

MEDIKA d.d.

Capraška 1
10000 Zagreb

Home Member State: Croatia**LEI:** 7478000000R8ZVGJJO27**ISIN:** HRMDKARA0000**TICKER:** MDKA-R-A**Regulated market segment:** Zagreb Stock Exchange – Official market

On 22.03.2022. Management Board of Medika d.d. has passed the decision on the convocation of the General Assembly which will be held in the headquarters of the Company on 02.05.2022., beginning at 12:00.

Agenda:

1. Opening of General Assembly and determination of presence of shareholders at the General Assembly;
2. Discussion on financial statements for the year 2021 determined by the Management Board and the Supervisory Board, discussion on Annual report together with the auditor's report, Report of Management Board on the status of the Company and Report of the Supervisory Board;
3. Passing decision on distribution of profit
4. Passing decision on issuing the note of release to the President and Members of the Management Board
5. Passing decision on issuing the note of release to the President and Members of the Supervisory Board
6. Remuneration report for the year 2021
7. Decision on the appointment of auditor of the Company for the year 2022
8. Passing decision for giving right to the Management Board for acquisition and disposal of ordinary shares of Medika d.d.

Decision proposals:**Ad 3)**

The Management Board and the Supervisory Board of the Company propose to the General Assembly to adopt the following decision:

Total profit of the Company in amount of HRK 77,500,231.00 kn, will be distributed in the retained earnings.

Ad 4) The Management Board and the Supervisory Board of the Company propose to the General Assembly to adopt the following decision:

The note of release is given to the President and Members of the Management Board – by which the work in 2021 is approved.

Ad 5) The Management Board and the Supervisory Board of the Company propose to the General Assembly to adopt the following decision:

The note of release is given to the President and members of Supervisory Board by which the work in 2021 is approved.

Ad 6) The Management Board and the Supervisory Board of the Company propose to the General Assembly to adopt the following decision:

The determined and audited Remuneration report for 2021 is approved.

Ad 7) The Supervisory Board proposes to the General Assembly to adopt the following decision:

KPMG Croatia d.o.o., Ivana Lučića 2a, Zagreb is appointed as the auditor of the Company for the year 2022.

Ad 8) The management Board and Supervisory Board proposes to General Assembly to make the following decision:

Decision on acquiring treasury shares.

Management Board of the Company is empowered, with the prior consent of the Supervisory Board and in accordance with the financial status of the Company, to acquire treasury shares on organised market – on regulated market or on multilateral trading platform (hereinafter: „Market“) in the period of 5 years from the date of passing this decision.

The consent is given for one or more acquiring of regular shares of the Company (hereinafter: „Shares“) i.e. disposal of the same, in a way that the highest total number of acquired shares based on this and earlier consents amounts up to 10% of the share capital of the Company. The lowest purchase price per share should not amount less than 10% below the average market value of share on the Market in the period of 30 days prior to the date of purchase. The highest purchase price per share should not amount over 10% above the average market value of share in the period of 30 days prior to the date of purchase. In the case there is no trading with the shares of the Company on the Market in the period of 30 days prior to the date of the purchase, price per share should not amount less than 10% or more than 10% of the average market value of share in the period of 30 days prior to the date of the last trading on the market.

The Management Board of the Company is empowered and obliged to acquire treasury shares only on the organized securities Market.

The Management Board of the Company can dispose treasury shares only on securities Market, without decision of the General Assembly of the Company.

While acquiring and disposing of treasury shares the Management Board is allowed to deviate from article 211, article 308 paragraphs 2 and 4 of Companies Act.

This decision is effective from the date of passing.

Materials that are used as basis for discussion for the point 3 of the Agenda are available to the shareholders for review in the headquarters of Medika d.d., Zagreb, Capraška 1, from the date of the publishing of this invitation to the date of General Assembly, every working day from 10:00 to 13:00, at secretary in the Management Board Office and on the web site of the Company www.medika.hr.

All shareholders have the right to attend and the right to use voting rights if they fulfil the following conditions:

1. Is registered as a shareholder of the Company with the Central Depository & Clearing Company Inc. six days prior to the date of the General Assembly
2. Have in written form delivered to the Company his/her intention to attend the General Assembly at least six days prior to the date of General Assembly

Applications have to be delivered to the Company at the address stated in the Invitation, or to be given to Ms. Hana Balaško, head of treasury department, not later than 25.04.2022.

Shareholders can be represented by shareholder's proxy based on the valid written power of attorney which is issued by the shareholder or, if a shareholder is a legal person, based on a valid written power of attorney issued by a person who is under law authorized to represent them. Forms are available on the web site of the Company www.medika.hr, and will also be delivered to the shareholders via mail.

Shareholders can execute their rights from the article 278, paragraph 2 of the Companies Act, under the condition that the request is received by the Company not later than 01.04.2022., that is 30 days prior to the date of the General Assembly, not taking into concern the day the request is received by the Company.

Shareholders can execute their rights from the article 282, paragraph 1 of the Companies Act, under the condition that the proposition is received by the Company not later than 17.04.2022, that is 14 days prior to the date of the General Assembly, not taking into concern the day the request is received by the Company.

Further explanation regarding execution of rights from article 278, paragraph 2, article 282, paragraph 1, article 283 and article 287, paragraph 1, are available on the web site of the Company www.medika.hr.

All announcements from article 280 a of Companies Act are available on the web site of the Company www.medika.hr .

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