

Notice on the Resolutions of the 42nd General Meeting of Shareholders of Zavarovalnica Triglav, d.d

Pursuant to the provisions of the Ljubljana Stock Exchange Rules and the applicable legislation, the Management Board of Zavarovalnica Triglav d.d. hereby publishes the resolutions of the 42nd General Meeting of Shareholders, which was held on 30 May 2017 at 2:00 p.m. in the B1 Conference Hall, Verovškova ulica 60b, Ljubljana.

A total of 17,442,505 shares or 76,80% of all shares, to which voting rights are attached, was represented at the General Meeting of Shareholders.

Adopted General Meeting resolutions:

1. Opening of the General Meeting of Shareholders

- a) **Establishment of quorum and establishment that the Notary Public, Nada Kumar of Ljubljana, who would be compiling the minutes is present at the General Meeting**
- b) **Appointment of the Verification Committee and the Chairman of the General Meeting**

Resolution No. 1:

The following shall be appointed to the position of Verification Committee member: Mitja Kepec, Lidija Lipavšek, Miha Klep and Chairman of the General Meeting, Simon Gabrijelčič.

Resolution No. 1 was passed as proposed. In voting for this resolution, 17,442,505 votes were cast, representing the same number of shares. A total of 17,442,052 shares were in favour of this resolution, accounting for 99.997% of the total votes cast. A total of 453 shares were against this resolution, accounting for 0.003% of the total votes cast. There were no abstentions.

2. Presentation of the 2016 Annual Report of the Triglav Group and Zavarovalnica Triglav, d.d. with the Independent Auditor's Report as well as the Annual Internal Audit Report for 2016 and the Report of the Supervisory Board of Zavarovalnica Triglav, d.d. on the Verification of the 2016 Annual Report of the Triglav Group and Zavarovalnica Triglav, d.d. and the Opinion of the Supervisory Board of Zavarovalnica Triglav, d.d. on the Annual Internal Audit Report of the Internal Audit Department of Zavarovalnica Triglav, d.d. for 2016

The shareholders did not vote on this item as it was of a purely informative nature.

3. Distribution of accumulated profit for 2016, granting of a discharge to the Management Board and the Supervisory Board

Distribution of accumulated profit for 2016

Resolution No. 3.1:

Accumulated profit that amounted to EUR 82,421,880.73 as at 31 December 2016 shall be distributed as follows:

- *a portion of the accumulated profit of EUR 56,837,870.00 shall be used for the payment of dividends. The dividend shall amount to EUR 2.50 gross per share and shall be paid on 16 June 2017 to the shareholders registered in the share register as at 15 June 2017;*
- *decisions on the distribution of the remaining accumulated profit of EUR 25,584,010.73 shall be adopted over the course of the following years.*

Resolution No. 3.1 was adopted as proposed. In voting for this resolution, 17,438,605 votes were cast, representing the same number of shares. A total of 17,436,470 shares were in favour of this resolution, accounting for 99.988% of the total votes cast. A total of 2,135 shares were against this resolution, accounting for 0.012% of the total votes cast. There were 3,900 abstentions.

Granting of a discharge to the Management Board of Zavarovalnica Triglav, d.d.

Resolution No. 3.2:

The General Meeting hereby grants a discharge to the Management Board of Zavarovalnica Triglav, d.d. for the 2016 financial year.

Resolution No. 3.2 was adopted as proposed. In voting for this resolution, 17,442,505 votes were cast, representing the same number of shares. A total of 17,439,215 shares were in favour of this resolution, accounting for 99.981% of the total votes cast. A total of 3,290 shares were against this resolution, accounting for 0.019% of the total votes cast. There were no abstentions.

Granting of a discharge to the Supervisory Board of Zavarovalnica Triglav, d.d.

Resolution No. 3.3:

The General Meeting hereby grants a discharge to the Supervisory Board of Zavarovalnica Triglav, d.d. for the 2016 financial year.

Resolution No. 3.3 was adopted as proposed. In voting for this resolution, 17,437,605 votes were cast, representing the same number of shares. A total of 17,433,379 shares were in favour of this resolution, accounting for 99.976% of the total votes cast. A total of 4,226 shares were against this resolution, accounting for 0.024% of the total votes cast. There were 4,900 abstentions.

4. Appointment of the members of the Supervisory Board of Zavarovalnica Triglav, d.d.

Resolution No. 4.1:

The General Meeting is hereby briefed that the term of office of the five current Supervisory Board members – shareholders' representatives, i.e. Dubravko Štimac, Mario Gobbo, Gregor Rok Kastelic, Rajko Stanković, and Matija Blažič, expires on 12 June 2017.

Resolution No. 4.1 was adopted as proposed. In voting for this resolution, 17,442,505 votes were cast, representing the same number of shares. A total of 17,442,020 shares were in favour of this resolution, accounting for 99.997% of the total votes cast. A total of 485 shares were against this resolution, accounting for 0.003% of the total votes cast. There were no abstentions.

Resolution No. 4.2:

The General Meeting hereby appoints Nataša Damjanovič to the position of Supervisory Board member – shareholder representative, i.e. for a four (4) year term of office commencing on 13 June 2017.

Resolution No. 4.2 was adopted as proposed. In voting for this resolution, 17,439,841 votes were cast, representing the same number of shares. A total of 17,386,036 shares were in favour of this resolution, accounting for 99.691% of the total votes cast. A total of 53,805 shares were against this resolution, accounting for 0.309% of the total votes cast. There were 2,664 abstentions.

Resolution No. 4.3:

The General Meeting hereby appoints Mario Gobbo to the position of Supervisory Board member – shareholder representative, i.e. for a four (4) year term of office commencing on 13 June 2017.

Resolution No. 4.3 was adopted as proposed. In voting for this resolution, 17,438,838 votes were cast, representing the same number of shares. A total of 17,425,862 shares were in favour of this resolution, accounting for 99.926% of the total votes cast. A total of 12,976 shares were against this resolution, accounting for 0.074% of the total votes cast. There were 3,667 abstentions.

Resolution No. 4.4:

The General Meeting hereby appoints Žiga Škerjanc to the position of Supervisory Board member – shareholder representative, i.e. for a four (4) year term of office commencing on 13 June 2017.

Resolution No. 4.4 was adopted as proposed. In voting for this resolution, 15,987,419 votes were cast, representing the same number of shares. A total of 15,754,844 shares were in favour of this resolution, accounting for 98.545% of the total votes cast. A total of 232,575 shares were against this resolution, accounting for 1.455% of the total votes cast. There were 1,455,086 abstentions.

Resolution No. 4.5:

The General Meeting hereby appoints Andrej Andoljšek to the position of Supervisory Board member – shareholder representative, i.e. for a four (4) year term of office commencing on 13 June 2017.

Resolution No. 4.5 was adopted as proposed. In voting for this resolution, 17,439,438 votes were cast, representing the same number of shares. A total of 17,424,173 shares were in favour of this resolution, accounting for 99.912% of the total votes cast. A total of 15,265 shares were against this resolution, accounting for 0.088% of the total votes cast. There were 3,067 abstentions.

Resolution No. 4.6:

The General Meeting hereby appoints Milan Tomaževič to the position of Supervisory Board member – shareholder representative, i.e. for a four (4) year term of office commencing on 13 June 2017.

Resolution No. 4.6 was adopted as proposed. In voting for this resolution, 17,436,679 votes were cast, representing the same number of shares. A total of 17,298,512 shares were in favour of this resolution, accounting for 99.208% of the total votes cast. A total of 138,167 shares were against this resolution, accounting for 0.792% of the total votes cast. There were 5,822 abstentions.

No challenging action was announced at the General Meeting of Shareholders.

The share of voting rights of the five largest shareholders present at the General Meeting of Shareholders expressed with respect to all shares, to which voting rights are attached (hereinafter: Voting Right), was 71.17%. The following five largest shareholders with Voting Rights were present or represented at the General Meeting of Shareholders:

- Pension and Disability Insurance Institute of the Republic of Slovenia (Zavod za pokojninsko in invalidsko zavarovanje), Kolodvorska ulica 15, Ljubljana: the number of shares and votes is 7,836,628, share with respect to the total Voting Rights is 34.51%;
- Slovenian Sovereign Holding (Slovenski državni holding, d.d.), Mala ulica 5, Ljubljana: the number of shares and votes is 6,386,644, share with respect to the total Voting Rights is 28.12%;
- Addiko Bank, d.d. - fiduciar, Slavonska avenija 6, Zagreb, Hrvaška: the number of shares and votes is 1,452,086, share with respect to the total Voting Rights is 6.39%;
- Hrvatska poštanska banka, d.d. - fiduciar, Jurišičeva 4, Zagreb, Hrvaška: the number of shares and votes is 321,628, share with respect to the total Voting Rights is 1.42%;
- Sava Re, Dunajska cesta 56, Ljubljana, Slovenija: the number of shares and votes is 166,678, share with respect to the total Voting Rights is 0.73%.

Information will be published on the website of Zavarovalnica Triglav, d.d., www.triglav.eu, from 30 May 2017 onwards and will be available on the public websites of the company for no less than five years.

Management Board of Zavarovalnica Triglav d.d.