



Issuer: **Čakovečki mlinovi, Inc., Čakovec, Mlinska ulica 1**  
Type of information: **Other information that is not regulated information**  
Unique identifier (LEI): **7478000050QHZTAWQ134**  
Issuer's member state: **Croatia**  
ISIN: **HRCKMLRA0008**  
Ticker **CKML-R-A**  
Regulated marked segment: **Official Market of the Zagreb Stock Exchange**  
**\*\*\***  
ISIN: **HRCKMLRB0007**  
Share Ticker: **CKML-R-B**  
Not Listed on the Official Market of the Zagreb Stock Exchange

Zagreb Stock Exchange Inc.  
Croatian Financial Services Supervision Agency (HANFA)  
Official Register of Prescribed Information (SRPI)  
Croatian News Agency (HINA-OTS service)  
The Company's website

## MANAGEMENT BOARD

Ref. No. 01-05-471-1/2025  
Čakovec, 27 June 2025

Pursuant to Article 277, paragraph 2 of the Companies Act (Official Gazette Nos. 152/11 – consolidated text, 111/12, 68/13, 110/15, 40/19, 34/22, 114/22, 18/23, 130/23, 136/24; hereinafter: Companies Act) and Article 32, paragraphs 1 and 3 of the Articles of Association of Čakovečki mlinovi Inc. for the production and trade of food products, Čakovec, Mlinska ulica 1 (hereinafter: Company), the Management Board of the Company, on 27 June 2025, adopts the Decision on Convening the General Assembly of the Company and in connection therewith publishes the following

## INVITATION

The General Assembly of Čakovečki mlinovi Inc., Čakovec, Mlinska ulica 1 is convened and shall, based on the decision of the Management Board of Čakovečki mlinovi Inc., be held on 18 August 2025 at 14:00 hours at the premises of the affiliated company ZAGREBAČKE PEKARNE KLARA Inc., Utinjska ulica 48, Zagreb.  
The following Agenda is determined and published:

1. Opening of the General Assembly and Report of the Verification Committee
2. Consideration of:
  - a) Annual financial statements for 2024, Decision of the Supervisory Board on the approval of said statements
  - b) Management Board Report on the Company's position for 2024
  - c) Supervisory Board Report on the supervision of the management of the Company's business for 2024
  - d) Auditor's Report for 2024
3. Adoption of the Decision on the allocation of profit for 2024
4. Adoption of the Decision on dividend payment
5. Adoption of the Decision on granting discharge to the members of the Management Board for 2024
6. Adoption of the Decision on granting discharge to the members of the Supervisory Board for 2024

## ČAKOVEČKI MLINOVI

A public limited company for the production and trade of food products.

Registered with the Commercial Court in Varaždin under No. Tt-95/482-2 • reg. No (MBS): 070004250 • reg. No (MB): 3108414 • PIN: 20262622069  
Mlinska ulica 1, 40000 Čakovec, Croatia, tel: + 385 40 375 555 / 375 552, email: mlinovi@cak-mlinovi.hr, www.cak-mlinovi.hr

Privredna banka Zagreb d.d., Zagreb  
IBAN: HR 2623400091116005907

Erste&Steiermärkische Bank d.d., Rijeka  
IBAN: HR 4924020061100031817

Zagrebačka banka Zagreb d.d., Zagreb  
IBAN: HR 9223600001102561339

OTP banka d.d., Split  
IBAN: HR 5924070001100748686

Share capital: EUR 21,262,193.93, fully paid, divided into 16,020,000 registered dematerialized ordinary shares without nominal value.  
Chairman of the Management Board: Mario Sedlaček • Members of the Management Board: Krešimir Kvaternik, Marijan Sršen, Franjo Plodinec  
Chairman of the Supervisory Board: Damir Metelko

7. Adoption of the Decision on approval of the Remuneration Report of the Management Board and Supervisory Board members for 2024
8. Adoption of the Decision on approval of the Agreement on transfer of the bakery business unit
9. Adoption of the Decision on the appointment of the Company's auditor for 2025 and 2026

The Management Board and the Supervisory Board propose to the General Assembly the adoption of decisions under items 3 to 8 of the Agenda, and the Supervisory Board under item 9 of the Agenda, as follows:

**Ad. 3. Adoption of the Decision on the allocation of profit for 2024:**

1. The net profit achieved for 2024 amounts to EUR 8.617.075,46.
2. The net profit referred to in item 1 of this Decision shall be allocated as follows:
  - for dividend payment: EUR 8.010.000,00
  - to retained earnings: EUR 607.075,46
3. This Decision shall enter into force on the date of its adoption.

**Ad. 4. Adoption of the Decision on dividend payment:**

1. A dividend in the total amount of EUR 8.010.000,00 shall be paid to the shareholders of the Company from the net profit for 2024, representing EUR 0,50 per share according to the number of shares on the date of this Decision.
2. The dividend referred to in item 1 shall be paid on 18 September 2025.
3. The right to dividend payment shall be held by shareholders registered as such with the Central Depository & Clearing Company Inc., Zagreb, as at 27 August 2025.
4. The ex-dividend date shall be 26 August 2025.
5. This Decision shall enter into force on the date of its adoption.

**Ad. 5. Adoption of the Decision on granting discharge to the members of the Management Board for 2024:**

1. Discharge is granted to the members of the Management Board approving their management of the Company in 2024.
2. This Decision shall enter into force on the date of its adoption.

**Ad. 6. Adoption of the Decision on granting discharge to the members of the Supervisory Board for 2024:**

1. Discharge is granted to the members of the Supervisory Board approving their work and supervision of the management of the Company's business in 2024.
2. This Decision shall enter into force on the date of its adoption.

**Ad. 7. Adoption of the Decision on approval of the Remuneration Report of the Management Board and Supervisory Board members for 2024:**

1. The Remuneration Report of the Management Board and Supervisory Board members for 2024, together with the independent auditor's report on remuneration for 2024, as published as an annex to this invitation and forming an integral part of this Decision, is approved.
2. This Decision shall enter into force on the date of its adoption.

**Ad. 8. Adoption of the Decision on approval of the Agreement on transfer of the bakery business unit:**

1. The Agreement on transfer of the bakery business unit dated 22 May 2025 is approved, regulating the transfer of the bakery business unit of Čakovečki mlinovi Inc., with its registered office at Čakovec, Mlinska ulica 1, registered with the Commercial Court in Varaždin under MBS: 070004250, PIN: 20262622069, as

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the transferring company, to ZAGREBAČKE PEKARNE KLARA Inc., with its registered office at Zagreb, Utinjska ulica 48, registered with the Commercial Court in Zagreb under MBS: 080015097, PIN: 76842508189, as the acquiring company. The business unit consists of assets, receivables, rights, and liabilities as at 31 December 2024, and shall be contributed to the share capital of the acquiring company at market value, in exchange for which the transferring company will acquire shares in the acquiring company.

2. The Agreement referred to in item 1 is attached to this Decision and forms its integral part.
3. This Decision shall enter into force on the date of its adoption.

**Ad. 9. Adoption of the Decision on the appointment of the Company's auditor for 2025 and 2026:**

1. The audit firm Deloitte d.o.o., PIN: 11686457780, Radnička cesta 80, Zagreb, is appointed as the auditor of the Company for 2025 and 2026 to audit the annual financial statements of the Company and the consolidated financial statements of the Group.
2. This Decision shall enter into force on the date of its adoption.

Any shareholder wishing to participate in the General Assembly and vote must register their participation at the Company's registered office. The registration must be received by the Company no later than six days prior to the General Assembly, i.e., by 11 August 2025, in accordance with Article 279, paragraphs 2 and 4 of the Companies Act.

For participation and voting, the relevant status shall be determined based on the shareholder's account balance at the Central Depository & Clearing Company Inc. Zagreb at the end of the last day for registration, i.e., on 11 August 2025.

Registrations will be accepted on working days from Monday to Friday between 08:00 and 15:00 at the General and Legal Affairs Department at the Company's registered office in Čakovec, Mlinska ulica 1, starting from the first working day following publication of this invitation.

Shareholders may be represented at the General Assembly by proxies on the basis of a valid written power of attorney issued by the shareholder. The shareholder's signature does not require notarisation. Registration and proxy forms are available at the Company's registered office and on the Company's website at <https://cak-mlinovi.hr/obavijesti/>.

Shareholders jointly holding at least one twentieth of the Company's share capital may request additional items be placed on the agenda and published. Each new item must be accompanied by an explanation and a proposed decision. The request must be received by the Company at least 24 days prior to the General Assembly, not counting the day of receipt. Counterproposals with an explanation must be submitted at least 14 days prior to the General Assembly and will be published on the Company's website, in accordance with Article 282, paragraph 1 of the Companies Act.

Each shareholder has the right to inspect documents and materials related to the proposed decisions at the General and Legal Affairs Department at the Company's registered office, Monday to Friday, from 08:00 to 15:00 until the day of the General Assembly, as well as on the Company's website [www.cak-mlinovi.hr](http://www.cak-mlinovi.hr), starting from the first working day after publication of this invitation.

If the quorum stipulated by the Company's Articles of Association is not achieved, a new General Assembly will be held on 18 August 2025 at 16:00 at the same venue with the same agenda, and it will validly adopt decisions regardless of the represented share capital.

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