



In accordance with the provisions set out in the Rules of the Ljubljana Stock Exchange and the relevant laws, the NLB Management Board hereby announces

**the results of votes cast at the 44th General Meeting of Shareholders
of NLB d.d.**

which was held on Monday, 16 June 2025, from 11.00, at the following address: CANKARJEV DOM, kulturni in kongresni center, Prešernova cesta 10, Ljubljana and as Electronic General Meeting without the physical presence of Shareholders by electronic means via web portal <https://webvoting.ixtlan.si/voting/nlb> ("Electronic General Meeting" or "EGM").

The number of shares with voting rights represented at the 44th General Meeting of Shareholders of NLB d.d. (hereinafter: General Meeting) at the opening totalled 12.081.553 shares, or 60,41 % of all shares with voting rights, which represents 60,41 % of the share capital.

Before the voting on resolution under item 7. of the General Meeting agenda the number of shares with voting rights represented at the General Meeting changed, from that time onwards number of shares with voting rights represented at the General Meeting totalled 12.081.548 shares, or 60,41 % of all shares with voting rights, which represents 60,41 % of the share capital.

One share represents one vote.

The meeting was attended by the invited notary public Miro Košak from Ljubljana and was chaired by Matej Kavčič, Attorney at Law.

The share of voting rights of the five largest shareholders present at the General Meeting expressed in relation to all the shares with voting rights totalled 57,75%. The following five largest shareholders with voting rights were present or represented at the General Meeting:

Shareholder	No. of shares or voting rights	Share in relation to all voting shares
Republika Slovenija, Gregorčičeva ulica 20, 1000 Ljubljana	5.000.001	25,00 %
The Bank of New York Mellon, 240 Greenwich Street, New York, United States	4.657.609	23,29 %
OTP Banka d.d. - fiduciarni račun, Domovinskog rata 61, 21000 Split, Hrvatska	979.129	4,90 %
Erste Group Bank AG – fiduciarni račun, Am Belvedere 1, 1100 Wien, Austria	682.770	3,41 %
Skandinaviska Enskilda Banken AB, Luxembourg, 4 Rue Pernelchen, 2370 Howald	230.726	1,15 %
together	11.477.620	57,75 %

Resolutions passed at the 44th General Meeting of Shareholders of NLB d.d.

Item 1: Opening, establishment of quorum and election of the Chair of the General Meeting of NLB d.d.

Mr. Matej Kavčič, attorney at law, is hereby elected Chair of the General Meeting of NLB d.d.

The resolution was passed in the proposed contents by the NLB Management Board and Supervisory Board. The number of shares in the proposed resolution, for which valid votes were cast, is 12.081.553 the share of these shares in the share capital is 60,41 %; 12.081.553 shares or 100 % voted for the proposed resolution, no one voted against the proposed resolution, and no one was abstained. The resolution was legitimately passed with the necessary majority of the votes cast.

Item 2: Presentation of the NLB Group Annual Report 2024 (“Annual Report 2024”), the Report of the Supervisory Board of NLB d.d. on the results of the examination of the NLB Group Annual Report for 2024 (“Report of the Supervisory Board of NLB d.d.”), the Report on Remuneration for members of the Management Body of NLB d.d. for Business Year 2024 (“Report on remuneration”) and the Additional information to the Report on remuneration for business year 2024 on the basis of SSH's baselines (“Additional Report on remuneration”)

2.1. The General Meeting of NLB d.d. hereby acknowledges the adopted Annual Report 2024, Report of the Supervisory Board of NLB d.d. and Additional Report on remuneration.

No voting took place under this item, as its sole purpose was to inform the General Meeting.

2.2. The General Meeting of NLB d.d. hereby confirms the Report on remuneration, whereby the vote on this resolution is of a consultative nature.

The resolution was passed in the proposed contents by the NLB Management Board and Supervisory Board. The number of shares in the proposed resolution, for which valid votes were cast, is 12.081.383; the share of these shares in the share capital is 60,41 %; 12.081.383 shares or 100 % voted for the proposed resolution, no one voted against the proposed resolution, and 170 of the votes were abstained. The resolution was legitimately passed with the necessary majority of the votes cast.

Item 3: Decision on the allocation of distributable profit for 2024 and granting a discharge from liability to the Management Board of NLB d.d. and Supervisory Board of NLB d.d.

3.1. The distributable profit of NLB d.d. on 31 December 2024 amounted to EUR 1,194,062,703.15 and consists of net profit for 2024 in the amount of EUR 478,160,686.13 and retained earnings from previous financial years in the amount of EUR 715,902,017.02.

Distributable profit in the amount of EUR 1,194,062,703.15 shall be allocated as follows:

- 1. part in the amount of EUR 128,600,000.00, which is EUR 6.43 gross per share, shall be paid out on 24.6.2025 to the persons who are registered as the Shareholders of NLB d.d. with the KDD – Central Securities Clearing Corporation on the day that is 5 working days after the day of the General Meeting that adopted this resolution (23.6.2025, Cut-Off Date);*
- 2. the remaining part of distributable profit in the amount of EUR 1,065,462,703.15 remains undistributed and represents retained earnings.*

With regard to the dividend payment, the day of announcement of the corporate action to the Central Securities Clearing Corporation system members is the first working day after the close of session of the General Meeting at which this resolution was adopted (17.6.2025) and the day without entitlement is the last working day prior to Cut-Off Date (20.6.2025).

The resolution was passed in the proposed contents by the NLB Management Board and Supervisory Board. The number of shares in the proposed resolution, for which valid votes were cast, is 12.081.553; the share of these

shares in the share capital is 60,41 %; 12.081.553 shares or 100 % voted for the proposed resolution, no one voted against the proposed resolution, and no one was abstained. The resolution was legitimately passed with the necessary majority of the votes cast.

3.2. Management Board of NLB d.d., composed of:

- *Blaž Brodnjak, CEO,*
- *Archibald Kremser, member,*
- *Peter Andreas Burkhardt, member,*
- *Hedvika Usenik, member,*
- *Antonio Argir, member,*
- *Andrej Lasič, member,*

is hereby granted a discharge from liability for the financial year 2024.

The resolution was passed in the proposed contents by the NLB Management Board and Supervisory Board. The number of shares in the proposed resolution, for which valid votes were cast, is 12.081.278; the share of these shares in the share capital is 60,41 %; 12.081.278 shares or 100 % voted for the proposed resolution, no one voted against the proposed resolution, and 275 of the votes were abstained. The resolution was legitimately passed with the necessary majority of the votes cast.

3.3. Supervisory Board of NLB d.d., composed of:

- *Primož Karpe, Chairman,*
- *Shrenik Dhirajlal Davda, Deputy of the Chairman,*
- *Mark William Lane Richards, member,*
- *Islam Osama Bahgat Zekry, member,*
- *André Marc Richard Prudent-Toccanier, member,*
- *Cvetka Selšek, member,*
- *Natalia Olegovna Ansell, member,*
- *Luka Vesnaver, member,*
- *Sergeja Kočar, member,*
- *Tadeja Žbontar Rems, member,*

is hereby granted a discharge from liability for the financial year 2024.

The resolution was passed in the proposed contents by the NLB Management Board and Supervisory Board. The number of shares in the proposed resolution, for which valid votes were cast, is 12.081.553; the share of these shares in the share capital is 60,41 %; 12.081.553 shares or 100 % voted for the proposed resolution, no one voted against the proposed resolution, and no one was abstained. The resolution was legitimately passed with the necessary majority of the votes cast.

Item 4: Internal Audit Report for 2024 and Opinion of the Supervisory Board of NLB d.d.

The General Meeting of NLB d.d. hereby acknowledges the adopted annual Internal Audit Report for 2024 and the positive opinion of the Supervisory Board of NLB d.d. granted with the resolution passed on 13 March 2025.

No voting took place under this item, as its sole purpose was to inform the General Meeting.

Item 5: Election of Members of the Supervisory Board of NLB d.d.

The General Meeting of NLB d.d. appoints Islam Osama Bahgat Zekry as member of the Supervisory Board of NLB d.d., for the term of office starting (start of the term of office) with completion of the General Meeting of NLB d.d. where this resolution on appointment has been adopted and will last until the close of the General Meeting of NLB d.d. that decides on the allocation of distributable profit for the fourth financial year after he started the term of office in accordance with this resolution on appointment, whereby financial year in which he started the term of office in accordance with this resolution on appointment counts as the first year.

The resolution was passed in the proposed contents by the NLB Supervisory Board. The number of shares in the proposed resolution, for which valid votes were cast, is 12.081.278; the share of these shares in the share capital is 60,41 %; 12.081.278 shares or 100 % voted for the proposed resolution, no one voted against the proposed resolution, and 275 of the votes were abstained. The resolution was legitimately passed with the necessary majority of the votes cast.

Item 6: Vote on the Remuneration Policy for the Members of the Supervisory Board of NLB d.d. and the Members of the Management Board of NLB d.d.

The General Meeting of NLB d.d. hereby approves the Remuneration Policy for the Members of the Supervisory Board of NLB d.d. and the Members of the Management Board of NLB d.d., whereby the vote on this resolution is of a consultative nature in accordance with ZGD-1.

The resolution was passed in the proposed contents by the NLB Management Board and Supervisory Board. The number of shares in the proposed resolution, for which valid votes were cast, is 11.600.408; the share of these shares in the share capital is 58,00 %; 6.588.407 shares or 56,80 % voted for the proposed resolution, 5.012.001 shares or 43,21 % of the votes cast were against the proposed resolution, and 481.145 of the votes were abstained. The resolution was legitimately passed with the necessary majority of the votes cast.

Item 7: Policy on the provision of diversity of the management body and senior management in NLB d.d.

The General Meeting of NLB d.d. hereby adopts the Policy on the provision of diversity of the management body and senior management in NLB d.d.

The resolution was passed in the proposed contents by the NLB Management Board and Supervisory Board. The number of shares in the proposed resolution, for which valid votes were cast, is 12.081.548; the share of these shares in the share capital is 60,41 %; 11.600.334 shares or 96,02 % voted for the proposed resolution, 481.214 shares or 4 % of the votes cast were against the proposed resolution, and no one was abstained. The resolution was legitimately passed with the necessary majority of the votes cast.

Item 8: Policy on the selection of suitable candidates for members of the Supervisory Board in NLB d.d.

The General Meeting of NLB d.d. hereby adopts the Policy on the selection of suitable candidates for members of the Supervisory Board in NLB d.d.

The resolution was passed in the proposed contents by the NLB Supervisory Board. The number of shares in the proposed resolution, for which valid votes were cast, is 12.081.548; the share of these shares in the share capital is 60,41 %; 12.076.548 shares or 100 % voted for the proposed resolution, 5.000 shares or less than 1 % of the votes cast were against the proposed resolution, and no one was abstained. The resolution was legitimately passed with the necessary majority of the votes cast.

Item 9: Determination of payments to members of the Supervisory Board of NLB d.d. and its committees

9.1. Resolution of the General Meeting of NLB d.d. on Determination of payment for performing the function of the members of the Supervisory Board and its committees, passed on 21 October 2019 at the 34th General Meeting of NLB d.d. under Item 2 of the agenda shall be amended in the fourth paragraph so that reads as follows:

“The Supervisory Board members shall be entitled to the reimbursement of travel expenses, subsistence costs and costs of overnight accommodation related to their work in the Supervisory Board, namely up to the amount specified

in the regulations on reimbursement of work-related expenses and other income not included in the tax base. The Bank will cover the cost of air tickets for Supervisory Board members to attend the meeting from their permanent or temporary residence in economy class. In the event that intercontinental flights are used to attend the meeting from their permanent or temporary residence, the members of the Supervisory Board may be reimbursed the cost of air tickets in a business class. Accommodation expenses shall be reimbursed if the permanent or temporary residence of a Supervisory Board member or a member of a Supervisory Board committee is at least 100 kilometres away from the place of work and when a Supervisory Board member is unable to return as there is no public transport connection scheduled or due to objective reasons. The Bank shall only cover the accommodation expenses of the members of the Supervisory Board starting on the day before the day of the meeting of the Supervisory Board and its committees and ending on the day following the day of the meeting. Additional accommodation costs not related to Supervisory Board activities shall be paid by the Supervisory Board members themselves.”

The resolution was passed in the proposed contents by the NLB Management Board and Supervisory Board. The number of shares in the proposed resolution, for which valid votes were cast, is 12.081.548; the share of these shares in the share capital is 60,41 %; 7.081.547 shares or 58,62 % voted for the proposed resolution, 5.000.001 shares or 41,39 % of the votes cast were against the proposed resolution, and no one was abstained. The resolution was legitimately passed with the necessary majority of the votes cast.

9.2. Resolution of the General Meeting of NLB d.d. on Disbursement to members of the Supervisory Board of NLB d.d. who are employees' representatives, passed on 15 June 2020 at the 35th General Meeting of NLB d.d. under Item 8 of the agenda shall be amended in the first sentence of the fourth paragraph by adding a comma after the phrase “reimbursement of travel expenses” and the word “daily allowances”.

The resolution was passed in the proposed contents by the NLB Management Board and Supervisory Board. The number of shares in the proposed resolution, for which valid votes were cast, is 12.076.548; the share of these shares in the share capital is 60,40 %; 7.076.547 shares or 58,68 % voted for the proposed resolution, 5.000.001 shares or 41,40 % of the votes cast were against the proposed resolution, and 5.000 of the votes were abstained. The resolution was legitimately passed with the necessary majority of the votes cast.