



ZAPISNIK

MINUTES

Sa redovne sednice Skupštine akcionara Philip Morris Operations a.d. Niš (u daljem tekstu: **Društvo**), održane 17. juna, 2025. godine, u sedištu Društva u Nišu, u sali „Parliament“ (zgrada br.23), sa početkom u 15:30 h.

From the regular meeting of the Shareholders' Assembly of Philip Morris Operations a.d. Niš (hereinafter: **The Company**) held on June 17, 2025, in the Company's premises in Niš, conference room „Parliament“ (building no. 23), at 3:30 p.m.

Sednicom predsedava predsednik Skupštine gospodin Miša Vorotović.

The meeting was presided over by the President of Assembly, Mr. Miša Vorotović.

Sednici su prisustvovali članovi Odbora direktora Jovana Dačić i Uroš Čamilović, a predsednica Odbora direktora, Jelena Bogićević, i generalni direktor Aleksandar Jakovljević putem video linka.

The following members of the Board of directors Jovana Dačić and Uroš Čamilović were present at the Assembly, while the President of the Board of Directors Jelena Bogićević, as well as General Director, Aleksandar Jakovljević joined via video link.

Predsednik Skupštine je imenovao:

The President of the Shareholders' Assembly appointed the following individuals:

Za zapisničara Elenu Marinković i

For the minute-keeper: Elena Marinković and

Komisiju za brojanje glasova u sastavu:

For the members of the Verification Commission:

1. Natalija Aleksić predsednik komisije
2. Milena Branković, član
3. Aleksandra Spasić, član

1. Natalija Aleksić, president of the Verification Commission
2. Milena Branković, member
3. Aleksandra Spasić, member

Po zahtevu predsednika Skupštine, Komisija za brojanje glasova je pristupila utvrđivanju kvoruma nakon čega je Komisija za brojanje glasova izvestila da

Upon the request of the President of the Assembly, the Verification Commission proceeded with necessary quorum verification afterwards stating the following in its report:

od 160 akcionara sa pravom glasa koji poseduju ukupno 6.510.054 akcija, tj. glasova, sednici Skupštine prisustvuje: 1 punomoćnik, koji zastupa 1 akcionara sa ukupno 5.444.025 akcija, odnosno glasova, i 1 akcionar sa 65 akcija odnosno glasova.

Out of the total number of 160 shareholders with voting rights who possess 6.510.054 shares, i.e. votes, the following are present at the Shareholders' Assembly meeting: 1 proxy which represents 1 shareholder with 5.444.025 shares i.e. votes, as well as 1 shareholder who possesses 65 shares i.e. votes.

N. Aleksić
A. Branković
A. Spasić



Na osnovu iznetih podataka, Komisija za glasanje je konstatovala da redovnoj sednici Skupštine prisustvuje akcionar i punomoćnik akcionara sa pravom na **5.444.090** glasova, što predstavlja **83.63%** od ukupnog broja glasova koje imaju akcionari sa običnim akcijama, tako da Skupština može punovažno odlučivati i donositi odluke.

According to the presented data, the Verification Commission determined that proxy holder representing 1 shareholder attends the regular Shareholders' Assembly meeting with **5.444.090** votes, which constitutes **83.63%** out of the total number of votes. It is therefore concluded that the Shareholders' Assembly has the required quorum for adopting the valid resolutions.

Nakon konstatacije o postojanju kvoruma za rad Skupštine, predsednik Skupštine stavio je na glasanje sledeći:

The President of the Shareholders' Assembly put to the vote the proposal of:

Dnevni red

Agenda

- | | |
|--|---|
| 1. Usvajanje Izveštaja o radu Odbora direktora Društva za 2024. godinu | 1. Adopting the Report on the Board of Directors' activities for 2024 |
| 2. Usvajanje Finansijskog izveštaja za 2024. godinu sa Izveštajem revizora | 2. Adopting the Financial Statement for 2024 with the Auditor's Report |
| 3. Usvajanje Godišnjeg izveštaja Društva za 2024. godinu | 3. Adopting the Company's Annual Report for 2024 |
| 4. Usvajanje Odluke o raspodeli dobiti Društva po iskazanom finansijskom rezultatu ostvarenom u 2024. godini | 4. Adopting the Resolution on allocation of profit as per adopted financial results in 2024 |
| 5. Usvajanje Odluke o odobravanju i isplati dividende za 2024. godinu | 5. Adopting the Resolution on approving and payment of the dividend for 2024 |
| 6. Usvajanje Izveštaja o naknadama članovima Odbora direktora Društva za 2024. godinu sa Izveštajem revizora | 6. Adopting the Report on the remuneration of the Board of Directors members for 2024 with the Auditor's Report |
| 7. Usvajanje Odluke o izmeni Politike naknada članovima Odbora direktora | 7. Adopting the Resolution on amendments to the Remuneration Policy for Members of the Board of Directors |
| 8. Usvajanje Odluke o imenovanju člana Odbora direktora | 8. Adopting the Resolution on appointing the member of the Board of Directors |
| 9. Usvajanje Odluke o izboru revizora Društva za 2025. godinu i naknadi za njegov rad. | 9. Adopting the Resolution on appointing the Company's auditor for 2025 and compensation for its work. |

Na osnovu izveštaja Komisije za brojanje glasova, Dnevni red je usvojen sa **5.444.090** glasova.

According to the report of the Verification Commission, the Agenda was adopted with **5.444.090** votes.

Nikola
A. G. G. G.
Stipanović



TAČKA 1.

Predsednik Skupštine je otvorio diskusiju po ovoj tački dnevnog reda. S obzirom da diskusije nije bilo, Predsednik Skupštine je stavio na glasanje predlog sledeće odluke Odbora direktora:

Odluke o usvajanju Izveštaja o radu Odbora direktora za 2024.godinu

Usvaja se Izveštaj o radu Odbora direktora Društva za 2024. godinu, koji sadrži izveštaje predviđene članovima 399, 412. i 413. Zakona.

Izveštaj Odbora direktora Društva nalazi se u prilogu i čini sastavni deo ove Odluke.

Na osnovu izveštaja Komisije za brojanje glasova, Odluka je usvojena sa **5.444.090** glasova.

TAČKA 2.

Predsednik Skupštine je otvorio diskusiju po ovoj tački dnevnog reda. S obzirom da diskusije nije bilo, Predsednik Skupštine je stavio na glasanje predlog sledeće odluke Odbora direktora:

Odluku o usvajanju Finansijskog izveštaja Društva za 2024. godinu sa Izveštajem revizora

1. Usvaja se Finansijski izveštaj Društva za 2024. godinu sa Izveštajem revizora PricewaterhouseCoopers d.o.o. Beograd, sa sledećim finansijskim pokazateljima:

Prihodi iz redovnog poslovanja:

32.734.788.824,97 RSD

Neto dobitak:

6.158.028.217,11 RSD

ITEM 1

The President of the Assembly opened the discussion under this item of the Agenda. Since there was no discussion, the President of the Assembly put to the vote the proposal of the following decision of the Board of Directors:

Resolution on Adoption of Report on Activities of the Board of Directors for 2024

The Company's Report on Activities of the Board of Directors for 2024, which includes the reports pursuant to the articles 399, 412 and 413 of the Law, is hereby adopted.

The Report of the Board of Directors is enclosed herein as an integral part of the Resolution.

According to the report of the Verification Commission, the Resolution was adopted with **5.444.090** votes.

ITEM 2

The President of the Assembly opened the discussion under this item of the Agenda. Since there was no discussion, the President of the Assembly put to the vote the proposal of the following decision of the Board of Directors:

Resolution on adopting the Financial Statement for 2024 with the Auditor's Report

1. The Company's Financial Statement and the Report of the audit company PricewaterhouseCoopers d.o.o. Belgrade, for the year 2024, are hereby adopted with the following financial indicators:

Revenue: RSD 32,734,788,824.97

Net Profit: RSD 6,158,028,217.11



2. Finansijski izveštaj Društva sa Izveštajem revizora, priložen je uz ovu Odluku i čini njen sastavni deo.

2. The Company's Financial Statement and the Report of the auditor are enclosed herein as an integral part of the Resolution.

Na osnovu izveštaja Komisije za brojanje glasova, Odluka je usvojena sa **5.444.090** glasova.

According to the report of the Verification Commission, the Resolution was adopted with **5.444.090** votes.

TAČKA 3.

Predsednik Skupštine je otvorio diskusiju po ovoj tački dnevnog reda. S obzirom da diskusije nije bilo, Predsednik Skupštine je stavio na glasanje predlog sledeće odluke Odbora direktora:

ITEM 3

The President of the Assembly opened the discussion under this item of the Agenda. Since there was no discussion, the President of the Assembly put to the vote the proposal of the following decision of the Board of Directors:

Odluke o usvajanju Godišnjeg izveštaja Društva za 2024. godinu

Resolution on adopting Company's Annual Report for 2024

Usvaja se Godišnji izveštaj Društva za 2024. godinu, koji je sačinjen i sadrži izveštaje propisane Zakonom o tržištu kapitala i Zakonom o računovodstvu.

The Company's Annual Report for 2024, which consists of reports pursuant to the Law on Capital Markets and Accounting Law is hereby adopted.

Godišnji Izveštaj je dat u prilogu i čini sastavni deo ove Odluke.

The Annual Report is enclosed as an integral part of the Resolution.

Na osnovu izveštaja Komisije za brojanje glasova, Odluka je usvojena sa **5.444.090** glasova.

According to the report of the Verification Commission, the Resolution was adopted with **5.444.090** votes.

TAČKA 4.

Predsednik Skupštine je otvorio diskusiju po ovoj tački dnevnog reda. S obzirom da diskusije nije bilo, Predsednik Skupštine je stavio na glasanje predlog sledeće odluke Odbora direktora:

ITEM 4

The President of the Assembly opened the discussion under this item of the Agenda. Since there was no discussion, the President of the Assembly put to the vote the proposal of the following decision of the Board of Directors:

Odluke o raspodeli dobiti po iskazanom finansijskom rezultatu ostvarenom u 2024. godini

Resolution on Allocation of Profit as per Adopted Financial Results in 2024

Ukupan iznos neto dobiti Društva ostvaren u 2024. godini od 6.158.028.217,11 RSD, i koji je iskazan u Finansijskom izveštaju za 2024. godinu, raspoređuje se i odobrava u celosti za isplatu dividende.

The total amount of Company's net profit in 2024, in the amount of RSD 6,158,028,217.11 as per the Financial Statement for 2024 shall be allocated and is approved in whole for the payment of dividend.



Utvrđuje se da je dan dividende 31.12.2024. godine.

It is hereby determined that the record date is December 31, 2024.

Plaćanje dividende izvršiće se u novcu, akcionarima Društva, koji svojstvo akcionara imaju na dan dividende, koji je naveden u prethodnom stavu ove Odluke.

The dividends for the Company's shares shall be paid in cash to the Company's shareholders, registered as such on the record date, as stipulated in the previous paragraph of this Resolution.

Lica koji imaju pravo da im dividenda bude isplaćena u skladu sa odlukama Društva, su akcionari koji su navedeni u listi Centralnog registra, depoa i kliringa hartija od vrednosti Republike Srbije (CRHoV) na dan dividende (31.12.2024. godine). Pomenutu listu akcionara Društvo će preuzeti od CRHoV radi isplate dividende. Isključuje se svaka odgovornost Društva za isplate izvršene licima navedenim u listi akcionara CRHoV ukoliko se naknadno utvrdi da u istoj, iz bilo kog razloga, postoji greška u označenju nekog navedenog podatka.

The persons entitled to the payment of dividends in line with the resolutions of the Company, shall be the shareholders listed as such in the list of the Central Securities Depository of the Republic of Serbia (CRHoV) on the record date (December 31, 2024). The Company shall obtain the mentioned list from CRHoV in order to pay the dividend. The Company shall not be held liable for any payment processed as per the CRHoV's list of the shareholders if it is later determined that, due to any reason, the list contains an error related to the specified data.

Na osnovu izveštaja Komisije za brojanje glasova, Odluka je usvojena sa **5.444.090** glasova.

According to the report of the Verification Commission, the Resolution was adopted with **5.444.090** votes.

TAČKA 5.

Predsednik Skupštine je otvorio diskusiju po ovoj tački dnevnog reda.

ITEM 5

The President of the Assembly opened the discussion under this item on the Agenda.

Akcionar Minja Bjelica je postavio pitanje o razlozima niže dividende u 2024. poslovnoj godini u odnosu na 2023.godinu. Predsednica Odbora direktora Jelena Bogičević je odgovorila da neto dobit preduzeća za 2024. godinu jeste 2% manji u odnosu na rezultat ostvaren u 2023. godini, a razlog tome jeste nešto niži obim prodaje cigareta na domaćem tržištu što se odrazilo i na neto dobit, a samim tim i na dividende.

Shareholder Minja Bjelica raised a question about the reasons for the lower dividend in the 2024 business year compared to 2023. President BOD Jelena Bogičević, responded that the net profit of the company for 2024 is 2% lower compared to the results achieved in 2023, and the reason for this is a slightly lower volume of cigarettes sales in the domestic market, which also affected the net profit, and consequently the dividends.

Nikola
ACaaca5
JEDPantrol

3



S obzirom da dalje diskusije nije bilo, Predsednik Skupštine je stavio na glasanje predlog sledeće odluke Odbora direktora:

As there was no discussion, the President of the Assembly put to the vote the proposal of the Board of Directors for Assembly's adoption

**Odluke
o odobrenju i isplati dividende
za 2024 godinu**

**Resolution
on Approving and Payment of Dividend
for 2024**

I. Konstatuje se da je Skupština Društva, Odlukom donetom na današnji dan, odobrila da ceo iznos neto dobiti Društva ostvarene u 2024. godini od - 6.158.028.217,11 RSD bude isplaćen za dividende akcionarima.

I. It is hereby acknowledged that the Shareholders' Assembly, by the Resolution adopted on this day, approved the allocation of the whole net profit of the Company for 2024, in the amount of RSD 6,158,028,217.11 for the payment of dividend.

II. Ovom Odlukom utvrđuje se visina dividende po jednoj akciji Društva, i to:

II. With this Resolution, the amount of dividend payment per one share is determined as follows:

- **Za obične akcije** dividenda po 1 (jednoj) običnoj akciji iznosi **519,7463 RSD**.

- **For ordinary shares** the dividend per 1 (one) ordinary share is **RSD 519.7463**.

- **Za preferencijalne akcije I klase** preferencijalna dividenda se utvrđuje u visini prosečne kamatne stope na oročena dinarska sredstva preko 12 meseci, koju priznaje OTP banka AD Novi Sad, kod koje je Društvo imalo najveći dinarski depozit u toku 2024. godine, i iznosi **6,16643%** obračunato na nominalni iznos akcija.

- **For preferred shares of I class** the preferred dividend is determined in the amount of the average interest rate on term deposit over 12 months as acknowledged by the bank OTP AD Novi Sad, where the Company had the highest dinar deposit during 2024, with the rate of **6.16643%** applied on the nominal value of shares.

U skladu sa navedenim, dividenda po 1 (jednoj) preferencijalnoj akciji I klase, iznosi:

In line with the above stated, the amount of dividend per 1 (one) preferred share of I class is as follows:

1- preferencijalna dividenda	61,6643 RSD
2- iznos obične dividende	519,7463 RSD
Ukupan iznos dividende (1+2)	581,4106 RSD

1- preferred dividend	RSD 61.6643
2- amount of ordinary dividend	RSD 519.7463
Total amount of dividend (1+2)	RSD 581.4106

- **Za preferencijalne akcije II klase** visina preferencijalne dividende iznosi 2% godišnje, računato na nominalni iznos akcija.

- **For preferred shares of II class** the amount of preferred dividend is 2% per year, applied for the nominal value of shares.

U skladu sa navedenim, dividenda po 1 (jednoj) preferencijalnoj akciji II klase, iznosi:

In line with the above stated, the amount of dividend per 1 (one) preferred share of II class is as follows:

1- preferencijalna dividenda	20,0000 RSD
2- iznos obične dividende	519,7463 RSD
Ukupan iznos dividende (1+2)	539,7463 RSD

1- preferred dividend	RSD 20.0000
2- amount of ordinary dividend	RSD 519.7463
Total amount of dividend (1+2)	RSD 539.7463

N. M. M. M.
A. C. C. C.
A. C. C. C.

3



- **Za preferencijalne akcije III klase** visina preferencijalne dividende iznosi 1,5% godišnje, računato na nominalni iznos akcija.

U skladu sa navedenim, dividenda po 1 (jednoj) preferencijalnoj akciji III klase, iznosi:

1- preferencijalna dividenda	15,0000 RSD
2- iznos obične dividende	519,7463 RSD
Ukupan iznos dividende (1+2)	534,7463 RSD

- **For preferred shares of III class** the amount of preferred dividend is 1.5% annually, calculated for the nominal value of share.

In line with the above stated, the amount of dividend per 1 (one) preferred share of III class is as follows:

1- preferred dividend	RSD 15.0000
2- amount of ordinary dividend	RSD 519.7463
Total amount of dividend (1+2)	RSD 534.7463

III. Akcionarima Društva koji to svojstvo imaju na **dan dividende** (31.12.2024. godine), i koji su Društvu dostavili podatke o svojim tekućim računima, Društvo će isplatu dividende izvršiti na dostavljene tekuće račune.

III. The Company shall make the payment of dividend to current bank accounts of all shareholders listed as such on **the record date** (December 31, 2024), who previously delivered the valid information about their bank account.

IV. Društvo poziva akcionare, kao i članove Centralnog registra, depoa i kliringa hartija od vrednosti Republike Srbije (**CRHoV**), koji administriraju vlasničke račune akcionara Društva, da na adresu: Philip Morris Operations a.d. Niš, Bulevar 12. Februar 74, 18000 Niš (sa naznakom: REGISTAR AKCIONARA) bez odlaganja dostave sve podatke neophodne za isplatu pripadajuće dividende, kao i eventualne promene ranije dostavljenih podataka akcionara.

IV. The Company hereby invites the shareholders, as well as the members of the Central Securities Depository of the Republic of Serbia (**CRHoV**), who administer the accounts of the Company's shareholders, to deliver, without delay, all data required for the payments of dividend, as well as any change of previously delivered shareholders' data, to the following address: Philip Morris Operations a.d. Niš, Bulevar 12. February 74, 18000 Niš (attn. SHAREHOLDERS' REGISTRY).

V. Isplatu dividende Društvo će izvršiti najkasnije u roku od šest meseci od dana donošenja odluke o isplati dividende.

V. The Company shall make the payment of dividends latest within six months from the date of adopting the resolution on payment of dividend.

VI. Društvo će u skladu sa zakonom, akcionarima Društva isplatiti iznos dividende umanjen za **porez po odbitku**, koji će Društvo obračunati, obustaviti i uplatiti na propisane račune javnih prihoda.

VI. In line with the law, the Company shall pay to the shareholders the dividend reduced by the **withholding tax** that shall be calculated, withheld and paid to the appropriate public revenue accounts.

VII. Po isplati dividende, Društvo će svakom akcionaru dostaviti obaveštenje o bruto iznosu dividende, iznosu poreza koji je obračunat, obustavljen i uplaćen na odgovarajuće račune javnih prihoda, i iznosu dividende koji je po umanjenju poreza uplaćen na račun akcionaru.

VII. Upon the effectuated payment of dividends, the Company shall deliver to every shareholder the notice on dividend gross amount, the amount of tax calculated, withheld and paid to appropriate public revenue accounts, as well as the amount of dividend paid to a shareholder's bank account upon deduction of tax.



Na osnovu izveštaja Komisije za brojanje glasova, Odluka je usvojena sa **5.444.090** glasova.

According to the report of the Verification Commission, the Resolution was adopted with **5.444.090** votes.

TAČKA 6.

Predsednik Skupštine je otvorio diskusiju po ovoj tački dnevnog reda. S obzirom da diskusije nije bilo, Predsednik Skupštine je stavio na glasanje predlog sledeće odluke Odbora direktora:

ITEM 6

The President of the Assembly opened the discussion under this item on the Agenda. As there was no discussion, the President of the Assembly put to the vote the proposal of the Board of Directors for Assembly's adoption

Odluke o Izveštaju o naknadama članovima Odbora direktora za 2024. godinu

Resolution on Report on Board of Director's Members Remuneration for 2024

Usvaja se Izveštaj o naknadama članovima Odbora direktora za 2024. godinu (u daljem tekstu: „Izveštaj o naknadama”) sa Izveštajem revizora PricewaterhouseCoopers d.o.o. Beograd.

The Report on Board of Director's Members Remuneration for 2024 (hereinafter: “Report on Remuneration”) with the Auditor's Report by PricewaterhouseCoopers d.o.o. Beograd are hereby adopted .

Izveštaj o naknadama sa Izveštajem revizora dat je u prilogu i čini sastavni deo ove Odluke.

The Report on Remuneration with Auditor's Report are enclosed herein as an integral part of the Resolution.

Na osnovu izveštaja Komisije za brojanje glasova, Odluka je usvojena sa **5.444.090** glasova.

According to the report of the Verification Commission, the Resolution was adopted with **5.444.090** votes.

TAČKA 7.

Predsednik Skupštine je otvorio diskusiju po ovoj tački dnevnog reda. S obzirom da diskusije nije bilo, Predsednik Skupštine je stavio na glasanje predlog sledeće odluke Odbora direktora:

ITEM 7

The President of the Assembly opened the discussion under this item on the Agenda. As there was no discussion, the President of the Assembly put to the vote the proposal of the Board of Directors for Assembly's adoption

Odluke o izmeni Politike naknada članovima Odbora direktora Društva

Resolution on Amending the Remuneration Policy to the Members of the Board of Directors

Usvaja se izmena važeće Politike naknada članovima Odbora direktora Društva usvojene od strane Skupštine Društva dana 20.05.2022. godine (u daljem tekstu: Politika naknada), tako što se prilog 3 Politike naknada, odnosno Ugovor o regulisanju međusobnih prava i obaveza koji se zaključuje sa nezavisnim direktorom, zamenjuje

The amendments of the Remuneration Policy to the Members of the Board of Directors, adopted by the Shareholders Assembly on May 20, 2022 (“Remuneration Policy”) to replace the Appendix 3 to the Remuneration Policy, i.e. Contract on Mutual Rights and Obligations which is signed with the independent director of

Nikola
A. Gacut
[Signature]



novim prilogom 3 koji je dat u prilogu i čini sastavni deo ove Odluke.

the Company, with the new Appendix 3 attached to this Resolution, is hereby adopted.

Ostale odredbe Politike naknada ostaju na snazi neizmenjene.

All the other provisions of the Remuneration Policy remain in effect, unamended.

Ova odluka stupa na snagu danom usvajanja.

This Resolution enters into force on the day of its adoption.

Na osnovu izveštaja Komisije za brojanje glasova, Odluka je usvojena sa **5.444.090** glasova.

According to the report of the Verification Commission, the Resolution was adopted with **5.444.090** votes.

TAČKA 8.

Predsednik Skupštine je otvorio diskusiju po ovoj tački dnevnog reda. S obzirom da diskusije nije bilo, Predsednik Skupštine je stavio na glasanje predlog sledeće odluke Odbora direktora:

ITEM 8

The President of the Assembly opened the discussion under this item on the Agenda. As there was no discussion, the President of the Assembly put to the vote the proposal of the Board of Directors for Assembly's adoption

Odluke o imenovanju člana Odbora direktora

Resolution on Appointment of the Members of the Board of Directors

Konstatuje se da Jovani Dačić, vršiocu dužnosti člana Odbora direktora i izvršnog direktora Društva imenovanju kooptacijom, mandat prestaje na prvoj redovnoj sednici Skupštine akcionara, koja se održava 17.06.2025. godine.

It is hereby acknowledged that the mandate of Jovana Dačić, acting member of the Board of Directors and executive director of the Company appointed by cooptation, shall cease at the first regular session of the Shareholders' Assembly, scheduled for June 17, 2025.

Imajući u vidu konstataciju iz prethodnog stava, ovom Odlukom se na upražnjeno mesto izvršnog direktora i člana Odbora direktora imenuje Jovana Dačić državljanka Republike Srbije, JMBG 0812978735015.

Having in mind the statement from the above paragraph, with this Resolution Jovana Dačić, citizen of the Republic of Serbia, personal ID no. 0812978735015, is nominated for the vacant position of the executive director and member of the Board of Directors

Mandatni period imenovanom članu Odbora direktora Društva iznosi četiri godine, počev od dana stupanja na snagu ove Odluke.

The mandate of abovementioned member of the Board of Directors of the Company is four years starting from the effective date of this Resolution.

Ova Odluka stupa na snagu danom donošenja.

This Resolution shall come into force as of the day of its adoption.

Na osnovu izveštaja Komisije za brojanje glasova, Odluka je usvojena sa **5.444.090** glasova.

According to the report of the Verification Commission, the Resolution was adopted with **5.444.090** votes.



TAČKA 9.

Predsednik Skupštine je otvorio diskusiju po ovoj tački dnevnog reda. S obzirom da diskusije nije bilo, Predsednik Skupštine je stavio na glasanje predlog sledeće odluke Odbora direktora:

Odluke o izboru Revizora Društva i naknadi za njegov rad

1. Za revizora Društva za poslovnu 2025. godinu bira se kompanija PricewaterhouseCoopers d.o.o. Beograd, ul. Omladinskih brigada 88a (u daljem tekstu: **Revizor**).

2. Naknada izabranom Revizoru za reviziju finansijskih izveštaja za 2025. godinu i za reviziju Izveštaja o naknadama članovima Odbora direktora za 2025. godinu, utvrđuje se u neto iznosu 56.750 EUR, u dinarskoj protivvrednosti.

Ova Odluka stupa na snagu danom donošenja.

Na osnovu izveštaja Komisije za brojanje glasova, Odluka je usvojena sa **5.444.090** glasova.

Predsednik Skupštine je konstatovao da je iscrpljen dnevni red Skupštine.

Akcionar Igor Sebić je pitao kako napreduju radovi na novom pogonu fabrike, kada se očekuje kraj i kakav će uticaj imati na dalji rad, tačnije kakav će uticaj imati na poslovne i finansijske rezultate Društva; kakvo je poslovanje Društva u I kvartalu 2025.godine; kakvu saradnju društvo ima sa Makedonskom fabrikom cigareta u Prilepu i da li će se deo proizvodnje iz Niša preseliti u Prilep?

ITEM 9

The President of the Assembly opened the discussion under this item on the Agenda. As there was no discussion, the President of the Assembly put to the vote the proposal of the Board of Directors for Assembly's adoption

Resolution on Appointing the Company's Auditor and the Compensation for its Work

1. PricewaterhouseCoopers d.o.o. Beograd, Omladinskih brigada 88a street (hereinafter: **the Auditor**) is hereby appointed as the Auditor of the Company for the business year 2025.

2. The compensation to the appointed Auditor for performing audit of the financial statements for 2025 and audit of the Report on Board of Director's members compensation for 2025 is determined in the net amount of 56,750 EUR in dinar counter value.

This Resolution shall become effective as of the day of its adoption.

According to the report of the Verification Commission, the Resolution was adopted with **5.444.090** votes.

The President of the Assembly stated that all items on the agenda were exhausted.

Shareholder Igor Sebić asked how the construction of the new factory plant is progressing, when the completion is expected, and what impact it will have on further operations, specifically what impact it will have on the Company's business and financial results; how is the company's business running in the first quarter of 2025, and what kind of cooperation does the company have with the Macedonian cigarette factory in Prilep as well as if the part of the production from Niš factory will be moved to Prilep?



Regarding the work on the new facility of the factory, director manufacturing SEE, Jovana Dačić, stated that the construction of the facility is proceeding according to the plan, there are no delays, and it's expected to start with new products exportation from Niš factory in November/December 2025.

Regarding the question about the Company's business in the first quarter of 2025, the president of the Assembly, Miša Vorotović, replied that the topic of today's Agenda is a report on operations for the previous business year 2024, and that the processing and analysis of data for 2025 will be a topic of the next Shareholders' Assembly. Jelena Bogičević stated that the results in the first quarter are within expectations, considering the market changes in terms of prices and excise taxes.

Regarding the question about cooperation between Nis factory and Factory in Prilep, Company Secretary, Nikola Nešović, responded that Tutinski Kombinat Prilep with Swiss PMI entity are co-founders of the Joint Venture Company PMTKP in Skopje, and that there is no cooperation with the factory in Prilep regarding manufacturing, as well as there will be no changes within the Company.



PHILIP MORRIS OPERATIONS A.D. NIŠ

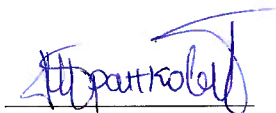
Sednica Skupštine akcionara je završena u 16:00h. The Shareholders' Assembly meeting adjourned at 4.00 p.m.

Predsednik Skupštine / President of the Shareholders' Assembly


Misa Vorotović

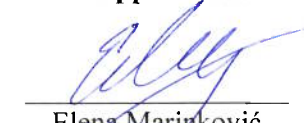

Članovi Komisije za glasanje / Members of the Voting Commission


Natalija Aleksić


Milena Branković


Aleksandra Spasić

Tačnost prepisa overava zapisničar/ Approved as a true copy by the Minute-keeper


Elena Marinković