PRVA GROUP

MINUTES

of 66th regular meeting of Supervisory Board of Prva Group plc.
(2/2024)

8.5.2024 at 11:00
on Fajfarjeva ulica 33, 1000 Ljubljana
or using visual communication equipment

Invited members**:** Nicholas Lindsay Andrew Stuart, Helena Petrin, Matej Akrapović and Miha Kranjc
Invited Management Board: Janez Kranjc

Other invited person: Alenka Žnidaršič Kranjc

In the invitation to the meeting, the following was proposed:

AGENDA:

1) Meeting opening, finding quorum and adopting agenda of the Supervisory Board meeting
2) Approval of minutes of 34th correspondent meeting (1/2024) of Prva Group Supervisory Board
3) Annual and Work report of Audit Committee
4) Prva Group annual and consolidated report for the year 2023 with external auditor's opinion and Report on relations to affiliated persons for 2023 with external auditor's opinion
5) Supervisory Board's annual report for 2023
6) Company financial report 1-3 2024 for Prva Group and subsidiary companies' reports
7) Proposal for the election of new members of the Supervisory Board and Audit Committee
8) 27th ordinary session of the Assembly of Prva Group plc

9) Other

DECISIONS:

1. <u>Meeting opening, finding quorum and adopting agenda of 65th Supervisory Board meeting</u>

   Mr. Stuart opened the meeting at 11:00 a.m. From the list of attendance is evident that four out of four members of Supervisory Board were present. Therefore, quorum is met. Mr. Stuart presented proposed agenda to the members of Supervisory Board, and as there were no remarks, the following motion was put to vote:

   Decision proposal (66-1): Supervisory Board was quorum and proposed agenda was accepted.

   All members of Supervisory Board voted for the motion and therefore the **motion was accepted**.

2. <u>Approval of minutes of 34th correspondent meeting of Prva Group Supervisory Board.</u>
   Material: Minutes of 34th regular meeting (1/2024)

   Decision proposal (66-2): Minutes of 34th correspondent meeting (1/2024) of Supervisory Board is approved.

   All members of Supervisory Board voted for the motion and therefore the **motion was accepted**.

3. <u>Annual and Work report of Audit Committee</u>
   Material: Work report from of Audit Committee (2/2024), Audit Committee’s annual report for the year 2023

Decision proposal (66-3): Supervisory Board was informed about the performed supervision and work of the Audit Committee and gives consent to the decisions accepted by the Audit Committee and accepts Audit Committee's Annual report for the year 2023 and Work report of the Audit Committee no. 2/2024.

All members of Supervisory Board voted for the motion and therefore the **motion was accepted**.

4. Prva Group annual and consolidated report for the year 2023 with external auditor's opinion and Report on relations to affiliated persons for 2023 with external auditor's opinion
Material: Prva Group annual and consolidated report for the year 2023 with external auditor's opinion, Report on relations to affiliated persons for 2023 with external auditor's opinion

After the examination of the material and discussion by members, the chairman of the Supervisory Board proposes to amend the decision proposal 66-4a so that it includes the request of members that the Management board should keep the Supervisory Board and Audit Committee updated on its progress in addressing the issues raised in the Auditors report to the Audit Committee and puts the following proposal to vote:

Decision proposal (66-4a): Supervisory Board has in accordance with proposal of Audit Committee accepted Prva Group annual and consolidated report for year 2023 and suggests to the General Assembly to be informed with annual and consolidated report for year 2023 of Prva Group plc. in proposed text. The Management Board should keep the Supervisory Board and Audit Committee updated on its progress in addressing the issues raised by the Auditors in their Report on Audit Committee. First update should be provided on the next regular meeting of the Supervisory Board and Audit Committee.

All members of Supervisory Board voted for the motion and therefore the **motion was accepted**.

***Decision proposal (66-4b): Supervisory Board has in accordance with proposal of Audit Committee accepted Report on relations to affiliated persons for the year 2023 in proposed text*.**

All members of Supervisory Board voted for the motion and therefore the **motion was accepted.**

5. <u>Supervisory Board's annual report for 2023</u>
   Material: Supervisory Board's annual report for 2023

   ***Decision proposal (66-5): Supervisory Board accepted Supervisory Board report to the annual report for the year 2023*.**

   All members of Supervisory Board voted for the motion and therefore the **motion was accepted.**

6. <u>Company financial report 1-3 2024 for Prva Group and subsidiary companies' reports</u>
   Material:
   a) Prva Group financial report 1-3 2024
   b) Subsidiary companies Prva osebna zavarovalnica Slovenia, Prva pokojninska družba Slovenia, KB Prvo Macedonia, PRVA Zivot AD Skopje, DDOR Garant Serbia, Fondi Kosovo report
   c) 1-3 2024:
      - Financial report,
      - Statement of the Management Board,
      - Statement of the performed corporate governance policy,
      - Statement of the internal auditor.

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Decision proposal (66-6): Supervisory Board has been informed with Prva Group financial reports 1-3 2024 and subsidiary companies reports as presented and has no comments.

All members of Supervisory Board voted for the motion and therefore the **motion was accepted.**

7. Proposal for the election of new members of the Supervisory Board and Audit Committee

Decision proposal (66-7a): The Supervisory Board notes that the mandate of the current members of the Supervisory Board expires on June 16th, 2024, therefore, the Supervisory Board proposes to the General Assembly to elect the following members of the Supervisory Board: Nicholas Lindsay Andrew Stuart, Tinkara Godec, Matej Akrapovič and Miha Kranjc for the next four-year mandate period (ie. from 17.6.2024 to 16.6.2028).

All members of Supervisory Board voted for the motion and therefore the motion **was accepted.**

Decision proposal (66-7b): The Supervisory Board appoints the following members of the Audit committee: Nicholas Lindsay Andrew Stuart, Tinkara Godec and Sara Čučnik for a mandate period equal to that of the Supervisory Board (i.e. from 17.6.2024 to 16.6.2028). The Supervisory Board appoints Nicholas Lindsay Andrew Stuart as chairman of the Audit Committee and Tinkara Godec as deputy chairman of the Audit Committee. This resolution 66-7b enters into force on the condition that the General Assembly elects Nicholas Lindsay Andrew Stuart and Tinkara Godec as members of the Supervisory Board.

All members of Supervisory Board voted for the motion and therefore the **motion was accepted**.

8. 27th ordinary session of the Assembly of Prva Group plc.
   Material: Invitation to 27th ordinary session of the Assembly of Prva Group plc.

   Decision proposal (66-8): Supervisory Board agrees with proposed invitation to 27th ordinary session of the Assembly of Prva Group.

   All members of Supervisory Board voted for the motion and therefore the **motion was accepted**.

9. Other:
   Determination of new date for 35th correspondent meeting of Supervisory Board

   Decision proposal (66-9a): Supervisory Board has agreed on proposed date for next, 35th correspondent meeting of Supervisory Board, which will be held on 16.9.2024.

   All members of Supervisory Board voted for the motion and therefore the **motion was accepted**.

   Procura-holder appointment
   Decision proposal (66-9b): In accordance with item 7.3.1. of the Company's statute, the Supervisory Board approves the Management Board's proposal for the appointment of Alenka Žnidaršič Kranjc as the Company's procura-holder from September 1, 2024 onwards. The Management Board shall, at its own discretion, conclude a contract with Alenka Žnidaršič Kranjc for the performance of the procura-holder function and determine the amount and type of remuneration and/or benefits for the performance of the function.

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All members of Supervisory Board voted for the motion and therefore the **motion was accepted**.

Nicholas Andrew Lindsay Stuart m.p.
Chairman of the Prva Group Supervisory Board

Ljubljana, 8.5.2024