



SAVA, družba za upravljanje in financiranje, d.d.
Dunajska cesta 152
1000 Ljubljana

On the basis of the second paragraph of Article 295 of the Companies Act (ZGD-1) and point 7.3 of the Articles of Association of Sava, družba za upravljanje in financiranje, d.d., the Board of Directors hereby convenes the

30th Regular General Meeting of Shareholders

to be held on **Friday, 3 July 2020 at 10.30 am** at the Prešeren Hall of the Park hotel at Bled,
Cesta svobode 15, 4260 Bled

AGENDA

1. Opening of the General Meeting, election of the General Meeting's bodies and establishment of quorum

The Board of Directors hereby proposes that the General Meeting adopt the following resolution:

"The General Meeting is hereby briefed on the Notary Public Vojko Pintar's attendance at the meeting and further appoints the General Meeting's bodies:

- 1. Chairman of the General Meeting: attorney Stojan Zdolšek;*
- 2. Verification Committee: Jasmina Kovačič (Chairman) and Irena Debeljak (member)."*

2. Presentation of the Audited Annual Report of Sava, d.d. and the Audited Consolidated Annual Report of the Sava Business Group for 2019 together with the written report of the Company's Board of Directors, the information on the remuneration of the members of the Board of Directors and the CEO as well as the members of the management and supervisory bodies of the Company's subsidiaries in the 2019 financial year, information on the Policy on the Remuneration of the CEO as well as the Policy on the Remuneration of the Members of the Management Bodies of Subsidiaries, the appropriation of distributable profit for the 2019 financial year and the granting of a discharge

The Board of Directors hereby proposes that the General Meeting adopt the following resolutions:



Proposed resolution 2.1:

"The General Meeting is hereby briefed on the Audited Annual Report of Sava, d.d. for 2019, the Audited Consolidated Annual Report of the Sava Business Group for 2019 and the written report of the Board of Directors for 2019."

Proposed resolution 2.2:

"The General Meeting is hereby briefed on the information on the remuneration of the members of the Board of Directors and the CEO as well as the members of the management and supervisory bodies of the Company's subsidiaries for the 2019 financial year and the information on the Policy on the Remuneration of the CEO as well as the Policy on the Remuneration of the Members of the Management Bodies of Subsidiaries."

Proposed resolution 2.3:

"The net profit for the 2019 financial year in the amount of EUR 696,079.09 (in words: six hundred and ninety-six thousand seventy-nine euros and nine cents) shall in accordance with Article 230 of the Companies Act (ZGD-1) be used to cover the loss brought forward. Other changes of the loss brought forward amounted to EUR 16,254,070.47 (in words: sixteen million two hundred and fifty-four thousand seventy euros and forty-seven cents). After coverage, the balance sheet loss as at 31 December 2019 amounts to EUR 17,211,394.40 (in words: seventeen million two hundred and eleven thousand three hundred and ninety-four euros and forty cents)."

Proposed resolution 2.4:

"The General Meeting hereby grants a discharge to the Company's Board of Directors for the 2019 financial year. The General Meeting thus confirms and approves the work of the Company's Board of Directors in the 2019 financial year."

3. Proposal for the regulation of the remuneration of the Board of Directors during the Covid-19 epidemic in the territory of the Republic of Slovenia

The Board of Directors hereby proposes that the General Meeting adopt the following resolution:

"The remuneration of the members of the Board of Directors of Sava, d.d., which was set by the General Meeting on 23 December 2016, shall temporarily be lowered by 30%, i.e. from 1 March 2020 up to and including May 2020 when the Government of the Republic of Slovenia declared the end of the COVID-19 epidemic in the territory of the Republic of Slovenia, whereby this shall not apply to the reimbursement of expenses."



INFORMATION FOR THE SHAREHOLDERS

The complete materials for the General Meeting referred to in the second paragraph of Article 297.a of the ZGD-1 shall be made available to the shareholders as of 2 June 2020 onwards at the Company's reception office (9th floor) on Dunajska cesta 152 in Ljubljana, i.e. on weekdays between 9 AM and 12 noon.

Shareholders whose participating interests jointly make up one twentieth of the share capital may in accordance with Article 298 of the ZGD-1 request the supplementation of the agenda within seven days following the publication of the notice of convocation of the General Meeting. A complete and timely request shall feature a written attachment stating the proposed resolution that is to be decided on by the General Meeting or, if the General Meeting does not adopt a resolution under an individual agenda item, the substantiation of the agenda item.

The shareholders' counter-proposals to individual agenda items, which shall be substantiated in writing, which comply with the regulations and which shall be sent within seven days of the publication of this notice of convocation, shall be published in the same manner as this notice of convocation under the conditions of Article 300 of ZGD-1. The Company shall only consider those requests for the supplementation of the agenda and counter-proposals, which are sent in due time by post to the address Sava, d.d., Dunajska cesta 152, 1000 Ljubljana.

Only shareholders who are registered in the central register of dematerialised securities as holders of the Company's shares at the end of the fourth day prior to the General Meeting session or who have a legitimate voting right under any other legal basis as well as their proxies and representatives shall be entitled to attend the General Meeting session and exercise voting rights there, provided they apply for participation in writing at the address referred to in the preceding paragraph no later than at the end of the fourth day prior to the General Meeting session. Upon request, the shareholders, their representatives or proxies shall be obliged to prove their identity using a personal identification document or written authorisation, while the legal representative shall also provide an extract from the register of companies.

Shareholders shall vote in person, through a representative or proxy. The authorisation shall be in writing and delivered to the Company where it shall be kept throughout the duration of the authorisation relationship. The form for the exercise of the voting right through a proxy is available on the Company's website. A shareholder may send an authorisation to the registered office of the Company at any time prior to the General Meeting session.

The hall shall be open one hour before the commencement of the session.

At the General Meeting, shareholders may exercise the right to information referred to in the first paragraph of Article 305 of the Companies Act (ZGD-1), which includes information on



company matters that are the subject of agenda items, including legal and business relations with associated companies.

We kindly request the shareholders arriving for the General Meeting to consistently observe all of the measures for the mitigation of the risk of a COVID-19 infection in accordance with the recommendations of the National Institute of Public Health (NIJZ) applicable at any relevant time.

Chairman of the Board of Directors
Klemen Boštjančič