

**QUESTIONNAIRE ON COMPLIANCE FOR ISSUERS OF SHARES FOR BUSINESS YEAR 2019**

<b>CHAPTER</b>	<b>PROVISION</b>	<b>ARTICLE</b>	<b>QUESTION</b>	<b>ANSWER</b>	<b>EXPLANATION</b>
1	Cooperation	1	The articles of association and/or other internal acts clearly define the powers of the supervisory board and management board.	<b>YES</b>	
1	Cooperation	1	The articles of association and/or other internal acts are available free of charge on the website of the company.	<b>YES</b>	
1	Cooperation	2	The supervisory board has adopted a decision in which it stated categories of decisions and legal transactions that require prior approval by the supervisory board and those decisions about which the management board must consult with the supervisory board before making a decision, and a summary thereof is available free of charge on the website of the company.	<b>YES</b>	
1	Cooperation	2	The articles of association and/or internal company acts provide for prior consent of the supervisory board for making important decisions that affect the strategy of the company, expenses, risk exposure and reputation.	<b>YES</b>	
1	Cooperation	3	The articles of association and/or internal company acts stipulate that the supervisory board and its committees have a timely access to documents, premises and employees when necessary for the performance of their duties.	<b>YES</b>	
1	Cooperation	4	The articles of association and/or other internal company acts stipulate that the management board must report to the supervisory board at regular intervals on the operating results of the company, financial situation, substantial financial and non-	<b>YES</b>	

			financial risks and results of interaction with shareholders and other stakeholders.		
1	Cooperation	5	The articles of association and/or internal company documents stipulate that the president of the management board shall immediately notify the supervisory board if an event occurs or is likely to occur, which event has the potential to significantly affect the results, financial position or reputation of the company.	<b>YES</b>	
1	Rules of conduct	6	The supervisory board approved the code of conduct (or other internal act), which establishes the rules of conduct to be followed by members of the management and supervisory board, employees and others acting on behalf of the company, and which also contains the rules and measures to be taken in case of the violation thereof.	<b>NO</b>	These matters fall under the competence of managing of the business affairs of the Company, for which the Management Board is solely responsible under the Companies Act. The MB of the Company adopted the Code of Conduct and duly informed the Supervisory Board thereon. When the need arises to renew the Code, the MB shall adopt amendments in line with its authority to manage the business affairs of the Company, which cannot be transferred to other joint-stock company bodies, and it shall assess whether these matters should be submitted to the SB for approval, pursuant to general legal framework.
1	Rules of conduct	6	Code of Conduct (or other internal act) is available free of charge on the website of the company.	<b>YES</b>	
2	Conflict of interest	7	A prohibition to participate in the decision-making on the matters for which they have a conflict of interest is stipulated for members of the management board and the supervisory board.	<b>YES</b>	
2	Conflict of interest	7	The supervisory board has given prior consent to the policy for managing conflicts of interest.	<b>NO</b>	These matters fall under the competence of the managing of the business affairs of the Company, for which the Management Board is solely responsible under the Companies Act. The MB of the Company adopted the Policy on Avoiding Corruption and Other Conflicts of Interest and the corresponding Guideline for the Prevention of Conflicts of Interest and duly informed the

					Supervisory Board thereon. When the need arises to renew the Policy and Guideline, the MB shall adopt amendments in line with its authority to manage the business affairs of the Company, which cannot be transferred to other joint-stock company bodies and shall assess whether these matters should be submitted to the SB for approval, pursuant to general legal framework.
2	Conflict of interest	7	The policy for managing conflicts of interest is available free of charge on the website of the company.	<b>YES</b>	
2	Conflict of interest	8	Members of the supervisory board are obliged to inform the entire supervisory board that they are in an actual or potential conflict of interest.	<b>YES</b>	
2	Conflict of interest	8	Management board members have a duty to inform the president of the supervisory board and other members of the management board of an actual or potential conflict of interest.	<b>YES</b>	
2	Conflict of interest	8	The supervisory board keeps records of all notices pertaining to conflict of interest.	<b>YES</b>	
2	Conflict of interest	9	Members of the management board or the supervisory board have the obligation to inform the president and/or vice president of that board if they think that another member of management or supervisory board is in an actual or potential conflict of interest.	<b>YES</b>	
2	Competition ban	10	Members of the supervisory board and management do not perform activities that compete with the business of the company, they are not members of the management or supervisory boards of the companies that carry out such activities and they do not hold more than a 5% stake in such companies.	<b>YES</b>	
2	Competition ban	10	Members of the management board and the supervisory board who hold shares in the companies with which the company is in competition, have informed the secretary of the company of all the shares in such companies and the details of these shares are available free of charge on the website of the company.	<b>NO</b>	MB and SB Members neither hold, nor are they allowed to hold shares in companies with which the Company is in competition.

2	Related party transactions	11	No transactions between members of the management or supervisory board and the company (or a person affiliated with any party) can be concluded without the prior consent of the supervisory board.	<b>YES</b>	
2	Related party transactions	11	The fair value of each material transaction must be confirmed by an independent expert prior to any such transaction, and his or her report has to be available free of charge on the website of the company.	<b>YES</b>	
2	Related party transactions	12	The company has adopted procedures for the approval and disclosure of transactions between members of the management or supervisory board and the company (or a person affiliated with any party).	<b>YES</b>	
2	Related party transactions	12	The audit committee annually assesses the effectiveness of these procedures.	<b>YES</b>	
3	The role of the supervisory board	13	The supervisory board is responsible for appointing and dismissing members of the management board and making recommendations for candidates for members of the supervisory board to the general meeting.	<b>YES</b>	
3	The role of the supervisory board	13	The supervisory board has approved formal and transparent procedures for the appointment to both management and supervisory boards.	<b>YES</b>	
3	The role of the supervisory board	14	The supervisory board has set as a target the percentage of female members of the supervisory board and the management board, which must be achieved in the next five years, and has adopted a plan for the implementation of this goal. The targeted percentage and plan were published in the annual report.	<b>NO</b>	<p>The Company does not have a special formal document but has been consistently applying all international and domestic standards on gender representation and equality and has been implementing them directly. These standards are taken into account when making nominations for MB and SB membership.</p> <p>Women currently make up for 44 % of SB membership and 20 % of MB membership, with women also holding 43 % of managerial positions, while 39 % of all employees are women.</p>

					If the Company subsequently assesses that a future targeted representation of women in the Company should be additionally determined, this shall be reported in the future period.
3	The role of the supervisory board	14	A report explaining progress of the plan has been published in the annual report.	<b>NO</b>	See answer under 14 above.
3	The role of the nomination committee	15	The nomination committee has all the tasks listed in Article 15 of the Code.	<b>PARTIALLY</b>	<p>The board encompasses all of the said tasks and directly implements international and domestic standards on gender representation in the MB and the SB, except for monitoring the management board during the selection and appointment of senior management.</p> <p>The selection and appointment of senior management below the MB level is the sole responsibility of the MB of the Company, which we consider to be in line with the good corporate practice of management autonomy to independently decide on the line management within the organization and on their closest associates.</p> <p>Although the Company has not set the target referred to in Article 14 of the Code, the Committee directly applies relevant international and domestic standards on gender representation and equality when making nomination proposals from its scope of responsibility.</p>
3	Election of supervisory board members by the general meeting	16	When nominating candidates for the supervisory board to the general meeting for election, the company provides information within the general meeting material on the items requested by Article 16 of the Code.	<b>YES</b>	
3	Election of supervisory board members by the general meeting	16	Information provided for by Article 16 of the Code are freely available on the company's website.	<b>YES</b>	

3	Election of supervisory board members by the general meeting	17	Material for the general meeting contains all the information listed in Article 17 of the Code.	<b>NO</b>	The Company shall aim to include details on attendance of members at supervisory board (and its committees) meetings during their previous mandate, and the conclusions of the most recent evaluation of their performance in the material for the general assembly in the upcoming reporting periods. Given that the conclusions of the evaluation of SB nominees' performance can constitute personal data, the Company shall assess the compliance of the publication of such data with the regulations on the protection of personal data.
3	Election of supervisory board members by the general meeting	18	The information referred to in Article 17 of the Code is available free of charge on the website of the company also in cases where workers' representative or another member of the supervisory board, who is not elected by the shareholders at the general meeting, is appointed.	<b>NO</b>	Appointment of workers' representative is the sole prerogative of the Workers' Council, in line with the Labour Act. At the occasion of the first upcoming appointment of the workers' representative, the Company shall try to obtain from the Workers' Council and publish all information proscribed by Article 17 of the Code, to the extent possible.
4	Responsibilities of the supervisory board	19	The tasks of the supervisory board include all the responsibilities as set in Article 19 of the Code.	<b>YES</b>	
4	Composition	20	The supervisory board has developed a supervisory board profile, which specifies a minimum number of members and a combination of skills, knowledge and education, as well as professional and practical experience that is required for the supervisory board.	<b>NO</b>	There is no formal document since the size of the Supervisory Board is proscribed by the Companies Act in relation to the share capital amount, while the exact number of SB members is determined by the Company's Articles of Association, as well as the profile of the person eligible for the election to the SB. Along with the criteria from the Companies Act and the AoA, criteria referred to in the Audit Act are also applied, and it is taken into account that at least one member has to be an expert in the field of accounting and/or audit.  When making nominations for SB membership, the current SB composition is considered and both the SB and the Compensation and Nomination Committee ensure that the diversity in gender, age,

					expert profile and professional experience of members is observed.
4	Composition	21	The supervisory board includes members of different gender, age, profile and experience to ensure a diversity perspective when making decisions.	<b>YES</b>	
4	Composition	22	Majority of the members of the supervisory board are independent in accordance with the definition set out in Appendix A of the Code.	<b>NO</b>	Out of the Supervisory Board members serving during 2019, three out of nine members were independent, and one of them was the Deputy Chairman.
4	Composition	22	The president or vice president of the supervisory board are independent.	<b>YES</b>	
4	President	23	The President of the supervisory board is responsible for the activities listed in Article 23 of the Code.	<b>YES</b>	
4	Board committees	24	The supervisory board established the nomination committee.	<b>YES</b>	The Supervisory Board established one committee, the Compensation and Nomination Committee. As the Appointment Committee and Remuneration Committee deal with closely related topics, the Compensation and Nomination Committee encompasses both the appointment role and the remuneration/compensation role. From the point of view of good corporate governance, SB decision to have these topics dealt with by one single body with an overall competence does not give rise to any concerns as to the competence and independence of this Committee.
4	Board committees	24	Supervisory board established the remuneration committee.	<b>YES</b>	The Supervisory Board established one committee, the Compensation and Nomination Committee. As the Appointment Committee and Remuneration Committee deal with closely related topics, the Compensation and Nomination Committee encompasses both the appointment role and the remuneration/compensation role. From the point of view of good corporate governance, SB decision to have these topics dealt with by one single body with overall competence does not give rise to any

					concerns as to the competence and independence of this Committee.
4	Board committees	24	Supervisory board established the audit committee.	<b>YES</b>	
4	Board committees	24	The supervisory board stipulated the mandate and activities of each committee.	<b>YES</b>	
4	Board committees	26	Each committee of the supervisory board consists of members who have the necessary skills, knowledge and education, as well as professional and practical experience to carry out the committee responsibilities effectively.	<b>YES</b>	
4	Board committees	27	Each committee of the supervisory board has at least three members.	<b>YES</b>	
4	Board committees	27	A majority of the members of each committee of the supervisory board are independent (as defined in Appendix A of the Code).	<b>NO</b>	Out of three members of each Committee, one is an independent member of the Supervisory Board, thus reflecting in the Committee membership the percentage of independent members in the entire membership of the Supervisory Board.
4	Board committees	27	Board members are prohibited to be members of the committee of the supervisory board.	<b>YES</b>	
4	Board committees	28	The terms of reference of each committee is made freely available on the company's website	<b>YES</b>	
4	Board committees	28	The Company's annual report includes a report on the work of each committee of the supervisory board as well as information on the number of meetings held and the members of the committee.	<b>YES</b>	
4	Time commitment	29	The minimum expected time commitment of each supervisory board member is specified on their appointment.	<b>YES</b>	
4	Time commitment	29	The annual report includes a record of attendance at the meetings for each member of the supervisory board and its committees.	<b>NO</b>	Aggregated records of attendance at the meetings are published, i.e., the total members' participation rate. The Company shall include these records in the upcoming reporting period.
4	Time commitment	30	The articles of association and/or internal company acts stipulate the obligation of the supervisory board member to inform the secretary of the company about their membership in the supervisory board or the management board of other companies.	<b>YES</b>	



4	Frequency and format of meetings	31	The supervisory board meets at least every three months.	<b>YES</b>	
4	Frequency and format of meetings	31	The supervisory board has adopted a workplan that includes the time and agenda of future meetings.	<b>YES</b>	
4	Frequency and format of meetings	31	Committees of the supervisory board shall meet as often as necessary for an effective discharge of their duties, and regularly report to the supervisory board on its activities.	<b>YES</b>	
4	Frequency and format of meetings	32	The supervisory board can meet without the participation of the management board where it considers it appropriate.	<b>YES</b>	
4	Frequency and format of meetings	32	Non-board committee members can participate in committee meeting only at the invitation of the committee.	<b>YES</b>	
4	Support	33	The company has designated an individual to carry out the duties of a company secretary.	<b>NO</b>	The Company is constituted under the dualistic governance model, with separated management over the business affairs and supervision over the managing of business affairs, and the Secretary of the Management Board and the Secretary of the Supervisory Board has been appointed.
4	Support	33	According to the company's articles of association and/or other internal acts, the person carrying out the duties of a company secretary is responsible for ensuring that supervisory board procedures are complied with, advising the supervisory board on governance matters, supporting the president of the supervisory board and helping the supervisory board and its committees to function efficiently.	<b>YES</b>	
4	Quality and timeliness of information	34	The supervisory board members' terms of reference and/or internal company's acts require that the material for supervisory board meetings be provided to all its members at least one week before the meeting.	<b>YES</b>	
4	Quality and timeliness of information	34	The SB board committee's terms of reference and/or internal acts require the materials for board	<b>YES</b>	

			committee meetings be provided to all its members at least one week before the meeting.		
4	Quality and timeliness of information	35	The articles of association and/or internal company acts provide for that the minutes of the meeting of the supervisory board must be available to all members of the supervisory board.	<b>YES</b>	
4	Quality and timeliness of information	35	Supervisory Board meeting minutes provide data on the voting results including details of how individual members voted.	<b>YES</b>	
4	Quality and timeliness of information	36	The supervisory board has the right to receive information and advice from people outside the company at the expense of the company if it considers it necessary to successfully carry out its duties, provided that the procedure for it is specified in the internal documents of the company adopted by the management board with the consent of the supervisory board.	<b>YES</b>	
4	Training and development	37	All members of the supervisory board at the time of their appointment received an onboarding training for their role.	<b>YES</b>	
4	Training and development	37	All supervisory board members receive ongoing training and education to improve their skills and knowledge.	<b>YES</b>	
4	Training and development	38	The supervisory board members receive regular updates and briefings from the management board and experts on matters relevant to the company and to their duties.	<b>YES</b>	
4	Supervisory board evaluation	39	The supervisory board evaluated its effectiveness in the past 12 months.	<b>NO</b>	In line with the Companies Act, the General Assembly approves the manner in which the Supervisory Board supervised the management of the business affairs of the Company and performed its other tasks, by granting approval of actions for the previous business year. Self-evaluation of SB effectiveness is planned for the implementation in the future, following the analysis of organizational prerequisites.

4	Supervisory board evaluation	39	The supervisory board assessed the individual results of its members in the past 12 months.	<b>NO</b>	In line with the Companies Act, the General Assembly approves the manner in which the Supervisory Board supervised the management of the business affairs of the Company and performed its other tasks, by granting approval of actions for the previous business year. Evaluation of individual results of SB members is planned for the implementation in the future, following the analysis of organizational prerequisites.
4	Supervisory board evaluation	39	The evaluation of the supervisory board was led by the president or vice president.	<b>NO</b>	See answer to question 39.
4	Supervisory board evaluation	40	The evaluation of the supervisory board included an assessment of all the matters specified in Article 40 of the Code	<b>NO</b>	See answer to question 39.
4	Supervisory board evaluation	41	The annual report includes the assessment report of the supervisory board and its committees in which they assessed all the circumstances set out in Article 41 of the Code.	<b>NO</b>	See answer to question 39.
5	Responsibilities of the management board	42	The duties of management board include all the activities listed in Article 42 of the Code.	<b>YES</b>	
5	Responsibilities of the management board	43	The supervisory board has approved internal rules of procedure, adopted by the management board, that define the matters specified in Article 43 of the Code.	<b>YES</b>	
5	Responsibilities of the management board	44	In the case of groups, the management board of the parent company is obliged to ensure effective oversight over the activities of other companies in the group.	<b>YES</b>	
5	Responsibilities of the management board	44	The articles of association and/or internal company acts contain rules governing responsibilities and reporting procedures at the level of the parent company and subsidiaries.	<b>YES</b>	

5	Composition	45	The supervisory board ensures that management maintains a profile of the management board which determines the minimum number of members and a combination of members who possess the skills, knowledge and education, as well as professional and practical experience that are required for management board.	<b>YES</b>	
5	The president	46	The president of the management board is formally responsible for the activities listed in Article 46 of the Code.	<b>YES</b>	
5	Limits on other appointments	47	Internal company documents provide that the members of the management board must obtain the prior consent of the supervisory board before accepting appointment to the management board or supervisory board which is not part of the same group.	<b>YES</b>	
5	Limits on other appointments	47	Internal documents of the company provide that board members are prohibited from holding more than two positions in the management or supervisory board of other such companies.	<b>NO</b>	<p>The Company does not deem this prohibition to be appropriate given the Group structure. MB members can hold positions in Supervisory Boards of subsidiaries, in line with functional reporting set within the Group, thus maximally achieving synergies within the Group.</p> <p>During the year 2019, MB members held positions in subsidiaries as follows:</p> <p>Nataša Rapačić, COO Residential</p> <ul style="list-style-type: none"> <li>- Chairperson of the Supervisory Board of Iskon Internet d.d.;</li> </ul> <p>Saša Kramar, COO Business</p> <ul style="list-style-type: none"> <li>- Chairman of the Supervisory Board of Combis d.o.o.</li> </ul> <p>Daniel Daub, CFO</p> <ul style="list-style-type: none"> <li>- Member of the Board of Directors of Crnogorski Telekom A.D.</li> </ul> <p>Ivan Bartulović, CHRO</p> <ul style="list-style-type: none"> <li>- Member of the Board of Directors of Crnogorski Telekom A.D.</li> </ul>

5	Board evaluation	48	The supervisory board, in the last 12 months, evaluated the effectiveness of arrangements for cooperation between the supervisory board and the management board, as well as the adequacy of support and information received from the management board.	<b>YES</b>	
5	Board evaluation	48	Results of the evaluation of arrangements for cooperation between the supervisory board and management are included in the annual report.	<b>YES</b>	
5	Board evaluation	49	The management board has evaluated its own effectiveness and that of its individual members in the last 12 months.	<b>PARTIALLY</b>	Not through a separate document, however, individual self-evaluation is a constituent part of the annual performance management and performance evaluation process for MB members. Additionally, in line with the Companies Act, the General Assembly approves the manner in which the MB managed the business affairs of the Company, by granting approval of actions for the previous business year. Self-evaluation of effectiveness of the MB and its individual members in this different manner shall be considered in the future, following the analysis of all prerequisites.
5	Board evaluation	49	The management board has reported the conclusions of the evaluations of its members to the supervisory board.	<b>YES</b>	
6	Role of remuneration committee	50	The duties of the remuneration board include all the activities listed in Article 50 of the Code.	<b>PARTIALLY</b>	The Committee performs all of the said tasks, however, decisions on remuneration to senior management and the workforce as a whole are the sole responsibility of the MB of the Company.  The SB participates in approving of the total workforce costs by approving the annual business plan. Also, when the MB decides on the adoption or amendment of any employee bonus or profit-sharing plan or material alternations to employee remuneration or benefits, it requires a prior approval of the SB. The SB decides based on the respective proposal of the Compensation and Nomination Committee.

6	Remuneration of management board members	51	The supervisory board determines the annual remuneration of each member of the management board, based on recommendations of the remuneration committee and in accordance with the approved remuneration policy.	<b>YES</b>	
6	Remuneration of management board members	52	The level of receipts of members of the management board takes into account the agreed strategy, risk appetite, the economic environment in which the company operates as well as wages and conditions of workers within companies.	<b>YES</b>	
6	Remuneration of management board members	53	Remuneration policy provides that a management board member may not dispose of the shares assigned to him or her as part of the remuneration at least two years from the date on which the shares were assigned to him or her.	<b>YES</b>	
6	Remuneration of management board members	53	Remuneration policy provides that a management board member may not make use of stock options assigned to him or her as part of the remuneration for at least two years from the date on which stock options were assigned to him or her.	<b>NO</b>	There are no stock options assignation plans in the Company
6	Remuneration of management board members	53	Remuneration policy includes provisions that closely define the circumstances in which a portion of the remuneration of management board member was put on hold or to was asked to be returned.	<b>YES</b>	
6	Remuneration of supervisory board members	54	Remuneration level for the president of the supervisory board and of other members of the supervisory board reflects the time commitment and responsibilities, including the time commitment and responsibilities in the committees of the supervisory board.	<b>YES</b>	
6	Remuneration of supervisory board members	55	Remuneration policy and/or internal company documents prohibit the inclusion of variable elements or other elements related to performance in the remuneration of the supervisory board.	<b>YES</b>	
6	Reporting on remuneration	56	Remuneration policy of the company was approved by shareholders at a general meeting.	<b>YES</b>	

6	Reporting on remuneration	56	The company has made freely available on its website its remuneration policy, as approved by the shareholders.	<b>YES</b>	
6	Reporting on remuneration	57	Annual report on remuneration includes data on remuneration of each individual member of the supervisory board as well as other information contained in Article 57 of the Code.	<b>YES</b>	
7	Roles of the supervisory and management boards	58	Management board, with the prior approval of the supervisory board, adopted a policy that determines the nature and extent of risk that company needs and that is willing to take in order to achieve all the long-term strategic objectives ("risk appetite").	<b>PARTIALLY</b>	These matters fall under the competence of managing of the business affairs of the Company, for which the Management Board is solely responsible for under the Companies Act. The MB of the Company adopted the Policy on Risk and Insurance Management and duly informed the Supervisory Board thereon. When the need arises to renew the Policy, the MB shall adopt amendments in line with its authority to manage the business affairs of the Company, which cannot be transferred to other joint-stock company bodies and shall assess whether these matters should be submitted to the SB for approval, pursuant to general legal framework.
7	Roles of the supervisory and management boards	59	The management board is formally responsible for the activities listed in Article 59 of the Code.	<b>YES</b>	
7	Role of the audit committee	60	Terms of reference of the audit committee includes all activities listed in Article 60 of the Code.	<b>YES</b>	
7	Role of the audit committee	61	The audit committee, the supervisory board or one of its committees, undertook the activities referred to in Article 61 of the Code.	<b>YES</b>	
7	Relations with the external auditor	62	The audit committee oversees the process of selection and appointment of external auditors in accordance with the legal requirements and makes recommendations to the supervisory board for the selection of the external auditor and conditions for their appointment.	<b>YES</b>	

7	Relations with the external auditor	63	The audit committee in the last 12 months approved the work plan of the external auditors, which includes the scope and content of the activities to be audited.	<b>YES</b>	
7	Relations with the external auditor	63	The audit committee shall meet as necessary with the external auditors to discuss the issues that have been identified during the audit and to oversee the quality of services provided.	<b>YES</b>	
7	Relations with the external auditor	64	The audit committee is responsible for monitoring the independence and objective of external auditor.	<b>YES</b>	
7	Relations with the external auditor	64	The audit committee approved a policy on permitted non-audit services provided by the external auditor.	<b>YES</b>	
7	Risk management and internal control	65	The audit committee evaluated the effectiveness of risk management and internal control system as a whole at least once a year.	<b>YES</b>	
7	Risk management and internal control	65	The audit committee, where appropriate, makes recommendations to the supervisory board and management board regarding the effectiveness of risk management and internal control systems.	<b>YES</b>	
7	Risk management and internal control	66	The company maintains an effective risk management system that provides reliable identification of risk measurement, answers, reporting and supervision.	<b>YES</b>	
7	Risk management and internal control	66	The company has determined clear internal responsibilities for the maintenance of the risk management system and a clear procedure for maintaining contact between persons responsible and the audit committee.	<b>YES</b>	
7	Risk management and internal control	67	The company has established an internal audit function responsible for monitoring the effectiveness of internal control systems, including risk management.	<b>YES</b>	
7	Risk management and internal control	67	The audit committee approved the internal audit plan in the last 12 months.	<b>YES</b>	



7	Risk management and internal control	67	The audit committee receives reports of internal auditors and monitors the implementation of its recommendations.	<b>YES</b>	
7	Risk management and internal control	68	The audit committee shall recommend to the supervisory board the appointment or dismissal of the heads of the internal audit function.	<b>YES</b>	
7	Risk management and internal control	68	If the company does not have internal audit function, the audit committee has once in the last 12 months evaluated the need for this function systems as part of its assessment of internal control systems.	<b>YES</b>	The Company has an Internal Control, Audit and Risk Department and a Compliance Section.
7	Whistle-blowing	69	Management board, with the prior approval of the supervisory board, adopted a procedure for reporting violations of laws or internal rules of the company, actual or in the case of suspected violation.	<b>PARTIALLY</b>	The MB set up the procedure for reporting violations of laws or internal rules of the company, actual or in the case of suspected violation, and duly informed the SB thereon. Given that these matters fall under the managing of the business affairs, SB approval is not foreseen. When the need arises to renew the procedure, the MB shall adopt amendments in line with its authority to manage the business affairs of the Company, which cannot be transferred to other joint-stock company bodies and shall assess whether it is necessary to request SB approval, pursuant to general legal framework.
7	Whistle-blowing	69	The procedure ensures that workers and external stakeholders do not suffer negative consequences if they report suspicious behaviour.	<b>YES</b>	
7	Whistle-blowing	69	Details of the procedure for registration are available free of charge on the website of the company.	<b>YES</b>	
7	Whistle-blowing	70	Articles of association and/or internal company documents stipulate the duty of the management board to inform the supervisory board of any irregularities and to agree on measures that must be implemented.	<b>YES</b>	
7	Whistle-blowing	70	The audit committee evaluated the effectiveness of the procedure and its application in the last 12 months.	<b>YES</b>	

8	Use of the company website	71	All information that the company is required to disclose in accordance with the law, rules on the listing, the Code and its own articles of association are available free of charge on the website of the company.	<b>YES</b>	
8	Use of the company website	72	The company makes freely available and easily accessible on the website all the information requested by Article 72 of the Code.	<b>YES</b>	
8	Use of the company website	73	The company ensures that the information on the website is kept up to date and published in accordance with deadlines prescribed by law and regulations.	<b>YES</b>	
8	Use of the company website	73	All data on the website are freely available in both Croatian and English.	<b>YES</b>	
8	Annual report	74	The annual report contains all the information referred to in Article 74 of the Code.	<b>PARTIALLY</b>	All information is contained except for the records on attendance of each SB Member and Committee member at meetings and results of SB evaluation. The Company shall aim to include this information in the Annual Reports for the upcoming reporting periods, following the analysis of organizational prerequisites for performing SB evaluation. Given that these data constitute personal data, the Company shall assess the compliance of the publication of such data with the regulations on protection of personal data.
9	Relations with shareholders	75	The Company ensured that all shareholders, regardless of the number or type of shares they hold, have equal access to information about the company and about the way they can carry and protect their rights.	<b>YES</b>	
9	Relations with shareholders	76	The Company has established an effective formal mechanism to ensure minority shareholders the possibility of asking questions directly to president of the management board and president of the supervisory board, and the details of the functioning of these mechanisms are available free of charge on the website of the company.	<b>PARTIALLY</b>	Given that the Company has around 160 thousand shareholders, we deem that opening of the direct communication channel towards the President of the MB and the Chairman of the SB would lead to their unjustifiable burden. The Company set up mechanisms for shareholders to ask questions by e-mail address for investors ( <a href="mailto:ir@t.ht">ir@t.ht</a> ). Also, shareholders have the possibility to pose questions

					at the General Assembly directly to the President of the MB and to the Chairman of the SB, if it is needed to assess matters on the GA Agenda.
9	Relations with shareholders	77	The company has selected a person that will be the contact person in relations with investors for all shareholders and the contact details of this person are available free of charge on the website of the company.	<b>YES</b>	
9	General meeting	78	The articles of association and/or internal rules of the company do not in any way limit the ability of shareholders to call a general meeting, to participate in it or to add items to the agenda.	<b>YES</b>	
9	General meeting	79	The articles of association and/or internal company documents allow shareholders the opportunity to exercise their right to vote by proxy without restriction.	<b>YES</b>	
9	General meeting	79	The articles of association and/or internal company documents allow shareholders the opportunity to exercise their right to vote electronically without restrictions.	<b>YES</b>	
9	General meeting	79	Explanation of other ways in which shareholders can exercise its right to vote are set out in the documents for the general meeting.	<b>YES</b>	
9	General meeting	80	Notice of the general meeting is published no later than 30 days before it is held.	<b>YES</b>	
9	General meeting	80	The agenda, decisions and all other material required for the general meeting are available free of charge on the website of the company.	<b>YES</b>	
9	General meeting	80	All documents are available in the English and Croatian language.	<b>YES</b>	
9	General meeting	81	All persons referred to in Article 81 of the Code were present at the general meeting in the past 12 months.	<b>YES</b>	
9	General meeting	81	The external auditor was present at the general meeting where financial statements are presented.	<b>YES</b>	
9	General meeting	82	The company has made the decisions of a general meeting freely available on its website without delay.	<b>YES</b>	

9	General meeting	82	Within 30 days from the date of the general meeting, the company has made available on its website free of charge answers to questions raised at the general meeting.	<b>NO</b>	The Company shall consider the practicality of this option in the future period, within the applicable legal framework, i.e., Companies Act and the Act on the Entry of Data in the Court Register.
10	Corporate social responsibility	83	The supervisory and management boards have agreed and adopted policies listed in Article 83 of the Code.	<b>PARTIALLY</b>	<p>The Management Board adopted the following Acts that have been published at the web pages of the Company:</p> <ul style="list-style-type: none"> <li>• Code of Conduct</li> <li>• Policy on Avoiding Corruption and Other Conflicts of Interest</li> <li>• Guideline for Prevention of Conflicts of Interest</li> <li>• HT Group Policy Corporate Responsibility</li> <li>• Policy on Employee Relations</li> <li>• Social Charter</li> </ul> <p>Given that adoption of these acts falls under the managing of the business affairs, SB approval is not foreseen. When the need arises to renew the said acts, the MB shall adopt amendments in line with its authority to manage the business affairs of the Company, which cannot be transferred to other joint-stock company bodies and shall assess whether it is necessary to request SB approval, pursuant to general legal framework.</p>
10	Corporate social responsibility	83	These policies are available free of charge on the company's website.	<b>YES</b>	
10	Corporate social responsibility	84	When the management board asks for a prior consent of the supervisory board for its decisions, the accompanying documents explain how the recommended measure is aligned with the policies associated with the assessment the impact of company's activities to the environment and the community, with the policies associated with the preservation of human rights and workers' rights and	<b>NO</b>	See answer to question 83.

			the measures associated with prevention and sanctioning of corruption and bribery.		
10	Stakeholder engagement	85	The supervisory board and management board jointly identified which are considered key stakeholders in relation to company.	<b>YES</b>	
10	Stakeholder engagement	85	Management board has ensured the existence of effective mechanisms for regular interaction with key stakeholders, as well as to inform the supervisory board about the results of these communications.	<b>YES</b>	
10	Stakeholder engagement	86	The supervisory board is authorized, subject to prior notification to the president of the management board, to organize meetings with external stakeholders when it deems it necessary.	<b>YES</b>	
10	Stakeholder engagement	87	In the mandate of every committee of the supervisory board it is provided for which purpose the president of that committee may communicate to the stakeholders directly and what procedure needs to be followed.	<b>NO</b>	In line with the Companies Act, the Supervisory Board is solely authorized for adoption of decisions from its area of responsibility, and the purpose of SB Committees is making recommendations and proposals to the SB in line with the Code and applicable laws. Therefore, direct communication between the Chairman of an SB Committee and stakeholders, such as customers, suppliers, etc., is not foreseen.