

**“JADRAN” - GALENSKI LABORATORIJ d.d.**  
**RIJEKA**  
**Svilno 20**

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Annual regular general assembly of the joint stock company JADRAN – GALENSKI LABORATORIJ d.d. from Rijeka, on 19<sup>th</sup> of June 2023, based on the proposal of the Management Board under point 6 of the daily agenda, which read: Adoption of decision on the distribution of profit earned in 2022, made the following

**DECISION**

The proposal of the Company's Management Board on the distribution of profit for 2022 is hereby approved.

**I**

(a)

It is hereby established that the Company, in the year ended 31 December 2022, made a profit of HRK 118,026,283.00 / EUR 15,664,779.77 (by applying the fixed HRK to euro conversion rate 1 EUR = 7,53450 HRK)

(b)

The Company's profit in the amount of HRK 35,547,378.17 / EUR 4,717,947.86 (by applying the fixed HRK to euro conversion rate 1 EUR = 7,53450 HRK) shall be allocated to other reserves of the Company for development costs shown under assets that have not been written off.

(c)

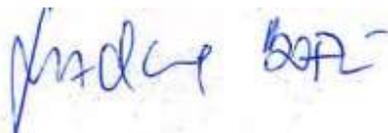
The remaining profit in the amount of HRK 82,478,904.83 / EUR 10,946,831.89 shall be allocated to retained earnings of the Company.

**II**

The decision shall enter into force on the date of its adoption.

GENERAL MEETING CHAIRWOMAN

GROZDANA BOŽIĆ, dipl.iur.



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Annual regular general assembly of the joint stock company JADRAN – GALENSKI LABORATORIJ d.d. from Rijeka, on 19<sup>th</sup> of June 2023, based on the proposal of the Management Board under point 7 of the daily agenda, which read: Adoption of decision on the payment of dividends to shareholders from accumulated retained earnings of JGL d.d. in 2009 and 2010, made the following

**DECISION**

The proposal of the Board of Directors on the payment of dividends to shareholders from accumulated retained earnings of JGL d.d. in 2009 and 2010 is hereby adopted.

(a)

Jadran - Galenski laboratorij d.d. shareholders, holders of ordinary registered shares, code JDGL-R-A shall be paid a dividend of EUR 3,00 per share in this manner:

- paid in cash EUR 1,50 per share

- remainder of dividend shall be paid in rights – shares of Company. Amount of dividend paid in rights - shares of the Company will be determined by multiplying the number of its shares by the amount of dividend of EUR 1.50 and then divided by the average share price of the company at which shareholders traded shares in the three months before April 24, 2023 and thus determine the right to the number of shares rounded to the first lower integer. The rest will be paid in cash. The Company's own shares will be used for the payment of dividends in rights.

(b)

The dividend referred to in point (a) of this Decision shall be paid out of the assets of the accumulated retained earnings of Jadran - Galenski laboratorij d.d. in 2009 and 2010

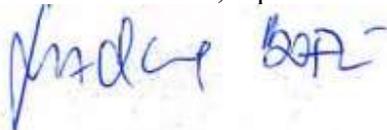
(c)

The shareholders entitled to the payment of the dividend are the shareholders registered in the Register of Shareholders of the CENTRAL DEPOSITORY AND CLEARING COMPANY, a joint stock company from Zagreb, 15 days before the day of the payment of dividends.

d) The Board of Directors is hereby authorized to make a decision on the exact date of dividend payment, determine the average share price at which the shareholders traded shares in the period in the three months before April 24, 2023, determine the list of shareholders and the number of shares belonging to them according to point a) of this Decision, provided that the payment must be made no later than the 30th day from the date of this decision.

e) The decision shall enter into force on the date of its adoption.

GENERAL MEETING CHAIRWOMAN  
GROZDANA BOŽIĆ, dipl.iur.



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Annual regular general assembly of the joint stock company JADRAN – GALENSKI LABORATORIJ d.d. from Rijeka, on 19<sup>th</sup> of June 2023, based on the proposal of the Management Board under point 8 of the daily agenda, which read: Adoption of decision on the Statement of Clearance to the Management Board for the period of 01/01-31/12/2022, made the following

**D E C I S I O N**

The proposal of the Board of Directors on the ratification (Statement of Clearance) of the actions by the Board of Directors in conducting business of JADRAN - GALENSKI LABORATORIJ d.d. for the period of 01/01-31/12/2022 is hereby adopted.

(a)  
Upon presentation of the annual financial statements of the Company for the 2022 business year established by the Board of Directors, it is hereby established that the Board of Directors, in the period of 01/01-31/12/2022, managed the Company in accordance with the law and the Articles of Association.

(b)  
A Statement of Clearance is given to the Board of Directors for conducting the business of the Company in the period of 01/01-31/12/2022.

(c)  
The decision shall enter into force on the date of its adoption.

GENERAL MEETING CHAIRWOMAN

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Annual regular general assembly of the joint stock company JADRAN – GALENSKI LABORATORIJ d.d. from Rijeka, on 19<sup>th</sup> of June 2023, based on the proposal of the Management Board under point 9 of the daily agenda, which read: Adoption of decision on the selection of the auditor of JGL d.d. for 2023, made the following

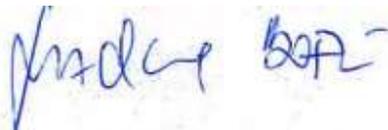
**D E C I S I O N**

The proposal of the Board of Directors to appoint Ernst & Young Limited Liability Company from Zagreb, as the auditor of JADRAN - GALENSKI LABORATORIJ d.d. for 2023 is hereby adopted.

(a)  
Ernst & Young Limited Liability Company from Zagreb is hereby appointed as the auditor of the Company for 2023.

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Annual regular general assembly of the joint stock company JADRAN – GALENSKI LABORATORIJ d.d. from Rijeka, on 19<sup>th</sup> of June 2023, based on the proposal of the Management Board under point 10 of the daily agenda, which read: Adoption of decision on special remuneration for the work of the members of the Management Board of JGL d.d. in the event of significant results achieved in the performance or growth of the Company, made the following

**DECISION**

The proposal of the Board of Directors that the members of the Board of Directors of JGL d.d. be paid a special bonus for the significant results achieved in the performance and growth of the Company in 2022 is hereby adopted.

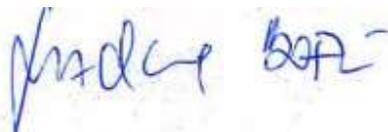
(a)

The members of the Board of Directors of JGL d.d. shall be paid a special bonus for the significant results achieved in the performance and growth of the Company in 2022, specifically

- IVO USMIANI, mag. pharm. HRK 657,210.64/EUR 87,226.84 gross
- MARINA PULIŠIĆ, mag. pharm. HRK 286,719.84/EUR 38,054.26 gross
- EVA USMIANI CAPOBIANCO, mag. spec. HRK 343,463.97/EUR 45,585.50 gross
- GROZDANA BOŽIĆ, dipl. iur. HRK 366,503.68/EUR 48,643.40 gross
- DINO ČOZA SARŠON, mag. pharm. HRK 137,385.64/ EUR 18.234,21 gross
- SANJI KATALINIĆ HRK 173,237.07/ EUR 22,992.51 eura brutto

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Annual regular general assembly of the joint stock company JADRAN – GALENSKI LABORATORIJ d.d. from Rijeka, on 19<sup>th</sup> of June 2023, based on the proposal of the Management Board under point 11 of the daily agenda, which read: Proposal of the Board of Directors to approve the purchase (acquisition) of own shares

**DECISION**

The proposal of the Board of Directors to approve the purchase (acquisition) of own shares is accepted.

Pursuant to Article 233 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, 111 /12, 68/13, 110/15, 40/19, 34/22, 114/22 and 18/23) The Board of Directors of the Company is given general and unconditional authorization for one or more purchases of ordinary shares of the Company in the following manner:

a)

The largest total number of shares purchased based on this authorization amounts to 10% of the Company's share capital.

b)

For the purchase of shares, the Company can use the funds from the Company's retained earnings realized since 2001. until 2004 and after March 1, 2012.

c)

The lowest price payable for such shares is their nominal value per share.

d)

The highest price payable per share cannot be higher than the book value for one share according to the last published consolidated financial report of JGL d.d., but in such a way that the decision on the price of the share purchased by JGL d.d. based on this decision, the Board of Directors JGL d.d.

e)

The authorization given herewith begins to run on the date of adoption of this decision and expires within 36 months.

GENERAL MEETING CHAIRWOMAN

GROZDANA BOŽIĆ, dipl.iur.

