



# Croatian Telecom

Zagreb – 12 September 2023

Croatian Telecom Inc.

Radnička cesta 21, HR – Zagreb

Ordinary share: HT (ISIN: HRHT00RA0005)

LEI: 097900BFHJ0000029454

Listing: Zagreb Stock Exchange, Prime Market

Member State: Republic of Croatia

## Notice on treasury share buyback through Accelerated Book Building process

Croatian Telecom (Reuters: HT.ZA; Bloomberg: HT CZ, hereinafter: “the Company”), Croatia’s leading telecommunications provider, notifies that in accordance with the decision of the General Assembly of the Company of 23 April 2021, by which the Management Board of the Company is authorized to acquire its own shares during a period of 5 years, the Company is organizing treasury share buyback through Accelerated Book Building process, and has authorized the investment company INTERCAPITAL Securities Ltd., with its headquarters in Zagreb, Masarykova 1, as the sole coordinator and book building agent in this process of buying own shares with the stock symbol HT that are traded on the Zagreb Stock Exchange.

Information on the conditions of the treasury share buyback through Accelerated Book Building and on the process itself can be found in the official invitation of the investment company INTERCAPITAL Securities Ltd., which is a constituent part of this document.

### Contact details

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### About Croatian Telecom

Croatian Telecom (HT) is the leading provider of telecommunication services in Croatia, serving 0.7 million fixed lines, 2.3 million mobile customers and 0.6 million broadband connections through its Residential and Business divisions.

# INVITATION TO SUBMIT THE OFFER FOR SALE OF UP TO 300,000 SHARES OF THE ISSUER CROATIAN TELECOM INC.



INTERCAPITAL Securities Ltd. announces

## INVITATION TO SUBMIT AN OFFER FOR SALE OF UP TO 300,000 SHARES OF THE ISSUER CROATIAN TELECOM INC. (hereinafter: "INVITATION")

In accordance with the Decision of the General Assembly of the company CROATIAN TELECOM INC., with its headquarters in Zagreb, Radnička cesta ("HT" or "BUYER"), as of April 23<sup>rd</sup>, 2021, by which the Management Board of HT is authorized to acquire its own shares during a period of 5 years, HT is organizing treasury share buyback through Accelerated Book Building process, and has authorized the investment company INTERCAPITAL Securities Ltd., with its headquarters in Zagreb, Masarykova 1 ("INTERCAPITAL"), as the sole coordinator and book building agent in the process of buying own shares with the stock symbol HT that are traded on the Zagreb Stock Exchange ("HT SHARES").

### TERMS AND CONDITIONS OF SALE

- **Subject of the auction:** up to 300,000 HT SHARES
- **Indicative price range:** between 25.50 EUR and 27.30 EUR. The auction is organized on a single price basis.
- **Method of execution:** block transaction(s)

All prospective sellers are invited to express an irrevocable commitment by submitting their offers to INTERCAPITAL from September 13<sup>th</sup>, 2023, from 10:00 CET until September 14<sup>th</sup>, 2023, 12:00 CET on the prescribed form (hereinafter: "OFFER FORM"), which forms an integral part of this INVITATION, to e-mail address [ht@intercapital.hr](mailto:ht@intercapital.hr).

The right to exercise an early termination option of the book building process is reserved in the case that sufficient demand would be generated prior to the bidding deadline.

To participate in the auction process, prospective sellers must be represented by a member of the Zagreb Stock Exchange and should, in their offer, define the number of HT SHARES to be offered and the offer price per share, all in accordance with the terms specified in this INVITATION. Prospective sellers can submit multiple offers, i.e. offers for different number of shares at different offer prices. The auction is organized on single price basis.

Based on the valid offers received the offers will be ranked based on the following criteria:

1. Price per share (lower price has priority),
2. Timing of the receipt of the offer (offers received by INTERCAPITAL at earlier time have priority),

Each individual offer in the offer book must amount to a minimum of EUR 270,000.00 in accordance with the Zagreb Stock Exchange Manual. If the offer does not meet the minimum size of the block transaction, the subject offer will be considered invalid.

Nevertheless, the right to exercise full discretion in accepting or rejecting certain offers as well as partial accepting of certain offers is reserved as well as the right to withdraw from the purchase process at any time (even following the completion of the bid process), without giving any reason.

Members of Zagreb Stock Exchange may participate as sellers only if they act in their own name and for their own account and / or for the clients' portfolio accounts, or in their own name and for the account of their clients within the provision of activities referred to in Article 5, paragraph 1, items 3 and 4 of the applicable Capital Market Act.

### SETTLEMENT OF TRANSACTIONS

The trade date will be the same business day as the day of closing the order book or September 14<sup>th</sup>, 2023, while the settlement date will be September 18<sup>th</sup>, 2023. (T+2 days). Settlement of the transactions will be carried out by transferring HT SHARES within the CDCC system from the seller's account to the BUYER's account.

### CONTENT OF THE OFFER

The offer must contain:

- dully filled-out OFFER FORM;
- selling price in the manner specified in this INVITATION;
- account number for the settlement at CDCC, standard settlement instructions; where in both cases the CDCC account must have 'trading permitted' status;
- e-mail address of the seller, for the purpose of receiving information in accordance with this INVITATION.

## OTHER

All times indicated in this INVITATION are based on Central European Time (CET).

INTERCAPITAL will notify perspective sellers or perspective members of the Zagreb Stock Exchange, respectively on the e-mail address indicated in the INVITATION.

The offer will be considered submitted within the deadline if the e-mail is received by INTERCAPITAL within the period specified in this INVITATION. INTERCAPITAL is not responsible for any omissions in the delivery. In the event of dispute over the receipt of the offer, the confirmation of receipt of the offer INTERCAPITAL of e-mail shall be conclusive evidence, as issued to the representative of the perspective seller in electronic form.

Perspective sellers do not have the right to inspect the bid book. Every perspective seller can obtain a printout of the book on request in relation to his bid.

Transaction details and summary of the order book as well as the list of winning offers will be published by INTERCAPITAL on its website ([inter.capital](https://inter.capital)) after the closing the order book.

All interested parties can obtain details regarding the sale process by e-mail address [ht@intercapital.hr](mailto:ht@intercapital.hr).

The purchase process shall be governed by Croatian law, excluding application of collision rules.

By submitting the offer, the bidder accepts all terms and conditions of this INVITATION.

In Zagreb, September 12<sup>th</sup>, 2023

# OFFER FORM

## ORDER FOR SALE OF SHARES OF CROATIAN TELECOM INC.

### 1. Sellers's details

1.1.	Name and surname/Company name	
1.2.	Permanent residence/Registered seat	
1.3.	OIB (PIN) (for Croatian residents) or identification number/number of passport for foreign natural persons/number from the Register for foreign legal persons	

### 2. Details on company representing the seller

2.1.	Company name	
2.2.	Registered seat	
2.3.	Name and surname of the person signing this Offer form	
2.4.	E-mail	

### 3. Settlement details

3.1.	Account number with CDCC	
3.2.	Standard settlement instructions (number and name of custody account)	

### 4. Object of sale

4.1.	Number of shares	
4.2.	Price per share (in EUR) <sup>(1)</sup>	

(1) Tick size amounts to 0.10 EUR

This Offer refers to INVITATION to submit the offer for sale of up to 300.000 shares of the issuer CROATIAN TELECOM INC., which was published on the website of INTERCAPITAL Securities Ltd. Zagreb and Zagreb Stock Exchange on September 12<sup>th</sup>, 2023.

By signing this OFFER FORM, the company representing the perspective seller confirms that it has received the sale order and identified the perspective seller in accordance with its internal procedures, i.e. it confirms that it acts in its own name and its own account and / or client portfolio account and / or its name and on behalf of its client and that it has fulfilled its obligations under the Anti-Money Laundering and Terrorist Financing Act and that, where applicable, the client it represents meets the conditions set out in this INVITATION.

Date:

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Stamp and signature