

**Report of the Supervisory Board of Zavarovalnica Triglav on the Examination of
the Annual Report of Zavarovalnica Triglav and the Triglav Group for 2012
and
the Opinion of the Supervisory Board on the Annual Internal Audit Report for
2012 by the Internal Audit Department of Zavarovalnica Triglav**

The Supervisory Board of Zavarovalnica Triglav in 2012 actively followed the operations of the Company and responsibly supervised its governance. It regularly took note of reports on various aspects of business and on their basis adopted appropriate measures and followed up their implementation. Individual issues were discussed in the framework of Supervisory Board's committees. Their findings served as a basis for resolutions and recommendations of the Supervisory Board itself.

The Supervisory Board acted within the scope of its competences and powers set out by law, the Articles and Memorandum of Association and the Rules of Procedure of the Supervisory Board.

1. INTRODUCTION

Pursuant to Article 282 of the Companies Act (ZGD-1, Official Gazette of the RS, no. 42/2006 et. seq.) and Article 165 (4) of the Insurance Act (ZZavar, Official Gazette of the RS, no. 13/2000 et. seq.), the Supervisory Board hereby presents the report on the examination of the Annual Report of Zavarovalnica Triglav and the Triglav Group for 2012 (hereinafter: the Report) and its opinion on the Annual Internal Audit Report for 2012.

The findings of the Supervisory Board are based on the supervision of the operations of Zavarovalnica Triglav (hereinafter: the Insurer and/or the Company) in 2012 and the examination of the Audited Annual Report of Zavarovalnica Triglav for 2012 and of the audited Annual Report of the Triglav Group for 2012. According to Article 76 and pertaining to Article 159 of the Insurance Act, the reports and opinions by the chartered actuaries for non-life and life insurance classes are integral parts of the audited Annual Report of Zavarovalnica Triglav for 2012.

The Report also includes the opinion of the Supervisory Board regarding the adequacy of the work of the Internal Audit Department in 2012.

2. GENERAL INFORMATION

Supervisory Board in 2012

In 2012, the Supervisory Board was made up of the following members:

- Anton Ribnikar, member and Chairman until 12 June 2012 when his membership expired in accordance with a resolution by the General Meeting of Shareholders;
- Igor Mihajlović, Chairman as of 21 June 2012, shareholder representative;
- Uroš Slavinec, member and Deputy Chairman until 12 June 2012 when his membership expired in accordance with a resolution by the General Meeting of Shareholders;
- Aljoša Valentinčič, Ph.D., shareholder representative;
- Vladimir Uršič, shareholder representative;
- Adolf Zupan, LL.M., member since 12 June 2012, shareholder representative;
- Gregor Kastelic, IMBA, member since 13 June 2012, on 21 June 2012 appointed Deputy Chairman, shareholder representative;
- Jovan Lukovac, MBA, member since 13 June 2012, shareholder representative;
- Branko Gorjan, employee representative;
- Peter Celar, employee representative;
- Miran Krštinc, employee representative.

In 2012, the Supervisory Board held fourteen sessions.

In 2012, the Supervisory Board had four committees: the Audit Committee – as required by law, the Appointments and Compensation Committee, the Strategy Committee and the Nominations Committee.

Audit Committee

In 2012, the Audit Committee was made up of the following members: Uroš Slavinec (Chairman until 12 June 2012), Jovan Lukovac (Chairman as of 21 June 2012), Aljoša Valentinčič Ph.D., Branko Gorjan, Vladimir Uršič, and Barbara Nose¹. The Audit Committee held thirteen meetings in 2012.

The duties and competences of the Audit Committee are set out in the Companies Act, the Rules of Procedure of the Supervisory Board, Rules of Procedure of the Audit Committee and the Supervisory Board's resolutions. Among others the Audit Committee:

¹ Barbara Nose was nominated to the Audit Committee as an external expert and she is not a member of the Supervisory Board.

- monitored and discussed the financial reporting procedures, the functioning of internal control systems, reports and recommendations by the Internal Audit Department, risk management systems and the external audit of annual non-consolidated and consolidated financial statements;
- discussed reports by the Fraud Prevention, Detection and Investigation Department;
- proposed to the Supervisory Board the candidate for the auditor of the annual report of the Company for 2012 and examined the agreement with the certified auditor for 2012;
- evaluated the drawing up of the non-consolidated and consolidated annual reports for 2011;
- reviewed the nature and scope of the auditors' non-audit services;
- regularly reported on its work at the sessions of the Supervisory Board; and
- carried out special tasks in accordance with guidelines and requirements of the Supervisory Board.

With the aim of continuing quality improvement the Audit Committee carried out a self-assessment of its work.

Compensation and Appointments Committee

In 2012, the Compensation and Appointments Committee had the following members: Anton Ribnikar (Chairman until 12 June 2012), Igor Mihajlović (Chairman as of 21 June 2012), Miran Krštinc, Adolf Zupan, LL.M (since 21 June 2012) and Srečo Jadek². The Compensation and Appointments Committee held seven meetings in 2012.

The duties and competences of the Compensation and Appointments Committee are set out in the Rules of Procedure of the Supervisory Board and the Supervisory Board's resolutions. Among others the Committee:

- discussed new Rules drafted in accordance with the Act Regulating the Income of Managers of Companies owned by the Republic of Slovenia and Self-Governing Local Communities with a pertaining decree, and on that basis made a proposal to the Supervisory Board;
- discussed draft employment contracts of the Management Board members and annexes thereto and made its proposal to the Supervisory Board;
- discussed the criteria for the variable component of the remuneration to the Management Board and whether and to what extent that criteria was met;
- participated in procedures related to the changes of the Management Board and made its proposal to the Supervisory Board;
- regularly reported on its work at the sessions of the Supervisory Board.

² Srečo Jadek was nominated to the Compensation and Appointments Committee as an external expert and he is not a member of the Supervisory Board.

Strategy Committee

The membership of the committee included: Anton Ribnikar (Chairman until 12 June 2012), Gregor Kastelic, IMBA (Chairman as of 21 June 2012), Igor Mihajlović and Peter Celar.

The duties and competences of the Strategy Committee are set out in the Rules of Procedure of the Supervisory Board and the Supervisory Board's resolutions. Its tasks include: monitoring of the Triglav Group Strategy implementation and any related opinions, drafting resolutions for the Supervisory Board and ensuring their implementation.

Nominations Committee

At its session on 17 October 2011, the Supervisory Board established a Supervisory Board Nominations Committee for a definitive period of time ending with the appointment of a new Supervisory Board member (i.e. until 12 June 2012). The Nominations Committee included the following members: Uroš Slavinec (Chairman), Miran Krštinc (employee representative), Tomaž Kuntarič and Vanessa Grmek (shareholder representatives) and Eva Boštjančič, Psy.D., (representative of the Accreditation Committee). The committee carried out a nomination procedure for the appointment of a replacement member and submitted its proposal to the Supervisory Board.

At its session on 20 December 2012 the Supervisory Board established a Supervisory Board Nominations Committee for a definitive period of time ending with the appointment of new Supervisory Board members – shareholder representatives, with a term of office expiring on 7 April 2013.

The General Meeting of Shareholders convened at the request of a shareholder, on 14 February 2013 appointed new Supervisory Board members – shareholder representatives. The Nominations Committee was composed of Igor Mihajlović (Chairman), Branko Gorjan (member) and two external members, Matjaž Jauk and Peter Ješovnik, M.Sc. Its duty was to carry out a nomination procedure for the appointment of new Supervisory Board members – shareholder representatives and propose to the Supervisory Board respective names of candidates.

3. THE SUPERVISORY BOARD'S OPERATIONS IN 2012 AND THE SCOPE OF ITS SUPERVISION OF THE COMPANY'S GOVERNANCE

The operations of the Supervisory Board and the scope of its supervision of the Company's governance in 2012 are described on the basis of the supervision it carried out in 2012, in accordance with its competences.

The Supervisory Board is in charge of supervising the operations of the Company and other tasks in its competence in compliance with the Companies Act (ZGD-1), the Insurance Act (ZZavar), the

Articles and Memorandum of Association, the Rules of Procedure of the Supervisory Board and the Corporate Governance Code. The Rules of Procedure of the Supervisory Board, published on the website of the Company, stipulate the methods and organisation of its work.

Within the scope of its competence it may examine securities held in custody, the petty cash book, accounting records and similar documents of the Company which contain facts that provide information about its business conduct. The Supervisory Board approves the Management Board's proposals regarding the business policy, financial budget, internal control system organisation and framework annual work programme of the Internal Audit Department and carries out other tasks pursuant to the legislation in force and the above stated internal documents of the Company.

a) Within the scope of its principal competencies, in 2012 the Supervisory Board:

- adopted the audited Annual Report of Zavarovalnica Triglav for 2011 and the audited Annual Report of the Triglav Group for 2011, as well as the Supervisory Board's report on the examination of the Annual Report of Zavarovalnica Triglav and the Triglav Group for 2011 and its Opinion on the Annual Internal Audit Report for 2011 by the Internal Audit Department of Zavarovalnica Triglav;
- approved the Annual Audit Work Programme of the Internal Audit Department for 2013;
- adopted the Annual Report on Internal Audits in 2011 by the Internal Audit Department (IAD);
- proposed to the General Meeting of Shareholders of Zavarovalnica Triglav the appointment of the auditors for 2012, the granting of a discharge to the Management Board for 2012 and the appointment of a replacement member to the Supervisory Board as well as approved the draft resolution proposed to the General Meeting of Shareholders for the distribution of accumulated profits as at 31 December 2011;
- adopted the amendments to the Management Board Internal Document;
- approved the amendments and supplements to the Governance Policy of Zavarovalnica Triglav;
- took note of a resignation by Igor Stebernak, Member of the Management Board, and adopted the termination of his term of office and employment;
- appointed Stanislav Vrtunski and Benjamin Jošar members of the Management Board with a five-year term of office; and
- took note of the findings and requirements of the Insurance Supervision Agency, the Securities Market Agency and other supervisory bodies involved in supervision and control procedures and the procedures related to their findings and requirements.

b) Regarding supervision of the Company's business conduct in 2012, the Supervisory Board:

- took note of reports on the operations of Zavarovalnica Triglav and members of the Triglav Group;
- took note of reports on the operations of the subsidiaries of Zavarovalnica Triglav and the activities of the Company regarding its subsidiaries and/or their activities;

- took note of the assessment of performance indicators for all reporting periods;
- took note of the capital adequacy reports, reports on the maturity structure of long-term business funds and assets backing liabilities and reports on estimated asset sensitivity which bear influence on capital adequacy;
- took note of Internal Audit Reports by the Internal Audit Department;
- took note of the Audit Management Letter on major findings of preliminary audited financial statements for 2011;
- took note of a report on the implementation of actions and costs related to the corporate social responsibility of Zavarovalnica Triglav d.d.;
- took note of Rules on Financial Instruments and agreed to its part related to Supervisory Board members;
- took note of the composition of management bodies in the subsidiaries;
- took note of the management of Zavarovalnica Triglav's equity holding in Abanka Vipava d.d.;
- took note of the report on legal proceedings against Nadežda Klemenčič and Milan Marolt;
- took note of developments in a legal action regarding receivables against the subsidiary Slovenijales d.d.;
- discussed reports by Audit Committee, Appointments and Compensation Committee and Nominations Committee; and
- took note of other information regarding Zavarovalnica Triglav d.d., the Triglav Group and its subsidiaries.

c) Within the scope of the Supervisory Board's competence, set out in its Rules of Procedure, to approve the decisions by the Management Board³, in 2012, the Supervisory Board approved the signing of a Subscription Agreement, Shareholders Agreement and Put Option Agreement between the International Finance Corporation (IFC), Zavarovalnica Triglav d.d. and Triglav INT d.d., subject to the fulfilment of conditions precedent, approved the participation of Zavarovalnica Triglav in raising the share capital of Abanka Vipava d.d.

d) Other major actions of the Supervisory Board in 2012 included:

- adoption of new Rules drafted in accordance with the Act Regulating the Income of Managers of Companies owned by the Republic of Slovenia and Self-Governing Local Communities with a pertaining decree and approved conclusion of employment contracts and annexes for the members of the Management Board; and

³ In accordance with its Rules of Procedure, the Supervisory Board approves the decisions by the Management Board concerning the foundation of companies with share capital in Slovenia and abroad where the initial investment exceeds EUR 2,500,000, the acquisition or sale of shareholdings or participations in domestic or foreign companies in excess of EUR 2,500,000 per company over a period of one year, the issuing of debt securities and long-term borrowing from domestic or foreign banks above EUR 2,500,000 over a period of one year and the acquisition, sale of, or investment in real property where the sales price or investment value exceeds EUR 2,500,000 over a period of one year.

- discussion on whether and to what extent the Management Board members are entitled to the variable component of remuneration in accordance with their concluded employment contracts.

e) Major requests, recommendations and/or warnings of the Supervisory Board in 2012:

- recommendation to appoint for 2012 the same certified auditor of Zavarovalnica Triglav and other subsidiaries of the Triglav Group;
- demand to design a scenario on active management of Zavarovalnica Triglav's equity holding in Abanka Vipava d.d., to present precise scenarios and opinions on the capital increase of Abanka Vipava d.d.; that Management Board regularly and actively informs the Supervisory Board on all activities related to Abanka Vipava d.d.;
- demand from the Management Board to inform the Supervisory Board on any intention to purchase Abanka Vipava's new issues of subordinated debt instruments and to provide information on all elements of such an intended purchase;
- demand to devise a method of monitoring the performance of the Supervisory Boards of Zavarovalnica Triglav's subsidiaries;
- demand to report on the total expenses incurred for corporate social responsibility and any overspending against the budget;
- demand that upon any presentation of business results the Supervisory Board is also presented with the achievement of the budgeted levels and any measures taken by the Management Board for their achievement; and that in drafting the budget for 2013 a set of measures is defined which will to the maximum possible extent make expenses dependant on premium movements;
- demand to the Management Board to review the Business Policies and Business Plans of the Triglav Group for 2013 in consideration of discussions at Supervisory Board's sessions; and
- demand to be presented with the time schedule set for individual tasks of the Internal Audit Department in 2013.

4. SELF-ASSESSMENT

In 2012, the Supervisory Board had four committees: the Audit Committee, the Appointments and Compensation Committee, the Strategy Committee and the Nominations Committee. The Chairmen of these committees regularly reported on their work to the Supervisory Board at its sessions, with the exception of the Strategy Committee, which did not meet in 2012. The Supervisory Board discussed the decisions, recommendations and opinions of the committees, scrutinised them and on that basis adopted appropriate resolutions.

The Supervisory Board involves in its work all of its members, whose attendance at sessions and active participation in discussions and in making decisions contribute to the effective implementation of the tasks within the competence of the Supervisory Board. The Rules of Procedure of the Supervisory Board include rules on conduct in the case of actual or potential conflict of interest. The members submitted to the Supervisory Board their signed statements of independence and loyalty in accordance with the Corporate Governance Code, which Zavarovalnica Triglav has published on its website. In order to avoid any conflict of interest, the Supervisory Board already in 2009 made a recommendation requiring from its members not to simultaneously serve as members on the supervisory and management boards of the companies within the Triglav Group.

The Supervisory Board is of the opinion that its cooperation with the Management Board was appropriate and in compliance with the legislation and good practice. To the best of its knowledge, the Supervisory Board was informed about all of the events which are material for assessing the situation and consequences and for the supervision of the Company's operations. The Supervisory Board regularly followed how its resolutions were being implemented.

In 2012, together with the Management Board amended the Governance Policy of Zavarovalnica Triglav, which lays out the main guidelines of corporate governance, taking into account its long-term objectives, including the definition of the role and functioning of the Supervisory Board and its committees.

In view of the above, the Supervisory Board is of the opinion that its own work and the work of its committees in 2012 was successful.

The Supervisory Board is of the opinion that its composition is adequate in terms of the size, business and objectives of Zavarovalnica Triglav, that the (in)dependence of its members is also adequate according to the Corporate Governance Code and that its members have the appropriate expertise, experience and skills required for membership in supervisory boards, enabling the Supervisory Board to adopt decisions of good quality.

5. OPINION ON THE ANNUAL INTERNAL AUDIT REPORT FOR 2012

Pursuant to the Article 165 (3) of the Insurance Act (ZZavar), the Annual Internal Audit Report for 2012 by the Internal Audit Department of Zavarovalnica Triglav (hereinafter IAD) was submitted to the Supervisory Board, containing a report on the implementation of the annual work programme of the Internal Audit Department (hereinafter: IAD) and a summary of material audit findings, an assessment of the adequacy of internal auditing tools and a summary of material findings on the external quality assessment of the functioning of the IAD.

On the basis of the Annual Internal Audit Report for 2012 by the Internal Audit Department of Zavarovalnica Triglav, approved at the Supervisory Board's session on 28 March 2013, the Supervisory Board hereby establishes that the IAD carried out its duties in accordance with the IAD's Annual Work Programme for 2012, passed by the Management Board and approved by the Supervisory Board, as well as in accordance with decisions on extraordinary internal audits. In 2012, the IAD carried out the planned regular audits of the operations of Zavarovalnica Triglav and of the companies of the Triglav Group, as well as extraordinary internal audits of the subsidiaries of the Triglav Group. The IAD also performed other internal auditing duties (advisory activities, monitored the implementation of recommendations made by internal and external auditors, reported to the Management and Supervisory Boards and the Audit Committee, quality maintenance and quality management within IAD etc.). The findings of the IAD resulting from individual audits were communicated to the officers in charge, together with recommendations to improve the design of internal controls and to effectively manage risks. The IAD reported on the implementation of its work programme and on recommendations quarterly to the Audit Committee and to the Supervisory Board twice a year.

In 2012, the IAD continued with quality maintenance and quality management activities within itself and within other internal audit departments of the Triglav Group. In this framework it enabled professional training of IAD staff, reorganised itself, updated its job classification and position descriptions, performed audits of the internal audit departments in most of the subsidiaries of the Triglav Group, continued developing its work methods, performed activities related to the transfer of minimum internal auditing standards to Triglav Group members, successfully concluded an external quality assessment of its functioning performed by an external expert. With the aim of continuous quality improvement the Supervisory Board expects the IAD to continue implementing such activities in the future.

Based on the above ascertainties, the Supervisory Board is of the opinion that the Internal Audit Department operated in line with its Annual Work Programme for 2012 and that its work significantly contributed to the better functioning of internal controls and to more appropriate risk management both in the Company and in the Triglav Group.

6. FINDINGS OF THE SUPERVISORY BOARD REGARDING THE OPERATIONS OF ZAVAROVALNICA TRIGLAV IN 2012

On the basis of monitoring and supervision of operations in 2012 and the review and examination of the Annual Report for 2012, the Supervisory Board hereby establishes that despite the economic crisis and adverse macroeconomic conditions Zavarovalnica Triglav in 2012 recorded good business results.

Net profit of the Triglav Group in 2012 amounted to EUR 73.2 million and was 54% higher than in 2011, whilst net profit of the parent company totalled EUR 50.4 million and was 15% higher than the year before. At the Group level return on equity was 13.8% or 4.1 percentage points higher than in 2011. Profit growth was primarily achieved through good results in the core insurance business, as shown by the improved combined ratio, which reached 89.6% at the Group level, whereas in Zavarovalnica Triglav it was 81.4%. The state of capital markets had a negative impact on the value of certain assets of Zavarovalnica Triglav, which led to their due impairment.

In 2012, the Triglav Group insurance companies charged a total of EUR 936.3 million in gross insurance and co-insurance premium, of which the controlling company charged EUR 647.6 million. The economic and financial crisis, rising unemployment and falling purchasing power resulted in the lower achievement of sales plans, since demand for some insurance products declined. An additional loss of planned premium income resulted from the insurance portfolio selection and intense measures taken to mitigate poorer insurance technical results. The restructuring of the portfolio improved its quality, reduced the amounts of claims paid and negatively impacted premium growth.

The Triglav Group's gross claims settled in 2012 amounted to EUR 613.8 million and were 3% higher compared to 2011. This resulted mostly from payments related to the life insurance segment, where gross claims settled rose by 16%. Gross claims paid by Zavarovalnica Triglav in 2012 were at the same level as in 2011 (EUR 416.7 million).

Estimated gross operating expenses incurred by the Triglav Group increased by 5% to EUR 299.5 million, mainly due to the inclusion of new non-insurance companies in the Group, whereas those posted by Zavarovalnica Triglav decreased by 2% compared to 2011 and amounted to EUR 160.9 million.

Despite the negative impacts of the adverse situation in the economy and finance in Slovenia and the region, the Triglav Group further strengthened its capital position in 2012. The total value of equity of the Triglav Group as at 31 December 2012 reached EUR 574.6 million, which was 17% more than at the 2011 year-end.

Gross insurance technical provisions of the Triglav Group reached EUR 2,305.3 million by the 2012 year-end (3% growth compared to 2011).

The findings of the Supervisory Board are also based on the following:

- a positive opinion of a chartered actuary for non-life insurance business;
- a positive opinion of a chartered actuary for life insurance business;
- Annual Internal Audit Report for 2012 by the Internal Audit Department.

The Supervisory Board has no objections to the above reports.

7. ANNUAL REPORT

On 18 March 2013, the Management Board submitted to the Supervisory Board the audited Annual Report of Zavarovalnica Triglav for 2012 and the audited Annual Report of the Triglav Group for 2012 and, after both reports have been amended, once again to the Audit Committee on 29 March 2013 and to the Supervisory Board on 2 April 2013.

The Supervisory Board hereby ascertains that the annual reports were prepared within the legally prescribed period and submitted to the appointed auditor. The Annual Report of Zavarovalnica Triglav for 2012 was audited by the audit firm Ernst & Young, Revizija, poslovno svetovanje, d.o.o., Ljubljana, which on 18 March 2013 issued a positive opinion on the Annual Report of Zavarovalnica Triglav for 2012 and on the Annual Report of the Triglav Group for 2012 and established that the annual reports match the audited financial statements. After both reports had been amended on 29 March 2013, the audit firm issued a new positive opinion on the Annual Report of Zavarovalnica Triglav for 2012 and on the Annual Report of the Triglav Group for 2012 and established that the annual reports match the audited financial statements.

The certified auditor who signed the annual reports attended the discussions of the Supervisory Board and the Audit Committee of the said annual reports and provided the required additional explanations.

The Audit Committee discussed the Audit Management Letter following a pre-audit and established, based on the chartered auditors' report, that the audit management letter following the audit will not contain any significant findings that would affect the submitted audited financial statements for 2012.

The certified auditor established that in all material aspects the financial statements for 2012 and the data used in accounting report disclosures were compiled in accordance with the financial standards in force in the countries in which subsidiaries operate and/or necessary adjustments were made to International Financial Reporting Standards. The audit of financial statements for 2012 was affected by the changes of the Triglav Group: the acquisition of Avrigo d.d., with its four subsidiaries, the acquisition of Investicijsko podjetje d.o.o. with its two subsidiaries, the acquisition of equity stakes from non-controlling interest holders in Pozavarovalnica Triglav Re d.d., Triglav Zdravstvena zavarovalnica d.d. and Slovenijales d.d. and the capital increase of Triglav Osiguranje, Belgrade and Triglav Osiguranje, Banja Luka. Financial investments, both in banks and subsidiaries, were subject to further impairments.

On the basis of detailed examinations, the Supervisory Board established that the Annual Report of Zavarovalnica Triglav for 2012 and the Annual Report of the Triglav Group for 2012, as produced by the Management Board and audited by the certified auditor, had been prepared in a clear and transparent manner and that they give a true and fair view of the assets, liabilities, financial standing and profit of Zavarovalnica Triglav and the Triglav Group.

The Supervisory Board expresses no objection to the positive opinion given by the chartered audit firm Ernst & Young, Revizija, poslovno svetovanje, d.o.o., Ljubljana, stating that the financial statements of the Zavarovalnica Triglav give a true and fair view of its financial standing as at 31 December 2012, and of its profit and cash flow for the year then ended, in accordance with International Financial Reporting Standards as adopted by the EU and the Companies Act, related to the preparation of financial statements.

The Supervisory Board expresses no objection to the positive opinion given by the chartered audit firm Ernst & Young, Revizija, poslovno svetovanje, d.o.o., Ljubljana, stating that the financial statements of the Triglav Group give a true and fair view of its financial standing as at 31 December 2012, and of its profit and cash flow for the year then ended, in accordance with International Financial Reporting Standards as adopted by the EU and the Companies Act, related to the preparation of financial statements.

Based on its findings, the Supervisory Board hereby approves the audited Annual Report of Zavarovalnica Triglav for the Year Ended 31 December 2012 and the audited Annual Report of the Triglav Group for the Year Ended 31 December 2012.

8. DRAFT PROPOSAL FOR THE DISTRIBUTION OF ACCUMULATED PROFITS

The Supervisory Board also examined the proposal for the distribution of accumulated profits as at 31 December 2012, subject to final approval by the General Meeting of Shareholders of Zavarovalnica Triglav, and gave its full consent to the following resolution on the distribution of accumulated profits proposed by the Management Board:

“The accumulated profit of EUR 98,205,999.33 as at 31 December 2012 shall be distributed as follows:

- part of accumulated profits in the amount of EUR 22,735,148.00 for dividend payments amounting to EUR 1,00 gross per share payable to the shareholders appearing on the Shareholder Register two days following the date of the General Meeting of Shareholders within 30 days of the date this resolution is passed;
- the distribution of the remaining accumulated profit of EUR 75,470,851.33 shall be decided upon in the following years.”

The Supervisory Board hereby proposes to the General Meeting of Shareholders that it give a discharge to the Management Board for its operations in 2012.

Igor Mihajlović
Chairman of the Supervisory Board

Ljubljana, 5 April 2013