



**HRVATSKA POŠTANSKA BANKA d.d.**

Management Board  
Jurišićeva 4, HR-10000 Zagreb  
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Zagreb, April 9, 2021

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LEI	529900D5G4V6THXC5P79
Home Member	Republic of Croatia
State of Issuer	
ISIN	HRHPB0RA0002
Stock Exchange	HPB-R-A
Identifier	
Regulated Market/	Zagreb Stock Exchange Inc.
Segment	Official Market

**Zagreb Stock Exchange Inc.**

**Croatian Financial Services Supervisory Agency (“HANFA”)**

**Croatian News Agency OTS HINA**

**Subject: HRVATSKA POŠTANSKA BANKA, p.l.c.**

- *Amendment to the Agenda of the General Assembly of the Bank convened for May 10, 2021*
- *Category: General Assembly – agenda, proposals, decisions of meeting*

Under the provisions of Articles 277., 278. and 280. of the Companies Act, the Management Board of Hrvatska poštanska banka p.l.c., with Head office in Zagreb, Jurišićeva 4 (hereinafter referred as: „the Bank”), upon the joint proposal of the shareholders of the REPUBLIC OF CROATIA, as the holder of 859,035 shares of the Bank, which makes 42.43% of the share capital, represented by the Ministry of Physical Planning, Construction and State Assets, Ulica Republike Austrije 20, Zagreb, OIB: 95093210687, on the day of submission of the proposal registered as a legal representative of the shareholder in the Central Depository & Clearing Company Inc. (hereinafter referred as: CDCC) and CROATIAN POST INC., Jurišićeva 13, Zagreb, OIB: 87311810356, as a holder of 241,610 shares of the Bank, which makes 11.93% of the share capital, announces

**AMENDMENT TO THE AGENDA  
of the XLVIII General Assembly of the Hrvatska poštanska banka p.l.c.,**

convoked for May 10, 2021 at the Hotel Academia (Gloria hall, 1st floor), Zagreb, Tkalčićeva 88, at 12:00 (noon), for which the Invitation to shareholders was published on April 2, 2021 on the websites of the Court Register of the Commercial Court in Zagreb, of the Bank [www.hpb.hr](http://www.hpb.hr), Zagreb Stock Exchange, in the Official mandatory information register at Croatian Financial Services Supervisory Agency, and via the Croatian News Agency, in a way that after the published Agenda item 16., two new Agenda items 17. and 18. are added, which read:

- 17. Decision on suitability of Candidates for the Members of the Supervisory Board and appointment of the Members of the Supervisory Board of HRVATSKA POŠTANSKA BANKA p.l.c.**
- 18. Decision on appointment of the Members of the Audit Committee of HRVATSKA POŠTANSKA BANKA p.l.c.**

**Ad. 17.**

Pursuant to the joint proposal of shareholders the REPUBLIC OF CROATIA and CROATIAN POST INC., Zagreb, which together hold a share higher than one twentieth (5%) of the Bank's share capital, and in accordance with the results of the assessment of the suitability of the Members of the Supervisory Board of the Bank, the Management Board of the Bank, with prior positive opinion by the Appointment Committee, proposes that the General Assembly passes the following decision under Agenda item 17.:

**DECISION**  
**on suitability of Candidates for the Members of the Supervisory Board**  
**and appointment of the Members of the Supervisory Board**  
**of HRVATSKA POŠTANSKA BANKA p.l.c.**

**I**

It is established that the term of office of the current Members of the Supervisory Board of HRVATSKA POŠTANSKA BANKA p.l.c., Marijana Miličević, Željko Lovrinčević and Marijana Vuraić Kudeljan, will expire on August 12, 2021.

**II**

Based on the assessment of the suitability of a Member of the Supervisory Board of HRVATSKA POŠTANSKA BANKA p.l.c., conducted in accordance with the Credit Institutions Act, related bylaws and internal policies of the Bank, which regulate the assessment of suitability of Members of the Banks' Supervisory Board, each of the proposed Candidates for the Members of the Supervisory Board of the Bank, as follows:

1. Marijana Vuraić Kudeljan, MSc, Sveti Ivan Zelina, Vladimira Nazora 36
2. Professor Mislav Ante Omazić, PhD, Zagreb, Ulica crvenog križa 25
3. Marijana Miličević, MEcon, Sesvete, Pavla Lončara 18

is considered appropriate to perform the function of a member of the Supervisory Board of the Bank and it is estimated that the candidates jointly have the professional knowledge, skills and experience necessary for independent and autonomous supervision of the Bank's operations, and are therefore considered collectively suitable for performing the functions of the Supervisory Board of Hrvatska poštanska banka p.l.c.

**III**

Appointed as Members of the Supervisory Board of HRVATSKA POŠTANSKA BANKA p.l.c. are as follows:

1. Marijana Vuraić Kudeljan, MSc, from Sveti Ivan Zelina, Vladimira Nazora 36, OIB: 06560123184, Master of Science, Deputy Director in the Central Office of the Tax Administration, Zagreb
2. Professor Mislav Ante Omazić, PhD, from Zagreb, Ulica crvenog križa 25, OIB: 56705210889, Doctor of Science, Full Professor at the Department of Organization and Management, Faculty of Economics, University of Zagreb
3. Marijana Miličević, MEcon, from Sesvete, Pavla Lončara 18, OIB: 59576232324, Master Degree in Economics, executive director of the Office for Corporate Marketing at CROATIAN POST INC., Zagreb.

**IV**

Term of office of appointed Members of the Supervisory Board of HRVATSKA POŠTANSKA BANKA p.l.c. referred to in item III. of this Decision begins on August 13, 2021 or the first day after the day of obtaining the prior consent of the Croatian National Bank and lasts for 4 (four) years.

**V**

Pursuant to this Decision and in accordance with the Credit Institutions Act, a request shall be submitted to the Croatian National Bank for the issuance of prior consent for performing the function of a member of the Supervisory Board of the Bank, for persons referred to in item III. of this Decision.

**VI**

This Decision shall enter into force on the day of its adoption, and shall produce legal effects upon obtaining the prior consent of the Croatian National Bank for performing the function of a member of the Supervisory Board of HRVATSKA POŠTANSKA BANKA p.l.c.

**Explanatory note:**

*The Ministry of Physical Planning, Construction and State Assets, Ulica Republike Austrije 20, Zagreb, registered as the legal representative of the shareholders of the REPUBLIC OF CROATIA in the CDCC and CROATIAN POST INC., Jurišićeva 13, Zagreb, propose the appointment of the Members of the Supervisory Board of the Bank, due to the mandate expiration of current Members of Supervisory Board of HRVATSKA POŠTANSKA BANKA, p.l.c.*

*Curriculum vitae of Candidates for the Members of the Bank's Supervisory Board are published on the Bank's website [www.hpb.hr](http://www.hpb.hr).*

**Ad. 18.**

Pursuant to the joint proposal of shareholders the REPUBLIC OF CROATIA and CROATIAN POST INC., Zagreb, which together hold a share higher than one twentieth (5%) of the Bank's share capital, it is proposed to the General Assembly to adopt the following decision under Agenda item 18.:

**DECISION  
on appointment of the Members of the Audit Committee  
of HRVATSKA POŠTANSKA BANKA p.l.c.**

**I**

Pursuant to the provisions of Article 65, paragraph 2 of the Audit Act (OG 127/17), the following are appointed as Members of the Audit Committee of HRVATSKA POŠTANSKA BANKA, p.l.c.:

1. Ivana Radeljak Novaković, MSc, Zagreb, Horvaćanska cesta 172, Master of Science, Head of the Institute for Macroeconomic and Fiscal Analysis and Projections in the Ministry of Finance,
2. Professor Željko Lovrinčević, PhD, Zagreb, Hrvatskog proljeća 24, Doctor of Science, Permanent Scientific Advisor at Institute of Economics, Zagreb.

**II**

The term of office of the appointed Members of the Audit Committee of the Bank referred to in Item I of this Decision, shall begin on the day the term of office of the appointed Members of the Supervisory Board on this XLVIII General Assembly begins, and lasts until the expiration of the mandate of the same members of the Supervisory Board.

**III**

This Decision shall enter into force on the day of its adoption.

**Explanatory note:**

*Pursuant to the provisions of Article 65, paragraph 2 of the Audit Act (OG 127/17), Members of the Audit Committee are appointed from among the Members of the Supervisory Board and/or non-executive Members of the Board and/or other members appointed by the General Assembly of shareholders, or in the case of an entity without shareholders of other members appointed by the same body. Following the above, the Ministry of Physical Planning, Construction and State Assets, Ulica Republike Austrije 20, Zagreb, which was registered as the legal representative of the shareholders of the REPUBLIC OF CROATIA in the CDCC and CROATIAN POST INC., Jurišićeva 13, Zagreb, propose the appointment of the Members of the Audit Committee of HRVATSKA POŠTANSKA BANKA, p.l.c.*

**HRVATSKA POŠTANSKA BANKA p.l.c.**