

**DECISION ON RENUMERATION OF MEMBERS OF THE SUPERVISORY BOARD**

Adopted at the session of the General Assembly on 30.8.2021.

Company name:  
SUNCE HOTELI d.d. za turizam i  
ugostiteljstvo, turistička agencija  
The abbreviated company name:  
SUNCE HOTELI d.d.  
Company name translated into English:  
SUNCE HOTELI Joint Stock Company,  
for tourism and hospitality, travel agency

Contact: Trpinjska 9, 10000 Zagreb, Croatia  
T. +385 1 3844 044 - F. +385 1 3844 177 - [www.bluesunhotels.com](http://www.bluesunhotels.com)  
Commercial Court in Zagreb  
MBS 080502040 - MB 1869647 - OIB 06916431329  
Banks:  
Zagrebačka banka d.d. IBAN: HR0823600001101909750  
Privredna banka Zagreb d.d. IBAN: HR3023400091110503995  
Erste&Steiermärkische Bank d.d. IBAN HR7924020061100956851

Share capital: HRK 595.458.500,00  
Total number of shares issued: 5.954.585  
Supervisory Board:  
Mohamed Ali Rashed Alabbar, Chairman  
Management Board:  
Hrvoje Veselko, president  
Ivan Potkrajčić, member.

General Assembly of SUNCE HOTELI d.d., Zagreb, Trpinjska 9, OIB: 06916431329, at the session held on 30.8.2021. brings the following:

## **Decision on remuneration of members of the Supervisory Board**

1. The Supervisory Board of the Company consists of five members. Pursuant to the Company's Articles of Association, four members of the Supervisory Board are elected by the General Assembly of the Company, while the fifth is appointed by the shareholder Erste d.o.o. - a company for the management of mandatory and voluntary pension funds.

Members of the Supervisory Board elected by the General Assembly of the Company do not receive remuneration for their work in the Supervisory Board, while a member appointed by the shareholders is entitled to remuneration according to the decision of the General Assembly.

2. In order to maintain the objectivity and independence of the member of the Supervisory Board, his remuneration does not depend on the results of the Company's operations, but is fixed. In determining the remuneration of a member of the Supervisory Board, the economic conditions and the condition of the Company, the prevailing levels of salaries in industry and the Company were taken into account.

Remuneration for work in the Supervisory Board to a member of the Supervisory Board is determined by the General Assembly of the Company in a monthly fixed gross amount.

It is prohibited to include variable elements or other elements related to the performance of the Company in the remuneration of members of the Supervisory Board.

3. At the session held on 12 February 2018, in accordance with Article 65 of the Audit Act, the Supervisory Board of the Company established the Audit Committee, which acts as the Board of the Supervisory Board of the Company. The Audit Committee consists of three members, with one member of the Audit Committee being an expert in the field of accounting and auditing.

A member of the Audit Committee who is an expert in the field of accounting and auditing is entitled to an award for work in the Audit Committee, while the other two members do not receive an award for work in the Committee.

Remuneration for the work of an expert member of the Audit Committee is determined by the Supervisory Board by its decision and it is fixed and does not depend on the results of the Company's operations. The fee is determined in a monthly gross amount.

4. If a member of the Supervisory Board is also a member of the Audit Committee, he has the right only to receive a compensation for membership in the Supervisory Board.

5. Members of the Supervisory and Audit Boards are not entitled to variable remuneration or remuneration in the Company's shares.

6. The Supervisory Board shall monitor on an annual basis whether these receipts comply with the principles set out in item 2 of this Decision and, if necessary, amend this Decision to submit a new draft decision to the General Assembly for approval. If the General Assembly does not approve the amended decision, the Company will continue

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to pay remuneration to the members of the Supervisory Board and the Audit Committee in accordance with this decision.

7. By adopting this Decision, the Decision on Receipts of the Supervisory Board of 7 September 2020 is repealed.

This Decision shall enter into force upon adoption by the Assembly and shall be valid for four years from the date of its adoption.

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