

<p>Opatija 22. svibnja 2020.</p> <p style="text-align: center;"><b>Glavna skupština LIBURNIA RIVIERA HOTELI d.d. Opatija ("LRH")</b></p> <p style="text-align: center;"><b>Izvješće nadzornog odbora o nadzoru društva LRH d.d.</b></p> <p>Dana 11. srpnja 2019. godine društvo GITONE Adriatic d.o.o. zaključilo je Ugovor o kupoprodaji dionica LRH d.d. s društvima SNH ALFA d.d., SNH BETA d.d., SNH GAMA d.d. i SN PECTINATUS d.d., a čime je GITONE Adriatic d.o.o. sukladno Zakonu o preuzimanju dioničkih društava stekao 53,94% svih dionica. Na dan 31. prosinca 2019. godine GITONE Adriatic d.o.o., nakon provedenog postupka preuzimanja, držao je 71,23% dionica.</p> <p>Na skupštini održanoj 7. listopada 2019. godine za članove nadzornog odbora imenovani su:</p> <ul style="list-style-type: none"> <li>• Klaus Riederer, naknadno imenovan za predsjednika,</li> <li>• Alexander Paul Zinell, naknadno imenovan za zamjenika predsjednika,</li> <li>• Philip Goeth, član,</li> <li>• Thomas Mayer, član,</li> <li>• Petar Crnov, član,</li> <li>• Branimir Žarković, član,</li> </ul> <p>uz prethodno imenovane članove Nadzornog odbora</p> <ul style="list-style-type: none"> <li>• Andreju Rudančić, član,</li> <li>• Helenu Masarić, član i</li> </ul>	<p>Opatija 22/5/2020</p> <p style="text-align: center;"><b>General Assembly LIBURNIA RIVIERA HOTELI d.d. Opatija ("LRH")</b></p> <p style="text-align: center;"><b>Report of the Supervisory Board on the supervision of LRH d.d.</b></p> <p>On the 11 July 2019 the company GITONE Adriatic d.o.o. executed a Share Purchase Agreement related to the shares of LRH d.d. with companies SNH ALFA d.d., SNH BETA d.d., SNH GAMA d.d. i SN PECTINATUS d.d. as to which GITONE Adriatic d.o.o. was considered to have acquired 53.94% shares of LRH d.d. as per the Croatia Joint Stock Companies Take-Over Act. Following the conducted takeover procedure, as of 31 December 2019 GITONE Adriatic d.o.o. was holding 71.23% of all the shares.</p> <p>On the general assembly conducted on 7 October 2019 new Supervisory Board members were appointed as follows:</p> <ul style="list-style-type: none"> <li>• Klaus Riederer, subsequently nominated also as the chairman,</li> <li>• Alexander Paul Zinell, subsequently nominated also as the vice chairman,</li> <li>• Philip Goeth, member,</li> <li>• Thomas Mayer, member,</li> <li>• Petar Crnov, member,</li> <li>• Branimir Žarković, member</li> </ul> <p>alongside the previously appointed members of the Supervisory Board</p> <ul style="list-style-type: none"> <li>• Andreja Rudančić, member,</li> <li>• Helena Masarić, member and</li> </ul>
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<ul style="list-style-type: none"> <li>• Domijana Mršića, član.</li> </ul> <p>Novi članovi su imenovani s obzirom na ostavke prethodnih članova Nadzornog odbora, istovremeno s promjenom većinskog dioničara.</p> <p>U 2019. godini ukupno je održano 4 sjednice Nadzornog odbora, pri čemu su u novom sastavu od 7. listopada 2019. godine održane 2. sjednice.</p> <p>Nadzorni odbor je osnovao sukladno primjenjivim propisima Revizijski odbor koji kao posebno i samostalno tijelo obavlja aktivnosti predviđene zakonom.</p> <p>Na održanim sjednicama Nadzornog odbora donošene su odluke o, između ostalog:</p> <ul style="list-style-type: none"> <li>- Periodičkim financijskim izvješćima</li> <li>- Izboru predsjednika i zamjenika predsjednika odbora</li> <li>- Potvrdi budžeta za 2020. godinu</li> <li>- Izboru članova uprave</li> <li>- Sklapanju sporazuma sa prethodnim i trenutnim članovima uprave</li> </ul> <p>Nastavno na poduzete aktivnosti, Nadzorni odbor je utvrdio da je LRH u 2019. godini poslovao pozitivno, te da djeluje u skladu sa zakonom i aktima LRH prema dostavljenim podacima, te da su financijska izvješća za 2019. godine izrađena u skladu sa stanjem LRH pri čemu pokazuju ispravno stanje društva.</p>	<ul style="list-style-type: none"> <li>• Domijan Mršić, member.</li> </ul> <p>New appointments took place as previous members of the board terminated their mandate simultaneously with the change of the majority shareholder.</p> <p>In 2019 Supervisory Board was convoked on 4 occasions, where Supervisory board was convoked in the new constituency following 7 October 2019, in two sessions.</p> <p>Supervisory Board has established a separate and independent body – Audit Committee which performs its authorisations as provided by the law.</p> <p>On the conducted sessions of the Supervisory Board, the following decisions have been enacted, amongst others:</p> <ul style="list-style-type: none"> <li>- Periodical confirmation of financial reports</li> <li>- Nomination of the chairman of the board and its deputy</li> <li>- Confirmation of the 2020 budget</li> <li>- Nomination of the Management Board members</li> <li>- Signing of agreements with the previous and current management board members</li> </ul> <p>Following the conducted activities, Supervisory board has concluded that in 2019 company LRH performed with a positive result, in accordance with the laws and internal bylaws of the company LRH as evidenced from the provided information and that the financial reports for 2019 have been prepared in accordance with the presented status of the company, while also presenting the appropriate status of the company.</p>
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Ovo izvješće pripremljeno je na hrvatskom i engleskom jeziku pri čemu je verzija na hrvatskom jeziku mjerodavna.	This report is prepared on Croatian and English, while the version prepared on Croatian is governing.
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Klaus Riederer, chairman of the Supervisory Board

Predsjednik nadzornog odbora