



Pursuant to Article 2 of the Corporate Governance Code of the Croatian Financial Services Supervisory Agency and the Zagreb Stock Exchange, the Supervisory Board of Atlantic Grupa d.d., at its session held on 8 December 2020, adopted the

Determination on decisions of the Management Board which require the prior consent of the Supervisory Board or consultation with the Supervisory Board

1. The Supervisory Board shall give its consent to the Management Board regarding the following decisions, acts and certain types of activities stipulated by the Companies Act:

- for transactions undertaken by the Company with associated parties if the value of that transaction alone or together with other transactions undertaken by the Company with the associated party in the last twelve months prior to the transaction exceeds 2.5% of the sum of long-term and short-term assets of the concern determined by the last consolidated annual financial statements of the concern's parent company;
- for all contracts concluded by the Company with a member of the Supervisory Board outside the performance of the duties of the member of that board;
- for the annual financial reports submitted to it by the Management Board;
- for paying an advance for dividends from the foreseeable part of the net profit;
- for withdrawal of a resignation handed in by a member of the Management Board.

2. The Supervisory Board shall give its consent to a member of the Management Board regarding participation in decision-making or concluding the following types of activities determined by the Companies Act:

- in which a member of the Management Board is the other contracting party or statutory representative, legal representative, authorised signatory, or attorney of the other contracting party; if the other contracting party, its statutory representative, legal representative, authorised signatory or attorney are a blood relative of the Member of the Board in a direct line to any degree, in the collateral line to the second degree or his spouse, common-law spouse or in-laws to the second degree, regardless of whether the marriage is terminated or not, or the adoptive parent or adopted child of the other contracting party is its statutory representative, legal representative, authorised signatory or attorney,
- regarding a legal transaction which is decided on or concluded, where there is a conflict of interest between the member of the Management Board and the Company.

3. The Supervisory Board shall give its consent to the Management Board regarding the following decisions, acts and certain types of activities determined by the Corporate Governance Code of Atlantic Grupa and the Corporate Governance Code of the Croatian Financial Services Supervisory Agency and the Zagreb Stock Exchange:

- the rules of the Company providing the Supervisory Board and its Committees with timely access to the Company's buildings and premises, as well as senior management and employees when necessary for the performance of their duties, and all documents required for that purpose;
- the rules of conduct that must be followed by members of the Management Board and the Supervisory Board, employees and others acting on behalf of the Company;
- the rules for managing conflicts of interest;
- transactions between members of the Management Board or the Supervisory Board and the Company (or persons associated with any party);
- the rules governing the right of the Supervisory Board to receive information or advice from persons outside the Company;
- before accepting the appointment of a member of the Management Board to the Supervisory Board of a company that is not part of the same group;
- the rules that determine the nature and scope of risks that the Company must and is willing to assume in order to achieve all long-term strategic goals;
- the rules for reporting violations of the law or the internal rules of the Company, actual or when there is a suspicion that a violation has been committed;
- to the Rules of Procedure of the Management Board.

4. The Management Board is obliged to report to the Supervisory Board on the Company's operations and business results and to consult with it on decisions that affect expenditures, risk exposure and the Company's reputation.

Zdenko Adrović,
President of the Supervisory Board