

Notice on the Resolutions of the 44th General Meeting of Shareholders of Zavarovalnica Triglav, d.d.

Pursuant to the provisions of the Ljubljana Stock Exchange Rules and the applicable legislation, the Management Board of Zavarovalnica Triglav, d.d., hereby publishes the resolutions of the 44th General Meeting of Shareholders, which was held on 28 May 2019 at 14:00 a.m. in the B1 Conference Hall, Verovškova ulica 60b, Ljubljana.

A total of 18,070,174 shares or 79.57% of all shares, to which voting rights are attached, was represented at the General Meeting of Shareholders.

Adopted General Meeting resolutions:

1. Opening of the General Meeting of Shareholders, establishing a quorum and taking note of the working bodies of the General Meeting of Shareholders

The shareholders did not vote on this item as it was of a purely informative nature.

2 Presentation of the Annual Report of the Triglav Group and Zavarovalnica Triglav d.d. for 2018 with the accompanying independent auditor's report, the Annual Internal Audit Report for 2018, the Supervisory Board's Report on the Verification of the Annual Report of the Triglav Group and Zavarovalnica Triglav d.d. for 2018 and the Opinion of the Supervisory Board of Zavarovalnica Triglav d.d. on the Annual Internal Audit Report of the Internal Audit Department of Zavarovalnica Triglav d.d. for 2018.

The shareholders did not vote on this item as it was of a purely informative nature.

3. Distribution of accumulated profit for 2018; granting of a discharge to both the Management and the Supervisory Board

3.1. Distribution of accumulated profit for 2018

Resolution No. 3.1:

The accumulated profit totalling EUR 66,783.627.69 as at 31 December 2018 shall be distributed as follows:

- *A part of the accumulated profit totalling EUR 56,837,870.00 shall be distributed for dividend payments. The dividend of EUR 2.50 gross per share shall be paid to the shareholders appearing in the Share Register as at 12 June 2019. On 13 June 2019, the Company shall ensure funds for the payment of all dividends on the account of KDD – Centralno klirinška depotna družba d.d., intended to execute the corporate action of paying out dividends to the shareholders in accordance with the common European standards for corporate actions.*
- *The distribution of the remaining accumulated profit of EUR 9,945,757.69 shall be decided on in the next few years.*

Resolution No. 3.1 was adopted as proposed. In voting for this resolution, 18,069,464 votes were cast, representing the same number of shares. A total of 17,555,452 shares were in favour of this resolution, accounting for 97.155% of the total votes cast. A total of 514,012 shares were against this resolution, accounting for 2.845% of the total votes cast. There were 710 abstentions.

The shareholders did not vote on counterproposal of the shareholder Zavod VZMD – Vseslovensko združenje malih delničarjev, the resolution was adopted as proposed by the Management Board and Supervisory Board.

3.2. Granting of a discharge to the Management Board of Zavarovalnica Triglav d.d.

Resolution No. 3.2:

The Management Board of Zavarovalnica Triglav d.d. is hereby granted a discharge by the General Meeting of Shareholders for the 2018 fiscal year.

Resolution No. 3.2 was adopted as proposed. In voting for this resolution, 18,068,158 votes were cast, representing the same number of shares. A total of 18,060,099 shares were in favour of this resolution, accounting for 99.955% of the total votes cast. A total of 8,059 shares were against this resolution, accounting for 0.045% of the total votes cast. There were 2,016 abstentions.

3.3. Granting of a discharge to the Supervisory Board of Zavarovalnica Triglav d.d.

Resolution No. 3.3:

The Supervisory Board of Zavarovalnica Triglav d.d. is hereby granted a discharge by the General Meeting of Shareholders for the 2018 fiscal year.

Resolution No. 3.3 was adopted as proposed. In voting for this resolution, 18,069,484 votes were cast, representing the same number of shares. A total of 18,055,677 shares were in favour of this resolution, accounting for 99.924% of the total votes cast. A total of 13,807 shares were against this resolution, accounting for 0.076% of the total votes cast. There were 690 abstentions.

4. Appointment of auditors for the 2019, 2020 and 2021 fiscal years

Resolution No. 4:

The General Meeting of Shareholders hereby appoints the audit firm Deloitte revizija d.o.o., Dunajska cesta 165, Ljubljana, the auditors of Zavarovalnica Triglav for the 2019, 2020 and 2021 fiscal years.

Resolution No. 4 was adopted as proposed. In voting for this resolution, 18,063,484 votes were cast, representing the same number of shares. A total of 18,056,056 shares were in favour of this resolution, accounting for 99.959% of the total votes cast. A total of 7,428 shares were against this resolution, accounting for 0.041% of the total votes cast. There were 6,690 abstentions.

No challenging action was announced at the General Meeting of Shareholders.

The share of voting rights of the five largest shareholders present at the General Meeting of Shareholders expressed with respect to all shares, to which voting rights are attached (hereinafter: Voting Right), was 71.50%. The following five largest shareholders with Voting Rights were present or represented at the General Meeting of Shareholders:

- Pension and Disability Insurance Institute of the Republic of Slovenia, Kolodvorska ulica 15, Ljubljana: the number of shares and votes is 7,836,628, share with respect to the total Voting Rights is 34.51%;
- Slovenian Sovereign Holding (Slovenski državni holding, d.d.), Mala ulica 5, Ljubljana: the number of shares and votes is 6,386,644, share with respect to the total Voting Rights is 28.12%;
- Addiko Bank, d.d. – Pension fund 1 - fiduciary account, Slavenska avenija 6, Zagreb, Croatia: the number of shares and votes is 1,494,061, share with respect to the total Voting Rights is 6.58%;
- Citibank N.A. – fiduciary account, Citibank Centre, Canada Square, Canary Wharf, E14 5LB, London: the number of shares and votes is 289,498, share with respect to the total Voting Rights is 1.27%;
- Hrvatska poštanska banka, d.d. – fiduciary account, Juršičeva 4, Zagreb, Croatia: the number of shares and votes is 231.813, share with respect to the total Voting Rights is 1.02%;

Information will be published on the website of Zavarovalnica Triglav, d.d., www.triglav.eu, from 28 May 2019 onwards and will be available on the public websites of the company for no less than five years.

Management Board of Zavarovalnica Triglav, d.d.