

Pozavarovalnica Sava, d.d. Dunajska 56, Ljubljana

Pursuant to Articles 106 and 133 of the Slovenian Financial Instruments Market Act (ZTFI, Official Gazette of the Republic of Slovenia, No. 67/07, as amended) and the Rules of the Ljubljana Stock Exchange d.d., the management board hereby announces the

## resolutions of the 30th General Meeting of Shareholders of Pozavarovalnica Sava, d.d., Ljubljana, ("Sava Reinsurance Company") held on Thursday, 28 May 2015, starting at 13:00 in the Plečnik Hall of the Four Points by Sheraton Ljubljana Mons, Pot za Brdom 4, 1000 Ljubljana.

During the general meeting, the attendance was as follows: 13,155,374 shares were represented accounting for 76.397 % of the share capital or 79.809 % of voting rights. Each share carries one vote.

The general meeting was attended by the notary Miro Košak.

### THE FOLLOWING RESOLUTIONS WERE ADOPTED UNDER INDIVIDUAL AGENDA ITEMS:

1. Opening of the meeting, election of meeting bodies, establishment of quorum and approval of agenda

Zvonko Ivanušič, chairman of the management board of Sava Reinsurance Company, opened the general meeting and proposed that the officers of the general meeting be elected.

## RESOLUTION

The general meeting hereby elects Bojan Pečenko chairman of the general meeting. The general meeting hereby elects the credentials committee, composed of Gregor Mavsar (representative of Ixtlan Forum, d.o.o), Jana Mandelc and Špela Ferkolj (representatives of the Company).

The resolution was adopted unanimously.

There were 13,155,374 votes cast, representing 76.397 percent of the share capital. Of these, 13,155,374 or 100 percent were in favour, 0 or 0.00 percent were against.

## RESOLUTION

The general meeting hereby adopts the agenda as proposed by the convener.

The resolution was adopted unanimously.

There were 13,155,374 votes cast, representing 76.397 percent of the share capital. Of these, 13,155,374 or 100 percent were in favour, 0 or 0.00 percent were against.

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2. Presentation of the 2014 annual report, including the auditor's opinion, presentation of the written report of the supervisory board on its activities, including its opinion to the audited annual report, information on remuneration of the members of management and supervisory bodies, presentation of the 2014 annual report on internal auditing, including the opinion of the supervisory board thereto, and report of the management board on own shares

### **RESOLUTION**

The general meeting took note of the approved audited annual report for the 2014 financial year, including the auditor's opinion and the report of the supervisory board on its activities, including an opinion to the audited annual report. The general meeting took note of the information on the remuneration of the members of management and supervisory bodies received for performing their functions in the 2014 financial year. The general meeting took note of the supervisory bodies the 2014 annual report on internal auditing, including an opinion of the supervisory board thereto, and of the report of the management board on the acquisition of own shares.

The resolution is of an informative nature and is not put to the vote.

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# **3.** Appropriation of distributable profit and granting of discharge to the management and the supervisory boards for 2014

### 3.*1*

Under agenda item 3.1, the shareholder Matej Tomažin made a counter-proposal during the general meeting, as follows:

"Distributable profit of € 21,835,623.61 as at 31 December 2014 shall be appropriated as follows:

- € 16,483,596 for dividends. The dividend shall be € 1.00 gross per share and shall be paid to the shareholders entered in the shareholders' register two business days after the date of the general meeting. Dividends shall be paid within 60 days of the date this resolution is passed.
- The remaining distributable profit of  $\notin$  5,352,027.61 shall not be appropriated.

The general meeting first voted on the proposal of the management and the supervisory board, as published in the notice of general meeting:

### RESOLUTION

3.1 Distributable profits of € 21,835,623.61 as at 31 December 2014 shall be appropriated as follows:

- € 9,065,977.80 for dividends. The dividend shall be € 0.55 gross per share and shall be paid to the shareholders entered in the shareholders' register two business days after the date of the general meeting. Dividends shall be paid within 60 days of the date this resolution is passed.
- The remaining distributable profit of € 12,769,645.81 shall not be appropriated.

The resolution was adopted.

There were 11,473,801 votes cast, representing 66.632 percent of the share capital. Of these, 9,485,602 or 82.672 percent were in favour, 1,988,199 or 17.328 percent were against. There were 1,681,573 abstentions.

As the resolution was adopted, the general meeting did not vote on the counter-proposals of the mentioned shareholder.

### **RESOLUTION**

## 3.2. The general meeting hereby discharges the management board from liability for the financial year 2014.

The resolution was adopted.

There were 13,152,874 votes cast, representing 76.383 percent of the share capital. Of these, 13,069,309 or 99.365 percent were in favour, 83,565 or 0.635 percent were against. There were 2,500 abstentions.

### **RESOLUTION**

## 3.3 The general meeting hereby discharges the supervisory board from liability for the financial year 2014.

The resolution was adopted.

There were 13,149,827 votes cast, representing 76.365 percent of the share capital. Of these, 13,091,127 or 99.554 percent were in favour, 58,700 or 0.446 percent were against. There were 5,547 abstentions.

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### 4. Appointment of auditor for the 2015 financial year

#### **RESOLUTION**

The general meeting hereby appoints the auditing firm Ernst & Young d.o.o., Dunajska 111, Ljubljana, as auditor for the 2015 financial year.

The resolution was adopted.

There were 13,149,037 votes cast, representing 76.361 percent of the share capital. Of these, 13,148,734 or 99.998 percent were in favour, 303 or 0.002 percent were against. There were 6,337 abstentions.

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## 5. Partial rescinding of general meeting resolution

### **RESOLUTION**

Resolution 2.8. of the 26th general meeting of shareholders held on 1 November 2013, passed under agenda item two, shall be rescinded. Other points of the resolution shall remain unchanged.

The resolution was adopted.

There were 11,259,921 votes cast, representing 65.390 percent of the share capital. Of these, 10,945,355 or 97.206 percent were in favour, 314,566 or 2.794 percent were against. There were 1,895,453 abstentions.

### **CHALLENGING ACTIONS**

No challenging actions were announced in the general meeting.

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## LARGEST SHAREHOLDERS ATTENDING THE GENERAL MEETING

The general meeting was attended by the following major shareholders:

Shareholder	No. of shares	Share of voting rights (%)
SLOVENSKI DRŽAVNI HOLDING, d.d. (Slovenian Sovereign		
Holding)	4,304,917	26.12 %
SOCIETE GENERALE – SPLITSKA BANKA, d.d.	1,679,057	10.19 %
EUROPEAN BANK FOR RECONSTRUCTION AND DEVELOPMENT	1,071,429	6.50 %
MODRA ZAVAROVALNICA, d.d.	714,285	4.33 %
Abanka d.d.	655,000	3.97 %
TOTAL	8,424,688	51.11 %

Ljubljana, 28 May 2015

The management board, Pozavarovalnica Sava d.d.

Zvonko Ivanušič, chairman of the management board

Jošt Dolničar, member

Srečko Čebron, member

Mateja Treven, member