



RULEBOOK
ON FORM AND CONTENT OF THE
ADMISSION DOCUMENT FOR TRADING ON THE PROGRESS MARKET¹
CONSOLIDATED UNOFFICIAL TEXT²

Zagreb, March 2018

¹ Please note that this is a convenience translation of the Rulebook on Form and Content of the Admission Document for Trading on the Progress Market Consolidated Unofficial Text which serves for information purposes only. The original Croatian text is binding in all respects.

² The Zagreb Stock Exchange, Inc has prepared a consolidated unofficial text of the Rulebook on Form and Content of the Admission Document for Trading on the Progress Market Consolidated Unofficial Text. This document was created for the sole purpose of supporting material in the daily work of obliged person applying the same Rulebook on Form and Content of the Admission Document for Trading on the Progress Market Consolidated Unofficial Text and does not represent an official document and therefore cannot be a reference to the provisions of the consolidated unofficial text of the Rulebook on Form and Content of the Admission Document for trading on The Progress Market Consolidated Unofficial Text. Unofficial consolidated text includes Rulebook on Form and Content of the Admission Document for trading on the Progress Market Consolidated Unofficial Text approved 24 October 2017. (entered into force 2 November 2017.) and amendments thereto approved 06 March 2018

CONTENTS

RULEBOOK ON FORM AND CONTENT OF THE ADMISSION DOCUMENT FOR TRADING ON THE PROGRESS

MARKET	3
1. GENERAL PROVISIONS	3
2. DEFINITIONS	3
3. ADMISSION DOCUMENT	5
4. BASIC ADMISSION DOCUMENT	7
5. SUMMARY ADMISSION DOCUMENT	17
6. TRANSITIONAL AND FINAL PROVISIONS	21

Pursuant to Article 123 of the Capital Market Act and Article 13(2) of the Progress Market Rules (the "Progress Market Rules"), the Management Board of Zagreb Exchange, Inc. ("Exchange"), at its 201st meeting held on 06 March 2018, has rendered the following

RULEBOOK
ON FORM AND CONTENT OF THE ADMISSION DOCUMENT FOR TRADING ON THE PROGRESS
MARKET

1. GENERAL PROVISIONS

Article 1

- (1) This Rulebook regulates the form, content and scope of the admission document referred to in the Article 13 of the Progress Market Rules for issuers of securities applied for admission to trade on the Progress Market.
- (2) The admission document is produced for the purposes of admission to trade on the Progress Market of the following securities:
 1. shares, including depositary receipts for shares; and
 2. bonds, including depositary receipts for such securities.
- (3) This Rulebook shall apply together with other Exchange regulations regulating the Progress Market.

2. DEFINITIONS

Article 2

- (1) In this Rulebook, unless certain provision expressly states otherwise, following terms shall have the following meaning:
 1. **Exchange** – Zagreb Stock Exchange, Inc.;
 2. **Delegated Regulation (EU) No 2017/565** - Commission Delegated Regulation (EU) No 2017/565 of 25 April 2016 supplementing Directive 2014/65/EU of the European Parliament and of the Council as regards organisational requirements and operating conditions for investment firms and defined terms for the purposes of that Directive;
 3. **member state** - member state of the European Union party to the Treaty on European Economic Area;

4. **issuer** – a legal entity, including the State, which issues or intends to issue securities;
5. **MBS** - the registration number of the subject of registration with the court registry or, for legal entities with the registered seat outside the Republic of Croatia, the registration number under which the issuer or other person is registered with the competent registry;
6. **multilateral trading platform** - multilateral trading platform as defined in the Article 2(1)(14) of the Regulation (EU) No 600/2014 of the European Parliament and the Council of 15 May 2014 on markets in financial instruments and amending Regulation (EU) No 648/2012;
7. **OIB** - personal identification number or, for persons whose residence or registered seat is outside the Republic of Croatia, the tax or identification number of the person assigned by the competent authority in the country in which that person has its permanent residence or registered seat;
8. **Rulebook** - this Rulebook on Form and Content of the Admission Document for Trading on the Progress Market;
9. **admission to trading** - a procedure enabling the trading of Securities on the Progress Market;
10. **admission document** - a document produced in order to facilitate the admission of securities to trading on the Progress Market in accordance with provisions of Progress Market Rules and this Rulebook;
11. **Progress Market** – multilateral trading platform managed by the Exchange with the main purpose of trading Securities of issuers which are considered small and medium-sized enterprises according to the criteria set forth in the Article 77 of the Commission Delegated Regulation (EU) No 2017/565;
12. **authorised advisor** - a person who has acquired the status of an authorised advisor in accordance with the Rulebook on Acquiring the Status of Authorised Advisor for the Progress Market, who has entered into an Agreement on providing advisory services with the Exchange and who is registered with the Register of authorised advisors;
13. **central depository** – the central register of dematerialised securities defined under the Article 2(1)(1) of the Regulation (EU) No 909/2014 of the European Parliament and of the Council of 23 July 2014 on improving securities settlement in the European Union and on central securities depositories and amending Directives 98/26/EC and 2014/65/EU and Regulation (EU) No 236/2012;
14. **third country** - country that is not a member state of the European Union;

15. **regulated market** – regulated market as defined under the Article 2(1)(13) of the Regulation (EU) No 600/2014 Regulation (EU) No 600/2014 of the European Parliament and the Council of 15 May 2014 on markets in financial instruments and amending Regulation (EU) No 648/2012;
 16. **securities** – securities as defined in the Article 1(2) of this Rulebook;
 17. **application for admission to trading** – application for admission of securities to trading on the Progress Market;
 18. **CMA** – the Capital Market Act (Official Gazette of the Republic of Croatia No. 88/08, 146/08, 74/09, 54/13, 159/13,18/15, 110/15, 123/16 and 131/17).
- (2) For the purposes of this Rulebook, any terms used in singular also include plural and vice versa, unless the context requires otherwise.
- (3) Any reference to a specific law or other regulation implies a reference to any future amendments of such law or regulation.

3. **ADMISSION DOCUMENT**

Article 3

- (1) Admission document may be produced in the form of a basic admission document or of a summary admission document.
- (2) Admission document should contain true, accurate and complete information about the issuer and other persons referred to in this Rulebook, their legal and financial situation, as well as securities referred to in the application for admission to trading on the Progress Market, with the status as at the day on which the issuer submits its application for admission of such securities to trading on the Progress Market.
- (3) Information in the admission document must be presented in a manner which ensures sufficient information for investors to enable them to make a reasoned assessment of the financial position and prospects of the issuer and of the rights incorporated in its securities in accordance with the Article 78 of the Delegated Regulation (EU) No 2017/565.
- (4) If pursuant to this Rulebook information on the issuer's group must be provided in the admission document or if the issuer has decided to include such information in the admission

document, the admission document should also contain appropriate information about affiliated companies and other companies owned by the issuer (within the meaning of the Accounting Act, and for issuers having a registered seat outside of the Republic of Croatia – within the meaning of accounting legislation applicable to those issuers), to such extent as the business of these companies is relevant for the business of the issuer or its group.

Article 4

- (1) Admission document may be produced in Croatian and/or in English language.
- (2) All titles and information stated in the admission document must be presented in the order as specified in this Rulebook.
- (3) If any information to be disclosed pursuant to provisions of this Rulebook is not accessible or not applicable, an adequate remark must be made in the relevant section of the admission document.
- (4) Admission document shall not contain any technical or professional expressions that may be, without proper explanation, unclear to investors to the securities which are not professionally related to the issuer's business or the capital market.
- (5) If financial information contained in the admission document is expressed in a currency different from the currency of payment in the Republic of Croatia, the issuer must specify the average exchange rates of the respective currency in regards to the currency of payment in the Republic of Croatia determined by the Croatan National Bank and applicable in the period covered by consolidated financial reports or financial reports, including, among other:
 1. the rate prevailing on the last day of each period,
 2. the average rate for each period, calculated as an arithmetic average of rates prevailing on the last day of each month in a period and, if justified, calculated as an arithmetic average of rates prevailing on the last day of a certain period and the last day of the preceding period,
 3. the highest and lowest rate in each period.
- (6) If the issuer submitting an application for admission of debt securities to trading on the Progress Market is not a joint stock company, instead of information referred to in the Article

11 and the Article 16 of this Rulebook concerning shareholders and shares, the admission document must contain information on shareholders and shares if the issuer is a limited liability company, or other appropriate information relevant for the legal form of the issuer.

- (7) Along with the mandatory content of the admission document defined with this Rulebook, each issuer is required to include in the admission document all other information and circumstances which considers potentially important for the potential investor when deciding on investing in securities of the issuer.

Article 5

Admission document shall be prepared in electronic form, in a manner preventing any unauthorised changes being made to the information contained in such document.

4. BASIC ADMISSION DOCUMENT

Article 6

- (1) Basic admission document shall comprise:
1. introduction;
 2. the following chapters:
 - a) Risk factors;
 - b) Declarations of persons responsible for information contained in the admission document;
 - c) Information on securities applying for admission to trading on the Progress Market;
 - d) Information on the issuer;
 - e) Financial reports;
 - f) Documents available to public;
 - g) Appendices.
- (2) Admission document must display in a visible place the following information:
- "This admission document has been prepared in relation to the application for admission of securities referred to herein to trading on the Progress Market operated by Zagreb Stock Exchange, Inc.*

Admission of securities to trading on the Progress Market shall not be deemed equivalent to the listing of such securities on the regulated market operated by Zagreb Stock Exchange, Inc.

Investors should be aware of risks involved in investments in securities admitted to trading on the Progress Market and, before deciding on the investment, an appropriate analysis and, if necessary, consultations with an investment consultant should be made.

When deciding on admission of securities referred to in this admission document to trading on the Progress Market, Zagreb Stock Exchange, Inc. verifies whether this admission document as to its form and content complies with requirements of the Progress Market Rules and the Rulebook on Form and Content of the Admission Document for Trading on the Progress Market and determines whether this admission document contains all chapters and statements envisaged under the abovementioned regulations. However, Zagreb Stock Exchange, Inc. has neither verified nor approved the content of this admission document regarding the accuracy, truthfulness and completeness of information provided herein, nor within the meaning of compliance of such information with laws and other applicable regulations."

- (3) The date of issuance of the admission document must be displayed in a visible place.

Article 7

The introduction shall contain at least the following:

1. title "Admission document";
2. company name, registered seat, address and personal identification number of the issuer;
3. company name, registered seat, address and personal identification number of the selected authorised advisor;
4. number, type, individual nominal value (for shares without nominal value, a portion of share capital per each share) and code ("ticker") and international securities identification number (ISIN code) of securities referred to in the application for admission to trading on the Progress Market;
5. table of contents including a list of main chapters and sections of the admission document with a reference to a page number.

Article 8

- (1) The chapter "Risk factors" shall contain information about factors bringing risks to the investor in the securities of the issuer, including, without limitation to, risk factors related to economic, property and financial situation of the issuer and its group and risk factors related to securities of the issuer.
- (2) The issuer is required to establish and describe in the admission document the mechanisms, measures and procedures for determining and preventing conflicts of interest which may arise between the interests of the issuer, the persons managing the business of the issuer, employees, agents or all persons directly or indirectly associated with the issuer through control mechanisms on the one hand, and the interests of investors in issuer's securities on the other hand.

Article 9

- (1) The chapter "Declarations of persons responsible for information contained in the admission document" shall display in a visible place the following statements:
 1. declaration of the issuer of the following content: "Issuer confirms that, according to its best knowledge and with due care, the information contained in this admission document are truthful and accurate, that the admission document does not omit anything that could affect its significance or valuation of securities applied for admission to trading on the Progress Market. This admission document provides a reliable description of risk factors related to the issuer and participation in trading of its securities referred to in this admission document. This admission document was not approved by any regulatory authority. The completeness, consistency and comprehensiveness of this admission document has been reviewed and determined by the selected authorised advisor of the issuer [name, address and OIB of the selected authorised advisor].";
 2. declaration of the authorised advisor of the following content: "The authorised advisor confirms that this admission document has been prepared in accordance with requirements set out in the Progress Market Rules and the Rulebook on Form and Content of the Admission Document for Trading on the Progress Market. Authorised advisor further confirms that, according to its best knowledge and pursuant to documents and information provided by the issuer which assumes complete

responsibility for accuracy and completeness of such information, information contained in this admission document are accurate and true, and that the admission document provides a reliable description of risk factors related to the issuer and participation in trading of its securities referred to in this admission document. The authorised auditor further confirms that it has verified and determined completeness, consistency and comprehensiveness of this admission document."

- (2) Declarations referred to in paragraph 1 of this Article shall be signed by a person authorised to represent the issuer or the selected authorised advisor, respectively. These statements must also be contained in all subsequent amendments to the admission document.

Article 10

- (1) Where the admission document refers to shares or depository receipt for shares, the Chapter "Information on securities applying for admission to trading on the Progress Market" must include at least the following:
1. detailed specification of type, number and individual and total nominal value of shares (for shares with no nominal value indicated, the amount of share capital per share is indicated), including information on the expected public distribution of at least 10% of shares referred to in the application for admission to trading, whereas the public disbursement of shares is determined by adequate application of the Exchange Rules provisions on determining public disbursement of shares.
 2. detail information on offer and issue of shares referred to in the application for admission to trading on the Progress Market (including but not limited to date and content of the decision on issue of shares and the procedure and terms of issue of shares);
 3. information whether shares have been paid up in cash, by contribution in kind, or partially in cash and partially by contribution in kind;
 4. dates as of which the shares entitle their holders to receive dividend;
 5. rights attached to shares and rules for their exercising;
 6. the issuer's underlying policies concerning future dividend payments.
- (2) Where the admission document refers to bonds or depository receipts for securities, the Chapter "Information on securities applying for admission to trading on the Progress Market" must include at least the following:

1. individual and total nominal value and currency of share issue;
2. number of tranches of issue and amount of each individual tranche;
3. governing law for the issue of bonds;
4. description of rights of bondholders incorporated with bonds and procedures for exercising of such rights;
5. interest rate, terms for payment of interest and dates as of which the entitlement to payment is exercised;
6. provisions on terms of repurchase;
7. provisions on powers and convening the assembly of bondholders;
8. indication and detailed description of additional rights of holders of debt securities, if any;
9. amount and form of guarantee, if any, with reference of the person issuing the guarantee;
10. where there is any kind of pledge or mortgage established as a security for claims of bondholders, estimated value of the pledged or mortgaged asset by a certified person;
11. general information on credit rating of the issuer or its securities and the name of the rating agency determining such credit rating;
12. detailed information on offer and issue of bonds referred to in the application for admission to trading on the Progress Market (including, without limitation, date and content of the decision on issue of bonds and procedure and terms of issue of bonds);
13. information enabling potential investors in bonds to understand effects of the project financed by the issuance of bonds as well as issuer's ability to meet its obligations arising from bonds;
14. in case of issuance of convertible bonds or bonds with convertible interest rate, terms and conditions of exercising rights of holders of such bonds.

Article 11

The Chapter "Information on the issuer" must contain at least the following:

1. name (company name), registered seat, legal form, OIB, MBS of the issuer;
2. date of incorporation of the issuer and period for which it has been incorporated, unless incorporated for an indefinite period of time;
3. contact information of the issuer (telephone and fax number, e-mail and website);
4. the amount of share capital;
5. information on any unpaid portion of the share capital, if any;

6. information on any anticipated changes to the share capital including the amount of a conditional share capital increase and the date on which the right to acquire the new shares shall expire;
7. number of shares and the amount by which the share capital may be increased pursuant to the articles of association of the issuer on the basis of an authorisation to the management board to increase the share capital up to the amount of authorised share capital;
8. the ownership structure of the issuer, indicating shareholders who hold shares that represent at least 5% share capital of the company;
9. if the issuer is part of a group, a concise description of the group and the issuer's position within the group, with a list of significant subsidiaries, including their names, state of incorporation or registered seat, ownership share, and, if different, share in the voting rights;
10. a concise business overview and basic information about the main business activities of the issuer, presented by business segments;
11. a description of main domestic and foreign investment projects of the issuer, including capital expenditures, for the period covered by the financial reports or consolidated financial reports included in the admission document;
12. a general description of planned activities and investments of the issuer and the planned timeline for their implementation following the admission of the issuer's securities to trading on the Progress Market and the purpose of using the funds raised and the expected exit of the current owners from the shareholding structure of the issuer;
13. information about the issuer's funding sources (short term and long term) with a concise explanation of these sources and of the issuer's cash flow with information on financial needs of the issuer and the structure of its financing;
14. a declaration of the issuer that, in the opinion of the issuer, its working capital is sufficient to cover its needs within 12 (twelve) months after the date of the admission document, or, if its working capital is insufficient, how additional required working capital will be raised in accordance with Article 78 of the Delegated Regulation (EU) No 2017/565;
15. concise financial overview of the issuer and selected financial information regarding the issuer, presented for every business year for the period covered by the admission document, which shall cover key numbers providing the summary of the issuer's financial position;

16. information regarding any existing or planned significant tangible assets, including leased real estate property and any significant encumbrances thereon;
17. any significant changes to the economic, property and financial situation of the issuer and its group and other information relevant for the assessment of such changes, which occurred after the financial data referred to in Article 12 of this Rulebook have been compiled;
18. financial markets on which the issuer's securities are or were listed;
19. number of employees at the end of the period or an average number for every business year during the period covered by historical financial information until the date of the admission document, if possible and relevant, classification of employees by main business categories and geographical locations and classification of employees by employment for a definite or for an indefinite period of time;
20. information whether the activity of the issuer requires a permit, license or approval and, if so, the title and the number of such permit, license or approval and the name of the issuing authority;
21. professional CVs of persons holding managerial and supervisory positions at the issuer including, without limitation, the following:
 - a) first name and surname, position or functions at the issuer, and expiry of the term of office;
 - b) description of qualifications and professional experience;
 - c) information about activities performed by the person outside the issuer where such activities are significant for the issuer;
 - d) information about all companies in which, within at least the last 3 (three) years, the person was a member of managing or supervisory bodies or shareholder in equity or member rights in a company, indicating whether such person still performs functions on such bodies or still is a shareholder in equity or in member rights in such companies;
 - e) information about legally valid court decisions by which a member of managing or supervisory bodies has been found guilty of committing criminal offenses against the economy and criminal offenses of counterfeiting proscribed by Croatian Criminal Law;
 - f) details of all cases of bankruptcy or pre-bankruptcy or extraordinary administration, within at least the last 5 (five) years, for companies in which the person was a member of managing or supervisory bodies;

- g) information whether the person performs activities competitive to the activities of the issuer or is a shareholder in equity or member rights in a competitive company;
22. personal, property and organizational relations between:
 - a) the issuer and members of its managing and supervising bodies;
 - b) the issuer or members of its managing and supervising bodies and the issuer's significant shareholders;
 - c) the issuer or and members of its managing and supervising bodies or significant shareholders of the issuer and the selected authorised advisor (or members of managing and supervising bodies of the selected authorized advisor);
 23. information regarding the amount of paid fees (including every potential and postponed fee) and non-monetary benefits which issuer or its subsidiaries approve to persons listed in item 21 above (on common basis) for all types of services provided to the issuer or its subsidiaries by any such person;
 24. a statement of the issuer that no bankruptcy or pre-bankruptcy or liquidation proceedings have been initiated against it, and information regarding all bankruptcy or pre-bankruptcy or liquidation proceedings that had previously been initiated against the issuer;
 25. information about litigation, arbitration or enforcement proceedings initiated against the issuer, if the outcome of such proceedings is or may be of significance for the issuer's business;
 26. information about any other proceedings before governmental authorities, courts or arbitration proceedings, including any pending proceedings, for the period of at least the last 12 (twelve) months, which may have a significant impact on issuer's financial situation, or information on absence of such proceedings;
 27. the issuer's obligations which are relevant for the performance of its obligations towards the holders of its securities, and in particular those related to its economic and financial situation;
 28. information on present and expected unusual circumstances or events that affect the profits/losses for the period covered by the financial reports or the consolidated financial reports contained in the admission document;
 29. information on the appointed authorised advisor and subjects who perform the audit of the issuer's financial reports (including certified auditors).

Article 12

(1) The chapter “Financial reports” shall include at least:

1. audited financial reports for the issuer for the business year preceding the year in which the application for admission of securities to trading on the Progress Market, prepared in accordance with applicable law, i.e., for issuers with registered seat outside the Republic of Croatia, prepared in accordance with regulations applicable to the issuer or internationally accepted standards;
2. unaudited semi-annual financial reports for the current business year prepared in accordance with applicable law, i.e., for issuers with registered seat outside the Republic of Croatia, prepared in accordance with regulations applicable to the issuer or internationally accepted standards, if more than 8 (eight) months have elapsed between the end of the business year at the time of application for admission of securities to trading on the Progress Market;
3. audited consolidated financial reports of the issuer's group for the business year preceding the year in which the application for admission of securities to trading on the Progress Market, prepared in accordance with regulations applicable to the issuer or internationally accepted standards;
4. unaudited consolidated semi-annual financial reports of the issuer for the current business year, if more than 8 (eight) months have elapsed between the end of the business year at the time of application for admission of securities to trading on the Progress Market prepared in accordance with regulations applicable to the issuer or internationally accepted standards;;
5. opinion or opinions of subjects authorised to perform the audit of the issuer’s financial reports about the audited financial reports and consolidated financial reports referred to in items 1 and 3 above, prepared in accordance with applicable regulations and professional standards;

and may also contain projections of balance sheets, profit and loss accounts and cash flow statements, in which case such projections must cover a period of at least 3 (three) years from the preparation of the admission document.

(2) If the issuer decides to include projections or estimates of profits in the admission document:

1. the admission document must contain a statement regarding the most important assumptions on factors on which the issuer's projections or estimates of profits were

made, whereby a clear distinction must be made between factors which may be influenced by members of administrative, management or supervisory bodies and factors that are entirely outside of the scope of their influence; those assumptions must be easily understandable to investors, specific and precise and must not refer to general accuracy of estimation on which the projection is based;

2. to the admission document must be enclosed a report made by independent accountants or auditors stating that, according to the opinion of independent accountants or auditors, the projections and estimates were made on the basis of specified grounds and that accounting grounds used for such projections or estimates of profits are consistent with the accounting policies of the issuer;
 3. projections or estimates of profits must be prepared on the grounds which are comparable to the financial information.
- (3) If the issuer prepares both stand-alone and consolidated financial reports, admission document shall contain at least consolidated financial reports.
- (4) If an application for admission of the issuer's securities to trading on the Progress Market is submitted more than 45 (forty-five) days after the end of the quarter of the issuer's business year preceding the date of submission of the application, the admission document shall additionally contain new information which can affect the securities or the issuer.
- (5) The balance sheet as of the date of financial reports or consolidated financial reports included in the admission document must not be older than 12 (twelve) months at the time of application for admission of the securities to trading on the Progress Market.
- (6) In the event that, before trading of the securities on the Progress Market has started, an inaccuracy or incompleteness is determined in the admission document, the issuer shall in such case supplement the admission document with new, accurate and complete information in the form of a supplement to the admission document.

Article 13

Chapter "Publicly available documents" contains:

1. The issuer's statement that, for the entire time of trading with respective securities on the Progress Market, following documents (or copies thereof) may be reviewed if necessary:
 - a) charter or articles of association of the issuer;
 - b) evaluations and expert opinions included, in any part, in the admission document or referred to in the admission document;
 - c) the issuer's historical financial information, or in case of a group, historical financial information of the issuer and its subsidiaries, for each of two business years preceding the year in which the admission document is produced.
2. Indication of a location where publicly available documents can be reviewed in hard copy or in electronic form

Article 14

The chapter "Appendices" shall include:

1. updated excerpt from the court registry not older than 30 (thirty) days from the day of submission of application for trading on the Progress Market;
2. charter or articles of association of the issuer and contents of adopted resolutions of the (general) assembly concerning amendments to the articles of association or charter which have not yet been registered with the court registry;
3. company profile;
4. definitions and abbreviations of terms used in the admission document.

5. SUMMARY ADMISSION DOCUMENT

Article 15

- (1) A summary admission document shall be prepared if admission for trading on the Progress Market is requested for securities of an issuer whose securities are traded:
 - a) on a regulated market in the member state or corresponding market of a third country;
or
 - b) on another multilateral trading platform (other than the Progress Market) that meets requirements of the Delegated Directive (EU) 2017/565 within the member state of corresponding market of a third country.
- (2) If the application for trading of securities on the Progress Market is preceded by a public offer of these securities for which the issuer was obliged to publish a valid prospectus in accordance

with CMA and other applicable regulations, then the issuer is required to prepare a summary admission document and enclose it to its application for trading of its securities on the Progress Market.

- (3) If the Exchange deems necessary, the issuers referred to in paragraphs 1 and 2 of this Article shall, in the summary admission document, also provide the information referred to in Part 4 of this Rulebook (Basic Admission Document) to such extent as required by the Exchange.

Article 16

- (1) Without prejudice to Article 15(3) of this Rulebook, a summary admission document shall, in addition to information required under the Article 10 of this Rulebook, contain at least the following information:
1. title "Summary admission document";
 2. name (company name), registered seat, legal form, OIB and MBS of the issuer its selected authorised advisor;
 3. date of incorporation of the issuer and period for which it has been incorporated, unless incorporated for an indefinite period of time;
 4. the issuer's contact information (telephone and fax number, e-mail address, website);
 5. share capital amount;
 6. information regarding any unpaid portions of the share capital;
 7. information regarding any anticipated changes of the share capital including the amount of a conditional share capital increase and the date on which the right to acquire new shares shall expire;
 8. number of shares and the amount by which the share capital may be increased pursuant to the articles of association of the issuer on the basis of an authorisation to the management board to increase the share capital, up to the amount of authorised share capital;
 9. if the issuer is part of a group, a concise description of the group and the issuer's position within the group, with a list of significant subsidiaries, including their names, state of incorporation or registered seat, ownership share, and, if different, share in the voting rights;
 10. a concise business overview and basic information about the main business activities of the issuer, presented by business segments;

11. information about the persons holding managerial and supervisor positions at the issuer, the appointed authorised advisor and subjects who perform the audit of the issuer's financial reports (including certified auditors);
12. personal, property and organizational relations between:
 - a) the issuer and members of its managing and supervising bodies;
 - b) the issuer or members of its managing and supervising bodies and the issuer's significant shareholders;
 - c) the issuer or and members of its managing and supervising bodies or significant shareholders of the issuer and the selected authorised advisor (or members of managing and supervising bodies of the selected authorized advisor);
13. declaration of the issuer that no bankruptcy or pre-bankruptcy proceedings have been initiated against it or liquidation proceedings, and information regarding all bankruptcy or pre-bankruptcy or liquidation proceedings that had previously been initiated against the issuer;
14. description of main risk factors connected with the issuer and securities referred to admission to trading on the Progress Market;
15. a list of the issuer's corporate documents available for inspection;
16. a declaration of the issuer that, in the opinion of the issuer, its working capital is sufficient to cover its needs within 12 (twelve) months after the date of the admission document, or, if its working capital is insufficient, how additional required working capital will be raised;
17. indication of a place where the following will be made available:
 - a) the latest public document or publicly disclosed admission document which refers to these securities;
 - b) periodical financial reports of the issuer published in accordance with regulations applicable to the issuer.

(2) In addition to information and documents listed in paragraph 1 of this Article, the summary of the admission document shall also contain documents and information listed in Articles 12 to 14 of this Rulebook and the following shall be enclosed to the summary of the admission document: (i) the prospectus on basis of which the securities have been listed on the regulated market as referred to in Article 15 paragraph 1 subparagraph a) of this Rulebook, together with the decision of the competent regulatory body which approved such prospectus; or (ii) an admission or other document made when the securities were admitted for trading on another multilateral platform as referred to in Article 15, paragraph 1, subparagraph b) of this

Rulebook; or (iii) the prospectus made in relation to the public offer of securities as referred to in Article 15 paragraph 2 of this Rulebook, together with a decision of the competent regulatory authority which approved such prospectus. Prospectuses or admission documents or other documents provided for in this paragraph must be submitted either in Croatian or in English.

- (3) If the documents and information referred to in paragraph 1 of this Article and Articles 12 to 14 of this Rulebook are already contained in the prospectus or in the admission or other document referred to in paragraph 2 of this Article, then the summary of the admission document may only include references to the above mentioned documents and information, provided that: (i) no more than 12 months has elapsed from the date of approval of the prospectus (in the cases referred to in Article 15, paragraph 1, item (a) and Article 15, paragraph 2 of this Rulebook) or from the date of preparation of the admission or other document (in the case referred to in Article 15, paragraph 1, item (b) of this Rulebook); and (ii) after the approval of the prospectus or preparation of the admission or other document, no new facts have arisen which would render the information contained in the prospectus or the admission or other document inaccurate or incomplete and no inaccuracies or incompleteness relating to the information contained in the prospectus or in the admission or other document have been determined that may affect the assessment of securities, which the issuer in each case has to expressly confirm by making an appropriate statement in the summary of the admission document. If, in the case referred to in this paragraph, more than 8 (eight) months have passed since the end of the business year for which the annual (consolidated) financial reports of the issuer (and its group) contained in the prospectus or the admission or other document referred to in paragraph 2 of this Article, then the issuer shall also enclose unaudited half-yearly (consolidated) financial reports for the current business year to its application for admission to trading of securities on the Progress Market.
- (4) If in a prospectus or admission or other document referred to in paragraph 2 of this Article contains an estimation which has not yet expired, then a statement of the issuer has to be enclosed to the summary of the admission document, indicating whether such estimation which was made at the time of approval of the prospectus or at the time of preparation of the admission or other document is still accurate and provide the exact explanation why such estimation is no longer valid if that is the case.

- (5) The text referred to in the Article 6(2) of this Rulebook must be displayed in a visible place on the first page of the summary admission document.
- (6) Declarations of the issuer and the authorised auditor referred to in the Article 9 of this Rulebook must be displayed in a visible place on the second page of the summary admission document.

6. TRANSITIONAL AND FINAL PROVISIONS

Article 17

This Rulebook shall enter into force and effect on 14 March 2018.