



PRIVREDNA BANKA ZAGREB

Intesa Sanpaolo Group

Extraordinary General Meeting 30 September 2025

(material)

PRIVREDNA BANKA ZAGREB d.d.
MANAGEMENT BOARD

Pursuant to Article 38 of the Articles of Association of Privredna banka Zagreb d.d. (hereinafter: the Bank) and Article 277 of the Companies Act, the Management Board of the Bank adopted at its 22_25 meeting, held on 15 September 2025, the following

DECISION

to call the Extraordinary General Meeting

of **Privredna banka Zagreb d.d.**, Zagreb, Radnička cesta 50, which will be held on **30 September 2025**, beginning at **8:45 a.m.**, on the Bank's premises in Zagreb, Radnička cesta 44 B1 - 8th floor.

The Extraordinary General Meeting of the Bank shall consider the following

AGENDA

1. Decision on the appointment of the external auditor who shall conduct the audit of the Bank's financial statements for the year 2026

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If a quorum stipulated by the Articles of Association of Privredna banka Zagreb d.d. is not constituted at this Extraordinary General Meeting, then the Extraordinary General Meeting will be held on 1 October 2025, at the same location, beginning at the same time, and the Agenda of the meeting will remain the same.

Dinko Lucić, sgd.

President of the Management Board

In Zagreb, 15 September 2025

No.: MB_22_25/12

**PRIVREDNA BANKA ZAGREB d.d.
EXTRAORDINARY GENERAL MEETING**

Pursuant to Article 54 of the Articles of Association of Privredna banka Zagreb d.d. (hereinafter: the Bank), the Extraordinary General Meeting of the Bank held on 30 September 2025 made the following

DECISION

**on the appointment of the external auditor who shall conduct the audit of
the financial statements of the Bank for the year 2026**

1. The audit firm **Ernst & Young d.o.o.**, Radnička cesta 50, Zagreb, is hereby appointed as the external auditor that shall conduct the audit of the financial statements of the Bank for the year 2026.
2. This Decision shall enter into force on the date when it has been adopted.

Chairman of the General Meeting

In Zagreb, 30 September 2025

No.: EGM_3_25/1

EXPLANATION OF PROPOSED DECISION

Pursuant to Article 275 of the Companies Act, the General Meeting decides also on the appointment of the external auditor who shall conduct the audit of the company's operation as proposed by the Supervisory Board of the Bank.

According to the new provisions of the Audit Act (Article 41, paragraph 1), in effect from 1 January 2025, companies subject to statutory audit shall appoint an audit company for the statutory audit and conclude an audit agreement no later than three months before the end of the business year preceding the business year to which the annual financial statements being the subject of the audit agreement relate, as laid down by the companies act.

In accordance with the recommendation of the Audit Committee of the Bank, the proposal is to appoint the audit firm Ernst & Young d.o.o., Radnička cesta 50, Zagreb, to conduct the audit of the Bank's financial statements for a sixth year in a row.

Zagreb, September 2025

Privredna banka Zagreb d.d.