

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

Annual regular general assembly of the joint stock company JADRAN – GALENSKI LABORATORIJ d.d. from Rijeka, on 12th of June 2024, based on the proposal of the Board of Directors under point 6 of the daily agenda, which read: Adoption of decision on the distribution of profit earned in 2023, made the following:

DECISION

The proposal of the Company's Board of Directors on the distribution of profit for 2023 is hereby approved.

I

(a)

It is hereby established that the Company, in the year ended 31 December 2023, made a profit of EUR 13,084,736.12

(b)

The Company's profit in the amount of EUR 13,084,736.12 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.



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

Annual regular general assembly of the joint stock company JADRAN – GALENSKI LABORATORIJ d.d. from Rijeka, on 12th of June 2024, based on the proposal of the Board of Directors 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 2010 and 2011, made the following

D E C I S I O N

I

The proposal of the Board of Directors on the payment of dividends to shareholders from accumulated retained earnings of JGL d.d. in 2010 and 2011 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 4,00 per share

(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 2010 and 2011

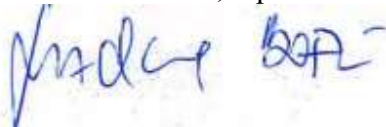
(c)

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, 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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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 01/01-31/12/2023 is hereby adopted.

I

Upon presentation of the annual financial statements of the Company for the 2023 business year established by the Board of Directors, it is hereby established that the Board of Directors, in the period of 01/01-31/12/2023, managed the Company in accordance with the law and the Articles of Association.

II

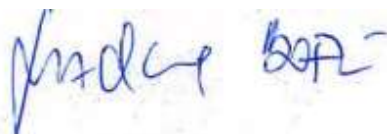
A Statement of Clearance is given to the Board of Directors for conducting the business of the Company in the period of 01/01-31/12/2023.

III

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

GENERAL MEETING CHAIRWOMAN

GROZDANA BOŽIĆ, dipl.iur.



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D E C I S I O N

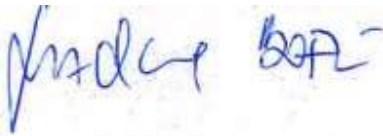
The proposal of the Board of Directors to appoint Ernst & Young Limited Liability Company from Zagreb, as the auditor of JADRAN - GALENSKI LABORATORIJ d.d. for 2024 is hereby adopted.

(a)

Ernst & Young Limited Liability Company from Zagreb is hereby appointed as the auditor of the Company for 2024.

GENERAL MEETING CHAIRWOMAN

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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 2023 is hereby adopted.

I

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 2023, specifically


- IVO USMIANI, mag. pharm. EUR 79,000.09 gross
- EVA USMIANI CAPOBIANCO, mag. spec. EUR 39,499.93 gross
- GROZDANA BOŽIĆ, dipl. iur. EUR 45,527,49 gross
- DINO ČOZA SARŠON, mag. pharm. EUR 15.800,05 gross
- SANJI KATALINIĆ EUR 43,754.42 eura brutto

II

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

GENERAL MEETING CHAIRWOMAN

GROZDANA BOŽIĆ, dipl.iur.



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DECISION

The proposal of the Board of Directors on the election of 5 members of the Board of Directors of JGL d.d. with the beginning of the mandate from 31.12.2024. is hereby adopted.

I

It is established that on December 30, 2024 expires the mandate for the members of the Board of Directors of Jadran - Galenski laboratorij d.d.

IVO USMIANI, mag.pharm. from Rijeka, Korzo 38, OIB 51062299160 - Chairman of the Board of Directors

DINO ČOZA SARŠON, mag.pharm. from Rijeka, Vrazov prijelaz 2, OIB 98385103511 - Deputy Chairman of the Board of Directors

SANJA KATALINIĆ from Mladenići, Brtuni 8, OIB 49261146751 – member of the Board of Directors

EVA USMIANI CAPOBIANCO, mr.spec. from Rijeka, Korzo 38, OIB 35389104198 - member of the Board of Directors

GROZDANA BOŽIĆ, dipl. iur. from Rijeka M.Jakominića 4, OIB 92483762962 – member of the Board of Directors

II

For the members of the Board of Directors of Jadran - Galenski laboratorij d.d., are selected

IVO USMIANI, mag.pharm. from Rijeka, Korzo 38, OIB 51062299160

DINO ČOZA SARŠON, mag.pharm. from Rijeka, Vrazov prešel 2, OIB 98385103511

SANJA KATALINIĆ from Mladenići, Brtuni 8, OIB 49261146751

EVA USMIANI CAPOBIANCO, mr.spec. from Rijeka, Korzo 38, OIB 35389104198

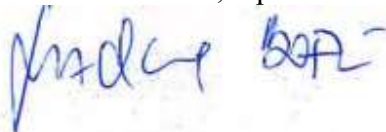
GROZDANA BOŽIĆ, dipl. iur. from Rijeka M. Jakominića 4, OIB 92483762962

III

The term of office of the members of the Board of Directors is set for 5 years, starting on December 31, 2024

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DECISION

The proposal of the Board of Directors on the monthly award for the work of the members of the Board of Directors of JGL d.d. whose mandate begins on December 31, 2024. is hereby adopted.

I

Monthly award for the work of IVO USMIANI, mag.pharm. member of the Board of Directors of the Jadran - Galensli Laboratorij is determined in the amount of EUR 6,400.00 net, starting from December 31, 2024.

II

Monthly award for the work of DINO ČOZA SARŠON, mag.pharm. member of the Board of Directors of the Jadran – Galenski Laboratorij is determined in the amount of EUR 1,600.00.00 net, starting from December 31, 2024.

III

The monthly award for the work of SANJA KATALINIĆ, a member of the Board of Directors of the Jadran - Galenski Laboratorij, is determined in the amount of EUR 2,900.00 net, starting from December 31, 2024.

IV

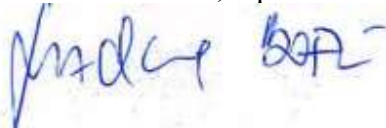
Monthly award for the work of EVA USMIANI CAPOBIANCO, mr. spec. member of the Board of Directors of the Jadran - Galenski Laboratorij is determined in the amount of EUR 3,400.00 net, starting from December 31, 2024.

V

Monthly award for the work of GROZDANA BOŽIĆ, dipl. iur. member of the Board of Directors of the Jadran - Galenski Laboratorij is determined in the amount of EUR 2,900.00 net, starting from December 31, 2024.

GENERAL MEETING CHAIRWOMAN

GROZDANA BOŽIĆ, dipl.iur.



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D E C I S I O N

The proposal of the Board of Directors for Statutory decision of changes and amendments of the Statute of JADRAN – GALENSKI LABORATORIJ d.d is hereby adopted.

Article 1.

After Article 12b, Article 12c is added, which reads:

"Article 12c.

(1) The Board of Directors of the Company may, within 5 (five) years from the date of entry of changes to the Statute in the court register adopted by the Assembly of the Company on June 12, 2024, by issuing new shares in the name of a private issue, with the payment of contributions in money , to increase the share capital of the Company by a total of EUR 6,526,130.00 (in words: six million five hundred twenty six thousand one hundred and thirty EUR) (approved share capital).

(2) The Board of Directors of the Company is authorized to determine the content of rights from the shares and the conditions for their issuance, and in such a way as to determine that new ordinary registered shares will be issued, each with a nominal value of EUR 13.00 (thirteen EUR) which amount is in line with the Decision of the Company Assembly dated March 31, 2023. on the adjustment of share capital and shares by reducing share capital in accordance with the provisions of Article 21 of the Law on Amendments to the Companies Act (Official Gazette No. 114/2022), the amount that will have to be paid for them, which cannot be less than the book value for one share according to the last published consolidated financial report of JGL d.d., with the proviso that the shares must carry the same rights and rank as all existing ordinary shares of the Company with all restrictions regarding the burden, as determined by the Statute.

(3) The Board of Directors of the Company may, by a decision on the increase of the share capital, exclude the right of priority when registering these shares."

Article 2.

Other provisions of the Company Statute remain unchanged.

Article 3.

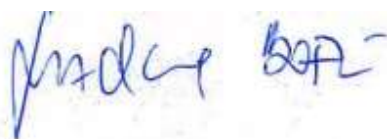
The Management Board is authorized to make a consolidated text of the Statute.

Article 4.

This Decision comes into force on the day of its entry in the court register of the Commercial Court in Rijeka.

GENERAL MEETING CHAIRWOMAN

GROZDANA BOŽIĆ, dipl.iur.

A handwritten signature in blue ink, appearing to read "Grozdana Božić", is written over a faint, light-colored rectangular stamp or watermark.