

SLATINSKA BANKA d.d.
Vladimira Nazora 2, SLATINA

**Independent Auditor's Report with
Limited Assurance on the Remuneration
Report for 2024**

Contents

	<i>Page</i>
Independent Auditor's Report with Limited Assurance on the Remuneration Report for 2024	1-4
Annex: Remuneration Report for the year ended 31 December 2024	5-9

INDEPENDENT AUDITOR'S REPORT WITH EXPRESSION OF LIMITED ASSURANCE ON THE REMUNERATION REPORT FOR 2024

To the Management Board and Supervisory Board of Slatinska banka d.d

Subject Matter

In accordance with Art. 272.r. paragraph 3 of the Companies Act, and the contract concluded with SLATINSKA BANKA d.d. (hereinafter: "the Bank"), we have performed a limited assurance engagement on the attached Remuneration Report for the year ended 31 December 2024 (hereinafter: Remuneration Report) prepared by the Bank's Management Board.

Our limited assurance engagement relates to the subject matter and whether the Remuneration Report contains information in accordance with Article 272.r paragraphs 1 and 2 of the Companies Act.

Applicable Criteria

The applicable criteria for determining the individuals included in the attached Remuneration Report and the related requirements for public disclosure of their remuneration are prescribed in Article 272r, paragraphs 1 and 2 of the Companies Act.

Inherent Limitations

In the event of additional information or data provided to us, or in the event of misleading oral or written statements or explanations, our findings, interpretations or conclusions in our Independent Limited Assurance Report may be incomplete or may result with the need for additional procedures not included in the scope of this engagement.

The scope of our work does not include a review of the above; accordingly, we do not assume any responsibility for any amendments that may be made to this Report based on this Limited Assurance Report or for any differences between the reports we have issued, and the data presented in the financial statements.

Special Purpose and Distribution Restriction

This Report is intended exclusively for the Bank's Management Board and Supervisory Board for the purpose of fulfilling the provisions of Art. 272.r. paragraph 3 of the Companies Act and publication on the Bank's website in accordance with Art. 272.r. paragraph 4 of the Companies Act and may not be used for any other purpose. We are not liable for the direct or indirect consequences of unauthorized distribution and use.

The Bank's Management Board is responsible for the publication of the Remuneration Report on the Bank's website, for the accuracy of the data contained and the identity of the published Remuneration Report and the Remuneration Report for which we have issued a Limited Assurance Conclusion, and therefore we are not responsible for any amendments and changes, as well as any updates that may occur as a result of any differences between the published Remuneration Report and the Remuneration Report for which we have issued a Limited Assurance Conclusion.

Based on the procedures performed and described below, this Report with a Limited Assurance Conclusion is not intended to, nor does it constitute, a legal opinion on compliance with Article 272.r of the Companies Act.

To the fullest extent permitted by law, we do not accept any responsibility or agree to any obligations to any party other than the Bank's Management Board and the Supervisory Board, in connection with our work or this Limited Assurance Report or the conclusions we have reached.

Responsibilities of the Bank's Management Board and Supervisory Board

The Bank's Management Board and Supervisory Board are responsible for:

- Preparation of the Remuneration Report for 2024 in accordance with the disclosure requirements of Article 272r, paragraphs 1 and 2 of the Companies Act;
- Preparation, implementation and maintenance of the internal control system necessary for the preparation and presentation of the Remuneration Report, free from material misstatements that could arise as a result of fraud or error;
- Selection and implementation of appropriate remuneration policies for 2024, formation of estimates and reasonable judgments about the data to be included in the Remuneration Report;
- Selection of natural persons whose income will be included in the Remuneration Report in accordance with Article 272r, paragraph 1 of the Companies Act;
- Measurement, calculation, preparation, reporting and publication of the Remuneration Report on the Bank's website in accordance with the Applicable Criteria for 2024 and Article 272r, paragraphs 1, 2 and 4 of the Companies Act

The Bank's Management Board and the Supervisory Board are responsible for the design, implementation and maintenance of a system of internal controls that reasonably ensures that the information described above is free from material misstatement, whether due to fraud or error. In addition, the Bank's Management Board and the Supervisory Board are responsible for ensuring the completeness and accuracy of the documentation provided to us.

Auditor's Responsibilities

Our responsibility is to issue a Report and a conclusion on the Remuneration Report in accordance with the requirements of Article 272.r, paragraph 3 of the Companies Act. We conducted a limited assurance engagement in accordance with International Standard on Assurance Engagements (ISAE) 3000 (Revised) – Assurance Engagements Other than Audits or Reviews of Historical Financial Information..

Applicable Quality Management Requirements

MOORE AUDIT CROATIA d.o.o. applies the International Standard on Quality Management (ISQM) 1 and in accordance with the above, we ensure the establishment, implementation and functioning of a quality management system, including policies and procedures related to compliance with ethical requirements and professional standards, as well as with applicable legal and regulatory requirements.

Compliance with Independence and Other Ethical Requirements

We have met the independence and other ethical requirements of the International Code of Ethics for Professional Accountants, including the International Standards of Independence issued by the International Ethical Standards Board for Accountants (IESBA), which are based on the core principles of integrity, objectivity, professional competence and due diligence, confidentiality and professional conduct.

Summary of Procedures Performed

The examinations and controls that were the basis for our limited assurance engagement were carried out in the framework of our statutory audit of the Bank's annual financial statements, as well as during the preparation of this Report, and included the following procedures:

- We conducted interviews with members of the Management Board, Supervisory Board and other persons in the Bank to understand the remuneration policy and the procedure for preparing the Remuneration Report;
- We received a list of all members of the Management Board and Supervisory Board during 2024 from the Bank as well as from public announcements and compared whether the information on the remuneration of these individuals is contained in the Remuneration Report;
- We conducted interviews with responsible persons to understand the way in which the reporting information is generated;
- We compared whether the attached reports are aligned in the part of the published financial information with the annual financial statements and accounting records;
- We compared the calculations of remuneration by months in 2024 with the payments in individual months, the analytical accounts in which the payments are recorded and the recapitulation of remuneration contained in the Remuneration Report;
- We checked whether the Remuneration Report contains all the data required in accordance with Article 272.r. paragraphs 1 and 2 of the Companies Act.

The nature and extent of our procedures are determined based on the risk assessment and our professional judgment, in order to express a limited assurance conclusion.

The scope of a limited assurance engagement is significantly less than the scope of a reasonable assurance engagement in terms of risk assessment procedures, including an understanding of internal control and procedures implemented in response to assessed risks.

We believe that the evidence we have obtained is sufficient and appropriate to provide an appropriate basis for our limited assurance conclusion.

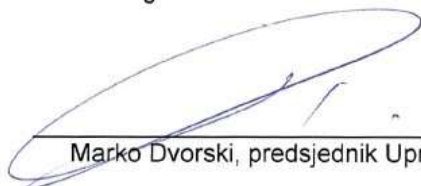
Conclusion with Limited Assurance

Based on the work we have performed and the evidence we have obtained, nothing has come to our attention that causes us to believe that the attached Remuneration Report for the year ended 31 December 2024 is not in all material respects in accordance with Article 272.r., paragraphs 1 and 2 of the Companies Act.

MOORE AUDIT CROATIA d.o.o.

Trg Johna Fitzgeralda Kennedyja 6B

10000 Zagreb


Marko Dvorski, predsjednik Uprave
Sandra Prebeg Brčić, ovlaštenu revizor

ANNEX – REMUNERATION REPORT FOR THE YEAR ENDED 31 DECEMBER 2024

REMUNERATION REPORT FOR THE YEAR ENDED 31 DECEMBER 2024

The Bank's Supervisory Board during 2024 was composed as follows:

Name	Supervisory Board	From	To
Domagoj Petrinović	President of the Supervisory Board	1 January 2024	31 December 2024
Domagoj Karačić	Deputy President of the Supervisory Board	1 January 2024	31 December 2024
Anita Zelić	Member of the Supervisory Board	1 January 2024	31 December 2024

Each member of the Supervisory Board is entitled to a fixed monthly remuneration from the date of his/her appointment to that position until the termination of his/her term of office.

The members of the Supervisory Board for 2024 received remuneration for their work during their engagement and in accordance with the duties they perform in the Bank.

The remuneration of the Supervisory Board for 2024 is presented as follows:

NAME	FIXED REMUNERATION 2024	%	VARIABLE REMUNERATION 2024	%	TOTAL REMUNERATION	%
Domagoj Petrinović	14,716.49	100.00%	0.00		14,716.49	100.00%
Domagoj Karačić	10,833.36	100.00%	0.00		10,833.36	100.00%
Anita Zelić	11,343.84	100.00%	0.00		11,343.84	100.00%
TOTAL	36,893.69	100.00%	0.00		36,893.69	100.00%

The remuneration of the members of the Supervisory Board does not depend on the Bank's performance and does not include variable remuneration, which is calculated based on the results achieved in order to maintain their independence and complete objectivity.

The report on the remuneration of the Supervisory Board for 2024 was prepared in accordance with the relevant legal provisions of Article 272 of the Companies Act.

The amount of the variable part of the performance remuneration for 2023 is determined.

Remuneration of Management Board members

The Bank's Management Board consists of three members:

Name	Management Board	From	To
Andrej Kopilaš	President of the Management Board	1 January 2024	31 December 2024
Oliver Klesinger	Member of the management Board	1 January 2024	31 December 2024
Damir Kaluđer	Member of the management Board	1 January 2024	31 December 2024

The table below shows the fixed, variable and non-taxable remuneration of the members of the Management Board paid in 2024.

Fixed remuneration consists of the contracted gross salary and remuneration in kind for the right to use a car for private purposes.

Variable remuneration consists of the payment of bonuses for the work of the members of the Management Board, while non-taxable remuneration consists of compensation for meals; compensation for vacation, Christmas bonuses and gifts for children.

Remuneration of the members of the Management Board for 2024:

NAME	FIXED	%	VARIABLE	%	TOTAL	%	NON-TAXABLE
Andrej Kopilaš	231,468.25	76.03%	72,961.37	23.97%	304,429.62	100.00%	2,040.00
Oliver Klesinger	183,740.51	78.39%	50,643.78	21.61%	234,384.29	100.00%	1,900.00
Damir Kaluđer	147,400.28	87.74%	20,600.86	12.26%	168,001.14	100.00%	2,180.00
TOTAL	562,609.04	79.60%	144,206.01	20.40%	706,815.05	100.00%	6,120.00

The salary of the members of the Management Board is agreed in a fixed amount, not linked to performance. The Management Board's employment contracts provide for annual bonuses for the achieved business results

in the previous period and based on the Decision of the Supervisory Board of 27 December 2024, variable remuneration was paid for the achieved results in 2023.

Comparison of annual changes in remuneration, revenue, Bank's profit ratio and average earnings of full-time employees for the last five years

In 2024, the Bank's total income amounted to EUR 14,213 thousand, and profit amounted to EUR 1,006 thousand before taxation.

The ratio of the remuneration of the Management Board members to the remuneration of the Bank's full-time employees in 2024 was 15.55%.

Below is an overview of annual remuneration, income and net profit for the last five years. The overview below shows the average remuneration of SLATINSKA BANKA d.d. employees in gross II amount, which includes fixed and variable salary components, other remuneration in kind and all other remuneration made in connection with the employee's employment status (compensation for transportation costs, meals, occasional awards, grants, etc.) for each year. The number of employees for each year was calculated as the average of the closing balance for each month during a given year.

Average gross annual remuneration per employee (in EUR)	2020	2021	2022	2023	2024
Annual basis for all employees - gross (II)	18,756	20,470	22,053	25,355	31,029
Average gross annual remuneration per member of the Management Board (in EUR)	2020	2021	2022	2023	2024
Annual basis - gross (II)	141,465	140,944	131,322	147,385	276,651
Slatinska banka d.d. (in EUR '000)	2020	2021	2022	2023	2024
Total income	9,531	9,123	9,290	11,731	14,213
Total operating income, net	7,711	8,007	8,409	10,230	10,600
Net profit/loss	180	496	963	900	1,006

Return of variable remuneration

SLATINSKA BANKA d.d. did not demand the return of variable remuneration from the members of the Management Board, nor the members of the Supervisory Board in 2024.

Has the Bank deviated from the Remuneration Policy in accordance with the provisions of Article 247a, paragraph 2 of the Companies Act?

The Bank has not deviated from the Remuneration Policy it has prescribed.

Remuneration that the Bank is obligated to pay to a member of the Management Board in the event of early termination of membership in the Management Board

The Bank had no payments in the event of early termination of membership in the Management Board..

The number of shares and stock options that the Bank gave or undertook to give to members of the Management Board and members of the Supervisory Board

On 4 March 2024, based on the Decision of the Supervisory Board dated 28 December 2023, for the performance and results achieved by the Management Board for the period from 2017 to 2022, except for 2019 in which the performance parameters were not achieved, the Bank concluded a Share Transfer Agreement with the President and a member of the Management Board. The President of the Management Board, Mr. Andrej Kopilaš, was awarded 30,936 shares of SLATINSKA BANKA d.d., and the member of the Management Board, Mr. Oliver Klesinger, was awarded 19,229 shares of SLATINSKA BANKA d.d.

The acquirers of shares may not dispose of the same for at least two years from the date of award.


Remuneration that the Bank is obligated to pay to a member of the Management Board in the event of regular termination of membership in the Management Board

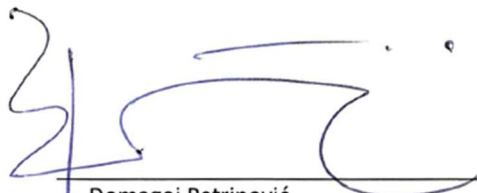
During 2024, there was no regular termination of membership in the Management Board of SLATINSKA BANKA d.d.

Conclusion

This Remuneration Report Remuneration of the members of the Management Board and the Supervisory Board of the Bank for 2024, together with the Independent Auditor's Limited Assurance Report, will be submitted by the Bank's Management Board and the Supervisory Board to the Bank's General Assembly for approval.

This Remuneration Report Remuneration of the members of the Management Board and the Supervisory Board of the Bank for 2024, together with the Independent Auditor's Limited Assurance Report, will be published and made available free of charge on the Bank's website for a period of 10 years after it is submitted for discussion and approval by the General Assembly.



Andrej Kopilaš
Predsjednik Uprave

Domagoj Petrinović
Predsjednik Nadzornog odbora

U Zagrebu 28. ožujka 2025.