

SUPERVISORY BOARD

Av. V. Holjevca 10
ZAGREB
No: 3 -6/26
Date: March 31, 2026

Pursuant to Article 263., paragraph 3 and Article 300.c of the Company Act and Article 27 of the Articles of Association of INA – Industrija nafte, d.d., at the date of issuing of this report, the Supervisory Board of the company INA - Industrija nafte, d.d. Zagreb, Av. V. Holjevca 10, (hereinafter referred to as the "Company"), comprised of Mr. Damir Mikuljan, President of the Supervisory Board, Mr. József Molnár, Vice President of the Supervisory Board, and members of the Supervisory Board: Mr. Gabriel Szabo, Mr. Viktor Sverla, Mr. Branimir Škurla, Mr. Ivo Ivančić, Mr. Domokos Szollár, Mr. László Uzsoki, Ms. Jasna Pipunić, as the workers' representative, hereby submits to the General Assembly the following

REPORT ON THE SUPERVISION OF THE CONDUCT OF COMPANY'S BUSINESS IN 2025

This report includes the following:

- Method and the extent in which the Supervisory Board performed supervision of the Company's business in 2025,
- Results of examination of the annual financial statements as on 31 December 2025, together with the Auditor's Report and proposal of profit allocation
- Results of the examination of the Management Board's report on the state of operations for the 2025 financial year/management report, and the results of the review of the report on relations with affiliated companies and the report on transactions with related parties.

Corporate profile

On 31 December 2025, according to the list of top ten shareholders of the Company, published by the Central Depository & Clearing Company, major securities holders of the Company are as follows:

ZAGREBAČKA BANKA D.D. 4,908,207 shares, Ministarstvo financija / Republika Hrvatska 4,483,552 shares, OTP BANKA D.D./ AZ OMF KATEGORIJE B 227,685 shares, PRIVREDNA BANKA ZAGREB D.D./ RAIFFEISEN OMF KATEGORIJE B 80,000 shares, ERSTE & STEIERMARKISCHE BANK D.D./ PBZ CO OMF - KATEGORIJA B 66,170 shares, INTERKAPITAL VRIJEDNOSNI PAPIRI D.O.O. 52,043 shares, OTP BANKA D.D./ ERSTE PLAVI OMF KATEGORIJE B 46,100 shares, RAIFFEISEN BANK INTERNATIONAL AG 20,545 shares, ZAGREBAČKA BANKA D.D./ AZ PROFIT OTVORENI DOBROVOLJNI MIROVINSKI FOND 10,755 shares and OTP BANKA D.D./ ERSTE PLAVI EXPERT - DOBROVOLJNI MIROVINSKI FOND 1,100 shares.

Last update of the Company's top ten shareholders is available on the Central Depository & Clearing Company's website.

The shares of the Company are included in depository services of the Central Depository & Clearing Company as of 9 October 2003.

The Company's shares have been listed on the Zagreb Stock Exchange since 1 December 2006.

On the date of issuing of this report, the Supervisory Board comprised five members elected based on the proposal put forth by MOL Plc. to the General Assembly, three members elected based on the proposal

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put forth by the Government of the Republic of Croatia and one member appointed by the Works Council of INA, d.d.

Supervisory Board

In 2025, the Company's Supervisory Board acted in the following composition:

- Damir Mikuljan, President of the Supervisory Board
- József Molnár, Vice President of the Supervisory Board
- Gabriel Szabo, member of the Supervisory Board
- Viktor Sverla, member of the Supervisory Board
- Branimir Škurla, member of the Supervisory Board
- Ivo Ivančić, member of the Supervisory Board
- Domokos Szollar, member of the Supervisory Board
- László Uzsoki, member of the Supervisory Board
- Jasna Pipunić, member of the Supervisory Board as the workers' representative

Audit Committee

The Audit Committee also participated in the supervision of the Company's business, acting as an auxiliary committee of the Supervisory Board, and in 2025 it held 9 (nine) meetings, at which it reviewed Flash Reports, proposed appointment of external auditor for 2025 & 2026 and proposal for appointment of Auditor of 205 & 2026 INA Group Sustainability Report, audit results; it reflected on the performance of the external auditor as also on his independence, reviewed overview of non-audit services at INA Group in 2024 and reviewed Internal Audit Status Report with special attention paid to the categories of fraud risk in Internal Audit reports. The Audit Committee discussed the INA Group Sustainability Report and the proposal to update the INA Group Accounting Policies and Procedures.

In 2025 the members of the Audit Committee were as follows:

- *Judit Szilágyi, Audit Committee Chairman*
- *Ratko Marković, Audit Committee member*
- *Sanja Sever Mališ, Audit Committee member.*

Management Board

In 2025 and on the date of issuing of this report, the Management Board of the Company comprised six (6) members.

The Management Board of the Company acted in the following composition:

As of March 28, 2024 the Management Board acted in the following composition:

- Zsuzsanna Evá Ortutay, President of the Management Board,
- Marton Zsombor Ádám, member of the Management Board
- Károly Hazuga, member of the Management Board
- Miroslav Skalicki, member of the Management Board*
- Hrvoje Šimović, member of the Management Board and
- Marin Zovko, member of the Management Board.

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Predsjednik i članovi Uprave / President and members of the Management Board:
Zsuzsanna Eva Ortutay, Zsombor Marton, Károly Hazuga, Hrvoje Milić, Hrvoje Šimović, Marin Zovko
Predsjednik Nadzornog odbora / President of the Supervisory Board: Damir Mikuljan

**On March 28, 2025, Mr Miroslav Skalicki was recalled from the position of the Member of the Management Board of INA, d.d. and Mr Hrvoje Milić was appointed to the function of the Member of the Management Board of INA, d.d. as of March 29, 2025.*

As of March 29, 2025 the Management Board acted in the following composition:

- Zsuzsanna Evá Ortutay, President of the Management Board,
- Marton Zsombor Ádám, member of the Management Board
- Károly Hazuga, member of the Management Board
- Hrvoje Milić, member of the Management Board*
- Hrvoje Šimović, member of the Management Board and
- Marin Zovko, member of the Management Board

Supervision conducted in 2025

In 2025, the Supervisory Board supervised the conduct of business of INA – INDUSTRIJA NAFTE d.d., as a share-based company, within the scope of its legal and statutory responsibility.

The Supervisory Board supervised the conduct of the Company's business by holding the total of 16 (sixteen) meetings, 11 (eleven) of which were held by circular vote (voting in written form).

In accordance with the recommendation from Article 74 of the Corporate Governance Code of the Croatian Financial Services Supervisory Agency (HANFA) and the Zagreb Stock Exchange d.d. (ZSE), below is a record of each member's presence at Supervisory Board meetings and participation in decision-making.

Number of meetings attended by individual members of the Supervisory Board during 2025.

Member of the Supervisory Board	Number of meetings	Attendance rate in %
Damir Mikuljan, President of the Supervisory Board	16/16	100%
József Molnár, Vice President of the Supervisory Board	16/16	100%
Viktor Sverla, member of the Supervisory Board	15/16	93.33%
Szabó Gabriel, member of the Supervisory Board	16/16	100%
Szollár Domokos, member of the Supervisory Board	14/16	86.66%
Branimir Škurla, member of the Supervisory Board	16/16	100%
László Uzsoki, member of the Supervisory Board	16/16	100%
Jasna Pipunić, member of the Supervisory Board	15/16	93.33%v
Ivo Ivančić, member of the Supervisory Board	16/16	100%

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Predsjednik Nadzornog odbora / President of the Supervisory Board: Damir Mikuljan

Supervising activities were performed regularly in compliance with the law and statutory requirement by reviewing Management Board's reports on conducting the business of INA d.d. and INA Group (quarterly, semi-annual and annual reports) and holding discussions on the current matters and issues, whereby the following topics were of particular importance:

1. Pursuant to the provisions of the Articles of Association of INA, d.d. (Article 17), the Supervisory Board provided prior consent for the following decision:

- Approval of INA Group 2026 Business Plan

2. Topics of particular importance for business operations and governance systems:

The Supervisory Board, in its consideration of business matters and performance of supervisory functions, devoted particular attention to key topics relevant to the Company's stability and further development. The primary focus was on **exposure to financial risks** and the way these risks are managed within a volatile market environment. The **status of the Rijeka Oil Refinery Upgrade Project** was also regularly reviewed, including relevant operational, technical, and financial aspects, as well as the next steps required for the successful completion of the project.

Given the regulatory circumstances, additional attention was directed to the **impact of EU sanctions on the operations of the Rijeka Oil Refinery**, including an analysis of regulatory requirements, potential risks, and the measures needed to adapt business operations.

The Supervisory Board reviewed the **E&P status and production projections for the period 2025–2029**, with a special emphasis on the sustainability of the production portfolio and resource optimization. As one of the key agenda items, the Supervisory Board closely examined the reports on the activities of Oil & Gas Exploration and Production, where discussions focused on actions and initiatives aimed at increasing total production, whereby the management presented in detail several strategically important projects crucial for the long-term development of operations and ensuring sustainable and stable production in the coming years. The Supervisory Board has discussed this topic on several of its sessions. In May, the Company's management presented a report on the status of the E&P project, as well as a production outlook for the 2025–2029 period. Following the discussion, the Supervisory Board requested that the report be further expanded to include an overview of international production, as well as a strategic assessment of the long-term prospects for oil production. In addition, the Board requested clarification of the Management Board's planned activities to ensure that the exploration and production of oil and gas remain the Company's key business segment.

In September, the expanded overview of oil and gas production was submitted to the Supervisory Board. It was emphasized that there is an expectation of continued positive developments regarding the project in Syria, and that INA will be able to resume activities at the fields once the necessary security and other operational conditions are met.

It was also highlighted that this business segment requires special attention and that continuous efforts must be made to increase production, accompanied by further investments in oil and gas exploration and production where needed.

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As part of its regular activities, the Supervisory Board reviewed the **sustainability overview, as well as matters related to health, safety, and the environment**, along with the **status of Internal Audit activities**. Special attention was given to the results of the external quality assurance review of INA's Internal Audit function and the implementation of recommendations defined within that review, with the aim of strengthening internal control systems and alignment with best practices.

Furthermore, the Supervisory Board addressed the **process of selecting an authorised auditor** for the INA Group Sustainability Report for 2025 and 2026, reviewed the **status of litigation relevant to the Company's operations**, and decided on **amendments to the Rules of Procedure of the Supervisory Board and the Audit Committee** in order to ensure greater efficiency and clarity in the work of these bodies.

Results of the examination of the Management Board Report on relations with affiliated companies and the report on transactions with related parties The Management Board submitted to the Supervisory Board the Report of the Management Board on relations with the affiliated companies and the report on transactions with related parties, compiled in accordance with Articles 263.e and 497. of the Company Act and in conformity with the principles of conscientious and accurate accounting.

According to the opinion of the Management Board, relations of the affiliated companies in the 2025 financial year were conducted under market terms and Company appropriate consideration and that no damage was incurred by the Company as a result of these legal transactions..

The Company's Auditor, Deloitte d.o.o., Zagreb reviewed and examined the Management Board's Report of the Management Board on relations with affiliated companies and the report on transactions with related parties, i.e. compliance with Articles 263.e and 497. of the Company Act and has provided opinion on the Report for the year ended on December 31, 2025 in line with the provisions of Article 498. of the Company Act, which contains the following conclusion:

Auditor's conclusion with the expression of reasonable assurance

"In our opinion:

- a) *statements included in the Report are correct in all material respects;*
- b) *in legal transactions listed in the Report, based on the circumstances known at the time the transactions were undertaken, the consideration value of the Company was not, in all material respects, inappropriately high."*
- c) *"*

The Supervisory Board was informed about the audit results and has no objections to the results of the Auditor's examination of the Management Board's Report of the Management Board on relations with affiliated companies and the report on transactions with related parties .

After the examination of the Management Board's Report, statements of the Management Board and the results of the Auditor's examination, the Supervisory Board hereby states that the Company, according to the circumstances that were known at the time the legal affairs and actions stated in the stated Management Board's report were attended to, received appropriate consideration and that no damage was incurred by the Company as a result of these legal transactions.

Results of the examination of the Financial Statements and the Auditor's Report, Management Board's Report on the status of the business operations for the 2025 financial year and proposal of the decision on the profit allocation of INA d.d.The Supervisory Board asked the Company's auditor, Deloitte d.o.o.,

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Zagreb, to audit the Company's separate financial statements and the consolidated financial statements of the INA Group for the year 2025.

The Supervisory Board, upon considering the audited financial statements of the Company and the consolidated financial statements of the INA Group for 2025, established that the Company acted in 2025 in accordance with the law, the Company procedures as well as General Assembly resolutions. Annual financial statements have been prepared in accordance with the Company's accounting records and indicate correct asset and business status of the Company, and present fairly the financial position of the Company and the Group as at 31 December 2025 and their financial performance and cash flows for the year then ended.

The Supervisory Board has no objections to the auditor's report on the examination of the annual financial statements of the Company and consolidated annual financial statements of INA Group for the 2025 financial year.

The Supervisory Board has no objections to the audited annual financial statements submitted by the Management Board and approves the submitted audited annual financial statements, by which the said financial statements can be considered as adopted by the Management Board and the Supervisory Board and will be presented to the General Assembly.

The Supervisory Board has considered the Report on payments to governments for the year 2025, which was prepared in line with the law and agrees with the Report being included in the Annual Report of the Company and INA Group.

The Supervisory Board has considered the report on Company and INA Group status for the 2025 financial year and has no objections to the submitted report. Furthermore, the Supervisory Board has no objections to the Report on Compliance with the Corporate Governance Code given within the framework of the above-mentioned Report.

The Supervisory Board holds the opinion that the proposal of the Management Board on the allocation of profit for the 2025 financial year and the use of part of the retained earnings from 2024 financial year is in line with the business results and protects the interests of the Company and its shareholders and is in accordance with regulations of the Republic of Croatia. Therefore, the Supervisory Board gives its consent on the allocation of profit for 2025 the use of part of the retained earnings from the 2024 financial year, which reads as follows:

It is determined that the Company's net profit, as reported in the Company's audited annual financial statements for the year ended 31 December 2025, amounts to EUR 152,299,665.20 and it is proposed adoption of the decision on the allocation of profit for 2025 and use of part of the retained earnings from 2024 financial year as follows as follows:

- A part of net profit in the amount of EUR 1,076,570.78 is to be allocated to Legal reserves
- A part of net profit in the amount of EUR 151,223,094.42 is to be distributed to shareholders as dividends paid.

Dividend pay-out is determined in the total amount of EUR 168,000,000.00 which amount to EUR 16.80 per shares. The dividend will be paid-out from the part of net profit for the year 2025 in the amount of EUR 151,223,094.42 and from part of the retained earnings from 2024 financial year in the amount of EUR 16,776,905.58.

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The joint proposal of the Management Board and the Supervisory Board on the use of profit for the 2025 financial year and use of part of the retained earnings from 2024 financial year will be submitted to the General Assembly for approval.

Summary

The Management Board of the Company regularly informed the Supervisory Board of the Company's business, state of assets and liabilities, revenues and organizational and other changes related to management of the Company's business.

Supervisory Board analysed realization of the planned results and implementation of the main objectives of the business policy of the Company in 2025.

Aside from the financial results in 2025, the Supervisory Board examined and gave consent to the INA Group 2026 Business Plan and acknowledged the Overview for 2027-2030.

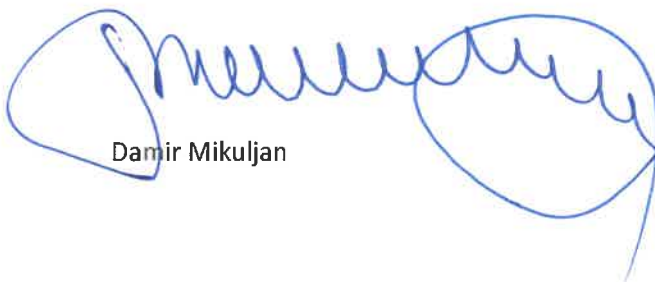
In view of the above, the Supervisory Board will submit this Report on the Supervision of the Conduct of Company's Business in 2025 to the General Assembly of the Company.

VICE PRESIDENT OF THE SUPERVISORY BOARD



József Molnár

PRESIDENT OF THE SUPERVISORY BOARD



Damir Mikuljan

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OTP banka d.d.
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d.d.
Hrvatska poštanska banka, d.d.
UniCredit Bank Austria AG

Adresa – Address
Radnička cesta 50, 10000 Zagreb
Magazinska cesta 69, 10000 Zagreb
Trg bana Josipa Jelačića 10, 10000
Zagreb
Domovinskog rata 61, 21000 Split
Jadranski trg 3a, 51000 Rijeka
Jurišićeva ulica 4, 10000 Zagreb
Rothschildplatz 1, 1020 Vienna

IBAN broj – IBAN Number,
HR92 2340 0091 1000 2290 2
HR70 2484 0081 1006 1948 3
HR62 2360 0001 1013 0359 5
HR96 2407 0001 1001 5214 9
HR34 2402 0061 1006 8111 4
HR54 2390 0011 1013 4019 7
AT21 1200 0528 4400 3466 (EUR)
AT91 1200 0528 4400 3467 (USD)

Trgovački sud u Zagrebu
Commercial Court in Zagreb
MBS: 080000604
Uplaćen temeljni kapital – Paid capital
stock
1.200.000.000,00 EUR
Broj izdanih dionica / Nominalna
vrijednost
No. of issued shares / Nominal value
10.000.000 / 120,00 EUR
Matični broj – Reg. No. 3586243
OIB – 27759560625
PDV identifikacijski broj / VAT
identification number HR27759560625

Predsjednik i članovi Uprave / President and members of the Management Board:
Zsuzsanna Eva Ortutay, Zsombor Marton, Károly Hazuga, Hrvoje Milić, Hrvoje Simović, Marin Zovko
Predsjednik Nadzornog odbora / President of the Supervisory Board: Damir Mikuljan

