies Act (Official Gazette No. 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 32 of the Articles of Association of CROATIA osiguranje d.d. as of 31 May 2023, the 56th General Assembly of CROATIA osiguranje d.d., held on 11 June 2024, issued the following

DECISION

on Granting Discharge to Members of the Management Board of CROATIA osiguranje d.d.

It is determined that the Management Board of CROATIA osiguranje d.d. had the following members in 2023:

- 1 Davor Tomašković, Chairman of the Management Board*
- 2 Robert Vučković, Member of the Management Board*
- 3 Vančo Balen, Member of the Management Board*
- 4 Luka Babić, Member of the Management Board*

The 56th General Assembly approves the work of the Management Board in 2023 and grants discharge to the members of the Management Board of CROATIA osiguranje d.d.

Ad 3 c Issuing of Decision on Granting Discharge to Members of the Supervisory Board of CROATIA osiguranje d.d.

Pursuant to the provision of Article 275, paragraph 1, item 4 and Article 276 of the Companies Act (Official Gazette No. 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 32 of the Articles of Association of CROATIA osiguranje d.d. as of 31 May 2023, the 56th General Assembly of CROATIA osiguranje d.d., held on 11 June 2024, issued the following

DECISION

on Granting Discharge to Members of the Supervisory Board of CROATIA osiguranje d.d.

It is determined that the Supervisory Board of CROATIA osiguranje d.d. had the following members in 2023:

- 1 Roberto Škopac, Chairman of the Supervisory Board,*
- 2 Željko Lovrinčević, Vice Chairman of the Supervisory Board,*
- 3 Vitomir Palinec, Member of the Supervisory Board,*
- 4 Hrvoje Patajac, Member of the Supervisory Board,*
- 5 Zoran Barac, Member of the Supervisory Board,*
- 6 Hrvoje Šimović, Member of the Supervisory Board,*
- 7 Pero Kovačić, Member of the Supervisory Board.*

The 56th General Assembly approves the work of the Supervisory Board in 2023 and grants discharge to the members of the Supervisory Board of CROATIA osiguranje d.d.

Ad 4 Issuing of Decision on the Dividend payment from retained earnings

Based on the proposal of the Management Board and the Supervisory Board of the Company, the 56th General Assembly of CROATIA osiguranje d.d. held on 11 June 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 37.35 euros per share, from the retained earnings realized in the year 2022.

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 10 July 2024 (record date). The date from which shares will be traded without the right to dividend payments is 9 July 2024 (ex date). The dividend will be paid on 8 August 2024 (payment date).

Article 3

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

Ad 5 Issuing of Decision on approval of the Remuneration Report for 2023

Pursuant to the provision of Article 275, paragraph 1, item 3 and Article 276.a of the Companies Act (Official Gazette No. 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 32 of the Articles of Association of CROATIA osiguranje d.d. as of 31 May 2023, the 56th General Assembly of CROATIA osiguranje d.d. held on 11 June 2024, issued the following

DECISION on approval of the Remuneration Report for 2023

Article 1

Remuneration Report for 2023 is approved in the text that was published as the Attachment No. 1 to the Invitation to this General Assembly, together with Auditor Report, and which make an integral part of this Decision.

Article 2

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

Ad 6 Issuing of Decision on Appointment of Auditor of CROATIA osiguranje d.d. for 2024

Pursuant to the provision of Article 275, paragraph 1, item 5 of the Companies Act (Official Gazette No. 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 32 of the Articles of Association of CROATIA osiguranje d.d. as of 31 May 2023, the 56th General Assembly of CROATIA osiguranje d.d., at the proposal of the Supervisory Board, held on 11 June 2024 issued the following

DECISION on Appointment of Auditor of CROATIA osiguranje d.d. for 2024

Article 1

For the auditor of CROATIA osiguranje d.d. for the year 2024, Deloitte d.o.o., Radnička cesta 80, Zagreb, OIB: 11686457780, is appointed to audit the financial statements for the year 2024.

Article 2

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

Ad 7 Issuing of Decision on granting consent to legal transactions and increasing the share capital of the company Core 1 d.o.o. as per the Decision of the Management Board on the restructuring and reorganization of CROATIA osiguranje d.d.

Pursuant to the provision of Article 552, paragraph 1, of the Companies Act (Official Gazette No. 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 32 of the Articles of Association of CROATIA osiguranje d.d. as of 31 May 2023, the 56th General Assembly of CROATIA osiguranje d.d., held on 11 June 2024 issued the following

DECISION

on granting consent to legal transactions and increasing the share capital of the company Core 1 d.o.o. as per the Decision of the Management Board on the restructuring and reorganization of CROATIA osiguranje d.d.

Article 1

It is established that the company CROATIA osiguranje d.d., headquartered in Zagreb (City of Zagreb), Vatroslava Jagića 33, registered with the Commercial Court in Zagreb under MBS 080051022, OIB: 26187994862 (hereinafter referred to as: CROATIA osiguranje), holds the sole business share in the company Core 1 d.o.o., Zagreb (City of Zagreb), Miramarska cesta 22, registered with the Commercial Court in Zagreb under MBS 081039069, OIB: 79593457639 (hereinafter referred to as: Core 1), in the nominal amount of 20,000.00 Croatian kunas (in words: twenty thousand kunas).

Article 2

The General Assembly consents to the conclusion of real estate purchase agreements between the company CROATIA osiguranje, as the seller, and the company Core 1, as the buyer, concerning the real estate properties from the investment portfolio of CROATIA osiguranje contained in Table 1, which includes the following elements: serial number, city, address, type of space, name of court/land registry department, land registry entry number, cadastral municipality, cadastral plot, ownership share, purchase price. Table 1 is attached to this Decision and is an integral part thereof.

The drafts of real estate purchase and sale contracts are marked with ordinal numbers from 1 to 106 and are published on the website of CROATIA osiguranje.

The Management Board of CROATIA osiguranje is authorized to sign all documentation related to the subject of real estate purchase, including any amendments and supplements to the agreements for their registration in land registers and cadastres, without the right to change essential elements of the contracts, as well as to issue tabular statements regarding changes in ownership.

Article 3

The General Assembly consents to the conclusion of a Loan Agreement between the company CROATIA osiguranje, as the lender, and the company Core 1, as the borrower, in the amount of 4,067,550.00 EUR (in words: four million sixty-seven thousand five hundred fifty euros).

The draft of Loan Agreement has been published on the website of CROATIA osiguranje company.

Article 4

The General Assembly consents to the increase of the share capital of the company Core 1 by the amount of 41,997,350.00 EUR (in words: forty-one million nine hundred ninety-seven thousand three hundred fifty euros), through the increased contribution of the sole member for the existing business share in money.

Article 5

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

Ad 8 Issuing of Decision on approval of the Management Board Remuneration Policy

Pursuant to the provision of Article 275, paragraph 1, item 3 of the Companies Act (Official Gazette No. 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, 18/23, 130/23), and Article 32 of the Articles of Association of CROATIA osiguranje d.d. as of 31 May 2023, the 56th General Assembly of CROATIA osiguranje d.d., at the proposal of the Supervisory Board, held on 11 June 2024, issued the following

DECISION

on approval of the Management Board Remuneration Policy

Article 1

The Management Board Remuneration Policy is approved in the text that was published as the Attachment No 2 to the Invitation to this General Assembly, and which makes an integral part of this Decision.

Article 2

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

III. EXPLANATION OF GENERAL ASSEMBLY DECISIONS

Hereinafter, the Management Board and the Supervisory Board provide explanations and recommend voting in favour of decision proposals.

Explanation for the shareholders pursuant to Article 280.a, paragraph 1, item 2 of the Companies Act

Pursuant to the obligation from Article 280a, paragraph 1, item 2 of the Companies Act, CROATIA osiguranje d.d. informs its shareholders that based on article 300 d by the Companies Act, Management Board and Supervisory Board of the CROATIA osiguranje d.d. determined the Consolidated and Non-consolidated Financial Statements for 2023, that Supervisory Board examined Management Report for 2023 under which by the Company Act represent Annually status report of the Company and of the Group, as well as the Statement on the application/implementation of the Code of Corporate Governance. The General Assembly need not issue a decision thereon, but the said reports and statements are simply to be submitted by the Company to the General Assembly.

Pursuant to the obligation from Article 280a, paragraph 1, item 2 of the Companies Act, CROATIA osiguranje d.d. informs its shareholders that, pursuant to Article 263, paragraph 3 and Article 300c of the Companies Act, as well as Article 26, paragraph 1, item 4 of the Articles of Association of CROATIA osiguranje d.d., the Supervisory Board is to submit its Report on Performed Supervision of Business Management of the Company for 2023 to the General Assembly, and that the General Assembly need not issue a decision thereon.

Explanation of the Decision on the Utilization of Profit of CROATIA osiguranje d.d. realized in 2023

The Management Board and the Supervisory Board of the Company propose to the General Assembly the adoption of a Decision on the utilization of the profit realized in 2023 for the following purposes:

- 1) Legal reserves - in accordance with Article 222 of the Companies Act, which stipulates that all companies have an obligation to allocate one-twentieth of the profit (5%) to legal reserves until they reach 5% of the company's share capital. As of December 31, 2023, the company's legal reserves amount to EUR 3,992,141.49, and 5% of the company's share capital amounts to EUR 3,996,182.10. Therefore, the Company needs to allocate EUR 4,040.61 to legal reserves for the year 2023, of which EUR 159.91 is for life insurance and EUR 3,880.70 is for non-life insurance.
- 2) Dividend - According to Article 11 of the Statute of CROATIA osiguranje d.d., the Company is obligated to pay a dividend for 8,750 preferred shares at a rate of 8% of the nominal value of the shares, amounting to EUR 130,200.00 for the year 2023. Additionally, since Croatia osiguranje d.d. has been operating successfully in recent

years, with increasing profits and high levels of capital adequacy, both at the Company level and at the Group level, and it is expected that capital adequacy will be maintained above 200% during 2024, it is proposed to allocate a portion of the net profit realized in 2023 for the payment of dividends in the amount of EUR 33,824,493.37. The total proposed amount for the payment of dividends to the Company's shareholders who hold regular shares with the CROS-R-A designation (CROS) and preferred shares with the CROS-P-A designation (CROS2) amounts to EUR 33,954,693.37, or EUR 79.02 per share.

- 3) Retained earnings - the remaining amount of EUR 13,051,266.50 will be distributed to retained earnings.

Explanation of the Decision on Granting Discharge to Members of the Management Board of CROATIA osiguranje d.d.

Pursuant to provisions of Article 275, paragraph 1, item 4 and Article 276 of the Companies Act and Article 32 of the Articles of Association of CROATIA osiguranje d.d., as well as the Reports from the Supervisory Board about performed supervision on managing Company's Business for 2023 and evaluation of work activities performed by the Management Board, it is proposed that a decision be issued by means of which the 56th General Assembly approves the work of members of the Management Board in 2023 and grants discharge to members of the Management Board of CROATIA osiguranje d.d.

Explanation of the Decision on Granting Discharge to Members of the Supervisory Board of CROATIA osiguranje d.d.

Pursuant to provisions of Article 275, paragraph 1, item 4 and Article 276 of the Companies Act and Article 32 of the Articles of Association of CROATIA osiguranje d.d., it is proposed that a decision be issued by means of which the 56th General Assembly approves the work of members of the Supervisory Board in 2023 and grants discharge to members of the Supervisory Board of CROATIA osiguranje d.d.

Explanation of the Decision on the Dividend payment from retained earnings

CROATIA osiguranje d.d. has been operating successfully in recent years, with a growing level of profit and high capital adequacy ratios, both at the company level and within the Group, despite disruptions in financial markets, periods of high inflation, and natural disasters. The Republic of Croatia's entry into the eurozone has further positively contributed to this indicator.

Considering all the above, we believe that the Company is able to pay dividends to its shareholders without disrupting the stability of operations and while maintaining a high level of capital adequacy at the level of the Company and the Group, which is expected to be maintained above the level of 200 during 2024 %. Therefore, we propose to pay a dividend in the total amount of EUR 16,049,146.52, or EUR 37.35 per share.

Explanation of the Decision on approval of the Remuneration Report for 2023

Provision of Article 272r of the Companies Act prescribes the obligation of the management and supervisory board of the company, whose shares are included in the regulated market for trading, to compose ones a year a clear and understandable report on all remunerations the company paid or obliged to pay to each current and former member of the management and supervisory board during the last business year. The said report, in accordance with legal provisions, is to be examined by the auditor, who also examines the annual financial reports of the company, and the said auditor report is to be enclosed to the remuneration report.

The Appointment and Remuneration Committee reviewed the Remuneration report for 2023 and proposed to the Supervisory Board of CROATIA osiguranje d.d. to adopt the said report and submit it to the General Assembly of CROATIA osiguranje d.d. for approval.

The said report is composed in accordance with the provision of the Article 272r of the Companies Act and audited by the independent auditor and therefore the Management Board and the Supervisory Board of CROATIA osiguranje d.d. adopted the said report and propose to the General Assembly of CROATIA osiguranje d.d. to issue the decision on approval of the said report.

Explanation of the Decision on Appointment of Auditor of CROATIA osiguranje d.d. for 2024

Audit Committee of the CROATIA osiguranje d.d. on its 14th session held on 5 April 2024 voted unanimously and gave recommendation to the Supervisory Board in terms of determining proposal to the General Assembly for appointment of Auditor of CROATIA osiguranje d.d. recommending the company Deloitte d.o.o., PIN 11686457780, Zagreb, Radnička cesta 80, for the audit of financial reports for the year 2024.

It is established that for the submitting recommendation to the Supervisory Board for appointing official auditor for 2024, there was no influence from third parties and that to the Auditors Committee no clause has been imposed or arranged with third parties that could prevent or limits selection of the General Assembly of Shareholders of the Company CROATIA osiguranje d.d. on specific categories or list of authorized auditors or auditors companies in relation of appointing certain authorized auditor or auditor company for carrying out statutory audit.

Pursuant to the provisions of the Companies Act, and given recommendation by the Audit Committee, the Supervisory Board established a proposal for a Decision by which the auditor of CROATIA osiguranje d.d. for the year 2024.

Explanation of the Decision on granting consent to legal transactions and increasing the share capital of the company Core 1 d.o.o. as per the Decision of the Management Board on the restructuring and reorganization of CROATIA osiguranje d.d.

CROATIA osiguranje d.d. (hereinafter: CROATIA osiguranje) is a leading insurance company in the Republic of Croatia with a significant presence in the region, with the main activity of non-life and life insurance and reinsurance. In the previous operations, CROATIA osiguranje dealt with the management of real estate owned by it, as one of its activities. The management of CROATIA osiguranje recognizes the market potential of real estate management, which includes, but is not limited to the acquisition, development, use and possible sale of real estate, as separate highly specialized market activities, and all of this is achieved through the optimization process of the Company's investment real estate management, and the described is achieved by concluding a contract on the purchase and sale of real estate with the company Core 1 d.o.o. (hereinafter: Core 1).

The company Core 1 was founded in 2016, the only member of which is the company CROATIA osiguranje, which holds 100% of the business shares, and in its past operations it has specialized in the management of real estate it owns.

The goal of optimizing real estate management is to achieve greater efficiency in the operational management of investment real estate and the ability to focus on the core activity of real estate management. In accordance with the above, by carrying out the optimization procedure of the Company's investment properties, business assumptions are formed for the creation of added value for CROATIA osiguranje group, with the consequent increase in income and profit from real estate business.

In terms of the above, the Company's Management Board adopted a Decision on the restructuring and reorganization of CROATIA osiguranje on March 27, 2024 (hereinafter: the Decision). The Decision in question approved the conclusion of 106 real estate sales contracts between the Company, as the seller, and the Core 1 company, as the buyer, the increase of the core capital of the Core 1 company by the amount of EUR 41,997,350.00 by paying the increased contribution of the only member for the existing business share in money, and conclusion of the Loan Agreement between the Company, as lender, and Core, as borrower, in the total amount of EUR 4,067,550.00.

In accordance with the provisions of Article 552 of the Companies Act, legal transactions from the Decision, as well as the increase in share capital, are subject to approval by the General Assembly.

In conclusion, on the Company's website www.crosig.hr, contracts for the sale of real estate between CROATIA osiguranje as the seller and Core 1 company as the buyer, marked with serial

numbers from 1 to 106, Table 1 as well as the Loan Agreement between CROATIA osiguranje as the lender and Core 1 company as the borrower, are available to all shareholders.

Explanation of the Decision on approval of the Management Board Remuneration Policy

Pursuant to provisions on Articles 247.a and 276.a of the Companies Act, the Supervisory Board is obliged to determine the Remuneration Policy for members of the Management Board and submit it to the General Assembly for approval at least once every four years, and whenever it undergoes significant changes.

The General Assembly approved the Remuneration Policy for members of the Management Board in 2020 at the held 48th General Assembly of the Company.

The Nomination and Remuneration Committee, at its 12th meeting held on April 8, 2024, unanimously recommended to the Supervisory Board to adopt the Remuneration Policy for members of the Management Board and submit it to the General Assembly of CROATIA osiguranje d.d. for approval.

In accordance with the given recommendation of the Nomination and Remuneration Committee, the Supervisory Board adopted the Policy at its 25th meeting held on April 8, 2024, and proposes the adoption of a decision approving the said policy.

IV. NOTICE TO SHAREHOLDERS AND INSTRUCTIONS FOR PARTICIPATION AND EXERCISING VOTING RIGHTS

APPLICATION

Shareholders who wish to participate in the General Assembly are obliged to apply for participation in writing. The application is to be submitted directly at the Company's head office or sent by registered mail to the following address: CROATIA osiguranje d.d., Legal Department, Vatroslava Jagića 33, 10000 Zagreb (with the wording: Application for General Assembly), six days prior to the General Assembly being held.

The said deadline of 6 days does not include the day when the application is received by the Company, or the day of the General Assembly session, i.e. the right to participate and vote in the General Assembly shall be granted to those shareholders whose application is received at the above stated address on 4 June 2024 at the latest, and who are registered as shareholders of CROATIA osiguranje d.d. with the Central Depository and Clearing Company (CDCC) on that same day.

If the shareholder is a legal person, the application form shall be certified by its usual stamp and signed by an authorized person, with the excerpt from the court register enclosed. If the shareholder is a natural person, the application form shall be signed by him/her personally. The application form is available to all shareholders at the Company's website www.crosig.hr.

POWER OF ATTORNEY

A shareholder fills out the power of attorney by writing down the correct name/company name of a legal person, its seat, personal identification number (PIN) and the account number with CDCC, or the correct name and family name of a natural person, their address, personal identification number (PIN) and the account number with CDCC. When the shareholder appoints a proxy, the power of attorney form should contain the following data written in capital letters on the line provided for that purpose: name and family name of the proxy, personal identification number (PIN) as well as his/her residence/address. If the shareholder is a legal person, the power of attorney shall be certified by its usual stamp and signed by an authorized person, with the excerpt from the court register enclosed.

If the shareholder is a natural person, the power of attorney shall be signed either in the presence of an authorized employee of the Legal Department at the Head Office of CROATIA osiguranje d.d. prior to the General Assembly meeting, or the signature has to be certified by a Notary Public.

Please send the filled out power of attorney for shareholder's representation at the General Assembly enclosed with the application for participation in the General Assembly. The power of attorney form, with detailed explanations on how it should be filled out, is available to all shareholders at the Company's website www.crosig.hr.

Proof of appointment of a proxy (a scan of the signed power of attorney) may also be sent by e-mail to: gs@crosig.hr, whereas the original is to be submitted to the authorized employees of the Company on the day of the General Assembly meeting.

MATERIALS FOR GENERAL ASSEMBLY

This invitation, together with the application form, power of attorney form and all the materials for the 56th General Assembly shall be available to the shareholders at the Company's website www.crosig.hr from the day of publication of this invitation on the website of the Court Register. All the materials for the 56th General Assembly of CROATIA osiguranje d.d. shall also be available at the Company's registered head office, in the Legal Department.

PROPOSING NEW AGENDA ITEMS

Shareholders who jointly hold a twentieth of the share capital of the Company have the right to request that an additional item be included in the agenda of the General Assembly, whereupon the new agenda item should be accompanied by an explanation and respective decision proposal.

Such request has to be received by the Company at least 30 days prior to the General Assembly meeting. This deadline does not include the day the request is received by the Company.

SHAREHOLDERS' COUNTERPROPOSALS

Shareholders' counterproposals to the proposals of the Management Board and the Supervisory Board of the Company, relating to a particular agenda item, submitted with names and surnames of the shareholders and an accompanying explanation, as well as the shareholders' proposals regarding the appointment of Supervisory Board members or appointment of the Company's auditor, submitted without an explanation, have to be received at the Company at least 14 days prior to the day of General Assembly meeting. The date on which such counterproposals are received by the Company shall not be included in this 14-day deadline. If a shareholder does not exercise this right, he/she shall still be entitled to make counterproposals at the General Assembly meeting.

RIGHT TO INFORMATION

At the General Assembly meeting, the Management Board is obliged to provide information about the Company's operations to any shareholder at his/her request, in case this information is necessary to judge the issues included in the agenda. However, such information may be withheld due to the reasons defined in the Companies Act.

GENERAL INFORMATION FOR SHAREHOLDERS

CROATIA osiguranje d.d. informs the shareholders that, at the moment of issuing the Decision on Convocation of the 56th General Assembly, the share capital of CROATIA osiguranje d.d. is divided in 429,697 shares in nominal value of EUR 186.00, of which 307,598 are ordinary registered shares of the 1st issue, marked CROS-R-A; 113,349 are ordinary registered shares of the 2nd issue, marked CROS-R-A; and 8,750 are preference registered shares of the 1st issue, marked CROS-P-A, with each share entitling to one vote.

Pursuant to Article 277, paragraph 4, item 4 of the Companies Act, CROATIA osiguranje d.d. informs the shareholders that all information pursuant to Article 280a of the Companies Act is available at the Company's website www.crosig.hr.

The participants are invited to arrive at the General Assembly meeting 30 minutes prior to its scheduled beginning, so that the list of participants can be made in a timely manner. Pursuant to the Articles of Association of CROATIA osiguranje d.d., the General Assembly cannot adopt valid decisions unless attended by shareholders whose shares represent a half of the total share capital of the Company. In case the quorum is not met, pursuant to the provision of Article 36, paragraph 2 of the Articles of Association of CROATIA osiguranje d.d., the next General Assembly meeting shall be held on 11 June 2024, at 15:00 hours, with the same agenda and at the same venue, and this General Assembly shall be able to adopt valid decisions notwithstanding the amount of the share capital represented. Granted powers of attorney will be valid for this General Assembly as well.

In Zagreb, 10 April 2024

Member of the Management Board

Luka Babić



CROATIA osiguranje d.d.

Chairman of the Management Board

Davor Tomašković

