REPUBLIC OF CROATIA
NOTARY PUBLIC
ILINKA LISONEK
TRG HRVATSKIH VELIKANA 4
10000 ZAGREB

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MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF THE JOINT-STOCK COMPANY PRIVREDNA BANKA ZAGREB D.D.

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MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF THE JOINT-STOCK COMPANY
PRIVREDNA BANKA ZAGREB d.d.

I, Notary Public Ilinka Lisonek of Zagreb, Trg hrvatskih velikana 4, attended on 28 May 2026 (the twenty-eighth of May, two thousand and twenty-six) the Extraordinary General Meeting of the joint-stock company Privredna banka Zagreb d.d., Zagreb, Radnička cesta 50 (hereinafter: the Bank), registration number (MBS) 080002817, taxpayer identification number (OIB): 02535697732, held on the business premises of the Bank in Zagreb, Radnička cesta 44, B1-8th floor.--

The Extraordinary General Meeting started at 9:00 (nine) a.m. ------------------------- -----------

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The Extraordinary General Meeting was opened by Mr Ignacio Jose Jaquotot Calvo, President of the Supervisory Board, personally known to me.--

The Chair of the Extraordinary General Meeting stated that the Extraordinary General Meeting had been convened by the President of the Management Board of the Bank under the Management Board Decision to call the Extraordinary General Meeting adopted at the 11_26 meeting held on 5 May 2026 (the fifth of May, two thousand and twenty-six), adopted pursuant to Article 38 of the Articles of Association of Privredna banka Zagreb d.d. and Article 277 of the Companies Act. He also established that the Invitation to this Extraordinary General Meeting, with the agenda and proposals of decisions, had been submitted to the only shareholder Intesa Sanpaolo Holding International S.A., in line with the provisions of Art. 277, par. 6 and par. 7 of the Companies Act, and published on the Bank's website. ------------------

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The Invitation to the Extraordinary General Meeting with the agenda is attached to these Minutes as **A**. ---

It was established that the participants in this Extraordinary General Meeting would participate online, while Mr Marin Vuco, proxy for the only shareholder, was present on the premises of the Bank where the Extraordinary General Meeting was held. ---------------------------------------

He also established that the Extraordinary General Meeting was attended by the only shareholder INTESA SANPAOLO HOLDING INTERNATIONAL S.A., represented by its proxy Marin Vuco, domiciled in Trnska 17, Strmec, Sveta Nedelja, under a proxy of 21.05.2026. (the twenty-first of May, two thousand and twenty-six). The only shareholder holds a total of 18,765,747 (eighteen million, seven hundred and sixty-five thousand and seven hundred and forty-seven) ordinary shares carrying the same number of votes, which make 100,00% (one hundred percent) of the total share capital of the Company that equals EUR 243,954,711.00 (two hundred and forty-three million, nine hundred and fifty-four thousand, and seven hundred and eleven euro). ---

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The Chair of the Extraordinary General Meeting further established that the quorum was present and that decisions could be validly adopted according to the Articles of Association and the Companies Act, and that the shareholder, i.e. its proxy, would vote directly at the Extraordinary General Meeting. ---

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The list of the shareholders present and represented at the Extraordinary General Meeting, an excerpt from the court register, and the proxy for representation at the Extraordinary General Meeting are attached to these Minutes as B. -- ---------

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He also established that the Extraordinary General Meeting was attended by:--------------------
All members of the Management Board of the Bank---
Mr Marin Vuco, proxy for Intesa Sanpaolo Holding International S.A. ---------------------------
Court interpreter for the English and French language, Ms Ana Burazin of Zagreb, personally known to me, whose authorisation was established by examining the Decision of the County Court in Zagreb of 8 July 2022 (the eighth of July, two thousand and twenty-two), issued under number Su-599/2022 ---
Notary Public Ilinka Lisonek --

The Chair established that conditions had thus been met for holding this Extraordinary General Meeting and then moved on to the Agenda, as follows: --
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1. Decision on the acceptance of the possible ratio between variable and fixed components of the remuneration for 2025 (two thousand and twenty-five)------------------------------
2. Decision on the suitability of a member of the Supervisory Board of the Bank and the collective suitability of the Supervisory Board of the Bank based on the extraordinary suitability reassessment---

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Ad. 1. The first and only item on the Agenda was adoption of the decision on the acceptance of the possible ratio between variable and fixed components of the remuneration for 2025 (two thousand and twenty-five), with the proposal of the decision, as follows: -------------------------
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DECISION
on the acceptance of the possible ratio between variable and fixed components of the remuneration for 2025

Article 1

In line with the level of performance achieved and according to what is foreseen by ISP Group Remuneration Discipline for ISP Group Risk Takers, consent is hereby given for a possible higher ratio between the variable and the fixed component of the remuneration for the Group Risk Takers who are identified as ISP Group Risk Takers as well, except for those belonging to the Control Functions, up to a 200% (two hundred percent) maximum limit all in line with the applicable regulatory framework.--
Further to the foregoing, for the Business Year 2025 (two thousand and twenty-five) the possibility of the maximum amount of variable remuneration up to 200% (two hundred percent) of the fixed remuneration is allowed to the following 5 (five) ISP Group Risk Takers identified in Privredna banka Zagreb d.d.: --
President of the Management Board, ---
Deputy President of the Management Board until 16/10/2025, (the sixteenth of October, two thousand and twenty-five)--
Chief Financial Officer & Deputy President of the Management Board from 17/10/2025, (the seventeenth of October, two thousand and twenty-five) ---
Member of the Management Board responsible for the Corporate & SME,----------------------
Member of the Management Board responsible for the Retail. ------------------------------------
The purpose of the proposed acceptance of possible higher ratio is not to automatically increase their variable remuneration, but only to create preconditions for enabling a variable remuneration of more than 100%, (one hundred percent) according to PBZ Remuneration and Incentive Policies. --

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Article 2

The higher cap referred to in Article 1 of this Decision is determined in accordance with the possibility defined by the provisions of the 2025 (two thousand and twenty-five) PBZ Group Remuneration and Incentive Policies and in compliance with the valid 2025 (two thousand and twenty-five) Remuneration and Incentive Policies of the Parent Company.------------------------

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Article 3

The implementation of this Decision has no material impact on the maintenance of the adequate capital level of Privredna banka Zagreb d.d. and PBZ Group.---------------------------------------

Article 4

This Decision shall enter into force on the date of its adoption.-------------------------------------

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Explanation of the proposal: ---

Based on the achievement of individually agreed goals and considering overall performance and performance-related behaviours, in particular with regard to managerial competencies, and in accordance with the Bank's values, the expressed evaluation of individual achievement of the set goals and the valid rules on remuneration, the above stated possible ratio between variable and fixed remuneration for 2025 is proposed for the PBZ Group Risk Takers who are identified as ISP Group Risk Takers as well, except for those belonging to the Control Functions.---

In line with the above mentioned, the proposed Decision relates to the 5 ISP Group Risk Takers who hold the following functions in Privredna banka Zagreb:

President of the Management Board, --

Deputy President of the Management Board until 16/10/2025, (the sixteenth of October, two thousand and twenty-five)---

Chief Financial Officer & Deputy President of the Management Board from 17/10/2025, (the seventeenth of October, two thousand and twenty-five)---

Member of the Management Board responsible for the Corporate & SME,------------------------

Member of the Management Board responsible for the Retail.--------------------------------------

The purpose of the proposed acceptance of a possible higher ratio is not to automatically increase their variable remuneration, but to create preconditions for enabling a variable remuneration of more than 100% (one hundred percent), and in accordance with the provisions of the valid regulations of the Republic of Croatia and internal acts of PBZ Group and ISP Group. ---

Considering all the risks that the Bank is exposed to, as well as the cost of capital required and necessary liquidity, assuming all the above mentioned employees would receive a variable remuneration even on maximum level, i.e. 200% of their fixed remuneration, the total amount of variable remuneration will not have a negative influence on the maintenance of an adequate level of capital. It is determined that the proposed Decision does not affect the fulfilment of regulatory obligations and that the implementation of this Decision has no material impact on the maintenance of adequate capital level of Privredna banka Zagreb d.d. and PBZ Group. ----

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The Chair of the Extraordinary General Meeting invited the shareholder to take a vote on item 1 of the agenda by casting a vote „FOR“, „AGAINST“ or „ABSTAINED”. ---------------------

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After the only shareholder had taken a vote, the Chair of the Extraordinary General Meeting established that the shareholder had voted for the subject decision with 18,765,747 (eighteen million, seven hundred and sixty-five thousand and seven hundred and forty-seven) ordinary shares carrying the same number of votes, which make 100,00% (one hundred percent) of the total share capital of the Company, thus unanimously adopting the Decision. ---------------------
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Ad. 2 Under the next Agenda item, a decision was to be made on the adoption of the decision on the suitability of a member of the Supervisory Board of the Bank and the collective suitability of the Supervisory Board of the Bank, and the Chair of the Extraordinary General Meeting put the following proposal of the decision to the vote: -------------------------------------
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DECISION
on the suitability of a member of the Supervisory Board of the Bank and the collective suitability of the Supervisory Board of the Bank
based on the extraordinary suitability reassessment

1. Upon completion of the procedure of extraordinary suitability reassessment in terms of time commitment, conflict of interest, and independence of the Member of the Supervisory Board of the Bank, it has been again found that: -------------------------------
   - Ms Beáta Kissné Földi, Member of the Supervisory Board, ----------------------------

   is suitable for the performance of the function of a Member of the Supervisory Board of the Bank given that the results of the suitability assessment do not raise any doubt as to her overall suitability, and that the Supervisory Board as a whole remains collectively suitable. ---

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2. This Decision shall enter into force on the date of its adoption.

Explanation of the proposal: ---
According to the provisions of the Credit Institutions Act and the CNB's Decision on the assessment of the suitability of the chairperson of the management board, members of the management board, chairperson of the supervisory board, members of the supervisory board and key function holders in a credit institution, the General Meeting of the Bank decides on the suitability of candidates for members of the Supervisory Board of the Bank and the collective suitability of the Supervisory Board. ---
Given that a member of the Supervisory Board, Ms Beáta Kissné Földi, was appointed on 9 April 2026 (the ninth of April, two thousand and twenty-six) to a new non-executive position as a Board member of Exelia s.r.l., Romania, a company of the ISP Group, an extraordinary suitability reassessment of Ms Kissné Földi needs to be conducted to determine whether this circumstance affects her time commitment to performing her duties as a member of the Supervisory Board of the Bank and whether it has an impact on the conflict of interest and independence of the Supervisory Board member. ---
Before submitting the proposal of the Decision to the Extraordinary General Meeting, the procedure for the extraordinary suitability reassessment of the mentioned member of the Supervisory Board of the Bank and the Supervisory Board as a whole was completed in line with valid regulations and provisions of the Policy on the target structure of the Supervisory Board of Privredna banka Zagreb d.d. and the suitability assessment criteria adopted by the General Meeting of the Bank. Upon completion of the procedure of extraordinary suitability reassessment concerning the abovementioned circumstances by the Bank’s expert services, it

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has been found that Ms Beáta Kissné Földi, Member of the Supervisory Board, remains suitable for the performance of the function of a member of the Supervisory Board of the Bank and that the Supervisory Board of the Bank remains collectively suitable. ----------------------------------
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The Chair of the Extraordinary General Meeting invited the shareholder to take a vote on item 2 of the agenda by casting a vote „FOR“, „AGAINST“ or „ABSTAINED”. ----------------------
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After the only shareholder had taken a vote, the Chair of the Extraordinary General Meeting established that the shareholder had voted for the subject decision with 18,765,747 (eighteen million, seven hundred and sixty-five thousand and seven hundred and forty-seven) ordinary shares carrying the same number of votes, which make 100,00% (one hundred percent) of the total share capital of the Company, thus unanimously adopting the Decision. ---------------------
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Both of the decisions, signed by the Chair of the Extraordinary General Meeting, are attached to these Minutes as C, while voting results are attached as D. --
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The Chair of the Extraordinary General Meeting thanked all the attendees for their participation in the work of the Extraordinary General Meeting. He then stated that the Agenda had been dealt with and so closed the Extraordinary General Meeting at 09:07 (nine hours and seven minutes) a.m. ---
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In Zagreb, 28 May 2026
(In Zagreb, the twenty-eighth of May, two thousand and twenty-six)

Three copies have been issued to the client.
Stamp duty fee charged under Tariff no. 10 in connection with Tariff no. 3, par. 4 of the Notarial Fees Act in the amount of EUR 13.27. Notarial fee charged under Arts. 25 and 38, par. 1 of the Notarial Fees Act in the amount of EUR 192.00 plus 25% VAT.

Court Interpreter
Ana Burazin, sgd.

Notary Public
Ilinka Lisonek
/illegible signature/
/stamp:
REPUBLIC OF CROATIA
ZAGREB
NOTARY PUBLIC
ILONKA LISONEK
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