

Brodogradilište Viktor Lenac d.d.
Rijeka, Martinšćica bb

Temeljem čl. 247.a ZTD-a i odredbe točke 50. Kodeksa korporativnog upravljanja, Nadzorni odbor Brodogradilišta Viktor Lenac d.d., na svojoj 6. sjednici održanoj 19.11.2020. godine utvrđuje sljedeću

Shipyard Viktor Lenac d.d.
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Pursuant to Article 247a of the Companies Act and the provisions of item 50 of the Corporate Governance Code, the Supervisory Board of the Shipyard Viktor Lenac d.d., at its 6th meeting held on 19 November 2020, adopted the following

POLITIKU PRIMITAKA

I Ciljevi politike primitaka i njihova usklađenost s poslovnom strategijom i dugoročnim razvojem Društva

Ovom politikom uspostavlja se sustav primitaka članova uprave u cilju osiguranja postojanja propisanih i transparentnih politika i postupaka za utvrđivanje primitaka članova uprave koji usklađuju njihove interese s dugoročnim interesima te uspješnim i etičkim provođenjem strategije Brodogradilišta Viktor Lenac d.d. (dalje: Društvo).

Društvo je najveće remontno Brodogradilište u Republici Hrvatskoj i jedno od značajnijih brodogradilišta na Mediteranu. Na poslovanje Društva u smislu opsega i strukture prihoda najveći utjecaj imaju globalna kretanja na svjetskom pomorskom tržištu te posljedično potražnja za remontnim uslugama, pri čemu značajnu ulogu imaju i konkurentska brodogradilišta u okruženju glavnih mediteranskih pomorskih ruta, kod kojih Društvo ima najmanje povoljnu geografsku lokaciju. Poslovanje Društva ima važnu gospodarsku ulogu budući da svojom proizvodnom radno intenzivnom djelatnosti djeluje na zaposlenost uglavnom domaćih resursa stvarajući time novu vrijednost za dioničare i radnike, vodeći brigu o održivom razvoju i lokalnoj zajednici, uz poštivanje i promicanje temeljnih vrijednosti u poslovnim odnosima i korporativnoj kulturi. Politika primitaka članova uprave strukturirana je na način da održava temeljne vrijednosti Društva, potiče razvoj Društva i odgovorno donošenje odluka i nagrađuje učinkovitost i rezultate poslovanja, posebno u uvjetima globalnog okruženja u kojima Društvo neprestano treba iznalaziti nove načine prilagodbe sve oštrijoj tržišnoj utakmici. Istovremeno, politika primitaka članovima uprave pruža sigurnost i stabilnost kod odlučivanja na način da ih odvraća od poduzimanja bespotrebnih rizika odnosno potiče na dugoročno oprezno preuzimanje rizika koji jesu u skladu s poslovnom strategijom i dugoročnim održivim razvojem Društva.

II Struktura primitaka

Društvo želi postići ravnotežu između novčanih i nenovčanih fiksnih i varijabilnih primitaka članova uprave Društva, povezanim s vrijednostima i strategijama Društva. Primici članova uprave su fiksni i/ili varijabilni, ovisno o odluci Nadzornog odbora.

REMUNERATION POLICY

I Remuneration policy objectives and their alignment with Company's business strategy and long-term development

This policy establishes a system of remuneration of members of the Management Board in order to ensure the implementation of established policies and procedures, built on transparency, for determining remuneration of members of the Management Board, where their interests are aligned with long-term interests and successful implementation of the business strategy of the Shipyard Viktor Lenac d.d. set on the ethical standards (hereinafter referred to as the Company).

The Company is the largest shiprepair yard in the Republic of Croatia and one of the most important shipyards in the Mediterranean. The Company's operations in terms of revenue size and structure are most affected by global trends in the global maritime market and consequently the demand for shiprepair services, with competing shipyards in the environment of major Mediterranean maritime routes, where the Company has the least favourable geographical location. The Company plays an important economic role as it uses mostly domestic resources for its labour-intensive production activities, thus creating new value for shareholders and workers, taking care of sustainable development and the local community, while respecting and promoting core values in business relations and corporate culture. The Remuneration policy reflects fundamental values of the Company, encourages the Company's development and responsible decision-making and rewards efficiency and business results, especially in a global environment where the Company constantly needs to find new ways to adapt to increasingly competitive market. At the same time, the Remuneration policy provides members of the Management Board with security and stability in decision-making by discouraging them from taking unnecessary risks or encouraging long-term prudent risk-taking that is in line with the Company's business strategy and long-term sustainable development.

II Remuneration structure

The Company seeks to achieve a balance between monetary and non-monetary fixed and variable rewards for members of the Management Board, deriving from the Company's values and strategies. Remuneration is composed of fixed and/or variable part, subject to the decision of the Supervisory Board.

Pri određivanju visine i vrste primitaka članova uprave Društvo je vodilo računa o plaćama i položaju svojih radnika i radnika podugovarača koje Društvo redovito koristi u poslovanju, o specifičnosti djelatnosti i položaju Društva u domaćem i međunarodnom okruženju, kao i o razini primitaka uprava društva sličnih subjekata u konkurenckom okruženju.

In determining the amount and type of remuneration of members of the Management Board, the Company considered level of salaries and status of its employees and subcontractors' workers that the Company normally engages in its activities, the specifics of the Company's business and position in the domestic and international environment as well as amount of remuneration that management boards of similar entities in a competitive environment tend to receive.

Fiksni primici razmjeri su količini posla koje član(ovi) uprave obavljaju, njihovoj visokoj stručnosti i obrazovanju, kompetenciji te organizacijskoj i zakonskoj odgovornosti koja iz njihovog položaja proizlazi.

Fixed remuneration is determined based on the range of tasks performed by the member (s) of the Management Board, their expertise and education, competence and organizational and legal responsibility arising from their position.

Varijabilni primici temelje se na izvedbi i u iznimnim slučajevima i na drugim uvjetima. Varijabilni primici osiguravaju poticaj za dugoročno oprezno preuzimanje rizika i za dobro upravljanje istim.

Variable remuneration is based on performance indicators and other criteria in exceptional cases. Variable remuneration provides an incentive for long-term prudent risk-taking and good risk management.

Fiksni primici

Fiksnim primicima postiže se ravnoteža između odgovornosti, znanja, vještina i iskustva, te potiču povećanje učinka radnog okruženja u Društvu u smislu postavljenih ciljeva, postizanja rezultata, razvoja i kompetencija organizacije i njezine prilagodbe tržišnim uvjetima.

Fixed remuneration

Fiksni primici članova Uprave osiguravaju da Uprava ne poduzima aktivnosti visokog rizika, u cilju zaštite materijalne i nematerijalne imovine Društva.

Fixed remuneration ensures balance between responsibilities, knowledge, skills, and experience, and encourages better performance in terms of goals, results, development and competencies of the organization and its adaptation to market conditions.

Fiksni primici (osnovna plaća) članova uprave utvrđena je u mjesечноj bruto iznosu. Osnovna plaća uključuje paušalnu naknadu za rad izvan radnog vremena, dane godišnjeg odmora, plaćeni dopust, državne praznike. Članovi uprave nemaju pravo na posebnu naknadu odnosno povećanje plaće za prekovremen rad ili preraspodjelu radnog vremena, kao niti dodatak na plaću u smislu Kolektivnog ugovora. Pored toga, članovi Uprave nemaju pravo na nagrade i/ili naknade za rad u organima društva Grupe. Svi navedeni dodaci, nagrade i naknade plaće sadržani su u osnovnoj plaći.

Fixed remuneration of members of the Management Board ensures that the Management Board does not undertake high-risk activities, to protect the tangible and intangible assets of the Company.

Fiksni primici (osnovna plaća) članova uprave utvrđuje se i sukladno odgovornosti članova uprave u ovisnosti o broju članova uprave tijekom mandata i raspodjeli zakonske odgovornosti između članova uprave. Za članove uprave koji, sukladno odluci Nadzornog odbora, ostvaruju pravo na fiksne i varijabilne primitke, udio fiksnih primitaka u ukupnom prihodu neće iznositi manje od 50%.

Fixed remuneration (basic salary) of members of the Management Board is determined in monthly gross amount. The basic salary includes a flat-rate compensation for working outside working hours, vacation days, paid leave, and public holidays. Members of the Management Board are not entitled to a special compensation or salary increase for overtime work or redistribution of working hours, as well as allowances as defined by the Collective Agreement. In addition, members of the Management Board are not entitled to rewards and / or remuneration for work in the bodies of the Group. All the allowances, rewards and compensations are included in the basic salary.

Fixed remuneration (basic salary) of members of the Management Board is also determined based on the responsibilities of members of the Management Board depending on the number of members of the Management Board during their term of office and the distribution of legal responsibility among members of the Management Board. For the members of the Management board that have the right to fixed and variable remuneration, share of fixed remuneration in the total remuneration will be no lower than 50%.

Varijabilni primici u novcu

Ukoliko pojedini članovi uprave Društva ostvaruju varijabilne primitke sukladno odluci Nadzornog odbora, varijabilne primitke predstavljaju bonusi koji članovima uprave mogu biti isplaćeni sukladno ostvarenom rezultatu u poslovnoj godini. Uspješnost pojedinog člana uprave utvrđuje se temeljem ostvarenja finansijskih i nefinansijskih ciljeva Društva i/ili Grupe koji proizlaze iz dugoročne strategije poslovanja, a postavljaju se u pravilu za period od jedne poslovne godine.

Iznos varijabilnog primitka ovisit će o ostvarenim finansijskim ciljevima Društva te o ostvarenju nefinansijskih ciljeva. Metode za utvrđivanje ispunjenja finansijskih ciljeva utvrđuje Nadzorni odbor na osnovu pokazatelja iz revidiranih godišnjih finansijskih izvješća Društva, dok je metoda utvrđivanja ispunjenja nefinansijskih ciljeva procjena Nadzornog odbora. Nadzorni odbora zadržava diskrecijsko pravo na korekciju cjelokupnog iznosa varijabilnog primitka.

U ovisnosti o kretanjima na svjetskom pomorskom tržištu mjerila za ostvarenje varijabilnih primitaka članova uprave mogu biti i dopunjena ili izmijenjena za svaku poslovnu godinu, najkasnije do kraja te poslovne godine, a njihovo utvrđenje u nadležnosti je Nadzornog odbora Društva.

Članovi Uprave ostvaruju pravo na varijabilne primitke za prethodnu poslovnu godinu kada revidirana finansijska izvješća za prethodnu poslovnu godinu budu usvojena od strane Nadzornog odbora. Varijabilni primitci isplaćuju se u novcu, do konca lipnja za prethodnu poslovnu godinu. Društvo nema pravo zahtijevati od članova uprave vraćanje varijabilnih primitaka isplaćenih u novcu.

Za članove uprave koji, sukladno odluci Nadzornog odbora, ostvaruju pravo na fiksne i varijabilne primitke, udio varijabilnih primitaka u ukupnom prihodu neće iznositi više od 50%.

Varijabilni primici u dionicama Društva

Nadzorni odbor može, u ovisnosti o rezultatima poslovanja Društva, vrednovanju tih rezultata u odnosu na svjetska kretanja i ocjenjivanju doprinosa člana uprave, dodijeliti članu uprave i dionice Društva.

Dodjela dionica pridonosi usmjerenosti člana uprave na odgovarajuću ravnotežu između kratkoročnih i dugoročnih ciljeva Društva.

Dionice se raspoređuju članovima uprave, sukladno posebnoj odluci Nadzornog odbora do konca kolovoza tekuće poslovne godine za prethodnu poslovnu godinu.

Variable cash remuneration

If the respective member of the Management Board member is entitled to variable remuneration in accordance with the decision of the Supervisory Board, variable remuneration is a bonus that can be paid to a member of the Management Board for results achieved in the business year. Performance of each member of the Management Board is determined in accordance with the achievement of financial and non-financial goals of the Company and/or Group arising from the long-term business strategy and are set generally for a period of one business year.

The amount of variable remuneration shall be dependent on achievement of financial goals of the Company, as well as on achievement of non-financial goals. Methods for determining the achievement of financial goals are established by the Supervisory Board in accordance with the indicators from the audited annual financial reports of the Company, while the method of determining of achievement of non-financial goals is the evaluation of the Supervisory Board. Supervisory Board is entitled to discretionary decision on adjustment of the total amount of variable remuneration.

Depending on the trends in the world maritime market, the criteria for achieving variable remuneration of members of the Management Board may be supplemented or amended for each business year, by the end of the respective business year at the latest, and that is the responsibility of the Company's Supervisory Board.

Members of the Management Board are entitled to variable remuneration for the previous business year when the audited financial statements for the previous business year are approved by the Supervisory Board. Variable remuneration is paid in cash, by the end of June for the previous business year. The Company has no right to demand from the members of the Management Board to return any variable remuneration paid in cash.

For the members of the Management board that have the right to fixed and variable remuneration, share of variable remuneration in the total remuneration will be no greater than 50%.

Variable remuneration paid out in Company's shares

The Supervisory Board may, depending on business results evaluated in relation to global trends and assessment of the contribution of a member of the Management Board, grant a member of the Management Board shares of the Company.

Distribution of shares contributes to the orientation of the member of the Management Board towards adequate balance between short-term and long-term goals of the Company.

The shares are distributed to the members of the Management Board in accordance with a special decision of the Supervisory

Članovi Uprave dodijeljene dionice ne smiju prodati, darovati, založiti ili na drugi način raspolagati istima za čitavo vrijeme trajanja njihova mandata te najmanje dvije godine od stjecanja.

U slučaju prestanka mandata članova uprave prije isteka njihovog redovnog mandata, a u slučaju povrede odredbi ugovora člana uprave ili na zahtjev člana uprave, Društvo ima pravo zahtijevati vraćanje dionica koje su članu uprave dodijeljene kao varijabilni primitak.

Druge pogodnosti u novcu, pravima i stvarima

Članovi uprave mogu ostvariti pravo i na druge pogodnosti i primitke sukladno važećim pravilnicima Društva, ukoliko svrha takvih primitaka već nije odobrena članovima Uprave putem njihovih menadžerskih ugovora (kolektivno ili individualno osiguranje, liječnički pregledi, prigodne neoporezive isplate i slični neoporezivi primici sukladno Pravilniku o radu i/ili Kolektivnom ugovoru).

Članu uprave Nadzorni odbor može ugovorom ili odlukom staviti na raspolaganje službeni automobil za korištenje 24 sata, a u suprotnom mu pripada pravo na neoporezivu naknadu troškova prijevoza sa posla i na posao u skladu s menadžerskim ugovorom i primjenjivim propisima.

Porezi i doprinosi

Za sve oporezive isplate Društvo će uz isplatu primitka uplatiti i sve pripadajuće poreze i doprinose sukladno zakonskim odredbama kojima se reguliraju isplate dohotka fizičkim osobama.

III Trajanje menadžerskog ugovora

Trajanje menadžerskog ugovora uvjetovano je dužinom razdoblja na koje se član uprave izabire. Ugovor prestaje istekom razdoblja na koje je sklopljen, ostavkom člana uprave, oponizivom, otkazom ili raskidom ili ispunjavanjem uvjeta za mirovinu.

IV Otpremnina

Ako Nadzorni odbor opozove člana uprave (osim u slučaju otkazivanja radi skrivenog ponašanja ili izvanrednog otkazivanja od strane člana uprave) odnosno ako članu uprave ne bude ponuđeno sklapanje novog ugovora ili ako član uprave ne prihvati ponuđeni novi ugovor, istekom otkaznog roka član uprave ima pravo na otpremninu u visini ugovorenog menadžerskim

Board by the end of August of the current business year for the previous business year.

Members of the Management Board may not sell, donate, pledge, or otherwise dispose of the granted shares for the entire duration of their term of office and at least two years upon receipt.

In case of termination of the term of office of a member of the Management Board before the expiration of regular term, and in case of violation of the contract of a member of the Management Board or at the request of a member of the Management Board, the Company has the right to demand return of shares.

Other benefits in money, rights, and things

Members of the Management Board can be entitled to other benefits and rewards in accordance with the applicable regulations of the Company, if the purpose of such remuneration is not already approved to members of the Management Board through their managerial contracts (collective or individual insurance, medical examinations, occasional non-taxable payments, and similar non-taxable remunerations in accordance with Labour Regulations and / or the Collective Agreement).

The Supervisory Board may, by contract or decision, make a Company vehicle available to a member of the Management Board for use 24 hours a day, otherwise the member of the Management Board is entitled to non-taxable reimbursement of home to work travel expenses in accordance with the managerial contract and applicable regulations.

Taxes and contributions

For all taxable payments, the Company shall, in addition to the remuneration, pay all related taxes and contributions in accordance with legal provisions governing personal income.

III Duration of managerial contract

Duration of managerial contract is determined by length of period for which the member of the Management Board is elected. The contract terminates upon the expiration of the period for which it was concluded, with the resignation of a member of the Management Board, revocation, termination, or fulfilment of retirement eligibility requirements.

IV Severance pay

If the Supervisory Board recalls a member of the Management Board (except in case of dismissal due to misconduct or resignation by a member of the Management Board) or if a member of the Management Board is not offered a new contract or if a member of the Management Board does not accept a new contract, upon expiration of the notice period, the member of

ugovorom, pri čemu će Društvo platiti i sve poreze (na dohodak i sl.), doprinose i/lili slična davanja koja terete takvu isplatu.

the Management Board is entitled to severance pay in the amount stipulated by the managerial contract, whereby the Company shall pay all taxes (income, etc.), contributions and / or similar allowances that may charge such payment.

Ako član uprave za vrijeme trajanja ugovora, u skladu s propisima, ostvari uvjete za mirovinu po kojima je obvezan otići u mirovinu, ugovor prestaje s danom umirovljenja, a član uprave ima pravo na otpremninu u visini ugovorenog menadžerskog ugovorom.

If a member of the Management Board during the term of the contract, in accordance with the regulations, meets the retirement eligibility requirements, the contract terminates on the day of retirement, and the member of the Management Board is entitled to severance pay in the amount stipulated by the managerial contract.

V Otkazni rok

Otkazni rok za člana uprave iznosi ne više od tri mjeseca, kako je predviđeno menadžerskim ugovorom pojedinog člana uprave, te će biti primjenjiv neovisno o tome da li otkazuje član uprave ili Nadzorni odbor. Ako je ugovor otkazan uslijed skrivljenog ponašanja člana uprave, Nadzorni odbor može donijeti odluku i o kraćem otkaznom roku.

Član uprave za vrijeme otkaza ostvaruje pravo na osnovnu plaću. Ako je Ugovor otkazan uslijed skrivljenog ponašanja člana uprave, član uprave gubi pravo na varijabilni dio plaće i otpremninu.

V Notice period

The notice period for a member of the Management Board shall not be longer than three months, as determined in the managerial contract of each member of the Management Board and shall apply regardless of whether the member of the Management Board resigns or is dismissed by the Supervisory Board. If the contract is terminated due to misconduct of a member of the Management Board, the Supervisory Board may decide on a shorter notice period.

A member of the Management Board is entitled to a basic salary during the notice period. If the contract is terminated due to misconduct of a member of the Management Board, the member of the Management Board loses the right to a variable part of the salary and severance pay.

VI Odbor za primitke

Nadzorni odbor Društva osniva Odbor za primitke i Odbor za imenovanja radi iskazivanja kompetentnog i neovisnog mišljenja o politikama i praksama nagrađivanja te o poticajima uspostavljenima za upravljanje rizicima, imenovanjem članova Odbora.

Odbor za primitke odgovoran je za sljedeće:

- pripremu preporuka Nadzornom odboru u vezi nagrađivanja članova uprave Društva,
- izradu prijedloga i savjeta Nadzornom odboru na izradi i izmjeni politike nagrađivanja članova uprave,
- reviziju politike nagrađivanja i nadgledanje provedbe,
- preispitivanje imenovanja vanjskih savjetnika za primitke koje Nadzorni odbor može, ako je to potrebno, angažirati za savjetovanje ili podršku,
- potporu Nadzornom odboru kroz nadgledanje funkcioniranja sustava nagrađivanja u ime Nadzornog odbora,
- posvećivanje posebne pozornosti procjeni mehanizama nagrađivanja usvojenih kako bi se osiguralo da je cijelokupna politika primitaka sukladna poslovnoj strategiji, ciljevima, vrijednostima i interesima Društva,
- osiguranje redovitog neovisnog preispitivanja politike i sustava nagrađivanja od strane unutarnje revizije,

VI Remuneration Committee

The Company's Supervisory Board shall establish a Remuneration Committee and Nomination Committee to express a competent and independent opinion on remuneration policies and practices and on incentives established for risk management.

The main responsibilities of the Remuneration Committee are:

- Making recommendations to the Supervisory Board regarding remuneration of members of the Management Board;
- Making suggestions and proposals to the Supervisory Board on development and amendment of the Remuneration policy;
- Reviewing the Remuneration policy and supervising its implementation;
- Reviewing appointment of external advisers that the Supervisory Board may, if necessary, engage for advice or support;
- Providing support to the Supervisory Board by supervising the implementation of the remuneration system on behalf of the Supervisory Board;
- Carefully assessing remuneration mechanisms adopted to ensure that the entire remuneration system is in line with the business strategy, goals, values and interests of the Company;
- Ensuring normal independent review of the Remuneration policy and system by internal audit;

– formalno preispitivanje niza mogućih scenarija kako bi ispitali kako će sustav nagrađivanja reagirati na buduće vanjske i unutarnje događaje.

VII Sprečavanje sukoba interesa i poslovna tajna

Ova politika primitaka u skladu je s poslovnim strategijama, ciljevima, vrijednostima i interesima Društva, dioničara i radnika te uključuje mjere za izbjegavanje sukoba interesa.

Uprava Društva osigurava da načela i postupci vezani za primitke budu oblikovani na način da su sve odluke uprave balansirane i u skladu s najboljim interesima Društva, dioničara i radnika, što se osigurava korištenjem pokazatelja uspješnosti prilagođenih riziku koji također uzimaju u obzir i kvalitativne kriterije (npr. kršenje propisanih ograničenja internim aktima i eksternom regulativom, inovativne postupke i prijedloge unapređenja organizacije i sl.).

Ugovori članova uprave sadrže odredbe o ograničenju sudjelovanja članova uprave, bez suglasnosti Nadzornog odbora, u drugim društвима, kako u članstvu tako i u organima drugih društava, čija je djelatnost povezana s osnovnom djelatnoшću društva. Član uprave po zakonу ili po posebnom ovlaštenju Nadzornog odbora može sudjelovati u organima ovisnih društava ili povezanih društava, u kojem slučaju nema pravo na primitke ili druge naknade ili nagrade.

VIII Dozvoljeno odstupanje od politike primitaka

Društvo smije privremeno odstupiti od bilo kojeg dijela ove politike primitaka ako to nužno zahtijeva dugoročna dobrobit Društva ili okolnosti koje su nepredvidive i mogu bitno utjecati na poslovanje Društva.

Odstupanje od utvrđene politike primitaka predlaže Odbor za primitke, a odobrava Nadzorni odbor.

IX Donošenje, provedba i nadzor politike primitaka

Nadzorni odbor donosi politiku primitaka koju odobrava glavna skupština Društva.

Odbor za primitke Nadzornog odbora i Nadzorni odbor nadziru provedbu politike primitaka na način da Odbor za primitke jednom godišnje podnosi Nadzornom odboru izvješće o izvršenom nadzoru provedbe politike primitaka.

– Considering possible scenarios to examine how the remuneration system would respond to future external and internal events.

VII Conflict of interest and confidentiality

Remuneration policy has been aligned with the business strategies, objectives, values and interests of the Company, shareholders and employees and includes measures to avoid a conflict of interest.

The Company's Management Board shall ensure that the principles and procedures related to remuneration are formulated in such a way that all management decisions are balanced and in the best interests of the Company, shareholders and employees, which is ensured by using risk-adjusted performance indicators that also take into account qualitative criteria such as violation of restrictions stipulated by internal acts and external regulations, innovative procedures and proposals for improving the organization, etc.

Contract of a member of the Management Board shall contain provisions restricting the participation of members of the Management Board, without the Supervisory Board's approval, in other companies, both in membership and in the bodies of other companies, whose activities are related to the Company's core business. A member of the Management Board may, by law or by special authorization of the Supervisory Board, participate in the bodies of subsidiaries or affiliates, in which case he / she is not entitled to remuneration or other fees or rewards.

VIII Deviations from Remuneration policy

The Company may temporarily deviate from any part of its Remuneration policy if it is absolutely necessary for the purpose of achieving the long-term well-being of the Company or due to circumstances that are unpredictable and may significantly affect the Company's business.

Any deviations from the Remuneration policy shall be proposed by the Remuneration Committee and approved by the Supervisory Board.

IX Adoption, implementation and supervision over Remuneration policy

Supervisory board adopts the Remuneration policy which is then approved by the Company's General Assembly.

The Remuneration Committee and the Supervisory Board shall supervise the implementation of the Remuneration policy in such a way that the Remuneration Committee shall submit a report to the Supervisory Board once a year on the supervision over the implementation of the Remuneration policy.

X Primici članova Nadzornog odbora

Glavna skupština Društva odlučuje posebnom odlukom o pravu članova nadzornog odbora na nagradu za rad te o iznosu takve naknade. Društvo izvršava sve obveze za obračun i uplatu svih relevantnih doprinosa, poreza i prikeza zajedno s uplatom neto iznosa nagrada članovima nadzornog odbora.

Članovima nadzornog odbora nagrada za rad se utvrđuje u ovisnosti o njihovim zadatacama u nadzornom odboru i pododborima nadzornog odbora.

Nagrada za rad članovima nadzornog odbora utvrđuje se u paušalnom mjesecnom iznosu.

XI Završne odredbe

Ova politika primitaka stupa na snagu na dan kada je odobri glavna skupština Društva, a primjenjuje se za razdoblje od četiri godine, od 2021. do 2024. godine.

Ova politika primitaka u glavnim odredbama u skladu je i s postojećim ugovorom člana uprave koji redovnim putem ističe 30.4.2021. godine te se primjenjuje i za razdoblje do imenovanja uprave za novo mandatno razdoblje.

Odluka glavne skupštine i politika primitaka objavljuje se na internetskim stranicama Društva i primjenjuje se danom njezina donošenja.

Nadzorni odbor

Predsjednik



X Remuneration of members of Supervisory Board

General Assembly shall decide on the right of the Supervisory Board members to remuneration for their work in the Supervisory Board and the potential amount of such remuneration, by a special decision. The Company shall perform all obligations related to the calculation and payment of the net amount and all relevant contributions, taxes and surcharges. Members of the Supervisory Board are remunerated for their work depending on the range of their tasks in the Supervisory Board and subcommittees of the Supervisory Board. Remuneration for work of members of the Supervisory Board is determined in a lump sum.

XI Final provisions

The Remuneration policy shall enter into force on the day it is approved by the General Assembly of the Company, and shall apply for a period of four years, from 2021 to 2024.

The Remuneration policy, in its main provisions, is in line with the existing contract of a member of the Management Board, which expires on April 30, 2021 and shall apply until the appointment of the Management Board for a new term of office.

The decision of the General Assembly and the Remuneration policy are published on the Company's website and shall apply from the date of adoption.

President of the Supervisory Board

