

IGM ĆELE KULA ad

Dušana Popovića 22, NIŠ

MB: 07133561

Na osnovu člana 372 Zakona o privrednim društvima ("Sl. glasnik RS", br. 36/2011, 99/2011, 83/2014 - dr. zakon, 5/2015, 44/2018, 95/2018 i 91/2019) ("Zakon o privrednim društvima"), Odbor direktora društva **IGM ĆELE KULA** iz Niša, ul. Dušana Popovića 22, matični broj 07133561, PIB 100184997 (u daljem tekstu Društvo), na sednici održanoj dana 13.10.2025. godine, doneo je

O D L U K U O SAZIVANJU VANREDNE SEDNICE SKUPŠTINE AKCIONARA

Saziva se vanredna sednica skupštine akcionara koja će se održati 06.11.2025. godine, sa početkom u 12 sati.

Radi lakše organizacije sednice, a u skladu sa članom 332 stav 2 Zakona o privrednim društvima i člana 33 Statuta Društva, sednica skupštine akcionara biće održana u Beogradu, na adresi Bulevar Despota Stefana 25,1.sprat,stan broj 3.

Utvrđuje se sledeći dnevni red:

Prethodni postupak

1. Verifikacija učesnika sa utvrđivanjem kvoruma za rad i odlučivanje
2. Izbor predsednika skupštine
3. Imenovanje zapisničara i članova Komisije za glasanje

Redovni postupak:

1. Usvajanje zapisnika sa redovne sednice skupštine održane dana 24.06.2025. godine
2. Usvajanje odluke o raspolaganju imovinom velike vrednosti
3. Razno.

Pravo učešća u radu skupštine ima svaki akcionar, odnosno njegov punomoćnik.

Punomoćje za glasanje nije prenosivo

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Pursuant to Article 372 of the Law on Companies ("Official Gazette of RS", No. 36/2011, 99/2011, 83/2014 - other law, 5/2015, 44/2018, 95/2018 and 91/2019) ("Companies Act"), Board of Directors of the company **IGM ĆELE KULA** iz Niša, ul. Dušana Popovića 22, business identify number 07133561, VAT number 100184997 (hereinafter the Company), at the session held on 13.10.2025. made the:

DECISION OF CONVENING AN EXTRAORDINARY SESSION OF THE SHAREHOLDERS' ASSEMBLY

An extraordinary session of the shareholders' assembly is being convened, which will be held on 06.11.2025. starting at 12 p.m.

Due to an easier organization of the session, and in accordance with Article 332 paragraph. 2 of the Companies Act Article 33 of the Statute of the Company, the session of the shareholders' assembly shall be held in Belgrade, at the address Bulevar Despota Stefana 25,1st floor, apartment no 3.

The following agenda is hereby established:

Preliminary procedure

1. Verification of participants with determination of quorum for work and decision-making
2. Election of the President of the Assembly
3. Appointment of the recorder and members of the Voting Commission

Regular procedure:

1. Adoption of the minutes from the ordinary Assembly held on 24 June 2025.
2. Adoption of the decision on disposal of high value property
3. Miscellaneous.

Every shareholder, ie his / her proxy, has the right to participate in the work of the General Meeting.

The power of attorney for voting is not transferable.

Navedeno punomoćje je potrebno da bude overeno u skladu sa Zakonom o overi potpisa ako ga izdaju fizička lica.

Punomoćje se može dati i elektronskim putem, pod uslovom da bude potpisano kvalifikovanim elektronskim potpisom davaoca punomoćja u skladu sa zakonom koji reguliše elektronski potpis. Punomoćje dato elektronskim putem se dostavlja Društvu putem e-maila na adresu d.ignjatovic@celekula.com.

Ako punomoćje za glasanje sadrži uputstva punomoćnik je dužan da postupa po njima.

Punomoćnik je dužan da punomoćje u originalu dostavi Društvu najkasnije do početka sednice skupštine za koju je opunomoćen.

Jedan ili više akcionara koji poseduju najmanje 5% akcija sa pravom glasa mogu predložiti dodatne tačke za dnevni red sednice pod uslovom da obrazlože taj predlog.

Predlog se daje pismenim putem, a može se najkasnije dati 10 dana pre održavanja sednice skupštine. Ako se predlog za dopunu dnevnog reda prihvati, Društvo je u obavezi da novi dnevni red dostavi akcionarima bez odlaganja.

Akcionar koji ima pravo ličnog učešća u radu skupštine ima pravo da postavi pitanja koja se odnose na tačke dnevnog reda samo u meri u kojoj su odgovori na ta pitanja neophodni za pravilnu procenu pitanja koja se odnose na tačke dnevnog reda.

O svim predloženim odlukama pravo glasa ostvaruje 14436 običnih akcija društva. Odluke se donose običnom većinom glasova prisutnih akcionara.

Poziv za sednicu Skupštine akcionara objavljuje se na internet stranici društva www.celekula.com, na internet stranici Centralnog registra depoa i kliringa hartija od vrednosti www.crhov.rs, i na internet stranici Agencije za privredne registre www.apr.gov.rs.

Za dan utvrđivanja akcionara određen je 27.10.2025. godine. Akcionar sa pravom glasa može lično ili preko punomoćnika učestvovati u

The said power of attorney needs to be certified in accordance with the Law on Signature Verification if issued by the natural persons.

The power of attorney may also be issued electronically, provided that it is signed by a qualified electronic signature of the issuer of the power of attorney in accordance with the law governing electronic signatures. The power of attorney given electronically is delivered to the Company by e-mail to the address d.ignjatovic@celekula.com.

If the power of attorney for voting contains instructions, the proxy is obliged to act according to them.

The proxy is obliged to submit the power of attorney in original to the Company no later than the beginning of the assembly session for which he is authorized.

One or more shareholders holding at least 5% of the voting shares may propose additional items for the agenda of the meeting, provided that they explain the proposal.

The proposal is given in writing, and can be given no later than 10 days before the assembly session. If the proposal to amend the agenda is accepted, the Company is obliged to submit the new agenda to the shareholders without delay.

A shareholder who has the right to personally participate in the work of the General Meeting has the right to ask questions related to the items of the agenda only to the extent that the answers to those questions are necessary for a proper assessment of the issues related to the agenda items.

14436 ordinary shares of the company have the right to vote on all proposed decisions. Decisions are made by a simple majority of votes of the present shareholders.

The invitation for the session of the General Meeting of Shareholders is published on the company's website www.celekula.com, on the website of the Central securities depository and clearing house www.crhov.rs, and on the website of the Business Registers Agency www.apr.gov.rs.

The day of determining the shareholders is set for 27.10.2025. A shareholder with the right to vote may personally or through a proxy participate in the work

radu i odlučivanju o predloženom dnevnom redu Skupštine akcionara.

U skladu sa članom 340 Zakona o privrednim društvima, akcionari mogu da glasaju i pisanim putem bez prisustva sednici, uz overu svog potpisa na formularu za glasanje u skladu sa zakonom kojim se uređuje overa potpisa. Obrazac formulara za glasanje akcionara pisanim putem bez prisustva sednici dostupan je na web sajtu Društva, www.celekula.com a čini i sastavni deo materijala za sednicu skupštine. U skladu sa Zakonom o privrednim društvima, akcionar koji je glasao u odsustvu smatra se prisutnim na sednici prilikom odlučivanja o tačkama dnevnog reda po kojima je glasao.

Obaveštavaju se akcionari koji na skupštini društva budu glasali protiv ili se uzdrže od glasanja za odluku o raspolaganju imovinom velike vrednosti, da se, u skladu sa članom 474. stav 1. tačka 5. mogu izjasniti kao nesaglasni, te da mogu uputiti zahtev društvu za isplatu po osnovu ostvarivanja prava nesaglasnog akcionara na otkup njihovih akcija.

Formular za ostvarivanje prava nesaglasnih akcionara može se preuzeti na web sajtu Društva, www.celekula.com Zahtev za isplatu, svi nesaglasni akcionari mogu podneti na sednici skupštine lično predsedniku skupštine ukoliko su glasali protiv usvajanja predmetne odluke ili su bili uzdržani, ili u roku od 15 dana od dana sednice skupštine akcionara na kojoj je doneta odluka, uzimajući u obzir član 340. Zakona o privrednim društvima i mogućnost glasanja u odsustvu. Akcionari koji nisu uzimali učešće u radu skupštine akcionara ne mogu podnositi zahtev za nesaglasnost.

Društvo je u obavezi da u roku od 60 dana od isteka roka od 15 dana za podnošenja zahteva, nesaglasnom akcionaru, u skladu sa Zakonom, isplati vrednost akcija. Podaci o utvrđenoj vrednosti akcija čine sastavni deo materijala za sednicu skupštine i mogu se preuzeti u prostorijama Društva, radnim danima od 12 do 14 časova. Saglasno članu 476. Zakona o privrednim društvima, nesaglasni akcionar može

and decide on the proposed agenda of the General Meeting of Shareholders.

In accordance with Article 340 of the Companies Act, shareholders may also vote in writing without attending the meeting, with the verification of their signature on the voting form in accordance with the law governing the verification of signatures. The form of voting forms for shareholders in writing without attending the meeting is available on the Company's website, www.celekula.com, and is an integral part of the material for the General Meeting. In accordance with the Law on Companies, a shareholder who voted in absentia is considered present at the session when deciding on the items on the agenda on which he voted.

Shareholders are hereby informed that, in accordance with Article 474, paragraph 1, item 5 of the Law on Companies, and on the occasion of the Decision on the disposal of high value property, they may declare themselves dissenting, and may send a request to the Company for payment on the basis of exercising the right of the dissenting shareholder to repurchase their shares.

The form for exercising the rights of dissenting shareholders can be downloaded from the Company's website, www.celekula.com. The request for payment may be submitted by all dissenting shareholders at the General Meeting in person to the President of the General Meeting if they voted against the adoption of the decision or abstained, or within 15 days from the day of the General Meeting at which the decision was made, taking into account Article 340 of the Companies Act and the possibility of voting in absentia. Shareholders who did not take part in the work of the General Meeting of Shareholders cannot submit a request for dissenting.

The Company is obliged to pay the value of the shares to the dissenting shareholder, in accordance with the Law, within 60 days from the expiration of the 15-day deadline for submitting requests. Data on the determined value of shares are an integral part of the material for the General Meeting and can be received on the Company's premises, on working days from 12:00 to 14:00. Pursuant to Article 476 of the Companies Act, a dissenting shareholder may file a

tužbom nadležnom sudu protiv društva tražiti isplatu:

- 1) razlike do pune vrednosti njegovih akcija utvrđene u skladu sa članom 475. stav 3. ovog zakona, ako smatra da mu je društvo na ime otkupne cene za njegove akcije isplatilo iznos niži od te vrednosti usled toga što je bilo koja od vrednosti iz člana 475. stav 1. tačka 2) ovog zakona pogrešno utvrđena ili ako je društvo izvršilo samo delimičnu isplatu;
- 2) pune vrednosti njegovih akcija utvrđene u skladu sa članom 475. stav 3. ovog zakona, ako mu društvo nije izvršilo nikakvu isplatu po tom osnovu, a podneo je zahtev u skladu sa članom 475. stav 2. ovog zakona.

Tužba iz člana 476, stav 1 Zakona o privrednim društvima se podnosi najkasnije u roku od 30 dana od dana izvršene isplate u skladu sa članom 475. stav 4. ovog člana, odnosno isteka roka za tu isplatu ako isplata nije izvršena.

Ako je podneto više od jedne tužbe iz prethodnog stava postupci se spajaju.

Ako sud pravnosnažnom presudom donetom u postupku po tužbi iz člana 476, stav 1 Zakona o privrednim društvima obaveže društvo da nesaglasnom akcionaru isplati razliku do pune vrednosti akcija, odnosno punu vrednost akcija, društvo je u obavezi da svim drugim nesaglasnim akcionarima iste klase akcija prizna i isplati istu vrednost akcije, nezavisno od činjenice da li su ti akcionari podneli tužbu iz člana 476, stav 1 Zakona o privrednim društvima

Ako društvo ne postupi u skladu sa članom 476, stav 4 Zakona o privrednim društvima u roku za izvršenje presude iz stava 4. Člana 476, svaki nesaglasni akcionar može tužbom nadležnom sudu tražiti isplatu razlike do pune vrednosti akcija, odnosno vrednost akcija koja je utvrđena tom presudom.

Uvid u skupštinski materijal, odnosno predloge svih odluka društvo obezbeđuje svakom

lawsuit against the company to the competent court against the company and ask for the payment of the:

- 1) differences up to the full value of his shares determined in accordance with Article 475, paragraph 3 of this Law, if he considers that the company paid him an amount lower than that value for the purchase price due to the fact that any of the values referred to in Article 475, paragraph 1, item 2) of this Law were erroneously determined or if the company has made only a partial payment;
- 2) the full value of his shares determined in accordance with Article 475, paragraph 3 of this Law, if the company has not made any payment to him on that basis, and has submitted a request in accordance with Article 475, paragraph 2 of this Law.

The lawsuit referred to in paragraph 1 of above paragraph shall be filed no later than 30 days from the day of the payment in accordance with Article 475, paragraph 4 of this Article, or the expiration of the deadline for that payment if the payment was not made.

If more than one lawsuit referred to in above mentioned paragraph has been filed, the procedures shall be joined.

If the court, by a final judgment rendered in the procedure on the lawsuit referred to the above paragraph, obliges the company to pay the difference to the dissenting shareholder up to the full value of shares, ie the full value of shares, the company is obliged to recognize and pay the same share value to all other dissenting shareholders, regardless of the fact whether those shareholders filed the lawsuit referred to in paragraph 1 of this Article.

If the company does not act in accordance with Article 476, paragraph 4 of the Law on companies, within the deadline for execution of the judgment referred to Article 476, paragraph 4 of the Law on companies, any dissenting shareholder may sue the Company to the competent court to pay the difference up to the full value of shares, ie the value of shares determined by that judgment.

Insight into the General Meeting of Shareholders material, ie proposals of all decisions, the company

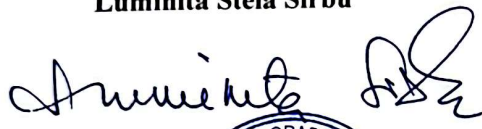
akcionaru koji to zahteva i to od dana objavljivanja poziva u sedištu Pravne službe Društva na adresi Niš, ul. Dušana Popovića 22, u vremenu od 12 do 14 časova uz prethodnu najavu dolaska na broj telefona: 065 6227901.

Obaveštavaju se predstavnici akcionara, fizičkih i pravnih lica da su obavezni da svoje učešće na Skupštini prijave Pravnoj službi društva najkasnije tri dana pre održavanja Skupštine kao i da u skladu sa spiskom koji će biti sačinjen najmanje sat vremena pre početka zasedanja Skupštine stručnoj službi predaju potpisano ovlašćenje, a akcionari fizička lica dužna su dati ličnu kartu na uvid.

Niš, 13.10.2025. godine

Predsednik Odbora direktora

Luminita Stela Sirbu



provides to each shareholder who requests it from the day of publishing the invitation at the headquarters of the Legal Department of the Company at NIs, st. Dusana Popovica 22, from 12 to 14 hours with prior announcement of the visit at the telephone number 065 6227901.

We are notifying representatives of shareholders, natural and legal persons, that they are obligated to report their taking part in Assembly, to the Legal department of Company no later than three days before Assembly, they are obligated to hand over signed authorization for attending the Assembly according to the list that will be made no later than one hour before Assembly. They are also obligated to show their identification card.

Niš, 13th October 2025

Chairman of the Board of Directors

Luminita Stela Sirbu

