

PRIME MARKET

THE PERIODIC REVIEW

Includes an overview:

- **General terms**, art. 89. Exchange Rules
- **Free float** min. 35%
- At least 1000 **shareholders**
- **Market cap.** min. 500.000.000,00 HRK
- The issuer of shares shall enter into a **market making contract** with at least one market maker
- The audit report must not contain **modifications of the auditor's opinion**
- **Total fees received by the statutory auditor or the audit firm from the issuer** don't exceed the threshold set in Article 4(3) of Regulation (EU) No 537/2014
- The **supervisory board** of the issuer must have at least **one independent member**
- At least **one member of the audit committee** shall be **independent** of the issuer
- The issuer must have an **investor relations function** in place
- The issuer of shares must **not have imposed a market protection measure**
- If the issuer has disclose to the public its **dividend policy**
- If the Issuer complies with a **post-listing requirements**

If, in a periodic review, the Exchange finds the issuer to be non-compliant with the listing criteria and/or post-listing requirements laid down for the Prime Market segment, the Exchange shall:

Request a response of the issuer with regard to the circumstances and reasons for non-compliance with the obligations, as well as measures, actions and/or procedures it plans to undertake for the purpose of compliance with the post-listing obligations for the respective regulated market segment, **within 8 (eight) days** from the receipt of notification.

On receipt of the issuer's response, the issuer's **response shall be publicly disclosed.**

The period of heightened observation of the issuer shall be set, placing financial instrument and issuer in an observation segment.

If the Exchange finds that the issuer has failed to comply with its obligations laid down in Exchange Rules for the Official Market on expiry of the period of heightened observation, the Exchange shall adopt a **resolution relegating the shares to the Official Market segment.**