



SUBSCRIPTION FORM Atlantic Grupa d.d.

In accordance with the decision of the Management Board of Atlantic Grupa d.d., Zagreb, Miramarska 23, taxpayer ID No. 71149912416 (“**Issuer**”) dated November 19, 2020, the Issuer plans to issue bonds up to the amount of HRK 300,000,000.00 with a fixed annual interest rate and a semi-annual coupon payment with maturity date of December 11, 2025 (“**Bonds**”).

By signing of this subscription form, the subscriber accepts the Invitation to investors to subscribe the Bonds of the Issuer of November 27, 2020 (“**Invitation for subscription**”) and makes a binding offer for the subscription of Bonds in accordance with the details indicated below.

The expressions used in this subscription form have the meaning defined in the Invitation to subscribe.

BASIC TERMS OF THE BOND ISSUE (“Terms of the Issue”)

Issuer:	Atlantic Grupa d.d.		
Targeted Nominal Amount of the Issue:	Up to HRK 300,000,000.00		
Denomination:	HRK 1,000.00		
Minimum Subscription Amount:	Minimum of 100 Bonds per investor, in the total nominal amount of HRK 100,000.00 for each individual offer		
Settlement Currency:	HRK		
Ticker Code:	ATGR-O-25CA		
ISIN:	HRATGRO25CA5		
Issue Date:	December 11, 2020		
Maturity Date:	December 11, 2025		
Settlement Date:	December 11, 2020		
Repayment of Principal:	Bullet; at maturity		
Interest Rate:	Fixed		
Interest Payment:	Semi-annual		
Call Option: <i>(The Issuer is entitled to redeem the Bonds before their maturity, at any time upon expiration of 2 (two) years after the Issue date, and at the redemption price as shown in the table on the right.)</i>		Redemption period	
	Clean price	From, and including:	Until, but not including:
	100.50%	December 11, 2022	December 11, 2023
	100.25%	December 11, 2023	December 11, 2024
	100.00%	December 11, 2024	December 11, 2025
Issue Price:	The price will be determined based on the established yield and the fixed interest rate, no later than on the first working day after the Bond Offer Period.		
Yield:	Reference interest rate increased by the Risk Premium of the Issuer		
Reference Interest Rate:	Interpolated bid yield of HRK bonds of the Ministry of Finance of the Republic of Croatia RHMFO-257A (ISIN: HRRHMFO257A4) with the maturity on July 9, 2025 and RHMFO-26CA (ISIN: HRRHMFO26CA5) with the maturity on December 14, 2026.		
Risk Premium:	0.50 p.p.		
Clean Price and/or Swap Price of the Existing Bonds:	100.00%		
Accrued Interest on the Existing Bonds:	The accrued interest for the period starting, and including June 17, 2020, until, but excluding, December 17, 2020, i.e. 1.5625%		
Total redemption price and/or swap of the Existing Bonds:	Clean price and/or swap price of the Existing Bonds, increased by the amount of accrued interest, i.e. 101.5625%		
Clearing and settlement:	Central Depository and Clearing Company Inc. (“ CDCC ”)		
Listing:	Official Market of the Zagreb Stock Exchange		
Joint Lead Managers and Bookrunners:	Erste&Steiermärkische Bank d.d., OTP banka d.d., Privredna banka Zagreb d.d., Raiffeisenbank Austria d.d. and Zagrebačka banka d.d.		
Orderbook:	Pot Orderbook		



BOND ISSUING AND LISTING TIMETABLE:

Start of the Offering period:	December 8, 2020 at 9 a.m.
End of the Offering period:	December 8, 2020 at 2 p.m.
Publication of the notice of the determined price and the total allocated amount of Bonds:	December 9, 2020 (no later than on the first working day after the expiration of the Offering period)
Delivery of the allocation notice to investors:	December 9, 2020 (no later than on the first working day after the expiration of the Offering period)
Delivery of instructions for payment and/or delivery of the Existing Bonds to investors:	December 9, 2020 (no later than on the first working day after the expiration of the Offering period)
Date of issue and admission of the Bonds in CDCC:	December 11, 2020 (no later than 3 (three) working days after the expiration of the Offering period)
Notice on the final terms of the issue:	December 11, 2020
Listing of the Bonds on the Official Market of the Zagreb Stock Exchange:	Upon approval of listing by the Zagreb Stock Exchange, expected by no later than December 15, 2020

SUBSCRIBER'S DATA

Name:	
Address of residence/registered office:	
Taxpayer ID number:	
Proxy (if applicable): <i>Name and taxpayer ID number (and Legal Entity Identifier (LEI) in case the proxy is a legal entity)</i>	
IBAN account of the Subscriber in the event of possible refund of overpaid funds:	
CDCC account of the Subscriber: <i>Indicate the code of the member in case of a custody account</i>	
Contact data	Name: <i>(for the Subscriber – legal entity)</i>
	Address: <i>(for the Subscriber – legal entity)</i>
	Telephone/Mobile phone:
	E-mail for the confirmation slip: <i>(note: only one mail address)</i>
To be filled in by the Subscriber – legal entity:	
LEI:	
Legal representative(s): <i>Name and position</i>	
Confirmation slip signatory (note: no more than 2 signatories): <i>Name(s) and position(s)</i>	

I/we hereby confirm that I am/we are interested in the following, in accordance with the Terms of the Issue:

Bond subscription nominal value:	
1. Subscription of Bonds at nominal value:	HRK
2. Redemption and /or swap of the Existing Bonds for the Bonds at nominal value: <i>(subscribed only if the Investor offers the Existing Bonds for redemption and /or swaps them for the Bonds)</i>	HRK
Note: In case of a fund management company, please fill in the aggregate subscription amount, whilst the allocation per funds (including their name, taxpayer ID numbers, subscription amount, LEI and account number at CDCC for each individual fund) is to be delivered in the e-mail accompanying the signed Bond Subscription Form.	

The holders of the Existing Bonds can apply to the Issuer for redemption even in case that they do not wish to subscribe the Bonds. If the amount under point (2) exceeds the amount required for the subscription of the nominal value of Bonds finally allocated to the investor, such excess amount shall be considered as redemption of the Existing Bonds.

For the purpose of redemption and/or swap of the Existing Bonds, I /we hereby confirm to be a legitimate holder of the Existing Bonds currently held at the investor account with CDCC, which I /we seek to be redeemed and/or swapped. I / we consent to the redemption and/or swapping of the Existing Bonds by the Issuer at the nominal value as referred in point (2), and to be allocated the Bonds at the maximum face value as referred to in point (1) above, in line with the Terms of Issue. Furthermore, I/we agree that the Issuer pays any surplus funds resulting from the mentioned procedure, and the amount of accrued interest on the Existing Bonds as at the Issue date of the Bonds to the above-mentioned IBAN of the Subscriber, or alternatively, such excess amount and the accrued interest can be offset against my/our liability towards the Issuer in case of subscription of additional Bonds in excess of the amount of the Existing Bonds to be redeemed and/or swapped.

By signing hereunder, the Subscriber confirms the intention and interest in redemption and /or swap of the Existing Bonds and/or acquisition of Bonds in line with the details specified above.

The Subscriber represents to be acquainted with the Prospectus and the Invitation to subscribe and agrees to the Terms of the Issue of Bonds specified therein.

The Subscriber represents that all the information given in the Bond Subscription Form are accurate, and that the above-indicated IBAN is set up in their name.

The Subscriber understands that CDCC and Joint Lead Managers and Bookrunners can exchange all the data contained in this Bond Subscription Form, as well as the data on the account of securities held with CDCC for the purpose of redemption and/or swap of the Existing Bonds and acquisition of bonds by the Subscriber. This Bond Subscription Form shall become binding and irrevocable for the Subscriber as at the below date.

Zagreb, December 8, 2020

Subscriber /proxy or legal representative(s)

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