

**Information on the selection of members of the Supervisory Board
(items 5 and 6 of the Agenda for the Annual General Meeting of the Bank)**

Explanation of how the candidates for members of the Supervisory Board contribute to the profile of the Supervisory Board:

Mr Giulio Moreno and Mr Luca Leoncini Bartoli, candidates for members of the Supervisory Board of Privredna banka Zagreb d.d., meet all the requirements for members of the Supervisory Board imposed by the Credit Institutions Act and the Decision on the assessment of the suitability of the chairperson of the management board, members of the management board, members of the supervisory board and key function holders in a credit institution and they possess the knowledge, skills and experience necessary to perform the functions in accordance with the business model, risk appetite, strategy and markets in which the Bank operates and in accordance with the target structure of the Supervisory Board of the Bank defined by the Policy on the target structure of the Supervisory Board of Privredna banka Zagreb d.d.

Mr Giulio Moreno completed a graduate study in economics and other associated fields. He obtained a degree in political sciences and a master's degree in foreign affairs and international economy.

Moreover, the candidate possesses adequate experience for a member of the supervisory board since he acquired no less than five years of consecutive experience managing a credit institution branch, as provided below:

- from October 2018 to date (occasionally) – Regional Advisor to Intesa Sanpaolo branches in Serbia, Montenegro and Romania
- from 11/2011 to 05/2017 – Senior Banker – Head of the Resident Office of Montenegro, EBRD, Podgorica, Montenegro
- from 02/2007 to 10/2011 – Senior Banker – Head of the Resident Office of Bosnia and Herzegovina, EBRD, Sarajevo, BIH

Mr Luca Leoncini Bartoli completed a graduate study in the field of economics. He obtained a degree in business and economics. The candidate also possesses adequate experience for a member of supervisory board since he acquired more than five years of consecutive experience managing organisational units of a credit institution important for the performance of its operations, as provided below:

- from 2/2020 to date – Head of ISB Credit Department - Chief Lending Officer Governance Area and Member of the ISP Group Credit Committee
- 03/2014 – 02/2020 – Head of ISBD Corporate and SME Department and Member of the Board of Directors in Banca Intesa Russia (04/2014 – 03/2018)
- 05/2013 – 02/2014 – General Manager, London HUB Branch, ISP; Member of the Board of Directors of the Association of Foreign Banks in the UK (06/2013 – 05/2014) and Vice President of the Governing Council of the Italian Chamber of Commerce in London (05/2013 – 07/2014)
- 11/2010 – 04/2013 – General Manager, Paris Branch, ISP and Member of the Board of Directors, Banco Espírito Santo et de la Vénétie (10/2011 – 04/2014)

Further to the above, the candidates possess sufficient experience to critically review decisions and effectively supervise the management board of the credit institution and fulfil other obligations prescribed for a member of the supervisory board.

The candidates also fulfil the criteria in relation to the type of function and its position in the hierarchy, the knowledge acquired in that function, the nature and complexity of operations carried out by the candidates, including the organisational structure within which the operations were carried out, the scope of competences, decision-making powers and responsibilities, and the number of subordinates.

The candidates also possess additional competences acquired by professional training within their competence by participating in professional specialisation programmes (courses, seminars, workshops), forums and conferences in the country and abroad, and strategic meetings, coordination meetings and educational programmes organised within the Intesa Sanpaolo Group and the Bank.

The candidates also demonstrate additional skills such as authenticity, determination, communication, judgement, "focus on clients and quality", leadership, loyalty, external awareness, negotiating, persuasiveness, team work, strategic experience, stress resilience, sense of responsibility and chairing the meetings.

Considering the knowledge, competences and experience of the candidates for members of the Supervisory Board, their competences and experience greatly contribute to the work of the Supervisory Board and thus enable an adequate and integral supervision of the conduct of the Bank's affairs and a complete fulfilment of the function of the Supervisory Board, hence it may be concluded that the Supervisory Board will continue to perform its duty and function in the best possible way.

Relationship between the candidates and the company or persons connected with the company

In relation to the candidate Mr Giulio Moreno and his close relatives/relatives, it has been determined that they have no significant personal or business relationship with the Bank, or with the Bank's employees or entities included in the scope of accounting or prudential consolidation. There are no circumstances suggesting that the candidate is in a conflict of interest in relation to the Bank, shareholders, members of the Supervisory Board, key function holders, or the Management Board of the Bank. According to the collected data, there are no circumstances or private interests which might influence the impartiality of the employee in the performance of his duties.

In relation to the candidate Mr Luca Leoncini Bartoli and his close relatives/relatives, it has been determined that they have no significant personal or business relationship with the Bank, or with the Bank's employees or entities included in the scope of accounting or prudential consolidation. There are no circumstances suggesting that the candidate is in a conflict of interest in relation to the Bank, shareholders, other members of the Supervisory Board, key function holders, or the Management Board of the Bank. According to the collected data, there are no circumstances or private interests which might influence the impartiality of the employee in the performance of his duties.

The candidates have not been proposed as independent members of the Supervisory Board because they do not meet the independence requirements.

The candidates Mr Giulio Moreno and Mr Luca Leoncini Bartoli do not perform the function of a member of the supervisory board or the management board of any other companies.

Presence of Mr Moreno at the meetings of the Supervisory Board and the Audit Committee during his last term of office

From the beginning of the term of office of Mr Moreno on the Supervisory Board, i.e. from 29.11.2017 until the General Meeting held on 21.7.2020, a total of 52 Supervisory Board meetings were held and Mr Moreno participated in all of them.

From the beginning of the term of office of Mr Moreno on the Audit Committee, i.e. from 18.6.2018 until the General Meeting held on 21.7.2020, a total of 11 Audit Committee meetings were held and Mr Moreno participated in all of them.