

POSLOVNI SISTEM MERCATOR d.d.

**REPORT ON ALL TRANSACTIONS EFFECTED WITH THE MAJORITY
SHAREHOLDER – THE COMPANY AGROKOR d.d. – AND THE
COMPANIES AFFILIATED TO IT**

FOR THE PERIOD FROM AUGUST 1, 2019, TO OCTOBER 31, 2019

Ljubljana, November 2019

Compiled in compliance with the **Act on Conditions for Appointment of Extraordinary Management Board Member in Companies of Systemic Importance to the Republic of Slovenia** (Official Journal of the RS, 23-1204/2017)

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1. EXECUTIVE SUMMARY

In the reporting period from August 1, 2019, to October 31, 2019, the company Poslovni sistem Mercator d.d. (hereinafter referred to as Mercator) continued to cooperate with the company Agrokor d.d. (hereinafter referred to as Agrokor) and the companies affiliated to it in a way that is clearly in compliance with the provisions of the law as laid down in the Act on Conditions for Appointment of Extraordinary Management Board Member in Companies of Systemic Importance to the Republic of Slovenia (hereinafter referred to as the ZIČUDSP).

In the reporting period, Mercator also conducted business with the company Fortenova Grupa and companies affiliated to it. The ownership of such affiliated companies had been transferred, pursuant to the settlement agreement for the company Agrokor d.d., dated April 1, 2019, from the company Agrokor d.d. to the company Fortenova Grupa.

The company Fortenova Grupa and the companies affiliated to it are separate in terms of ownership and management from Agrokor and the parties affiliated to it, and they are not an affiliate party of Agrokor. The company Fortenova Grupa and the companies affiliated to it are also not affiliated to Mercator, in the sense of the provisions of the Act on Conditions for Appointment of Extraordinary Management Board Member in Companies of Systemic Importance to the Republic of Slovenia (ZIČUDSP). Regardless of this fact, this report, in order to ensure transparency of Mercator's operations, also includes the transactions effected with the companies from the Fortenova Group.

As all provisions of the law and all relevant commitments have been complied with in transactions with the company Agrokor and the companies affiliated to it, we find that the transactions effected and detailed hereinafter comply with the principles of diligence, good management and credibility, and that the company did not sustain any loss or damage with regard to any of the detailed transactions. The same applies to transactions or any business with the company Fortenova Grupa and the companies affiliated to it.

In the period at hand, Mercator also complied with the commitments laid down in the Agreement on Mercator's Financial Restructuring and the Agreement on Sale and Purchase of Shares of the company Poslovni sistem Mercator d.d.

2. INTRODUCTION

Report on all transactions effected between Mercator, and majority shareholder the company Agrokor and the companies affiliated to it, is compiled pursuant to Article 6 of the Act on Conditions for Appointment of Extraordinary Management Board Member in Companies of Systemic Importance to the Republic of Slovenia (ZiČUDSP). Moreover, the Report includes information on transactions or business with the companies of the Fortenova Group, separately from the information pertaining to the Agrokor Group.

This report pertains to the period from August 1, 2019, to October 31, 2019.

Transactions that are the subject of this report pertain to purchase and sale of trade goods/merchandise, financing, real estate, marketing and other services, IT services, and services related to the Pika card.

A separate chapter reports the balance of receivables from and payables to the Agrokor Group companies, and separately the balance of receivables from and payables to the companies of the Fortenova Grupa corporate group.

This report pertains only to Mercator as a company of systemic importance to the Republic of Slovenia, rather than on the entire Mercator Group.



Mercator

3. OPERATIONS WITH THE COMPANIES OF THE AGROKOR GROUP AND THE FORTENOVA GROUP

AGROKOR GROUP

In the reporting period, Mercator did not conduct any business with any Agrokor Group company.

Agrokor Group companies with which Mercator records receivables from and/or payables to as at October 31, 2019:

1. Agrokor d.d., Croatia
2. Agrokor AG ZUG, Switzerland
3. Agrokor Trgovina, Croatia
4. Belje d.d., Croatia
5. Jamnica d.d., Croatia
6. Ledo d.d., Croatia
7. PIK Vrbovec d.d., Croatia
8. Zvijezda d.d., Croatia
9. mStart d.o.o., Croatia
10. Konzum d.d., Croatia
11. Velpro-centar d.o.o., Croatia
12. Costella d.o.o., Slovenia

FORTENOVA GROUP

In the reporting period at hand, Mercator effected transactions with the following companies of the Fortenova corporate group:

1. PIK Vrbovec Plus d.o.o., Croatia
2. PIK Vinkovci Plus d.o.o., Croatia
3. Agrolaguna d.o.o., Croatia
4. Belje Plus d.o.o., Croatia
5. Solana Pag d.d., Croatia
6. Dijamant a.d., Serbia
7. Jamnica d.o.o., Slovenia
8. Ledo d.o.o., Slovenia
9. Zvezda d.o.o., Slovenia
10. Kompas d.d., Slovenia
11. Mondo-tera d.o.o., Croatia
12. mStart plus, d.o.o., Croatia
13. Zvečevo d.d., Croatia
14. Vinka plus d.o.o., Croatia
15. Konzum Plus d.o.o., Croatia

Transactions with the Fortenova group companies took place in the following fields:

1. Procurement and sale of trade goods/merchandise
2. Real estate
3. Marketing and other services
4. IT services
5. Services related to the Pika card



4. TRANSACTIONS WITH THE COMPANIES OF THE AGROKOR GROUP AND THE FORTENOVA GROUP

Each year, Mercator compiles a report on transactions with affiliated companies pursuant to the Companies Act and the Tax Procedure Act. The report is adopted and approved by the Mercator Management Board and it is also reviewed by the auditors. The report presents all transactions with the affiliated companies, the pricing principles or methods employed in each transaction, and proof of compliance with the arm's length principle, i.e. comparability of transfer prices with the current market prices. Functional analysis is conducted for each transaction (tasks performed relative to the assets/funds invested, or services and risks assumed), which is the tool for the observance of the arm's length principle and for specification of comparable market prices. Functional analysis is used to evaluate the differences in the contents of the transactions effected with affiliated companies and the transactions effected with non-affiliated companies, which is necessary for proving the regularity of transfer pricing.

Mercator is compiling the said report for 2019 as well. After the end of the fiscal year, this report will be approved by the Management Board and the Supervisory Board, and reviewed by the auditors.

In determining the prices in transactions with affiliated companies, Mercator observes its internal rules and Regulations on transfer pricing, and the arm's length principle as laid down by the OECD Transfer Pricing Guidelines for Multinational Enterprises and Tax Administrations.

Fortenova Group

As already noted in the summary, company Fortenova Grupa and the companies affiliated to it are affiliated neither with Mercator's majority shareholder, i.e. the company Agrokor, nor with Mercator, in the sense of the provisions of the Act on Conditions for Appointment of Extraordinary Management Board Member in Companies of Systemic Importance to the Republic of Slovenia (ZiČUDSP). Regardless of this fact, this report, in order to ensure transparency of Mercator's operations, also includes the transactions effected with the company Fortenova Group and the companies affiliated to it.



4.1 PROCUREMENT AND SALE OF TRADE GOODS/MERCHANDISE

4.1.1 Procurement of trade goods/merchandise

In the reporting period, Mercator did not procure any trade goods (or merchandise) from any Agrokor Group company.

In the reporting period, Mercator procured trade goods (or merchandise) from the following Fortenova Group companies: Belje plus, PIK Vrbovec plus, PIK Vinkovci plus, Vinka plus, Zvijezda Slovenia, Ledo Slovenia, Jamnica Slovenia, Agrolaguna, Solana Pag, Dijamant, Zvečevo, and Konzum plus.

In the reporting period, total turnover (revenue) increased relative to the equivalent period of the year before. Turnover increased in particular with the supplier Zvijezda due to higher investment into marketing activities and an additional private label item of vegetable oil; with PIK Vrbovec Plus, mostly due to meat price inflation; and PIK Vinkovci plus due to repeated purchase of wheat seed, resumed purchase of soy meal, oil, and corn for the requirements of our customers, and purchase of watermelons due to flexibility in terms of smaller transport packaging. There are additional minor deviations in the overall sales structure and, as a result, in purchase values, due to seasonal component and different marketing activities of respective suppliers.

Procurement of trade goods/merchandise, fast-moving consumer goods, was consistent with the General Terms and Conditions of the company Mercator in Procurement of Goods, effective as of January 1, 2017, and as of January 1, 2019, for all suppliers. General Terms and Conditions are a constituent part of the Goods Procurement Agreement signed by the company Mercator with suppliers of goods, non-affiliated and affiliated companies.

Pricing and proving the comparability of transfer prices to market prices (arm's length principle)

Mercator has access to comparable data on procurement prices of comparable goods from non-affiliated suppliers. Information on purchase prices, together with functional analysis, prove that the procurement prices in transactions with non-affiliated persons/entities are comparable to the procurement prices in transactions with affiliated persons/entities and to procurement prices in transactions with the Fortenova Group companies.

Table 1: Trade goods/merchandise procurement value in 2018 and in the periods August 1, 2018–October 31, 2018, and August 1, 2019–October 31, 2019

	2018		01.08.2018-31.10.2018		01.08.2019-31.10.2019	
Goods procurement	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)
Companies of the Agrokor Group and the Fortenova Group	28,298,199	3.0	7,909,724	3.3	9,125,286	3.7
Non-affiliated persons/entities	911,898,899	97.0	230,737,148	96.7	235,254,697	96.3
TOTAL	940,197,098	100.0	238,646,872	100.0	244,379,983	100.0
Agrokor Group	2018		01.08.2018-31.10.2018		01.08.2019-31.10.2019	
Seller	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)
Konzum	68,704	0.2	10,101	0.1	0	0.0
Zvijezda Slovenia	4,148,394	14.7	1,050,864	13.3	0	0.0
Ledo Slovenia	4,766,674	16.8	1,294,931	16.4	0	0.0
PIK Vrbovec	14,322,477	50.6	3,952,084	50.0	0	0.0
Jamnica Slovenia	2,177,181	7.7	754,135	9.5	0	0.0
Belje	438,178	1.5	68,116	0.9	0	0.0
PIK Vinkovci	314,597	1.1	85,105	1.1	0	0.0
Agrolaguna	121,514	0.4	30,822	0.4	0	0.0
Solana Pag	94,097	0.3	30,200	0.4	0	0.0
Dijamant	1,291,955	4.6	512,940	6.5	0	0.0
Velpro-centar	13,529	0.0	-358	0.0	0	0.0
Costella	434,541	1.5	99,068	1.3	0	0.0
Zvečevo	106,358	0.4	21,716	0.3	0	0.0
TOTAL	28,298,199	100.0	7,909,724	100.0	0	0.0
Fortenova Group	2018		01.08.2018-31.10.2018		01.08.2019-31.10.2019	
Seller	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)
Konzum plus	0	0.0	0	0.0	68,275	0.7
PIK Vrbovec plus	0	0.0	0	0.0	4,876,383	53.4
PIK Vinkovci plus	0	0.0	0	0.0	456,138	5.0
Belje plus	0	0.0	0	0.0	48,346	0.5
Vinka plus	0	0.0	0	0.0	116,940	1.3
Zvijezda Slovenia	0	0.0	0	0.0	1,435,863	15.7
Ledo Slovenia	0	0.0	0	0.0	961,758	10.5
Jamnica Slovenia	0	0.0	0	0.0	785,104	8.6
Agrolaguna	0	0.0	0	0.0	23,290	0.3
Solana Pag	0	0.0	0	0.0	33,946	0.4
Dijamant	0	0.0	0	0.0	295,019	3.2
Zvečevo	0	0.0	0	0.0	24,224	0.3
TOTAL	0	100.0	0	100.0	9,125,286	100.0



4.1.2 Sale of trade goods/merchandise

In the reporting period, Mercator did not sell any trade goods (or merchandise) to any Agrokor Group company.

In the reporting period, Mercator sold trade goods (or merchandise) to the following companies of the Fortenova Group: Pik Vrbovec plus, Konzum plus, Ledo Slovenia, Jamnica Slovenia, and Zvijezda Slovenia.

In the reporting period, total turnover (revenue) decreased relative to the equivalent period of the year before. Mercator effected transactions with the companies, involving sale of ice cream toppings, cardboard packaging, livestock, and fats.

In the reporting period, sales of trade goods/merchandise were consistent with the adopted sales and payment terms and conditions for agro and transit (opposite/offsetting transactions that hedge the credit risk due to the possibility of netting, reciprocity of payment terms, agreed mark-up on the purchase price of material), and it was conducted based on the effective purchase and sale agreements for the requirements of agro and transit sales for all customers for 2019.

Pricing and proving the comparability of transfer prices to market prices (arm's length principle)

Mercator has access to comparable data on sales prices of comparable goods for non-affiliated buyers. Information on sales prices, together with functional analysis, prove that the sales prices in transactions with the Fortenova Group companies were comparable to the sales prices in transactions with non-affiliated persons/entities.

Table 2: Trade goods/merchandise sales value in 2018 and in the periods August 1, 2018–October 31, 2018, and August 1, 2019–October 31, 2019

	2018		01.08.2018-31.10.2018		01.08.2019-31.10.2019	
Sale of goods	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)
Companies of the Agrokor Group and the Fortenova Group	1,199,511	0.1	184,631	0.1	120,885	0.0
Non-affiliated persons/entities	1,141,739,238	99.9	281,031,377	99.9	313,601,455	100.0
TOTAL	1,142,938,749	100.0	281,216,008	100.0	313,722,340	100.0
Agrokor Group	2018		01.08.2018-31.10.2018		01.08.2019-31.10.2019	
Buyer	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)
PIK Vrbovec	457,012	38.1	135,047	73.1	0	0.0
Ledo Slovenia	561,529	46.8	30,886	16.7	0	0.0
Zvijezda Slovenia	7,968	0.7	0	0.0	0	0.0
Jamnica Slovenia	811	0.1	0	0.0	0	0.0
Kompas	228	0.0	0	0.0	0	0.0
Costella	171,963	14.3	18,698	10.1	0	0.0
TOTAL	1,199,511	100.0	184,631	100.0	0	0.0
Fortenova Group	2018		01.08.2018-31.10.2018		01.08.2019-31.10.2019	
Buyer	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)
PIK Vrbovec plus	0	0.0	0	0.0	69,763	57.7
Konzum plus	0	0.0	0	0.0	3,059	2.5
Ledo Slovenia	0	0.0	0	0.0	47,200	39.0
Jamnica Slovenia	0	0.0	0	0.0	859	0.7
Kompas	0	0.0	0	0.0	0	0.0
Zvijezda Slovenia	0	0.0	0	0.0	4	0.0
TOTAL	0	0.0	0	0.0	120,885	100.0

4.2 FINANCING

4.2.1 Guarantees and warranties

In the reporting period, Mercator did not grant any guarantee, warranty, surety, or any other similar commitment to any Agrokor Group company.

Moreover, Agrokor Group companies did not grant any guarantee, warranty, surety, or any other similar commitment to Mercator in the reporting period.

In the reporting period, Mercator did not grant any guarantee, warranty, surety, or any other similar commitment to any Fortenova Group company.

Moreover, Fortenova Group companies did not grant any guarantee, warranty, surety, or any other similar commitment to Mercator in the reporting period.

4.2.2 Loans

In the reporting period, Mercator did not extend or grant to Agrokor Group companies any loan, advance payment or commodity credit, or pay them extra services that would require approval by the extraordinary Management Board member pursuant to ZIČUDSP.

Moreover, Mercator did not receive any loan, advance payment or commodity credit from Agrokor Group companies. The only loan received by Mercator from the Agrokor Group is the long-term loan in the amount of EUR 20 million, granted by the company Agrokor upon acquisition on June 26, 2014.

Table 3: Balance of loans and borrowings as at December 31, 2018 and October 31, 2019

Company – creditor	Loans as at Dec 31, 2018 (in EUR)	Loans as at Oct 31, 2019 (in EUR)
Agrokor	20,000,000	20,000,000

In the reporting period, Mercator did not extend or grant to Fortenova Group companies any loan, advance payment or commodity credit, or pay them extra services.

Moreover, Mercator did not receive any loan, advance payment or commodity credit from Fortenova Group companies.



4.3 REAL ESTATE

4.3.1 Real estate lease-out

In the reporting period, Mercator did not lease out any real estate to any Agrokor Group company.

Of the Fortenova Group companies, Mercator only leased out real property to the company Kompas and Jamnica Slovenia in the reporting period.

Mercator leased out commercial premises (offices) to the company Kompas within its shopping centres based on signed lease agreements. Offices not used by Mercator were leased out to the company Jamnica Slovenia based on a signed lease agreement.

In determining or setting the prices for lease of real estate to affiliated companies, Mercator observes both market aspects that are relevant in determining the price of lease in relation to non-affiliated parties (arm's length principle) and other comparable circumstances. Mercator has opposite/offsetting transactions in place with both companies, which hedge the credit risk as they allow mutual netting.

Pricing and proving the comparability of transfer prices to market prices (arm's length principle)

Information on rent at which Mercator is leasing out commercial premises to Fortenova Group companies proves, along with the functional analysis, that rent is at the level of market (arm's length) prices or comparable to rent at which Mercator leases out its real property to non-affiliated companies.

Table 4: Revenue from leasing out real property in 2018 and in the periods August 1, 2018–October 31, 2018, and August 1, 2019–October 31, 2019

	2018		01.08.2018-31.10.2018		01.08.2019-31.10.2019	
Real estate lease-out	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)
Companies of the Agrokor Group and the Fortenova Group	72,193	0.4	18,052	0.4	8,818	0.3
Non-affiliated persons/entities	18,860,403	99.6	4,524,159	99.6	2,565,870	99.7
TOTAL	18,932,596	100.0	4,542,211	100.0	2,574,688	100.0
Agrokor Group	2018		01.08.2018-31.10.2018		01.08.2019-31.10.2019	
Tenant	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)
Jamnica Slovenia	4,092	5.7	1,027	5.7	0	0.0
Kompas	68,101	94.3	17,025	94.3	0	0.0
TOTAL	72,193	100.0	18,052	100.0	0	0.0
Fortenova Group	2018		01.08.2018-31.10.2018		01.08.2019-31.10.2019	
Tenant	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)
Jamnica Slovenia	0	0.0	0	0.0	1,040	11.8
Kompas	0	0.0	0	0.0	7,778	88.2
TOTAL	0	0.0	0	0.0	8,818	100.0

4.3.2 Investments into real estate

In the reporting period, Mercator did not purchase equipment or order services for investment into real estate from any Agrokor Group company.

In the reporting period, Mercator did not purchase equipment or order services for investment into real estate from any Fortenova Group company.



4.4 MARKETING AND OTHER SERVICES

4.4.1 Provision of marketing services

In the reporting period, Mercator did not provide any marketing services to Agrokor Group companies.

In the reporting period, Mercator provided marketing services for the following Fortenova Group companies: PIK Vrbovec plus, Ledo Slovenia, Jamnica Slovenia, Zvezda Slovenia, Agrolaguna, Dijamant, Zvečevo, and Kompas.

Services pertain to advertising in special offer campaign flyers, temporary lease of additional in-store exposure and refrigerators, promotional materials for stores, inclusion in marketing projects, introduction of new products and replacement of existing ones. Services were rendered and charged based on effective price lists. Mercator has opposite/offsetting transactions in place with all companies, which hedge the credit risk as they allow mutual netting.

Pricing and proving the comparability of transfer prices to market prices (arm's length principle)

Prices of marketing services provided by Mercator were based on relevant price lists. The same price list is used for both affiliated and non-affiliated persons/entities. The prices are based on comparable market prices or based on the actual ratio between supply and demand.

4.4.2 Commissioning of marketing and other services

In the reporting period, Mercator did not commission any marketing services from Agrokor Group or Fortenova Group companies.

Table 5: Value of marketing and other services received in 2018 and in the periods August 1, 2018–October 31, 2018, and August 1, 2019–October 31, 2019

	2018		01.08.2018-31.10.2018		01.08.2019-31.10.2019	
Marketing services	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)
Companies of the Agrokor Group and the Fortenova Group	66,385	1.7	19,735	3.1	0	0.0
Non-affiliated persons/entities	3,908,973	98.3	613,188	96.9	1,047,516	100.0
TOTAL	3,975,358	100.0	632,923	100.0	1,047,516	100.0
Agrokor Group	2018		01.08.2018-31.10.2018		01.08.2019-31.10.2019	
Seller	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)
Velpro-Centar	55,101	83.0	16,980	86.0	0	0.0
Kompas	11,284	17.0	2,755	14.0	0	0.0
TOTAL	66,385	100.0	19,735	100.0	0	0.0

4.5 IT SERVICES

In the reporting period, Mercator did not order any IT support services from any of the Agrokor Group companies.

In the reporting period, Mercator ordered IT support services from Fortenova Group companies mStart plus and Mondo-tera. Services charged by the companies Mondo-tera and mStart plus pertain to IT solutions in infrastructure and maintenance of a variety of applications. Mercator ordered the said services based on relevant contracts and quotations.

Pricing and proving the comparability of transfer prices to market prices (arm's length principle)

Service prices for IT solutions commissioned by Mercator from affiliated companies are comparable to market prices (the services are priced at arm's length), i.e. prices charged by non-affiliated service providers in the market.

Table 6: Value of IT support services received in 2018 and in the periods August 1, 2018–October 31, 2018, and August 1, 2019–October 31, 2019

	2018		01.08.2018-31.10.2018		01.08.2019-31.10.2019	
IT services	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)
Companies of the Agrokor Group and the Fortenova Group	637,267	4.9	124,826	5.1	129,704	5.5
Non-affiliated persons/entities	12,424,393	95.1	2,332,282	94.9	2,210,352	94.5
TOTAL	13,061,660	100.0	2,457,108	100.0	2,340,056	100.0
	2018		01.08.2018-31.10.2018		01.08.2019-31.10.2019	
Agrokor Group	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)
Seller	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)
mStart	633,023	99.3	124,001	99.3	0	0.0
Mondo-tera	2,820	0.4	825	0.7	0	0.0
Konzum	1,424	0.2	0	0.0	0	0.0
TOTAL	637,267	100.0	124,826	100.0	0	0.0
	2018		01.08.2018-31.10.2018		01.08.2019-31.10.2019	
Fortenova Group	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)
Seller	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)	Value (EUR)	Structure (%)
mStart plus	0	0.0	0	0.0	128,879	99.4
Mondo-tera	0	0.0	0	0.0	825	0.6
TOTAL	0	0.0	0	0.0	129,704	100.0



Mercator

4.6 SERVICES RELATED TO THE PIKA CARD

In the reporting period, Kompas was the only Fortenova Group company to use the Pika card. For both affiliated and non-affiliated companies included in the Pika card system, Mercator is providing certain card transaction services and renting out POS terminals that allow transactions with the Pika cards.

Pricing and proving the comparability of transfer prices to market prices (arm's length principle)

Mercator charges a fee for its services, and rent for the use of POS terminals. The amount of the fee depends on the transaction volume with the Pika card, and business arrangement with the business partner. Mercator charges the same rent for use of POS terminals to both affiliated and non-affiliated companies. The amount of such rent is calculated based on the amount of rent paid by Mercator to a non-affiliated company.

5. RECEIVABLES FROM AND PAYABLES TO AGROKOR GROUP AND FORTENOVA GROUP COMPANIES

5.1 RECEIVABLES

Total balance of receivables as at October 31, 2019, was EUR 6,725,722. Most receivables, amounting to EUR 6,287,927, pertain to the period before April 9, 2017, i.e. before the enactment of the so-called Lex Agrokor. Mercator reported such receivables in a timely manner and consistently with the relevant legislation. Difference up to the total amount pertains to the period after April 9, 2017.

Table 7: Agrokor Group companies: Receivables as at December 31, 2018, and October 31, 2019; value in EUR

Company	Receivables as at Dec 31, 2018	Receivables as at Oct 31, 2019
Agrokor	3,952,663	3,952,663
Agrokor AG Zug	397,000	397,000
Agrokor Trgovina	1,861,343	1,861,343
Agrolaguna	3,520	0
Belje	151,363	150,856
Dijamant	2,559	39
Jamnica Croatia	32,296	32,296
Jamnica Slovenia	65,647	0
Konzum	6,755	7,044
Ledo Croatia	208,362	208,362
Ledo Slovenia	81,573	0
PIK Vrbovec	134,539	78,694
Solana Pag	875	0
Velpro-centar	1,694	1,694
Zvijezda Croatia	35,416	35,416
Zvijezda Slovenia	63,733	0
Kompas	-19,289	0
Costella	60,454	139
Zvečevo	29,520	176
TOTAL	7,070,023	6,725,722



Companies in the Fortenova Group mostly repay their liabilities within the agreed payment terms, mostly by due date.

Table 8: Fortenova Group companies: Receivables as at October 31, 2019; value in EUR

Company	Receivables as Oct 31, 2019
Pik Vrbovec plus	18,060
Konzum plus	3,059
Agrolaguna	1,500
Jamnica Slovenia	70,310
Ledo Slovenia	169,094
Zvijezda Slovenia	68,564
Kompas	-112,952
TOTAL	217,635

5.2 PAYABLES

Amount and changes in payables depend on the season. Dynamics of repayment of our payables is comparable to the dynamics of our payments to third parties from which Mercator is purchasing the same type of goods. The Agriculture Act, adopted in January, has a considerable effect on the dynamics of payments in 2019.

Table 9: Agrokor Group companies: Payables as at December 31, 2018, and October 31, 2019; value in EUR

Company	Payables as at Dec 31, 2018	Payables as at Oct 31, 2019
Agrokor Trgovina	1,008	1,008
Agrolaguna	29,683	0
Belje	3,379	0
Dijamant	855,336	777,396
Jamnica Slovenia	689,772	0
Konzum	60,361	289
Ledo Slovenia	1,804,693	0
mStart	343,019	30,648
Pik Vinkovci	26,977	0
Pik Vrbovec	2,619,863	0
Solana Pag	35,308	0
Velpro-centar	1,336	0
Zvijezda Slovenia	1,750,235	31,769
Kompas	867,600	149,679
Costella	56,370	0
Mondo-tera	275	0
Zvečevo	36,418	0
TOTAL	9,181,633	990,789

*Table 10: Fortenova Group companies: Payables as at October 31, 2019; value in EUR*

Company	Payables Oct 31, 2019
Belje plus	41,587
Agrolaguna	18,601
Dijamant	35,760
Jamnica Slovenia	753,469
Ledo Slovenia	884,827
mStart plus	93,680
Pik Vrbovec plus	2,681,089
Pik Vinkovci plus	50,328
Solana Pag	33,946
Zvijezda Slovenia	1,285,317
Kompas	700,513
Zvečevo	20,024
Mondo-tera	275
Konzum plus	68,275
Vinka plus	91,547
TOTAL	6,759,238



COMPLIANCE OF COMPANY OPERATIONS WITH THE PROVISIONS OF THE ZIČUDSP

Based on the internal acts, covenants and commitments already implemented before the adoption of the ZIČUDSP, and based on the provisions of this Act, it can be determined that the company did not grant in the reporting period at hand any guarantees, loans, securities or similar commitments to its majority shareholder (partner) or to any company affiliated to it. The same applies to Fortenova Group companies.

Moreover, the company did not directly or indirectly approve or grant in the reporting period at hand any loan, advance payment, or similar instrument or commodity credit, and did not pay for any services to the majority shareholder or any company affiliated to it, without the consent of the extraordinary Management Board member. The same applies to Fortenova Group companies.

In the reporting period at hand, the company did not participate in any payment or assume any debt or make any payment on behalf of or instead of its majority shareholder or any company affiliated to it. The same applies to Fortenova Group companies.

In compliance with his powers and authorizations, the extraordinary Management Board member reviewed all transactions and he was informed about all details required for evaluation of compliance of company operations with the ZIČUDSP.

The extraordinary Management Board member also very actively monitored the reporting and compliance of procedures for all managers and executives, in compliance with the organizational rules and other acts related indirectly or directly to the provisions of the ZIČUDSP.

Based on his powers and authorizations, the extraordinary Management Board member also supervised the execution and conditions of commercial agreements effective before the day of his appointment.

The extraordinary Management Board member also supervised the development of this report and all activities required for its development and compilation.

Based on all established facts, the company Management Board, managers and executives hereby declare that the company acted in compliance with the provisions of the ZIČUDSP in the reporting period at hand.

Mercator d.d.
Management Board

6. APPENDICES

- Appendix 1 – List of Agrokor Group and Fortenova Group companies

Company	Street	City	Country	Reg. Number
360 MARKETING d.o.o.	Trg Dražena Petrovića 3	Zagreb	Croatia	76677251901
A.N.P. Energija d.o.o.	Trg Dražena Petrovića 3	Zagreb	Croatia	81033553099
A007 d.o.o.	Marijana Čavića 1/a	Zagreb	Croatia	42312821469
Adria retail d.o.o.	Marijana Čavića 1/a	Zagreb	Croatia	00776795695
Adriasense d.o.o.	Trg Dražena Petrovića 3	Zagreb	Croatia	87006524500
Adriatica net d.o.o.	Izidora Kršnjavog 1	Zagreb	Croatia	20350489217
* Adriatica net Beograd d.o.o.	Kosovska 8/VI	Belgrade	Serbia	
Adriatica net s.r.o. Bratislava	Ventúrska 14	Bratislava	Slovakia	
* Agkor d.o.o.	Bulevar umetnosti 4&7	New Belgrade	Serbia	
* Agrokor AG Zug	Eschenring 3	Zug	Switzerland	
Agrokor d.d.	Trg Dražena Petrovića 3	Zagreb	Croatia	40715974731
* Agrokor d.o.o. Grude	Kralja Tomislava 27	Grude	Bosnia and Herzegovina	
* Agrokor-energija d.o.o.	Trg Dražena Petrovića 3	Zagreb	Croatia	43546169521
Agrokor-trgovina d.o.o.	Trg Dražena Petrovića 3	Zagreb	Croatia	40715974731
* Agrolaguna d.d.	Mate Vlašića 34	Poreč	Croatia	84196188473
Aliquantum ulaganja d.o.o.	Trg Dražena Petrovića 3	Zagreb	Croatia	25317715808
* Angropromet d.o.o.	Miloša Velikog 76	Kikinda	Serbia	
* Ardeya Global Dubai	30-01-1280; Jewellery & Gemplex 3,	Dubai	Dubai	81160119
ATLAS d.d.	Vukovarska 19	Dubrovnik	Croatia	02041978827
* Atlas Ambassador Doo	Kosovska 8	Belgrade	Serbia	
Atlas Ambassador Mođugorje	Dr. Ante Starčevića bb	Mostar	Bosnia and Herzegovina	4227234720006
Atlas d.d. Dubrovnik	Dr. Ante Starčevića 45	Dubrovnik	Croatia	02041978827
* Atlas d.d. Croatia LLC	2929 Commercial Blvd	Ford Lauderdale	USA	L16000018924
Atlas Ambassador New York	66 West 38th street	New York	USA	
* Aureum stella d.o.o.	Marijana Čavića 1/a	Zagreb	Croatia	92567161547
Backstage d.o.o.	Slavonska avenija 11a	Zagreb	Croatia	84411860203
Belje ABC d.o.o.	Imre Nagya 1	Beli Manastir	Croatia	00051870955

	Company	Street	City	Country	Reg. Number
	Belje Agro-vet d.o.o.	Kokingrad 3	Darda	Croatia	78769491591
	Belje d.d.	Svetog Ivana Krstitelja 1a	Darda	Croatia	92404445155
*	Beojana d.o.o.	Vojislava Ilića 28	Belgrade	Serbia	
*	Beokona d.o.o.	Autoput za Zagreb 11a	Belgrade	Serbia	
*	Beopana d.o.o.	Milutina Milankovića 19	Belgrade	Serbia	
*	Beoslana d.o.o.	Autoput 11	Belgrade	Serbia	
*	Beovona d.o.o.	Milutina Milankovića 19	Belgrade	Serbia	
	Bio-zone d.o.o.	Marijana Čavića 1/a	Zagreb	Croatia	69838261198
*	Costella	Fara 30	Kostel	Slovenia	
	Dalmare d.o.o.	Ul. Velimira Škorpika 23	Šibenik	Croatia	
	Dalmarina d.o.o.	Trg Dražena Petrovića 3	Zagreb	Croatia	88061796935
*	Db kantun veleprodaja d.o.o.	Samoborska cesta 102	Zagreb	Croatia	57339268482
*	Dijamant a.d.	Temišvanski drum 14	Zrenjanin	Serbia	
	Dora foods	ul. Składowa 30c	Chorzów	Poland	
	Eko Biograd d.o.o.	Matije Gubca 130	Vinkovci	Croatia	42005576448
	Energija gradec d.o.o.	Trg Dražena Petrovića 3	Zagreb	Croatia	83373928482
*	Euroviba d.o.o.	Marijana Čavića 1/a	Zagreb	Croatia	19818276224
	Felix d.o.o.	Matije Gubca 130	Vinkovci	Croatia	94397504836
*	Fonyodi Kft.	Bezsenyi ut 1	Fonyod	Hungary	
*	Frikom d.o.o.	Zrenjaninski put bb	Belgrade	Serbia	
*	Frikom-Beograd dooel	Nikola Tesla 11	Skopje	North Macedonia	
	go.Adriatica d.o.o.	Izidora Kršnjavog 1	Zagreb	Croatia	75299430948
*	Gulliver travel d.o.o.	Obala Stejpana Radića 25	Dubrovnik	Croatia	25636115130
	Hotel Forum d.o.o.	Trg Dražena Petrovića 3	Zagreb	Croatia	62755106142
	Hoteli Koločep d.d.	Donje Čelo 45	Koločep	Croatia	30328587951
	Hoteli Živogošće d.d.	Porat 136	Živošće	Croatia	88429213928
	HU-PO d.o.o.	Jelševačka cesta 154	Zagreb	Croatia	24143874559
*	Idea d.o.o.	Autoput za Zagreb 11a	New Belgrade	Serbia	
*	ID Riva Gmbh	Neuhauser Str. 27,	München	Germany	

	Company	Street	City	Country	Reg. Number
*	ID Riva Tours b.v	Gütchenster 14	Halle	Germany	
*	Iločki podrumi d.d.	Dr. Franje Tuđmana 72	Ilok	Croatia	38793818363
*	Imex banka d.d.	Tolstojeva 6	Split	Croatia	99326633206
	Industrija mesa d.o.o.	Trg Dražena Petrovića 3	Zagreb	Croatia	75501147946
*	INIT d.d.	Rajlovačka bb	Sarajevo	Bosnia and Herzegovina	
	Investment International dooel	Ognjen Prica 1-3/28	Skopje	North Macedonia	
*	Irida d.o.o.	Petra Zrinskog 24	Daruvar	Croatia	72383446154
	Jamnica d.d.	Getaldićeva 3	Zagreb	Croatia	05050436541
*	Jamnica Mineralna Voda d.o.o.	Limbuška cesta 2	Limbuš	Slovenia	
	Jana North America	461 Park Ave S #300,	New York	USA	
*	Jolly projekti jedan d.o.o.	Trg kralja Tomislava 2	Drniš	Croatia	17172717699
*	Karisma hotels adriatic d.o.o.	Trg Dražena Petrovića 3	Zagreb	Croatia	77301543615
*	KHA četiri d.o.o.	Trg Dražena Petrovića 3	Zagreb	Croatia	34678966530
	KHA pet d.o.o.	Trg Dražena Petrovića 3	Zagreb	Croatia	83931898966
	KHA tri d.o.o.	Trg Dražena Petrovića 3	Zagreb	Croatia	23699589651
*	Kikindski mlin a.d.	Svetozara Miletića 198	Kikinda	Serbia	
*	Kollander world Travel	761 E 200th St,	Cleveland	USA	
*	KOMPAS d.d.	Pražakova ulica 4	Ljubljana	Slovenia	
*	KOMPAS d.o.o.	Mate Vlašića 20	Poreč	Croatia	13785319050
*	KOMPAS Međugorje d.o.o.	Maršala Tita 8	Sarajevo	Bosnia and Herzegovina	
*	Kompas d.o.o. Srbija	Obilićev venac 26	Belgrade	Serbia	
*	Kompas USA	2929 E.Comercial Blvd. Suite 201	Fort Lauderdale	USA	
*	Kompas Netherlands	Scheepmakershaven 32 D	Rotterdam	Netherlands	
*	Kompas Montenegro d.o.o.	22 November No. 15,	Budva	Montenegro	
*	Kompas Nordic Aps	M D Madsensvej 13	Allerod	Denmark	
*	Kompas Poland S.p.z.o.o.	Willowa 8/10/lok. 2,	Warsaw	Poland	
*	Kompas Prag	Rytířská 26,	Praga	Czech Republic	
*	Kompas Sarajevo d.o.o.	Maršala Tita 8	Sarajevo	Bosnia and Herzegovina	
*	Kompas s.r.l.	Piazza Brescia, 5,	Lido di Jesolo	Italy	

	Company	Street	City	Country	Reg. Number
*	Kompas Touristik Espana	Carrer de París, 162	Barcelona	Spain	
*	Kompas T.R.GmbH	Anton-Baugartner Strasse 125/2/7	Vienna	Austria	
*	Kompas Turistik International	Rákóczi út 14.,	Budapest	Hungary	
*	Konsolidator d.o.o.	Nova Ves 11	Zagreb	Croatia	73678065415
	Konzum d.d.	Marija Čavića 1/a	Zagreb	Croatia	29955634590
*	Konzum d.o.o. Sarajevo	Rajlovačka bb	Sarajevo	Bosnia and Herzegovina	
*	Kor - Broker d.o.o.	Trg Dražena Petrovića 3	Zagreb	Croatia	05673278055
	Krka d.o.o.	Bana Josipa Jelačića 813	Šibenik	Croatia	45256190469
*	Kron a.d.	Autroput za Zagreb 11a	New Belgrade	Serbia	
	Latere Terram d.o.o.	Marijana Čavića 1/a	Zagreb	Croatia	68289779337
*	Ledo Čitluk d.o.o.	Tromeđa bb	Čitluk	Bosnia and Herzegovina	
	Ledo d.d.	Čavićeva 1a	Zagreb	Croatia	87955947581
*	Ledo d.o.o. Ljubljana	Brnčičeva ulica 45,	Ljubljana	Slovenia	
*	Ledo d.o.o. Podgorica	Liuješe bb	Podgorica	Montenegro	
*	Ledo SH p.k. Pristine	Miosheve str.	Pristine	Kosovo	
*	Ledo Kft.	089/3 Hrsz.,	Szada	Hungary	
	Lovno gospodarstvo Moslavina d.o.o.	Trg Dražena Petrovića 3	Zagreb	Croatia	55613437019
	M - BL d.o.o.	Aleja Svetog Save 69,	Banja Luka	Bosnia and Herzegovina	
	M - Energija, d.o.o.	Viennaska 115	Ljubljana	Slovenia	
	Mercator - BH, d.o.o.	Blažuj bb	Sarajevo	Bosnia and Herzegovina	
	Mercator - CG, d.o.o.	Put Radomira Ivanovića br. 2	Podgorica	Montenegro	
	Mercator - Emba, d.d.	Tržaška cesta 2c	Logatec	Slovenia	
	Mercator - H, d.o.o.	Ljudevita Posavskog 5	Sesvete	Croatia	10045107278
	Mercator - S, d.o.o.	Temerinski put 50	Novi Sad	Serbia	
	Mercator IP, d.o.o.	Viennaska 110	Ljubljana	Slovenia	
	Mercator Macedonia, d.o.o.e.l.	Ulica 50. divizije 24A	Skopje	North Macedonia	
	MERCATOR MAXI, d.o.o.	Trg republike 1	Ljubljana	Slovenia	
	Mercator-Velpro, d.o.o.	Slovenčeva 25	Ljubljana	Slovenia	
*	Mg Mivela d.o.o.	Partizanske avijacije bb	New Belgrade	Serbia	

Company	Street	City	Country	Reg. Number
Mladina d.d.	Bana Josipa Jelačića 85	Jastrebarsko	Croatia	00233318664
Mliječno govedarstvo Klisa d.o.o.	Sajmište 113c	Vukovar	Croatia	03831063279
Moje domaće meso d.o.o.	Male sredice	Bjelovar	Croatia	60174244801
* Mondo-tera d.o.o.	Republike Hrvatske 71	Grude	Bosnia and Herzegovina	
Mondo-tera d.o.o.	Marijana Čavića 1/a	Zagreb	Croatia	14072680184
Morso-Line doo	Autoput za Zagreb 11a	New Belgrade	Serbia	
* M-Profil SPV d.o.o.	Zrenjaninski put bb	Belgrade	Serbia	
* mStart Business Solutions d.o.o.	Autoput za Zagreb 11a	New Belgrade	Serbia	
mStart d.o.o.	Slavonska avenija 11a	Zagreb	Croatia	19895453012
* Multiplus card d.o.o.	Trg Dražena Petrovića 3	Zagreb	Croatia	18207737728
Napred projekt 52 d.o.o.	Knez Mihailova 7/II	Belgrade	Serbia	
* Nova sloga d.o.o.	Kneginje Milice 81/1	Trstenik	Serbia	
Pet-prom ulaganja d.o.o.	Marijana Čavića 1/a	Zagreb	Croatia	77713684270
Photo boutique d.o.o.	Heinzelova 60/1	Zagreb	Croatia	73727912033
* PIK BH d.o.o. Laktaši	Ulica Svetosavska bb	Laktaši	Bosnia and Herzegovina	
PIK Vrbovec d.d.	Zagrebačka 148	Vrbovac	Croatia	78909170415
PIK Vrbovec BiH d.o.o.	Veljka Lukića 22	Lukovac	Bosnia and Herzegovina	
* PIK Vrbovec S d.o.o.	Autoput za Zagreb 11a	Belgrade	Serbia	
PIK-Vinkovci d.d.	Matije Gubca 130	Vinkovci	Croatia	17774531631
Platinum-A, d.o.o.	Viennaska 107	Ljubljana	Slovenia	
Platinum-B, d.o.o.	Viennaska 107	Ljubljana	Slovenia	
Platinum-C, d.o.o.	Viennaska 107	Ljubljana	Slovenia	
Platinum-D, d.o.o.	Viennaska 107	Ljubljana	Slovenia	
Plodovi podravine d.o.o.	Grgura Karlovčana 2/a	Ferdinandovac	Croatia	40177414551
* Poliklinika Aviva	Nemetova	Zagreb	Croatia	01916835772
* Poljoprivreda j.d.o.o.	Matije Gubca 130	Vinkovci	Croatia	06919626383
Poslovni sistem Mercator, d.d.	Viennaska 107	Ljubljana	Slovenia	
Projektgradnja d.o.o.	Vrbska ulica 3	Gornja Vrba	Croatia	19659143269
Rivijera d.d.	Liburnijska 46	Ičići	Croatia	80911267020

	Company	Street	City	Country	Reg. Number
*	Roto dinamic d.o.o.	Samoborska cesta 102	Zagreb	Croatia	24723122482
	Roto ulaganja d.o.o.	Tome Strižića 8	Rijeka	Croatia	28189962659
*	Sarajevski kiseljak d.d.	Kraljice mira br. 17	Kiseljak	Bosnia and Herzegovina	
*	Shutnell Limited Ltd. Cipar	Konstantinou. 9., Agios. Antreas	Nicosia	Cyprus	
	SK-735 d.o.o.	Marijana Čavića 1/a	Zagreb	Croatia	81441487023
	Sojara d.o.o.	Ulica 84 Gardijske bojne HV Termiti 40	Zagreb	Croatia	87720689078
*	Solana Pag d.d.	Svilno bb	Pag	Croatia	34949147151
*	Super Kartica d.o.o.	Partizanske avijacije bb	New Belgrade	Serbia	
*	Super kartica d.o.o. Crna Gora	Put Radovana Ivanovića br. 2	Podgorica	Montenegro	
*	Super kartica d.o.o. BH	Ul. Ložionička br. 16	Sarajevo	Bosnia and Herzegovina	
	Terra Argenta d.o.o.	Sajmište 113/c	Vukovar	Croatia	20453182684
*	Tesla štedna banka d.d.	Trg J.F. Kennedya 6 B	Zagreb	Croatia	82901735413
	Tisak d.d.	Slavonska avenija 11a	Zagreb	Croatia	75917721668
	Tisak d.o.o.	Jalijski put 6	Zenica	Bosnia and Herzegovina	
*	TISAK InPost d.o.o.	Slavonska avenija 11a	Zagreb	Croatia	21436767937
*	Tisak usluge d.o.o.	Slavonska avenija 11a	Zagreb	Croatia	85003955783
*	TPDC Sarajevo d.d.	Rajlovačka bb	Sarajevo	Bosnia and Herzegovina	
	Velpro - centar d.o.o.	Marijana Čavića 1/a	Zagreb	Croatia	46660800468
	VELPRO d.o.o. Sarajevo	Rajlovačka bb	Sarajevo	Bosnia and Herzegovina	
*	Vinarija Novigrad d.o.o.	Tome Strižića 8	Rijeka	Croatia	67539583469
	Vinka	Jarminačka cesta 1	Vinkovci	Croatia	45295422526
*	Vjesnik-usluge d.o.o.	Slavonska avenija 4	Zagreb	Croatia	21825610728
	Vupik d.d.	Sajmište 113/c	Zagreb	Croatia	06849543412
*	Zagreb plakat d.o.o.	Koturaška 51	Zagreb	Croatia	32111742300
*	Zvečevo d.d.	Kralja Zvonimira 1	Požega	Croatia	40479860551
	Zvijezda d.d.	Marijan Čavića 1	Zagreb	Croatia	91492011748
*	Zvijezda d.o.o. Ljubljana	Breznikova ulica 26	Domžale	Slovenia	69722838
*	Zvijezda d.o.o. Sarajevo	Rajlovačka bb	Sarajevo	Bosnia and Herzegovina	
*	Zvijezda RS d.o.o Laktaši	Svetosavska bb Glamočani,	Laktaši	Bosnia and Herzegovina	

	Company	Street	City	Country	Reg. Number
*	Žitnjak d.d.	Marija Čavića 8	Zagreb	Croatia	25435300118

* As of April 1, 2019, the companies were transferred to the ownership of the Fortenova Grupa pursuant to the settlement agreement.

Sources:

E-mail dated May 28, 2019: List of companies under the ownership of the Fortenova Grupa.

E-mail dated September 6, 2018: List of companies as at June 30, 2018.

E-mail dated May 30, 2018: List of companies as at May 17, 2018.

E-mail dated December 14, 2017: List of companies as at September 30, 2017.

E-mail dated August 30, 2017: List of companies as at August 30, 2017.

E-mail dated June 9, 2017: List of companies as at December 20, 2016.

Monthly report of the economic and financial situation and implementation of measures of the extraordinary management Agrokor, d.d.

Publication of the Commercial Court of the Republic of Croatia of April 10, 2017