

## **Notice on the Resolutions of the 43<sup>rd</sup> 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 43<sup>rd</sup> General Meeting of Shareholders, which was held on 29 May 2018 at 10:00 a.m. in the B1 Conference Hall, Verovškova ulica 60b, Ljubljana.

A total of 17,934,863 shares or 78.97% 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 meeting**

- a) **Quorum determination and confirmation of the presence of the notary public, Nada Kumar, from Ljubljana, who shall draft the minutes**
- b) **Appointment of the Verification Committee and of the Chairman of the General Meeting**

##### Resolution No. 1:

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

Resolution No. 1 was passed as proposed. In voting for this resolution, 17,934,863 votes were cast, representing the same number of shares. A total of 17,933,970 shares were in favour of this resolution, accounting for 99.995% of the total votes cast. A total of 893 shares were against this resolution, accounting for 0.005% of the total votes cast. There were no abstentions.

- 2. Presentation of the Annual Report of the Triglav Group and Zavarovalnica Triglav, d.d., for 2017, including an independent auditor's report and the Annual Report on Internal Auditing for 2017, and the Report of the Supervisory Board of Zavarovalnica Triglav, d.d., on the validation of the Annual Report of the Triglav Group and Zavarovalnica Triglav, d.d., for 2017, and of the Opinion of the Supervisory Board of Zavarovalnica Triglav, d.d., on the Annual Report of the Internal Audit Department at Zavarovalnica Triglav, d.d., on the 2017 internal audits.**

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

- 3. Distribution of accumulated profits of 2017, granting discharge to the Management and Supervisory Boards**

##### **Distribution of accumulated profit for 2017**

##### Resolution No. 3.1:

*The accumulated profits, which amounted to EUR 58,085,121.96 as at 31 December 2017, shall be distributed as follows:*

- *A part of the accumulated profits in the amount of EUR 56,837,870.00 shall be distributed for dividend payments. The gross dividend per share of EUR 2.50 shall be paid to the shareholders entered in the Shareholders' Register as at 13 June 2018. On 14 June 2018, the Company shall ensure funds for the payment of all dividends on the account of KDD – Centralno klirinška depotna družba, d.d., intended to execute the corporate action of paying our dividends to the shareholders in accordance with the common European standards for corporate actions;*
- *the distribution of the remaining accumulated profits of EUR 1,247,251.96 shall be decided on in subsequent years.*

Resolution No. 3.1 was adopted as proposed. In voting for this resolution, 17,934,863 votes were cast, representing the same number of shares. A total of 17,933,400 shares were in favour of this resolution, accounting for 99.992% of the total votes cast. A total of 1,463 shares were against this resolution, accounting for 0.008% of the total votes cast. There were no abstentions.

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

##### Resolution No. 3.2:

*The General Meeting of the Shareholders grants discharge to the Management Board of Zavarovalnica Triglav, d.d., for the financial year 2017.*

Resolution No. 3.2 was adopted as proposed. In voting for this resolution, 17,934,703 votes were cast, representing the same number of shares. A total of 17,932,353 shares were in favour of this resolution, accounting for 99.987% of the total votes cast. A total of 2,350 shares were against this resolution, accounting for 0.013% of the total votes cast. There were 160 abstentions.

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

##### Resolution No. 3.3:

*The General Meeting of Shareholders grants discharge to the Supervisory Board of Zavarovalnica Triglav, d.d., for the financial year 2017.*

Resolution No. 3.3 was adopted as proposed. In voting for this resolution, 17,934,703 votes were cast, representing the same number of shares. A total of 17,932,220 shares were in favour of this resolution, accounting for 99.986% of the total votes cast. A total of 2,483 shares were against this resolution, accounting for 0.014% of the total votes cast. There were 160 abstentions.

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#### **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 70.29%. 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, 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. – fiduciary account, Slavonska avenija 6, Zagreb, Croatia: the number of shares and votes is 1,286,086, share with respect to the total Voting Rights is 5.66%;
- Hrvatska poštanska banka, d.d. – fiduciary account, Juršićeva 4, Zagreb, Croatia: the number of shares and votes is 232,189, share with respect to the total Voting Rights is 1.02%;
- East Capital – East Capital Balkans, Rue Sainte-Zithe 11, Luxembourg: the number of shares and votes is 221,700, share with respect to the total Voting Rights is 0.98%.

*Information will be published on the website of Zavarovalnica Triglav, d.d., [www.triglav.eu](http://www.triglav.eu), from 29 May 2018 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.