

# BOSQAR INVEST

## **BOSQAR d.d.**

Ulica grada Vukovara 23  
10000 Zagreb

In Zagreb, 15 December 2025

## Notice on transaction with Affiliated Entities

Pursuant to the provisions of Article 263.d of the Companies Act (Official Gazette Nos. 111/1993, 34/1999, 121/1999, 52/2000, 118/2003, 107/2007, 146/2008, 137/2009, 125/2011, 152/2011, 111/2012, 68/2013, 110/2015, 40/2019, 34/2022, 114/2022, 18/2023, 130/2023, 136/2024; the “Companies Act”), Article 6 of the Rules on the Publication and Approval of Transactions with Related Parties from December 2020 of Bosqar d.d., Zagreb, Ulica grada Vukovara 23, registered in the Court Register of the Commercial Court in Zagreb under the Company Registration Number (MBS): 081210030, Tax Identification Number (OIB): 62230095889 (hereinafter: the “Company” and/or “Bosqar d.d.”), as well as the approval of the Supervisory Board of the Company dated 15 December 2025, the Company hereby announces that on 15 December 2025 a Guarantee Agreement was concluded between the Company and the following subsidiaries or legal entities in which the Company (directly or indirectly) holds shares:

- MLINAR pekarska industrija d.o.o. for production and trade, registered with the Commercial Court in Zagreb under MBS: 010015470, OIB: 62296711978, with registered office in Zagreb (City of Zagreb), Radnička cesta 228C;
- SEE BAKERY INTERNATIONAL S.À R.L., with registered office at 28, Boulevard F.W Raiffeisen, L-2411 Luxembourg, Grand Duchy of Luxembourg, OIB: 51890164329, registration number: B229992, Luxembourg Trade Register;
- Panvita Grupa d.o.o. for services, registered with the Commercial Court in Zagreb under MBS: 081027776, OIB: 92012576460, with registered office in Zagreb (City of Zagreb), Ulica grada Vukovara 23;
- Fresh Food Production d.o.o. for services, registered with the Commercial Court in Zagreb under MBS: 081468823, OIB: 64127520606, with registered office in Zagreb (City of Zagreb), Ulica grada Vukovara 23;

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BOSQAR d.d. • Ulica grada Vukovara 23, Zagreb • Tel.: 01/6447-899 • Fax: 01/6447-890 • PIN: 62230095889 • Commercial banks: Erste&Steiermärkische Bank d.d., Jadranski trg 3A, Rijeka, IBAN: HR8524020061100933269; Podravska banka d.d., Opatička 3, Koprivnica, IBAN: HR7423860021119036043; Raiffeisenbank Austria d.d., Magazinska cesta 69, 10000 Zagreb, IBAN: HR4324840081135094448; Zagrebačka banka d.d., Trg bana Josipa Jelačića 10, Zagreb, IBAN: HR2323600001102936225 • Commercial Court in Zagreb; Company's (Court) registration number: 081210030 • Share capital: EUR 15,640,094.35 paid in part by investment of property and rights and in part by cash payments, and divided into 11,784,370 ordinary registered shares without nominal amount. • President of the Supervisory Board: Tamara Sardelić • Members of the Board: Darko Horvat, Tomislav Glavaš, Vanja Vlak and Alma Mekić Čerdić

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- M Plus Croatia društvo s ograničenom odgovornošću for services, registered with the Commercial Court in Zagreb under MBS: 081194414, OIB: 45680057371, with registered office in Zagreb (City of Zagreb), Ulica Vjekoslava Heinzela 62A;
- CMC İletişim ve Çağrı Merkezi Hizmetleri A.Ş., registered in the Istanbul Business Register under number: 984359, with registered office at Çağlayan Mah. Okul Cad. No: 8/10 Kağıthane, Istanbul, Turkey;
- M+ Deutschland BPTO GmbH, registered in the court register of the Charlottenburg District Court under number: HRB 235298 B, with registered office in Berlin, Germany, Am Zirkus 2;
- M PLUS SLOVENIJA d.o.o., registered in the Slovenian Business Register under number 2186179000, tax number: SI 25030744, with registered office in Koper, Slovenia, Pristaniška ulica 4, 6000 Koper – Capodistria;
- SMART FLEX društvo s ograničenom odgovornošću for temporary employment, registered with the Commercial Court in Zagreb under MBS: 080506813, OIB: 48625549392, with registered office in Zagreb (City of Zagreb), Ulica grada Vukovara 23;
- SMART FLEX sourcing d.o.o. for services, registered with the Commercial Court in Zagreb under MBS: 081016585, OIB: 65865639964, with registered office in Zagreb (City of Zagreb), Ulica grada Vukovara 23;
- Meritus Global Real Estate Management d.o.o. for services, registered with the Commercial Court in Zagreb under MBS: 081343542, OIB: 66927368969, with registered office in Zagreb (City of Zagreb), Ulica grada Vukovara 23;
- Meritus Global Technology d.o.o., registered with the Commercial Court in Zagreb under MBS: 081343559, OIB: 77921680046, with registered office in Zagreb (City of Zagreb), Ulica grada Vukovara 23;
- Workplace Projekt - Adria d.o.o. for services, registered with the Commercial Court in Zagreb under MBS: 081277955, OIB: 58057703660, with registered office in Zagreb (City of Zagreb), Ulica grada Vukovara 23;

as guarantors (collectively referred to herein as the “Guarantors”), under which the above-mentioned Guarantors have assumed guarantees in their capacity as Subsidiaries for obligations arising from:

- (i) The Simplified Prospectus for the public offering and listing of sustainability-linked bonds dated 27 May 2025, which the Company publicly published on the same day

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on its website ([https://cdn.prod.website-files.com/671b931fedffc57a044640b5/683810e14abcd99a4c6fb205\\_BOSQAR%20d.d.%20-%20Pojednostavljeni%20pros.%20iz-danja%20javnom%20ponudom%20i%20uvr%C5%A1t.%20obvez.%20povez-nih%20s%20odr%C5%BE..pdf](https://cdn.prod.website-files.com/671b931fedffc57a044640b5/683810e14abcd99a4c6fb205_BOSQAR%20d.d.%20-%20Pojednostavljeni%20pros.%20iz-danja%20javnom%20ponudom%20i%20uvr%C5%A1t.%20obvez.%20povez-nih%20s%20odr%C5%BE..pdf)) (the “Prospectus”) in connection with the public offering and listing of the bonds, all in accordance with the terms set forth in the Prospectus;

- The total amount of the guarantee assumed by the Guarantors under this basis is EUR 63,058,659.00, while the individual amount of the guarantee assumed by each Guarantor will be specified in the Guarantee Statement, which will be published on the Company’s website in accordance with the provisions of the Prospectus;
- (ii) The Framework Agreement concluded on 4 June 2025 between the Company and the European Bank for Reconstruction and Development (EBRD), 5 Bank Street, London E14 5BG, United Kingdom, OIB: 65196735166 (“EBRD”), in connection with a private offering of sustainability-linked bonds, with a fixed annual interest rate, semi-annual payments, and a single principal repayment after seven years, with designation: MRUL-O-326B, ISIN: HRMRULO326B0, which were issued on 18 June 2025 and offered to the EBRD;
- The total amount of the guarantee assumed by the Guarantors under this basis is EUR 22,941,341.00, while the individual amount of the guarantee assumed by each Guarantor is specified in the respective Guarantee Statement.

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