

Varaždin, September 28<sup>th</sup> 2021

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**WEBSITE OF THE ISSUER – [www.varteks.com](http://www.varteks.com)**

**Subject: Information disclosure**

**Type of information: Notice of the General Assembly meeting**

**Company: VARTEKS d.d., Varaždin, Zagrebačka 94**

**LEI - 74780000Q0LH0TDGEO80**

**Member State: Republic of Croatia**

**ISIN: HRVARTR10005**

**Ticker: VART**

**Regulated Market: Zagreb Stock Exchange**

**Market Segment: Official Market**

/  
IBAN račun:

HR19 2360 0001 1013 3948 3  
Zagrebačka banka d.d.  
Zagreb

HR62 2340 0091 1001 1083 9  
Privredna banka d.d.  
Zagreb

HR47 2484 0081 1004 1765 2  
Raiffeisenbank Austria d.d.  
Zagreb

/ VARTEKS d.d. / Zagrebačka 94 / HR-42000 VARAŽDIN / tel. + 385 42 377 105 / fax.+ 385 42 377 395 / P.P. 32 / info@varteks.com  
/ Temeljni kapital 50.266.860,00 kn, uplaćen u cijelosti i podijeljen na 5.026.686 redovnih dionica, svaka nominalne vrijednosti 10,00 kn.  
/ Društvo je upisano u registar Trgovačkog suda u Varaždinu, poslovni broj iz upisnika Tt: 95/463-2 (MBS) 070004039 / M.B.3747034  
/ OIB:00872098033 / VAT:HR00872098033 / predsjednik Nadzornog odbora Nenad Bakić / predsjednik Uprave Tomislav Babić

**VARTEKS d.d.**  
**Varaždin**  
**Zagrebačka 94**

28<sup>th</sup> September 2021

Pursuant to the provisions of Articles 496 and 497 of the Capital Market Act and Article 118 of the Rules of the Zagreb Stock Exchange, the Management Board of the Company on September 28<sup>th</sup>, 2021 gives the following

**NOTICE**

**on the held General Assembly of Varteks d.d. Varaždin on  
September 28<sup>th</sup>, 2021 and the decisions made**

Varteks d.d. held the General Assembly on September 28<sup>th</sup>, 2021, starting at 12:00 hours, at the Headquarters of the Company, Zagrebačka 94, Varaždin with the following

Agenda:

1. Opening of the General Assembly and determining the list of participants in the Assembly
2. Annual reports of the Company for 2020
  - a) Management Board Report
  - b) Report of the Company's auditor
  - c) Supervisory Board Report
  - d) Annual financial statements and the consolidated financial statements of Varteks Group for 2020
3. Decision on the approval of the Report on remuneration for 2020
4. Decision on issuing the note of release to the members of the Management Board of the Company for 2020
5. Decision on issuing the note of release to the members of the Supervisory Board of the Company for 2020
6. Adoption of the decision on the listing of shares on the regulated market
7. Adoption of the decision on amending the Articles of Association
8. Decision on the election of the Company's Auditor for 2021

The General Assembly was attended by 2.048.754 votes or 40,75% out of the total number of 5.025.686 votes.

All decisions were adopted in accordance with the proposed decisions in the Invitation to the General Assembly, which was published on August 19<sup>th</sup>, 2021 on the Court register website, and on the Company's website, Zagreb Stock Exchange, Official Register of Prescribed Information at HANFA and on the HINA OTS pages, as follows:

**Ad 3.** I. The Report on remuneration of members of the Management Board and members of the Supervisory Board in the business year 2020 is approved together with the corresponding Auditor's Report, which were published as an attachment to the invitation to the General Assembly and form an integral part of this Decision.

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

**Ad 4.** The note of release has been given to the members of the Management Board of the Company for the business year 2020

**Ad 5.** The note of release has been given to the members of the Supervisory Board of the Company for the business year 2020

**Ad 6.** Decision on listing of shares on the regulated market

Pursuant to the provisions of Article 275, paragraph 1 of the Companies Act (hereinafter: ZTD), a decision is made on the listing on the Official Market of the Zagreb Stock Exchange, Inc. all 500,000 New Shares of Varteks d.d. each in the nominal amount of HRK 10.00, marks: VART-R-3, ISIN: HRVARTR30003, CFI: ESVUFR issued in accordance with the Management Board Decision on increasing the share capital by investing rights and issuing shares, on the content of rights from shares and conditions for issuing and on the exclusion of the priority right of May 13<sup>th</sup>, 2021, and all 420,000 New Shares each in the nominal amount of HRK 10.00, marks: VART-R-3, ISIN: HRVARTR30003, CFI: ESVUFR issued in accordance with the Management Board Decision on increase of share capital by investing rights and issuing shares, on the content of rights from shares and conditions for issuing and on the exclusion of priority right from June 29<sup>th</sup>, 2021 (approved share capital).

The shares will be listed on the Official Market of the Zagreb Stock Exchange, Inc. in accordance with the relevant regulations and the Rules of the Exchange. The shares will be able to be traded after their listing on the regulated market.

The Management Board of the Company is authorized and instructed to take all necessary actions in accordance with the relevant regulations and Rules of the Exchange for the purpose of listing all 920,000 New Shares of the Company on the Official Market of the Zagreb Stock Exchange, Inc.

**Ad 7.** Decision on amending the Company's Articles of Association

## **Article 1**

In Article 32, paragraph 1 of the Articles of Association, after indent 6, the following is added:

- decides on the Remuneration Policy and on the Reports on remuneration of members of the Management Board and members of the Supervisory Board
- decides on issuing the note of release to the members of the Management Board and the Supervisory Board of the Company
- decides on the listing of the Company's shares on the regulated market and on the withdrawal of shares from that listing

## **Article 2**

Article 43, paragraph 1 of the Articles of Association is amended to read as follows:

In order to ensure the exercise of the rights of shareholders prescribed by this Articles of Association and the Law, the Management Board of the Company will publish data and announcements on the website of the Court register.

Article 43, paragraphs 2 and 3 of the Articles of Association are deleted:

The information bulletin of the Company referred to in paragraph 1 is the "Official Newsletter" of Varteks d.d. Varaždin.

The Management Board may decide to publish certain data and announcements of the Company in other media.

## **Article 3**

In Article 45, paragraph 1 of the Articles of Association, the first sentence is amended as follows:

This Articles of Association enters into force upon the entry of the Company in the court register of the Commercial Court.

Article 45, paragraph 2 of the Articles of Association is deleted:

This Articles of Association is published in the "Official Newsletter" of Varteks d.d. Varaždin.

## **Article 4**

Other articles of the Articles of Association remain unchanged.

The Supervisory Board of the Company is authorized to, on the basis of the above amendments, determine the consolidated text of the Articles of Association, which will be notarized.

## **Article 5**

This decision to amend the Article of Association shall enter into force on the day of its entry in the court register of the Commercial Court in Varaždin.

**Ad 8.** The company BDO Croatia d.o.o., Radnička cesta 180, Zagreb was appointed to audit the financial statements of the Company and its affiliates and for the audit of the consolidated financial statements of the Varteks Group for the business year of 2021.

The Management Board of the Company is authorized to enter into appropriate audit agreements with the selected auditing company and to determine the remuneration for its work.

**PRESIDENT OF THE  
GENERAL ASSEMBLY:  
Snježana Belač**

**PRESIDENT OF THE  
MANAGEMENT BOARD:  
Tomislav Babić**