

<p>Pursuant to the Companies Act (ZGD-1)¹ and provision of Article 17 of the Articles of Association of the company CVS MOBILE, informacijske rešitve, d.d., the Management Board hereby convenes the</p>	<p>Na podlagi Zakona o gospodarskih družbah (ZGD-1)² in na podlagi določil 17. člena Statuta družbe CVS MOBILE, informacijske rešitve, d.d., uprava sklicuje</p>
<p>General Meeting of Shareholders of CVS MOBILE, informacijske rešitve, d.d. (the "Company"),</p>	<p>Skupščino delničarjev družbe CVS MOBILE, informacijske rešitve, d.d. (»Družba«),</p>
<p>which will be held on Monday, 18th of December 2023, at 10 a.m. at the Company's headquarters (Ulica Gradnikove brigade 11, Ljubljana), with the following agenda</p>	<p>ki bo potekala v ponedeljek, 18. 12. 2023 ob 10.00 uri na sedežu Družbe (Ulica Gradnikove brigade 11, Ljubljana), z naslednjim dnevnim redom</p>
<p>1. Opening of the general meeting of shareholders and election of the working bodies</p>	<p>1. Otvoritev skupščine, ugotovitev sklepčnosti in izvolitev organov skupščine</p>
<p>The proposed resolution:</p>	<p>Predlog sklepa:</p>
<p>1.1. Attorney-at-law Marko Šušmelj is appointed chairman of the general meeting of shareholders, Valter Grilanc and Tjaša Avsec are appointed vote counters. The general meeting of shareholders is attended by the notary public Mr. Miha Tratnik from Ljubljana.</p>	<p>1.1. Za predsednika skupščine se izvoli odvetnik Marko Šušmelj, za preštevalca glasov pa Valter Grilanc in Tjaša Avsec. Ugotovi se prisotnost notarja g. Mihe Tratnika iz Ljubljane.</p>
<p>2. Transfer of minority shareholders' shares to the Main Shareholder</p>	<p>2. Prenos delnic manjšinskih delničarjev na Glavnega delničarja</p>
<p>The proposed resolution</p>	<p>Predlog sklepa:</p>
<p>2.1 The company Napredna telematika, storitve d.o.o., with its seat in Ljubljana, business address at Ulica Gradnikove brigade 11, 1000 Ljubljana and registration number 8820376000 (the "Main shareholder") holds a total of 186,838 ordinary shares with the symbol CVSG, issued by the company CVS MOBILE, informacijske rešitve, d.d., with its seat in Ljubljana, business address at Ulica Gradnikove brigade 11, 1000 Ljubljana, and registration number 2155630000 (the "Company"), representing 95.814% of the Company's share capital, and is deemed to be the main shareholder of the Company within the meaning of Article 384(1) of ZGD-1.</p>	<p>2.1. Družba Napredna telematika, storitve d.o.o., s sedežem v Ljubljani, poslovnim naslovom Ulica Gradnikove brigade 11, 1000 Ljubljana, ter z matično številko 8820376000 (»Glavni delničar«) je skupaj imetnica 186.838 navadnih imenskih kosovnih delnic z oznako CVSG, katerih izdajatelj je družba CVS MOBILE, informacijske rešitve, d.d., s sedežem v Ljubljani, poslovnim naslovom Ulica Gradnikove brigade 11, 1000 Ljubljana, ter z matično številko 2155630000 (»Družba«), kar predstavlja 95,814 % delež v osnovnem kapitalu Družbe, pri čemer se šteje za glavnega delničarja Družbe v smislu člena 384(1) ZGD-1.</p>
<p>2.2. All CVSG shares not held by the Main shareholder, i.e., a total of 8,162 CVSG shares, shall be transferred to the Main shareholder upon the entry of this resolution on the transfer of the CVSG shares in the court register.</p>	<p>2.2. Vse delnice z oznako CVSG, ki niso v lasti Glavnega delničarja, tj. skupaj 8.162 delnic z oznako CVSG, se z vpisom tega sklepa o prenosu delnic z oznako CVSG v sodni register prenesejo na Glavnega delničarja.</p>
<p>2.3 The cash consideration offered by the Main shareholder for the transfer of minority shareholders' shares shall be EUR 93.06 per each share with symbol</p>	<p>2.3. Denarna odpravnina, ki jo za prenos delnic manjšinskih delničarjev ponuja Glavni delničar, znaša 93,06 EUR za vsako posamezno delnico z</p>

¹ Companies Act (in Slovene: *Zakon o gospodarskih družbah*; Official Gazette of the Republic of Slovenia, No 42/06 as amended, "ZGD-1").

² Zakon o gospodarskih družbah (Uradni list Republike Slovenije, št. 42/06 s spremembami, »ZGD-1«).

<p>CVSG. The cash consideration will be provided in full by the Main shareholder in its own name and on its own account.</p> <p>2.4 If there are no third party rights over the shares of the minority shareholders, the minority shareholder shall be the beneficiary of the cash consideration. If there are any third-party rights over the minority shareholders' shares, such third-party rights shall be deleted simultaneously with the transfer of such shares to the Main shareholder, provided that if the deleted encumbrance is a pledge, the payment of the cash consideration shall be made to the pledgee, whereby in other cases, the payment of the cash consideration shall be made to the minority shareholder (all in accordance with Article 23(3) of ZNVP-1³).</p> <p>2.5 The Main shareholder will pay the cash consideration for the acquired shares immediately after the entry of the decision to transfer the shares of the minority shareholders to the Main shareholder in the court register. The Main shareholder has also submitted a declaration of the Bank dated 17 November 2023 by which Addiko Bank d.d. has in accordance with Article 385(2) of ZGD-1 assumed joint and several liability for the fulfilment of the Main shareholder's obligation to pay the relevant cash consideration to the beneficiaries referred to in clause 2.4 of this resolution.</p>	<p>oznako CVSG. Denarno odpravnino bo v svojem imenu in za svoj račun v celoti zagotovil Glavni delničar.</p> <p>2.4. Če na delnicah manjšinskih delničarjev ne obstajajo pravice tretjih oseb, je upravičenec do denarne odpravnine manjšinski delničar. Če so na delnicah manjšinskih delničarjev kakršnekoli pravice tretjih oseb, se te pravice tretjih oseb izbrišejo hkrati s prenosom teh delnic na Glavnega delničarja, pri čemer se v primeru, če je izbrisano breme zastavna pravica, plačilo denarne odpravnine izvrši v korist zastavnega upnika, v drugih primerih pa se plačilo denarne odpravnine izvrši v korist manjšinskega delničarja (vse v skladu s členom 23(3) ZNVP-1⁴).</p> <p>2.5. Glavni delničar bo denarno odpravnino za pridobljene delnice izplačal nemudoma po objavi vpisa sklepa o prenosu delnic manjšinskih delničarjev na Glavnega delničarja v sodni register. Glavni delničar je upravičenec Družbe predložil tudi izjavo banke z dne 17. 11. 2023, s katero je banka Addiko Bank d.d. v skladu s členom 385(2) ZGD-1 prevzela solidarno odgovornost za izpolnitev obveznosti Glavnega delničarja, da bo upravičencem iz točke 2.4. tega sklepa plačana ustrezna denarna odpravnina za pridobljene delnice.</p>
<p>Shareholder information</p> <p>Access to general meeting materials, to proposed resolutions with explanations and to information relating to the general meeting:</p> <p>The proposer of the resolution under agenda items 1 and 2 is the Main shareholder.</p> <p>The notice of the general meeting, including the agenda, is published on the AJPES website (http://www.ajpes.si).</p> <p>The general meeting materials, including the resolution proposals for each item on the agenda of the general meeting, indicating who made each proposal, and clarification of each item on the agenda, and other materials, relevant for decisions of the general meeting (in particular, the proposed resolutions on the share transfers, the Company's annual reports for the last three financial years, a written report from the Main shareholder on the assumptions for the transfer of the shares and the appropriateness of the amount of cash consideration, and</p>	<p>Informacije za delničarje</p> <p>Dostop do gradiva za skupščino, predlogov sklepov z obrazložitvijo in informacij v zvezi s skupščino:</p> <p>Predlagatelj sklepov pod 1. in 2. točko dnevnega reda je Glavni delničar.</p> <p>Sklic skupščine z dnevnim redom se objavi na spletni strani AJPES (http://www.ajpes.si).</p> <p>Gradivo za skupščino, vključno s predlogi sklepov za vsako točko dnevnega reda skupščine, z navedbo, kdo je dal posamezni predlog, obrazložitvijo vsake točke dnevnega reda ter ostalo gradivo, pomembno za odločanje skupščine Družbe (zlasti pa predlog sklepa o prenosu delnic, letna poročila Družbe za zadnja tri poslovna leta, pisno poročilo Glavnega delničarja o predpostavkah za prenos delnic in primernosti višine denarne odpravnine, ter revizorjevo poročilo o primernosti denarne odpravnine, ki jo ponuja Glavni delničar), je na vpogled delničarjem Družbe na</p>

³ Book-Entry Securities Act (in Slovene: *Zakon o nematerializiranih vrednostnih papirjih*; Official Gazette of the Republic of Slovenia No 75/15 as amended, "ZNVP-1").

⁴ Zakon o nematerializiranih vrednostnih papirjih (Ur. l. RS, št. 75/15 s spremembami, »ZNVP-1«).

auditor's report on the appropriateness of the cash consideration offered by the Main shareholder), are available at the Company's registered office in Ljubljana, at the address Ulica Gradnikove brigade 11, every working day between 9 a.m. and 11 a.m. from the day of the general meeting convocation to and including the day of the general meeting.

Requests and proposals by shareholders

Shareholders holding 1/20 or more of the Company's share capital are entitled to place items on the agenda by written request within seven days of the publication of the notice of the general meeting. The request must include a written proposed resolution to be decided by the general meeting, or, if no resolution is decided on under an agenda item, an explanation to the agenda item. Shareholders, who meet the conditions for submitting request to place additional items on the agenda must send the request to the Company no later than seven day after the date of publication of the convocation of the general meeting. Pursuant to Article 298(3) of ZGD-1, the management board will publish any additional agenda items that shareholders will send to the Company no later than seven days after the publication of the convocation of the general meeting. Requests for placing items on the agenda may be sent by email to info@cvs-mobile.com.

Shareholders are, pursuant to Article 300 of ZGD-1, entitled to add written proposed resolutions and voting proposals to each agenda item. The management board will in accordance with Article 296 ZGD-1 publish, in the same manner as the notice of the general meeting, any shareholder proposal if sent to the Company within seven days of the notice of the general meeting, provided that it is reasonably substantiated and in relation to which the proposing shareholder advises that the shareholder will object to the resolution proposed by the management board or the supervisory board at the general meeting and induce other shareholders to vote for the shareholder's proposal. Pursuant to Article 301 of ZGD-1, shareholders are not required to explain their voting proposals. Any shareholder proposal will be published and advised pursuant to Article 296 of ZGD-1, if sent to the Company reasonably substantiated within seven days of the publication of the notice of the general meeting. Proposed resolutions and voting proposals may be sent by email to the Company at info@cvs-mobile.com.

Any additional items on the agenda, including explanations or proposals referred to in Article 298(1) ZGD-1, and any shareholders' proposals from Article 300 ZGD-1 and Article 301 ZGD-1, along with the reasons thereof, will be made available to the shareholders for review immediately upon

sedežu Družbe v Ljubljani, na naslovu Ulica Gradnikove brigade 11, vsak delovni dan od dneva objave sklica skupščine do vključno dneva zasedanja skupščine, od 9. do 11. ure.

Zahteve in predlogi delničarjev

Delničarji, katerih deleži dosegajo dvajsetino osnovnega kapitala, lahko sedem dni po objavi sklica skupščine pisno zahtevajo dodatno točko dnevnega reda. Zahtevi morajo v pisni obliki predložiti predlog sklepa, o katerem naj skupščina odloča, ali če skupščina pri posamezni točki ne sprejema sklepa, obrazložitev točke dnevnega reda. Delničarji, ki izpolnjujejo pogoje za vložitev zahteve za dopolnitev dnevnega reda, morajo zahtevo Družbi poslati najpozneje sedem dni po objavi sklica skupščine. Uprava Družbe bo v skladu s členom 298(3) ZGD-1 objavila tiste dodatne točke dnevnega reda, glede katerih bodo delničarji zahteve poslali Družbi najpozneje sedem dni po objavi tega sklica skupščine. Delničarji lahko zahteve za dodatne točke dnevnega reda sporočijo tudi po elektronski pošti na elektronski naslov info@cvs-mobile.com.

Delničarji lahko v skladu s členom 300 ZGD-1 k vsaki točki dnevnega reda v pisni obliki dajejo pisne predloge sklepov in volilne predloge. Uprava bo v skladu s členom 296 ZGD-1 na enak način kot ta sklic skupščine objavila tiste predloge delničarjev, ki bodo poslani Družbi v sedmih dneh po objavi tega sklica skupščine, ki bodo razumno utemeljeni in za katere bo delničar predlagatelj pri tem sporočil, da bo na skupščini ugovarjal predlogu uprave ali nadzornega sveta in da bo druge delničarje pripravil do tega, da bodo glasovali za njegov predlog. Predloga o volitvah delničarju v skladu s členom 301 ZGD-1 ni treba utemeljiti. Predlog delničarja se objavi in sporoči na način iz člena 296 ZGD-1 le, če je delničar v sedmih dneh po objavi sklica skupščine poslal Družbi razumno utemeljen predlog. Delničarji lahko predloge sklepov in volilne predloge Družbi sporočijo tudi po elektronski pošti na elektronski naslov info@cvs-mobile.com.

Morebitne dodatne točke dnevnega reda, vključno z obrazložitvami, oziroma predlogi iz člena 298(1) ZGD-1, ter morebitni predlogi delničarjev iz člena 300 ZGD-1 in člena 301 ZGD-1 z njihovimi utemeljitvami, bodo delničarjem dani na vpogled nemudoma po njihovem prejemu, in sicer

receipt thereof, at the location and at the times indicated above under the access to the general meeting materials.

Shareholders' right to be informed

Shareholders are entitled to put questions to the general meeting and request information on the Company's affairs required to decide on agenda items, and they are entitled to exercise their right to be informed in accordance with Article 305(1), of ZGD-1.

Conditions for attendance at the general meeting and for exercising voting rights

To attend the general meeting and exercise voting rights, shareholders must send the Company a registration in written form no later than by the end of the fourth day prior to the session of the general meeting and must be registered holders of shares listed in the central register of book-entry securities at the end of the seventh day prior to the general meeting session. Registration in written form must be sent to the following address: CVS MOBILE, informacijske rešitve, d.d., Ulica Gradnikove brigade 11, 1000 Ljubljana, Slovenia. Registration forms may also be emailed to the Company at info@cvs-mobile.com.

Registration in written form, requests for placing items on the agenda, proposed resolutions and voting proposals emailed to the Company must be sent as a scanned document, including a handwritten signature of the natural person; for legal entities, documents must include a handwritten signature of the legal representative with the stamp of the legal entity or seal, if used. The Company has the right to request personal identification of shareholders or proxies who have sent registration forms, requests or proposals by email and to verify the authenticity of their signatures.

All shareholders entitled to attend the general meeting are entitled to appoint proxies to attend on their behalf and exercise their voting rights. The proxy appointment must be issued in writing and must be submitted to the Company, where it will be deposited. Power of attorney for proxy may be emailed to the Company at info@cvs-mobile.com (as a scanned document attached to the email). Natural persons must include a handwritten signature. Legal entities must include a handwritten signature of the legal representative with the stamp or seal of the legal entity, if used. The Company has the right to request personal identification of shareholders (proxy givers) who have sent a proxy appointment by email and to verify the authenticity of signatures. A proxy appointment may be revoked in the same manner as given up until the day of the general meeting.

na lokaciji ter ob času, kot sta navedena zgoraj v okviru dostopa do gradiva za skupščino.

Delničarjeva pravica do obveščeniosti

Delničarji lahko na skupščini postavljajo vprašanja in zahtevajo podatke o zadevah Družbe, če so potrebni za presojo dnevnega reda ter izvršujejo svojo pravico do obveščeniosti v skladu s členom 305(1) ZGD-1.

Pogoji za udeležbo na skupščini in uresničevanje glasovalne pravice

Skupščine se lahko udeležijo in na njej uresničujejo glasovalne pravice samo tisti delničarji, ki Družbi prijavijo svojo udeležbo najpozneje konec četrtega dne pred skupščino in ki so kot imetniki delnic vpisani v centralni register nematerializiranih vrednostnih papirjev konec sedmega dne pred zasedanjem skupščine. Prijava se pošlje po pošti na naslov CVS MOBILE, informacijske rešitve, d.d., Ulica Gradnikove brigade 11, 1000 Ljubljana, Slovenija. Delničarji lahko oddajo prijavo tudi po elektronski pošti na elektronski naslov info@cvs-mobile.com.

Prijave, zahteve za dodatno točko dnevnega reda in predlogi sklepov ter volilni predlogi, ki se družbi sporočijo po elektronski pošti, morajo biti posredovani v skenirani obliki kot priponka, vsebovati pa morajo lastnoročni podpis fizične osebe, pri pravnih osebah pa lastnoročni podpis zastopnika in žig oziroma pečat pravne osebe, če ga uporablja. Družba ima pravico do preveritve identitete delničarja oziroma pooblastitelja, ki posreduje prijavo, zahtevo ali predlog po elektronski pošti ter avtentičnosti njegovega podpisa.

Vsak delničar, ki ima pravico do udeležbe na skupščini, lahko imenuje pooblaščenca, da se v njegovem imenu udeleži skupščine in uresničuje njegovo glasovalno pravico. Pooblastilo mora biti pisno in ga je treba predložiti Družbi, kjer ostane shranjeno. Pooblastilo je lahko posredovano Družbi tudi po elektronski pošti na elektronski naslov info@cvs-mobile.com, in sicer v skenirani obliki kot priponka, vsebovati pa mora lastnoročni podpis fizične osebe, pri pravnih osebah pa lastnoročni podpis zastopnika in žig oziroma pečat pravne osebe, če ga uporablja. Družba ima pravico do preveritve identitete delničarja oziroma pooblastitelja, ki posreduje pooblastilo po elektronski pošti, ter avtentičnosti njegovega podpisa. Delničarji lahko pooblastilo na enak način, kot so ga podali, do dneva skupščine kadarkoli preklicajo.

The standardised messages regarding the exercise of shareholders' rights at the General Meeting that the Company will receive from the KDD and that the KDD will have previously received through the intermediary chain will also be taken into account. The term "taking into account" is understood to mean the recognition of the communications as the relevant notices of the General Meeting and their recognition as the relevant proxies for the proxies named therein.

Shareholders and/or their legal representatives or proxies must provide personal identification and a written proxy appointment upon request; legal representatives must also provide a regular extract from the register of companies.

An intermediary (such as holders of fiduciary accounts in respect of shares not belonging to them, and other persons exercising voting rights on behalf of a shareholder by proxy as their activity) may exercise or entrust the exercise of voting rights for shares not belonging to them, only if authorized to do so in writing by the shareholder. The intermediary must ensure the verifiability of the authorization. The intermediary shall submit a power of attorney to the company if they attend the General Meeting in the name and on behalf of the shareholder and exercise voting rights.

Shareholders are requested to register upon arrival, a minimum of 10 minutes prior to the beginning of the session, by signing an attendance.

CVS MOBILE, informacijske rešitve, d.d.

Upoštevana bodo tudi standardizirana sporočila glede izvrševanja delničarskih pravic na skupščini, ki jih bo Družba prejela od KDD in ki jih bo KDD pred tem prejela po posredniški verigi. Pod pojmom »upoštevanje« razumemo priznavanje sporočil kot ustreznih prijav na skupščino ter njihovo priznavanje kot ustreznih pooblastil za pooblaščenca, ki so v njih navedeni.

Delničarji oziroma njihovi zastopniki ali pooblaščenca se morajo na zahtevo izkazati z osebnim dokumentom, pisnim pooblastilom, zakoniti zastopnik pa tudi z rednim izpisom iz sodnega registra.

Posrednik (kot so imetniki fiduciarnih računov glede delnic, ki jim ne pripadajo in druge osebe, ki uresničujejo glasovalno pravico v imenu delničarja na podlagi pooblastila kot svojo dejavnost) sme uresničevati ali poveriti uresničevanje glasovalne pravice za delnice, ki mu ne pripadajo, le, če je za to pisno pooblaščen s strani delničarja. Posrednik mora zagotoviti preverljivost pooblastila. Posrednik predloži Družbi pooblastilo, če se v imenu in za račun delničarja udeleži skupščine in uresničuje glasovalne pravice.


Vljudno prosimo udeležence, da se ob prihodu na skupščino evidentirajo v sprejemni pisarni, in sicer 10 minut pred začetkom zasedanja, kjer bodo s podpisom na seznamu prisotnih delničarjev potrdili svojo prisotnost.

CVS MOBILE, informacijske rešitve, d.d.

In Ljubljana / V Ljubljani, 17. 11. 2023 / 17 November 2023

CVS Advanced
Telematics
CVS Mobile, informacijske rešitve, d.d.


Valter Grifanc, član uprave


Ciril Mlakar, član uprave

