BOSQAR INVEST

BOSQAR d.d.
Ulica grada Vukovara 23
10000 Zagreb

Security:
BSQR / ISIN: HRMRULRB0008
3MRU2 / ISIN: HRMRULO326A2
LEI: 74780080JD6L45P7YG07

Regulated Market Segment:
Zagreb Stock Exchange, Official Market

Home Member State:
Croatia

Invitation to the ordinary General Assembly
Zagreb, 1 July 2026.

Pursuant to Article 277 paragraphs 1 and 2 of the Companies Act (Official Gazette 111/93, 34/99, 121/99, 52/00, 118/03, 107/07, 146/08, 137/09, 125/11, 152/11, 111/12, 68/13, 110/15, 40/19, 34/22, 114/22, 18/23, 130/23, 136/24; "Companies Act") and in accordance with the Statute of the joint-stock company BOSQAR d.d., Zagreb, Ulica grada Vukovara 23, court registration number (MBS): 081210030, PIN: 62230095889 (hereinafter: "Company"), the Management Board of the Company convenes the General Assembly on July 1, 2026 and announces the

INVITATION
to the ordinary General Assembly of BOSQAR d.d.

The General Assembly of the Company will be held on August 25, 2026 at 10:00 AM at the business premises of the Company: Ulica grada Vukovara 23, 10000 Zagreb, on the eighth floor.

For the General Assembly, the following agenda is determined and announced:

Agenda

1. Opening of the General Assembly, compiling a list of the present and represented shareholders with the appointment of the Chairman of the Assembly;
2. Annual financial statements of the Company and annual consolidated financial statements of the Group for 2025, consisting of: statement of financial position (balance sheet), statement of comprehensive income, statement of cash flows, statement of changes in equity and notes to the financial statements, as well as a sustainability report, all with the appropriate report of the certified auditor, the

Annual Report of the Management Board of the Company on the state of the Company and its subsidiaries for 2025 with the accompanying statement on the application of the corporate governance code, Report of the Supervisory Board of the Company on the performed supervision of the Company's operations in 2025;

3. Adoption of the Decision on the distribution of the Company's profit for 2025;
4. Adoption of the Decision on discharge of the members of the Supervisory Board of the Company for the business year 2025;
5. Adoption of the Decision on discharge of the members of the Management Board of the Company for the business year 2025;
6. Adoption of the Decision on approval of the Report on Receipts of the Management Board and Supervisory Board of the Company for the business year 2025;
7. Adoption of the Decision on the appointment of the Company's auditor for the business year 2027 and 2028;
8. Adoption of the Decision on the re-election of the current member of the Supervisory Board;
9. Adoption of the Decision on the re-election of a member of the Audit Committee;
10. Report on the acquisition of treasury shares in 2025.

The share capital of the Company is divided into 17,666,722 ordinary registered shares without a nominal amount, which in the depository of the Central Depository and Clearing Company Inc. (hereinafter: "CDCC") are marked with designation MRUL-R-B. Each share corresponds to one vote at the General Assembly.

The right to participate in the work of the General Assembly and exercise the right to vote is granted to all shareholders of the Company who are registered in the CDCC system six days before the General Assembly, i.e. on August 18, 2026, and who by that day, i.e. on August 18, 2026, by 16:00 p.m. notify the Company of the intention to participate in the work of the General Assembly in the manner determined by this Invitation.

Participation and the right to vote may be exercised by the shareholder personally or through a proxy. The power of attorney for participation and exercising the right to vote in the General Assembly shall be given in writing. Shareholders may be represented by proxies based on a valid written power of attorney issued by the shareholder, or on behalf of a shareholder who is a legal entity, a person authorized to represent, in accordance with the provisions of Article 13 of the Company's Statute. The power of attorney must contain the total number of shares, i.e., the number of votes the person has at their disposal and the authorization of the proxy to participate in the work of the General Assembly and vote. It is recommended to use the power of attorney form which is available on the official website of the Company (https://www.bosqar.com/general-assembly).

For the application to be valid it must include the following:

i. Shareholders – natural persons:

- Name and family name, permanent residence, personal ID number (PIN, Croatian: OIB), account number in the CDCC and the total number of shares (number of votes in the General Assembly).

ii. Shareholders – legal persons:
- Company name, i.e., name of the legal person, headquarters and address, personal ID number (PIN, Croatian: OIB), account number in the CDCC and the total number of shares (number of votes in the General Assembly);
- a copy of an excerpt from the court register or another register with information on persons authorized for representation of that legal person in the current year;
- power of attorney of the legal person's proxy, if the legal person is not represented by a person authorized for representation in accordance with provisions of the law;

iii. Shareholder's proxies – natural persons:
- Name and family name, permanent residence, personal ID number (PIN, Croatian: OIB) of the proxy;
- list of shareholders he represents, for each of them the account number at the CDCC and the total number of shares (number of votes in the General Assembly) of all represented shareholders;
- All individual powers of attorney of the stakeholders are also attached to the application

iv. Shareholder’s proxies – legal persons:
- Company name, i.e., name of the legal person, headquarters and address, and personal ID number (PIN, Croatian: OIB) of the proxy;
- list of shareholders he represents, for each of them the account number at the CDCC and the total number of shares (number of votes in the General Assembly) of all represented shareholders;
- attached to the application, individual powers of attorney of the shareholders are submitted in written form, and if the shareholder is a legal person, a copy of the excerpt from the court register or other register from the current year into which the legal entity is entered is attached, a certified transcript or some other public document from which is evident that the power of attorney has been signed by a person who is authorized by law to represent that legal person.

The application for participation at the General Assembly and the power of attorney, as well as all the attached documents, must be in Croatian, and if they are in a foreign language, they must be translated into Croatian by a certified court interpreter. Shareholders, representatives and proxies of shareholders who fail to fulfil their obligations to duly apply to the General Assembly in accordance with this Invitation shall not have the right to participate and decide in the General Assembly of the Company.

In accordance with the provisions of Article 15, paragraph 15.1 of the Statute of the Company, the shareholders bear the costs of their participation in the General Assembly.

This Invitation and the Decisions proposals proposed to the General Assembly by the Management and Supervisory Board will be published on the Company's official website (https://www.bosqar.com/general-assembly). Materials for the General Assembly will be available to shareholders at the Company's headquarters, from the date of publication of this Invitation to the General Assembly, on all working days from 10:00 a.m. to 16:00 p.m., and on that same day they will also be published on the official page of the Company (https://www.bosqar.com/general-assembly).

Shareholders of the Company who together hold one twentieth (1/20) of the Company's share capital have the right to request that an item is placed on the agenda of the General Assembly and that this request of theirs is made public. Such request must have an explanation and a decision proposal, and it must be received by the Company at least 24 days before the General Assembly, not including the day of receipt of the request by the Company.

Each shareholder of the Company has the right to file a counterproposal for a decision given to the General Assembly by the Company's Management and/or Supervisory Board, also including the shareholder's proposal for election of a member of the Supervisory Board or appointment of the Company's auditor. Such request must be received by the Company at least 14 days before the date of the General Assembly (not using this right does not result in the loss of right to file a counterproposal at the General Assembly of the Company). If the request is submitted within the specified deadline, the Management Board of the Company shall deliver such request to all persons mentioned in the provisions of Article 281 of the Companies Act, except in cases referred to in Article 282, paragraph 2 and Article 283 of the Companies Act.

Each shareholder of the Company has the right to request that the Company's Management Board at the General Assembly inform him about the undertakings of the Company if it is necessary for the assessment of issues that are on the agenda of the General Assembly, except in the cases laid out in Article 287, paragraph 2 of the Companies Act.

Notifications from provisions of Article 280.a of the Companies Act will also be available on the Company's website (https://www.bosqar.com/general-assembly).

Decisions proposal

Ad 2.

Annual financial statements of the Company and annual consolidated financial statements of the Group for 2025, consisting of: statement of financial position (balance sheet), statement of comprehensive income, statement of cash flows, statement of changes in equity and notes to the financial statements, as well as a sustainability report, all with the appropriate report of the certified auditor, the Annual Report of the Management Board of the Company on the state of the Company and its subsidiaries for 2025 with the accompanying statement on the application of the corporate governance code, are determined by the Management Board and Supervisory Board of the Company.

These reports as well as the Report of the Supervisory Board of the Company on the performed supervision of the Company's operations in 2025 are published on the Company's website (https://www.bosqar.com/financial-reports and https://www.bosqar.com/general-assembly).

A discussion can be held regarding this item of the agenda, but the General Assembly does not adopt any decision.

Ad 3.

Based on the proposal of the Management Board and the Supervisory Board, the General Assembly of the Company adopts the following decision:

DECISION
on the distribution of the profit of the Company

I

It is determined that in 2025 the Company generated net profits stated in the annual audited financial statements in the amount of EUR 7,424,752.56.

II

The generated net profit of the Company for 2025 from item I of this Decision is distributed as follows:

- An amount of EUR 371,237.63 to be entered into legal reserves;
- A dividend in the amount of EUR 2,946,092.50 shall be distributed to the Company's shareholders, in proportion to the number of shares they hold, which amount to EUR 0.17 per share. The dividend shall be paid from the Company's retained earnings from

2024 in the amount of EUR 116,996.25 and from the current year's profit in the amount of EUR 2,829,096.25. The dividend will be paid to shareholders who are registered in the depository of the Central Depository and Clearing Company Inc. on 28 August 2026 (record date) as holders of MRUL shares, thereby acquiring the right to dividend payment. From 27 August 2026 (ex-date), the share will be traded without the right to dividend payment. The dividend payment will be on 3 September 2026 (payment date);

- The remaining amount of EUR 4,224,418.68 shall be retained as the Company's undistributed earnings

III

This decision comes into force on the date it is adopted.

Ad 4.

Based on the proposal of the Supervisory Board, the General Assembly of the Company adopts the following decision:

DECISION
on granting discharge to the Members of the Supervisory Board

Discharge is given to the members of the Supervisory Board of the Company, which approves their work and performed supervision of the management of business affairs of the Company in 2025.

Ad 5.

Based on the proposal of the Supervisory Board, the General Assembly of the Company adopts the following decision:

DECISION
on granting discharge to the Members of the Management Board

Discharge is given to the members of the Management Board of the Company, by means of which the manner in which they managed the Company in 2025 is approved.

Ad 6.

Based on the proposal of the Management Board and the Supervisory Board, the General Assembly of the Company adopts the following decision:

DECISION
on approval of the Report on receipts of members of the Management Board and the Supervisory Board for 2025

The Report on Receipts of members of the Management Board and Supervisory Board for 2025 with the accompanying Auditor's Report is approved.

Ad 7.

Based on the proposal of the Supervisory Board, the General Assembly of the Company adopts the following decision:

DECISION
on the appointment of the Company's auditor for the business year 2027 and 2028

I

For the purpose of auditing the unconsolidated and consolidated annual financial statements, preparing the report on the examination of the remuneration report, and preparing the report on the assurance of the sustainability report of BOSQAR d.d. for the business year 2027 and 2028, the following certified audit firm is hereby appointed: Ernst & Young d.o.o., OIB: 58960122779, Radnička cesta 50, Zagreb.

II

This decision comes into force on the date it is adopted.

Ad 8.

Based on the proposal of the Supervisory Board, the General Assembly of the Company adopts the following decision:

DECISION
on the re-election of the current member of the Supervisory Board

I

The General Assembly re-elects the member of the Company's Supervisory Board, Tamara Sardelić, resident of Zagreb, Gramača 3B, OIB: 31589696893, since her current term on the Supervisory Board expires on 15 November 2026.

II

Member of the Supervisory Board Tamara Sardelić, resident at Gramača 3B, Zagreb, OIB: 31589696893, has been elected to a new term of office of up to four years, which begins on the date this Decision comes into force.

III

This decision comes into force on the date it is adopted.

*****

Rationale for the nomination for re-election of a member of the Supervisory Board:
Ms. Tamara Sardelić, residing in Zagreb, Gramača 3B, OIB: 31589696893 (graduated in law from the University of Zagreb) is considered independent within the meaning of Article 255, paragraph 6 of the Companies Act.

Ad 9.

Based on the proposal of the Supervisory Board, the General Assembly of the Company adopts the following decision:

DECISION
on the re-election of a member of the Audit Committee

I

The General Assembly re-elects the following member to the Audit Committee, who is not a member of the Supervisory Board, as its term has expired on 7 June 2026.

i. Boris Borzić, resident of Zagreb, Sesvete, Ulica Ive Pavića 5, OIB: 95756891393, for the member of the Audit Committee

for a term of up to four years, which begins to run from the date this Decision enters into force.

II

This decision comes into force on the date it is adopted.

*****

Rationale for the nomination for re-election of a member of the Audit Committee:
The decision proposes the re-appointment of a member of the Audit Committee who is not a member of the Supervisory Board in accordance with the Audit Act and the Company's internal act regulating the work of the Audit Committee. Mr. Borzić has proven himself to be an exceptionally professional and committed member of the Board in his previous term and

it is believed that he will continue to contribute to the quality work of this Board with his knowledge and experience.

Mr. Boris Borzić is a graduate engineer in mathematics and statistics and a master of social sciences who, during his many years of work, has acquired extensive knowledge and experience in the field of finance (financial risk, business planning, risk management, corporate finance and treasury), as well as other areas of the economic profession. In addition to the function of Director of the Financial Asset Management and Business Support Sector in the Fund for Financing the Decommissioning of the Krško NPP, in most of the entities in which he worked, he performed the duties of financial director, which includes areas in accordance with his acquired education and work experience.

Ad 10.

The report on the acquisition of treasury shares in 2025 is taken to notice.

A discussion can be held regarding this item of the agenda, but the General Assembly does not adopt any decision

BOSQAR d.d.

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 23.447.091,27 paid in part by investment of property and rights and in part by cash payments, and divided into 17.666.722 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 Ćerdić