



PODRAVSKA BANKA d.d.

Opatička 3, 48000 Koprivnica Hrvatska

Based on Article 28 of the Statute of Podravska banka d.d. and Article 277 of the Companies Act, on July 30, 2025, the Bank's Management Board made a decision on convening the

**EXTRAORDINARY GENERAL ASSEMBLY OF
PODRAVSKA BANKA d.d.**

**which will be held on September 23, 2025, starting at 12:00 p.m. in the large meeting hall at the
Bank's headquarters, Koprivnica, Opatička 3**

with the following

A G E N D A

1. Opening of the Extraordinary General Assembly of the Bank and establishing the list of present and represented shareholders and their proxies.
2. Decision on the appointment of auditor of the Bank's operations for the financial years 2026 and 2027

Proposal for decision:

Agenda Item 2 - The Supervisory Board proposes that the General Assembly adopt the following:

DECISION

**on the appointment of the auditor of the operations of Podravska banka d.d. for the financial
years 2026 and 2027**

Article 1.

Moore Audit Croatia d.o.o. Zagreb, Trg Johna Fitzgeralda Kennedyja 6B is appointed as the auditor of the annual financial statements of Podravska banka d.d. for the financial years 2026 and 2027.

Article 2.

The Management Board of the Bank is authorized to conclude a contract for the performance of the audit with the selected auditing company and to determine the compensation for their work in accordance with the offer.

Article 3.

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

Explanatory Note:

The proposed Decision appoints the reputable audit firm Moore Audit Croatia d.o.o. Zagreb, Trg Johna Fitzgeralda Kennedyja 6B for auditing and consulting as the auditor of the Bank for the financial years 2026 and 2027. The firm is a renowned company on the domestic and international market with relevant auditing practice and possesses all the necessary resources to perform high-quality statutory audits of the Bank's financial statements of Podravska banka d.d.

This decision on the appointment of the auditor of the operations of Podravska banka d.d. for the financial years 2026 and 2027 is adopted by the Extraordinary General Assembly of the Bank, upon the proposal of the Supervisory Board and following the recommendation of the Audit Committee.

Terms for participation in the General Assembly

All shareholders of Podravska banka d.d. holding ordinary shares are invited to participate in the Extraordinary General Assembly of the Bank.

The right to participate and exercise voting rights at the Extraordinary General Assembly is granted to each shareholder and proxy holder of shareholders provided that the shareholder is registered in the share register and that shareholders and proxy holders notify the Bank's Management of their participation in the Extraordinary General Assembly no later than the fifth day before the holding of the Extraordinary General Assembly (September 18, 2025).

A shareholder of the Bank is considered to be the one whose shares of the Bank are held in an account with the Central Depository & Clearing Company.

Each of the 668,749 ordinary shares with a nominal value of €55.00 into which the share capital of the Bank is divided, except for 3,324 own shares, entitles to one vote, so that there are a total of 665,425 shares with voting rights.

Shareholders may attend the Extraordinary General Assembly of the Bank in person or through proxies.

A shareholder who will be represented by a proxy at the Extraordinary General Assembly of the Bank must present a written power of attorney for representation of a legal or natural person.

On the website www.poba.hr from the day of publication of the invitation to the Extraordinary General Assembly, the following forms are available: application for the Extraordinary General Assembly, proxy form and ballot paper, as well as other materials necessary for participation in the Extraordinary General Assembly, and notices pursuant to Article 280a of the Companies Act.

Materials for the Extraordinary General Assembly of the Bank, which serve as a basis for making decisions, can be inspected by shareholders at the premises of Podravska banka d.d., Opatička 3, Koprivnica, 3rd floor, room number 2, every working day from the day of publication of the invitation to the Extraordinary General Assembly until the day of holding the Extraordinary General Assembly from 10:00 to 14:00, and are also available on the Bank's website www.poba.hr

Shareholders' Rights

Shareholders who together hold shares representing one-twentieth of the share capital of the Bank may request that a matter be placed on the agenda of the Assembly and announced.

With each new item on the agenda, an explanation and a proposal for a decision must be provided. The request to include the proposal on the agenda must be received by the Bank at least thirty days before the Extraordinary General Assembly, excluding the day of receipt of the request by the Bank.

Shareholders wishing to submit counterproposals to the published proposals for decisions made by the Management Board and the Supervisory Board may do so by submitting their counterproposal with reasoning to the Bank at least fourteen days before the Extraordinary General Assembly, to the address Opatička 3, 48000 Koprivnica. The day of receipt of the counterproposal by the Bank is not included in this deadline. The same applies, accordingly, to the proposal of shareholders regarding the appointment of the company's auditor. This proposal does not have to be reasoned.

The Management Board of the Bank will, at the Extraordinary General Assembly, provide each shareholder, upon request, with information on the Bank's operations if necessary for the assessment of issues on the agenda.

Lack of Quorum / New Meeting of the Assembly

If the Extraordinary General Assembly of the Bank does not have the required quorum for holding a meeting, a new meeting will be held at the same place on the same day (September 23, 2025) starting at 15:00.

Podravska banka d.d.

Daniel Unger

President of the Management Board

