

ATLANTIC GRUPA d.d.
Miramarska 23
10 000 Zagreb

SECURITY: ATGR / ISIN: HRATGRRRA0003
3ATG2 / ISIN: HRATGRO25CA5
LEI: 3157002G3ENYCZEB1A25
HOME MEMBER STATE: Croatia
REGULATED MARKET SEGMENT: Prime Market of the Zagreb Stock Exchange

Zagreb, 24 April 2024

- **regulated information (holding of the general assembly)**

Notice on held sessions of the Management Board, Supervisory Board, convocation of the General Assembly of the Company and change of the date of the next session of the Supervisory Board

Pursuant to Articles 133 and 135 of the Zagreb Stock Exchange Rules, Atlantic Grupa d.d. (hereinafter: the Company) hereby announces that on:

- 23 April 2024, the session of the Company's Management Board was held, during which the consolidated and unconsolidated financial statements of the Company for the first quarter of 2024 were considered and the proposal for the dividend distribution and other decision proposals were adopted and submitted to the Company's Supervisory Board;
- 23 April 2024, the session of the Company's Supervisory Board was held, during which the Supervisory Board approved the audited non-consolidated and consolidated annual financial statements of the Company for 2023, adopted the Management Board's proposal of the decision on the distribution of dividends, the Supervisory Board's Report on the performed supervision of the Company's business operations management for the business year 2023, as well as other decision proposals that will be submitted to the Company's General Assembly for adoption.

In addition to the decision proposals that give an overview of the Company's business activities in the previous year, such as deciding on issuing the note of release to members of the Management Board and the Supervisory Board and the Report on the remuneration of members of the Management Board and the Supervisory Board in the previous year, the Supervisory Board accepted the proposal for adopting the decision on the distribution of dividends. It proposes to distribute the dividend in the amount of EUR 1.2 per share to the shareholders of the Company, in proportion to the number of shares held by each shareholder. The dividend shall be paid from the retained earnings of the Company realised in the business year 2021. The proposal covers the distribution of dividends to shareholders of the Company registered as such in the depository of the



Central Depository and Clearing Company on 05 July 2024 (record date), the date from which the Company shares will be traded without the right to dividend payment is 04 July 2024 (ex date), and the proposed dividend payment date is 12 July 2024 (payment date).

Pursuant to Article 463, paragraph 4 of the Capital Market Act, the Company announces that the audited non-consolidated and consolidated annual financial statements of the Company for 2023, as publicly disclosed in accordance with Article 462, paragraph 1 of the Capital Market Act, were approved in full and with the same content by the Supervisory Board as the competent body of the Company at the session held on 23 April 2024. The decision of the Company's Supervisory Board on approving annual reports of the Company, the Management Board's proposal on the use of retained earnings, the Supervisory Board's proposal on the use of retained earnings and the Report on the performed supervision of the Company's business operations management for the business year 2023 constitute an attachment to this announcement.

The General Assembly of the Company shall be scheduled for 27 June 2024. The invitation to the General Assembly along with the decisions proposed for adoption, shall be published within the deadlines and in the manner prescribed by law.

The consolidated and non-consolidated financial statements of the Company for the first quarter of 2024, shall be published within the deadlines prescribed by law and the disclosed schedule of the announcements of financial results of the Company.

Finally, in line with the decision of the Supervisory Board, session of the Supervisory Board scheduled for 17 and 18 June 2024 is moved to a new date, that is 26 and 27 June 2024.

Atlantic Grupa d.d.

Pursuant to Article 300. d and in line with the Article 300. c of the *Companies Act*, the Supervisory Board on its Session held on 23 April 2024 adopted the following:

DECISION

I The Supervisory Board hereby approves the 2023 ANNUAL REPORT of Atlantic Grupa d.d. that also includes the following:

1. Annual Financial Statements for the Year 2023, non-consolidated and consolidated, consisting of the Statement of Financial Position (Balance Sheet), Income Statement, Statement of Other Comprehensive Income, Statement of Cash Flow, Statement of Changes in Equity and Notes to Financial Statements;

2. Report on the performed audit by Ernst & Young d.o.o. from Zagreb and Kulić i Sperk Revizija d.o.o. from Zagreb;

3. Annual Management Report on the Company's status / Management Report Atlantic Grupa d.d.

II Pursuant to Article 300. d of the Companies Act, by granting approval as stated in point I of this Decision, the 2023 Annual Financial Statements of Atlantic Grupa d.d. are considered to be approved both by the Management Board and by the Supervisory Board.



Zoran Vučinić
Chairman of the Supervisory Board

Pursuant to Article 300b of the Companies, on its Session held on 23 April 2024 the Management Board adopted the following

**DECISION
ON USE OF RETAINED EARNINGS OF THE COMPANY REALISED IN THE
PREVIOUS BUSINESS YEARS**

1. In the business year ending on 31 December 2023, Atlantic Grupa has realised a consolidated net income after minority interests in the amount of EUR 31,209,653.00, while Atlantic Grupa d.d. (hereinafter: the Company) has realised the net loss of EUR 833,439.89.
2. The net loss of the Company from the business year 2023 in the amount of EUR 833,439.89 shall be covered from the retained (undistributed) profit of the Company realised in 2021.
3. The dividend in the amount of EUR 1.20 per share shall be distributed to the shareholders of the Company in proportion to the number of shares held by each shareholder. The dividend shall be paid from the retained earnings of the Company realised in the business year 2021.
4. The dividend shall be paid to all shareholders of the Company registered as such in the depository of the Central Depository and Clearing Company on 05 July 2024 (record date). The date on which the Company shares will be traded without the right to dividend payment shall be 04 July 2024 (ex date). The claim for dividend payment shall become due on 12 July 2024 (payment date).



Emil Tedeschi
President of the Management Board



Pursuant to Article 220 of the *Companies Act* (OG 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), Article 9 of the *Articles of Association* of Atlantic Grupa d.d. (hereinafter: the Company) and the proposal of the Company Management Board, the Supervisory Board proposes to the General Assembly to, on 27 June 2024, adopt the following

**DECISION
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A handwritten signature in blue ink, appearing to read "Zoran Vučinić", with a stylized flourish at the end.

Zoran Vučinić
Chairman of the Supervisory Board



Pursuant to Article 263 and Article 300c of the *Companies Act*, the *Articles of Association* of Atlantic Grupa d.d., Articles of the *Code of the Corporate Governance* of the Zagreb Stock Exchange and the Croatian Financial Services Supervisory Agency, the Supervisory Board of Atlantic Grupa d.d. (Atlantic Grupa d.d. hereinafter also referred to as: the Company) submits to the General Assembly the following

REPORT

ON THE PERFORMED SUPERVISION OF THE COMPANY'S BUSINESS OPERATIONS MANAGEMENT IN THE YEAR 2023

The Supervisory Board of Atlantic Grupa d.d. (hereinafter referred to as: the Supervisory Board), pursuant to the powers conferred by the provisions of the *Company Act*, the *Articles of Association* of Atlantic Grupa d.d., the *Rules of Procedure of the Supervisory Board* and the *Code of the Corporate Governance* of the Zagreb Stock Exchange and the Croatian Financial Services Supervisory Agency, continually performed supervision of business operations of Atlantic Grupa d.d. in the period from 01 January 2023 to 31 December 2023. Through its supervision, the Supervisory Board concluded that in 2023 Atlantic Grupa d.d. has operated in accordance with the Law, the Company's acts, and decisions of the General Assembly.

In 2023, Supervisory Board functioned in the composition of 9 members:

Zoran Vučinić (Chairman),
Siniša Petrović (Vice Chairman),
Zdenko Adrović (member),
Lars Peter Elam Håkansson (member),
Franz-Josef Flosbach (member),
Vesna Nevistić (member),
Aleksandar Pekeč (member),
Monika Elisabeth Schulze (member),
Anja Svetina Nabergoj (member),
(as on 31 December 2023).

In 2023 the Supervisory Board held four sessions in which it discussed issues and reached decisions and conclusions on matters pertaining to the functioning and business operations of the Company and its affiliates. The Supervisory Board was duly informed by the Management Board of all business events of greater importance, the course of business operations, revenues and expenditures, as well as the general status of the Company. The Management Board regularly submitted to the Supervisory Board quarterly, semi-annual and annual written reports on business operations to which the Supervisory Board had no objections and which were

unanimously adopted. The Supervisory Board has performed supervision of the Company's activities in line with the decisions adopted by the Company's General Assembly and concluded that the Company acted entirely in conformity with decisions of the General Assembly. The Supervisory Board used its counsel and recommendations to influence the Company's activities which marked the business year of 2023 (defining the strategy of Atlantic Grupa, green transformation, digital transformation, consideration of acquisitions, launching new brands) and discussed in details the Annual Business Plan for 2024.

Three Committees were established, whose activities assist the operation and functioning of the Company's Supervisory Board, namely: the Audit Committee, the Leadership Development and Compensation Committee and the Public Responsibility and Corporate Governance Committee. Each Committee has at least three members.

The Audit Committee is chaired by Franz-Josef Flosbach, while Zdenko Adrović and Lars Peter Elam Håkansson, who joined the Committee on 3 November 2023 in place of the former Committee member Vesna Nevistić, were appointed as members from the ranks of the Supervisory Board. The Committee held two sessions throughout 2023.

The Public Responsibility and Corporate Governance Committee is chaired by Siniša Petrović, Monika Elisabeth Schulze and Anja Svetina Nabergoj were appointed from the ranks of Supervisory Board members, while Nina Tepeš was appointed as the external expert. The Committee held four sessions throughout 2023.

The Leadership Development and Compensation Committee is chaired by Aleksandar Pekeč, Zoran Vučinić and Vesna Nevistić, who joined the Committee on 3 November 2023 in place of the former Committee member Lars Peter Elam Håkansson, were appointed from the ranks of Supervisory Board members, while Zoran Sušanj was appointed as the external expert. The Committee held three sessions throughout 2023.

Within the legal timeframe, prescribed in Article 300c of the *Companies Act*, the Supervisory Board reviewed the annual financial statements of Atlantic Grupa d.d. and its affiliates for the year ended on December 31st, 2023 together with the report of an independent auditors Ernst & Young d.o.o., Radnička cesta 50, Zagreb and Kulić and Sperk revizija d.o.o., Radnička cesta 50, Zagreb, submitted by the Management Board. Supervisory Board has determined that they were drafted in accordance with the situation established in the financial records of Atlantic Grupa d.d. and its affiliates and that they realistically and objectively present the financial status and the results of business operations of Atlantic Grupa d.d. and its affiliates. In accordance with such findings, the Supervisory Board agrees with the annual financial statement for 2023 and the independent auditor's report and thereby, pursuant to Article 300d of the *Companies Act*, the Management and Supervisory Board have affirmed the annual financial statements of the Company. The integral parts of the annual financial statement of Atlantic Grupa d.d. for the year ended on December 31st, 2023 are:

- Income statement of Atlantic Grupa d.d.
- Balance sheet of Atlantic Grupa d.d.
- Cash flow statement of Atlantic Grupa d.d.
- Statement of changes in equity of Atlantic Grupa d.d.

- Notes to the financial statements of Atlantic Grupa d.d.
- Income statement of Atlantic Grupa d.d. and its affiliates
- Balance sheet of Atlantic Grupa d.d. and its affiliates
- Cash flow statement of Atlantic Grupa d.d. and its affiliates
- Statement of changes in equity of Atlantic Grupa d.d. and its affiliates
- Notes to the financial statements of Atlantic Grupa d.d. and its affiliates
- Auditor's report on the performed audit of the audit companies Ernst & Young d.o.o. and Kulić and Šperk revizija d.o.o.

The Supervisory Board reviewed the annual report of the Management Board on the status of the Company for 2023 and determined that it accurately and objectively presents the current business situation and status of the Company. In accordance with such findings, the Supervisory Board has accepted the Management Board's report on the status of the Company for 2023.

The Management Board presented to Supervisory Board a Proposal of the Decision on the use of retained earnings of the Company realised in previous business years. The Supervisory Board agrees with the proposal of the Decision of the Management Board of Atlantic Grupa d.d. and, therefore, such proposal of the decision will be submitted to the General Assembly of Atlantic Grupa d.d. for adoption.

Pursuant to all of the above, the Supervisory Board submits this report to the General Assembly with a motion that the General Assembly makes decisions under its competence in conformity with the proposals of the Management and Supervisory Board.



Zoran Vučinić
Chairman of the Supervisory Board