

Pursuant to Article 13 of the Law on Associations, ("Official Gazette" 74/14, 70/17, 98/19, and 151/22) and Article 5.1 paragraph 5.1.1 of the Statute of GS1 Croatia - Croatian Association for Automatic Identification, Electronic Data Interchange, and Management of Business Processes dated September 16, 2022, the assembly of GS1 Croatia - Croatian Association for Automatic Identification, Electronic Data Interchange, and Management of Business Processes, held on December 2, 2025, has adopted

STATUTE

of GS1 Croatia - Croatian Association for Automatic Identification, Electronic Data Exchange and Management of Business Processes

1. LEGAL STATUS, NAME AND SEAT

1.1. GS1 Croatia is a non-profit legal entity registered with the City Office for General Administration and Property-Legal Affairs of the City of Zagreb.

1.2. This Statute stipulates functioning of GS1 Croatia - Croatian Association for Automatic Identification, Electronic Data Interchange, and Management of Business Processes in accordance with the Statute of the GS1 international organization and continues the work and activities pursuant to the Law on Associations.

1.3. The name of the association is: GS1 Croatia – Croatian Association for Automatic Identification, Electronic Data Interchange, and Management of Business Processes (in further text referred to as GS1 Croatia or Association).

Abbreviated name of the association is: GS1 Croatia.

The Association holds an integral structure and all the authorities of the national organization of the GS1 international system.

1.4. GS1 Croatia is seated in Zagreb, Preradovićeva ulica 35.

1.5. GS1 Croatia holds a seal of square shape featuring:

- The caption: GS1 Croatia – Croatian Association for Automatic Identification, Electronic Data Interchange, and Management of Business Processes, and
- Association’s logotype.

The logotype is comprised of the round blue sign with 4 (four) white semi-circles that symbolize expansion of waves, with the letters GS within the sign and the number 1 and caption “Croatia” outside of it. Below the sign there is the text “Croatian Association for Automatic Identification, Electronic Data Interchange, and Management of Business Processes”.

1.6. GS1 Croatia operates on the territory of the Republic of Croatia, and it is licensed by the international GS1 organization.

1.7. Public access to the Association’s work shall be ensured through timely and accurate information provided to the Association’s members and through public communications, by means of any of the available channels of communication: delivery of written materials, e-mail, publication on the Association’s website, and through meetings of the Association’s governing bodies.

2. OPERATIONS

Operations of GS1 Croatia are focused on:

2.1. Implementation of global GS1 system of standards for automatic identification of the products, services and locations, standards for data representation, standards for electronic data exchange and business processes management.

Association’s objectives are to facilitate its members’ business operations, and to strengthen and harmonize business cooperation of the Croatian economy with foreign companies, as well as with international organizations in the areas of standards’ implementation, promotion of automatic identification systems and electronic data exchange.

2.2. Assistance to industrial, agricultural, commercial, transport and other legal and physical persons, organizations and institutions in implementation of the GS1 standards system.

2.3. Encouraging of the wide use of the standards for automatic identification, standards for electronic business, implementation of the global data synchronization, global standards based on radio-frequency identification, as well as economic entities' use of business models and solutions through implementation of GS1 standards system in the Republic of Croatia.

2.4. Determination of implementation modes of GS1 standards system in the Republic of Croatia and encouraging all economic sectors (industry, commerce, entrepreneurship, etc.) and public services to use it.

2.5. Application of global GS1 standards system rules and participation in operations and development of GS1 international organization.

2.6. Securing funds for realization of GS1 Croatia objectives, as well as for the settlement of obligations towards GS1 international organization and towards other international organizations with which GS1 Croatia holds contractual relationships.

3. ACTIVITIES

Activities of GS1 Croatia are:

3.1. Promotion of global GS1 standards system and of the relevant specifications, standards, business models and solutions, directives, studies, manuals, etc.

3.2. Shaping of policy, focusing, harmonizing and supervising GS1 standards system implementation in the Republic of Croatia.

3.3. Encouraging of use of the GS1 system through standards for automatic products, services and locations identification, standards for data representation, standards for electronic data exchange, as well as business models and solutions at the national level, by means of appropriate education, establishing of expert groups for targeted projects, production of specialized publications, seminars, workshops and similar.

3.4. Allocation of GS1 identifiers and awarding active and regular members with the right to use of GS1 standards system in accordance with GS1 Croatia and international GS1 organization rules. Change of member's data and supervision of use of GS1 identification identifiers, in accordance with the GS1 Croatia and international GS1 organization rules.

3.5. Design and management of data bases.

3.6. Promoting of GS1 traceability system.

3.7. Providing of expert support on GS1 standards system to legal entities and physical persons, organizations and institutions.

3.8. Administration. monitoring and protection of the global GS1 standards system, business models and solutions and electronic data exchange and data bases of GS1 Croatia against their abuse and preservation of consistency thereof.

3.9. Collaboration with affiliated GS1 associations worldwide.

3.10. Publishing of professional materials (guidelines, brochures, manuals, etc.), as well as materials published on the website within the scope of its activities, in accordance with applicable regulations.

3.11. Commercial activities:

3.11.1. Application of global GS1 standards system and GS1 identification keys (GTIN, GLN, SSCC, GRAI, GIAI, GSRN, EPC and others).

3.11.2. Expert counselling and education upon request, organization of expert meetings, seminars, round tables, workshops, webinars and similar.

3.11.3. Verification of GS1 identifiers.

3.11.4. Management of electronic catalogue of products.

4. MEMBERSHIP

4.1. Acquiring membership

4.1.1. Membership in GS1 Croatia is open to all legal entities and physical persons with full legal capacity who perform registered activities, as well as organizations and institutions interested to use the GS1 standards system.

4.1.2. There are four (4) categories of members: active members, regular members, associate members, and honorary members.

4.1.3. Active members are legal entities and physical persons who carry out a registered activity:

- to whom GS1 Croatia has, by a duly issued decision, assigned the appropriate GS1 identifier
- who have been members for at least three (3) calendar years and who duly fulfil their obligations towards GS1 Croatia
- who have not compromised the consistency of the global GS1 system of standards
- who have no outstanding liabilities towards GS1 Croatia; and
- who make a significant contribution to, and actively advocate the use of, the GS1 system of standards.

Upon the Director's proposal, the Management Board shall adopt a decision on the acquisition or loss of active member status. Active members shall participate in the work of the General Assembly.

4.1.4. Regular members are legal entities or physical persons who carry out a registered activity and who acquire such status upon joining GS1 Croatia. Regular membership shall be granted to legal entities or physical persons carrying out a registered activity, as well as to organizations and institutions that intend to apply the global GS1 system of standards and related business models and solutions, that accept the rules of GS1 Croatia, and that submit accession documents signed by the person(s) authorized to represent them.

4.1.5. Associate members are legal entities or physical persons who carry out a registered activity, as well as organizations and institutions interested in participating in the work of GS1 Croatia, who do not require a GS1 identifier but are in any way connected with the application of the global GS1 system of standards, business models, and solutions.

4.1.6. Honorary member status can be acquired following a significant contribution to the enhancement of GS1 Croatia activities, pursuant to Management Board's decision.

4.1.7. The Management Board may establish additional categories of membership if such need arises.

4.1.8. The amount of the annual membership fee shall be determined by the General Assembly, while the amounts of fees payable by members for the use of the global GS1 system of standards shall, upon the proposal of the Association's Director, be determined by the Management Board.

4.1.9. The membership registry shall be kept in electronic form and shall mandatorily contain data on the member's personal name or, as applicable, the member's company name, the Personal Identification Number (OIB), the date of birth for members who are natural persons pursuant to the Associations Act (Article 12(4)), or, for legal persons, the date of incorporation as obtained from publicly available registries, the date of admission to membership, the category of membership, and the date of termination of membership. In addition to the foregoing, the membership registry shall also contain data on assigned GS1 identifiers, as well as other data necessary for the application of the global GS1 system of standards.

4.1.10. The rights of GS1 Croatia members are particularly to:

- use the prefix of the Republic of Croatia in the form of a GS1 identifier within identification structures such as GTIN, GLN, SSCC, GRAI, GIAI, GSRN, EPC, etc.,
- apply the business models and solutions of the global GS1 system of standards such as GDSN, EPCglobal, the GS1 traceability system, EPCIS, etc.,
- be informed and trained through seminars, professional conferences, workshops, webinars, and similar forms of training organized by GS1 Croatia, in accordance with GS1 Croatia's rules and its adopted price list,
- participate in the activities of GS1 Croatia and the international GS1 organization,
- elect and be elected to the bodies of GS1 Croatia, be notified, and participate in its work.

4.1.11. The obligations of GS1 Croatia members are particularly:

a) financial obligations:

- to regularly and duly settle their financial obligations in accordance with the service price list adopted by the competent bodies of GS1 Croatia.

b) other obligations:

- to comply with the rules and technical standards of the international GS1 organization and GS1 Croatia;
- to use the GS1 identifiers (GTIN, GLN, SSCC, GRAI, GIAI, GSRN, EPC, etc.) assigned to them by GS1 Croatia and other national GS1 organizations, and not to permit their use by other legal or natural persons without the prior written consent of GS1 Croatia. Any conduct contrary to this provision shall be deemed unauthorized use of GS1 identifiers;
- to apply the global GS1 system of standards, business models, and solutions in the manner prescribed by the General Specifications standard adopted by the international GS1 organization and accepted by GS1 Croatia;
- to use the electronic data interchange system and related services in the manner prescribed and accepted by the international GS1 organization;
- to safeguard the consistency of the global GS1 system of standards, business models, and solutions and to prevent its misuse by third parties, by promptly notifying the GS1 Croatia Office in writing upon becoming aware of any such misuse, so that appropriate legal protection measures may be taken;
- to notify GS1 Croatia in a timely manner and in writing of any change that could affect proper business communication and membership status.

4.1.12. The Management Board shall decide on the measures to be taken in the event of misuse of the global GS1 system of standards in the Republic of Croatia, as well as on the measures to be taken in the event of non-compliance with the obligations of GS1 Croatia members.

4.2. Termination of membership

4.2.1. Membership in GS1 Croatia may be terminated in the following manners:

- at the member's own request,
- by expulsion from membership,
- if the member ceases to exist, as of the date of death or deletion from the competent public registry,
- if insolvency (bankruptcy) proceedings or consumer bankruptcy proceedings are initiated against the member, as of the date of commencement of the proceedings.

4.2.2. A request to withdraw from membership shall be submitted to GS1 Croatia exclusively in written form, by registered mail or by e-mail bearing the qualified electronic signature of an authorized person and shall take effect upon the expiry of the calendar year in which it was submitted. A member who has submitted a request to withdraw from membership shall be under obligation to pay the membership fee and settle all financial obligations towards GS1 Croatia for the year in which the request was submitted as well.

4.2.3. Expulsion from membership shall occur as follows:

- upon expiry of the calendar year in which the member has failed to fulfil the obligations set out in Article 4.1.11(a) of this Statute towards GS1 Croatia, without any additional decision,
- in case the member fails to fulfil the obligations set out in clause 4.1.11(b), the Management Board shall propose to the General Assembly that the member be expelled from GS1 Croatia. In doing so, the Management Board is under obligation to submit appropriate reasons to the General Assembly, and the decision on expulsion shall be adopted by the General Assembly. The proposed expulsion decision shall be sent to the member by e-mail no later than fifteen (15) days prior to the meeting of the General Assembly at which the expulsion is to be decided. By remedying all conduct contrary to the obligations under clause 4.1.11 of this Statute by the date of the General Assembly meeting, the grounds for expulsion shall cease to exist.

4.2.4. The decision on termination of membership in GS1 Croatia shall be served on the member in written form, by registered mail or by e-mail bearing the qualified electronic signature of an authorized person, within ten (10) following the meeting of the General Assembly at which it was adopted. An expelled member is under obligation to pay the membership fee and settle all financial obligations towards GS1 Croatia for the year in which the member was expelled as well.

5. ASSOCIATION'S BODIES

5.1. General Assembly

5.1.1. The General Assembly is the highest governing body of GS1 Croatia. The General Assembly elects the Association's management bodies, adopts the Statute and approves its amendments and supplements, adopts the work plan, the financial plan for the following year, and the report on activities for the preceding calendar year, decides on termination of membership, determines the amount of the annual membership fee, and performs other tasks in accordance with the Statute and the law.

5.1.2. Each active member shall be a member of the General Assembly.

5.1.3. The General Assembly shall hold a regular meeting once per year and shall discuss all matters relating to the activities of GS1 Croatia. The agenda must include the report on activities and the financial report for the preceding year, as well as the financial plan for the following year.

5.1.4. Where necessary, a meeting of the General Assembly may also be held electronically or as a combination of an in-person meeting and an electronic meeting (hybrid). In such case, the proceedings of the General Assembly meeting may be broadcast with audio and video in real time. Such a meeting shall be held using electronic tools designated by GS1 Croatia that enable real-time communication during the General Assembly, provided that two-way communication is ensured, enabling active members to address the General Assembly in real time, that active members are enabled to vote during the General Assembly meeting, and that the identification of General Assembly participants and the security of electronic communications are ensured. Any

active member whose authorized representative accesses the meeting via the electronic tool designated by GS1 Croatia immediately before or during the General Assembly meeting shall be deemed to be present at the General Assembly meeting. After voting, it is necessary at the General Assembly meeting to record the voting result for each agenda item immediately upon completion of the vote. Members of the Management Board shall, in accordance with GS1 Croatia's proposal, participate in the General Assembly meeting either in person or electronically under the same conditions prescribed for the participation of active members.

5.1.5. The quorum required for holding a General Assembly meeting is twenty (20) active members. If there is no quorum at the General Assembly, the commencement of the meeting shall be delayed by 30 minutes. If there is still no quorum after 30 minutes, the meeting shall proceed provided that at least five (5) active members are present. In case the required quorum is not met even then, the Management Board shall convene the General Assembly meeting again within a period of no less than fifteen (15) days, in which case the quorum shall be five (5) active members.

5.1.6. Each active member of the General Assembly has one (1) vote. At least five (5) business days prior to the General Assembly meeting, each active member shall notify the Director of GS1 Croatia whether the statutory representative of the active member (as a legal person) will participate in the work of the General Assembly in person or, if the active member is a legal person, whether the active member will issue a proxy authorization to an employee of that legal person as the authorized person to represent the active member in the work of the General Assembly, and whether the active member will participate in the work of the General Assembly via the electronic tool designated by GS1 Croatia in the event the meeting is held electronically or in hybrid form. An active member issuing a proxy authorization to another person to represent it in the work of the General Assembly shall, no later than two (2) business days before the date of the Assembly meeting, deliver to the Director of GS1 Croatia the proxy authorization of the active member for the person authorized to represent it at the General Assembly. The proxy authorization must be delivered signed in original form or, by e-mail, signed with a qualified electronic signature of an authorized person. Where the proxy authorization

can be delivered in original form, it must be delivered no later than before the opening of the General Assembly meeting. If the active member does not deliver the proxy authorization within the stated time limit, or if the delivered proxy authorization is not valid, or if the responsible person of the active member does not attend the General Assembly, the active member shall have no right to participate and vote at the General Assembly. A proxy authorization shall be valid if it is delivered in written form on the proxy authorization form issued by GS1 Croatia, if the identifying details of the proxy holder are stated legibly and clearly, and if it is signed by hand or with a qualified electronic signature by the statutory representative of the active member, registered in that capacity in the competent registry.

5.1.7. The General Assembly shall adopt decisions by a simple majority of the votes of those present, unless this Statute requires a two-thirds (2/3) majority or a unanimous decision for specific decisions. Where it is not possible to achieve a simple majority, the casting vote shall be that of the Chair of the General Assembly's Working Presidency. In its decisions, the General Assembly shall determine when a decision enters into effect. In case the entry into effect is not stipulated, the decision shall be deemed to have entered into effect on the date of its adoption.

5.1.8. A regular meeting of the General Assembly shall be convened by the Management Board, and an extraordinary meeting may be convened by the Management Board, the Chairman of the Management Board and/or the Director and may also be convened upon the request of at least 25% of the active members.

5.1.9. Active members must be notified of the holding of the General Assembly at least fifteen (15) days in advance. Invitations to active members to participate in a General Assembly meeting shall be delivered by publication on the Association's website. The invitation must contain the indication of the place where the meeting will be held and/or specify the electronic tools through which it is possible to participate in the General Assembly meeting, together with precise instructions for using those tools and accessing the meeting, the day and time of commencement of the meeting, the agenda, the list of proposed documents to be discussed by the active members, and the list of related documents, which documents shall be available for inspection at the

official premises of GS1 Croatia from the date stated in the invitation. The invitation shall be deemed delivered to the active members on the date of its publication on the Association's website.

5.1.10. In the event of the expiry of the term of office of the Management Board, the General Assembly shall be convened by the Director who was most recently recorded in the Registry of Associations as the Director of GS1 Croatia.

5.1.11. The General Assembly shall elect its working bodies: the Working Presidency, the Verification Committee, the Minute-keeper, and the Minutes Verifiers, based on the proposal of the Management Board convening the Assembly.

The Working Presidency shall consist of three members: the Chair of the Working Presidency and two members of the Working Presidency. The Working Presidency shall be composed of members of the Management Board, and, as a rule, the Chairman of the Management Board shall serve as the Chair of the Working Presidency. The duties of the Working Presidency are to: chair the work of the Assembly, maintain order at the Assembly, determine the voting procedure on submitted proposals, propose for adoption the draft agenda published in the invitation, announce voting results and the Assembly's decisions, grant the floor exclusively to members present at the Assembly in the order in which they have registered to speak, interrupt or otherwise intervene in presentations in cases of unclear or excessively lengthy statements, and close the Assembly, thereby marking the end of its proceedings.

The Verification Committee shall consist of three members: a Chair and two members. The Chair shall be the Association's legal adviser, due to expertise of their profession, while the members of the Credentials Committee shall be members of the Management Board who have not been elected to the Working Presidency. The task of the Credentials Committee is to verify the legal validity of personal attendance on the basis of personal identification and the proxy authorization for participation in the General Assembly. The Credentials Committee shall determine whether a quorum exists at the General Assembly pursuant to this Statute, Article 5.1.5, and shall report thereon to the

Chairman of the Management Board of GS1 Croatia, as well as to the members of the General Assembly present.

The Minute-keeper shall be the person responsible for keeping the minutes, recording the decisions adopted, the course of the meeting, and the key points of the discussion. The Recording Secretary may prepare the minutes based on personal attendance or on the basis of an audio recording.

There shall be two Minutes Verifiers who sign the minutes of the Assembly, thereby attesting to their accuracy and truthfulness, and who participated in the work of the General Assembly. The Chair of the Working Presidency shall also sign the minutes. The minutes shall be permanently kept in the archives of GS1 Croatia.

5.2. Management Board

5.2.1. The Management Board provides support for the management of the Association and directs and supervises its work within the framework of the policy determined by the General Assembly, confirms the financial plan and the work plan, determines the amounts of fees, and proposes the amount of the annual membership fee to the General Assembly.

5.2.2. The Management Board is authorized to adopt financial decisions relating to day-to-day operations, as well as to the assets of GS1 Croatia.

5.2.3. The Management Board may co-opt experts, who shall be members without voting rights.

5.2.4. The Management Board shall have nine (9) voting members.

5.2.5. The General Assembly shall elect the members of the Management Board from among the representatives of active members in accordance with Article 5.2.6 of this Statute, for a term of four (4) years, with the possibility of reappointment upon expiry of the term.

5.2.6. Any physical person employed by the active member, listed in the employee list proposed by such active member or a legal representative of such active member to GS1 Croatia no later than 7 (seven) working days prior to preparation session of the Management Board for the General Assembly, or

legal representative of a founding active, may be elected as representative in the Management Board of a active member who is a legal entity.

5.2.7. Members of the Management Board shall participate in the work of the Management Board as elected representatives of the active member whose representatives have been elected to the Management Board. Members of the Management Board shall carry out their activities primarily in the interests of the Association in order to achieve the activities of the Association described in Article 2 of this Statute.

5.2.8. Members of the Management Board shall be entitled to remuneration for their work in accordance with a decision of the Director of GS1 Croatia, based on the Association's financial results for the preceding financial year.

5.2.9. Term of office of an Management Board member shall automatically terminate for any member whose employment relationship with the active member that they represent ceases. Any Management Board member whose employment relationship with the active member that they represent ceases is under obligation to notify, in writing, all other members of the Management Board and the Director of GS1 Croatia of that fact fifteen (15) days prior to the termination of the employment relationship, and no later than on the date the employment relationship ends. Written communication shall also include notification by e-mail.

5.2.10. During election of members of the Management Board, the General Assembly shall be under obligation to ensure balanced representation of the trade and industry sectors on the Management Board, which implies that due regard must be given to having an equal number of Management Board members from the trade sector and from the industry sector, in order to establish a balance between the business interests of both sectors.

5.2.11. In case a member of the Management Board undertakes actions contrary to the interests of GS1 Croatia, the General Assembly may dismiss such member before the expiry of the term of office, upon the proposal of the Management Board, following a decision adopted at an Management Board meeting.

5.2.12. A member of the Management Board may resign from their office at any time, in which case they shall be under obligation to notify the Chairman

of the Management Board and the Director in writing of their intention. Such resignation shall take effect after it has been accepted by the Management Board.

5.2.13. The Management Board shall meet at least three (3) times per year. Meeting shall be convened by the Chairman of the Management Board and/or the Director of GS1 Croatia. Where necessary, a meeting of the Management Board may also be held electronically, in such a manner that members of the Management Board participate in the meeting without being physically present. In such case, the proceedings of the Management Board meeting may be broadcast with audio and video in real time. Such a meeting shall be held using electronic tools designated by GS1 Croatia that enable real-time communication during the meeting, provided that two-way communication is ensured, enabling members of the Management Board to address the Management Board in real time, that members of the Management Board are enabled to vote during the meeting, and that the identification of participants and the security of electronic communications are ensured. Any member who accesses the meeting via the electronic tool designated by GS1 Croatia immediately before or during the Management Board meeting shall be deemed to be present at the Management Board meeting. After voting, it is necessary at the meeting to record the voting result for each agenda item immediately upon completion of the vote. In exceptional and urgent situations, an Management Board meeting may be held as a written (circular) meeting for the purpose of adopting decisions that cannot be postponed and shall be convened by the Chairman of the Management Board and/or the Director of GS1 Croatia. In the context of a circular meeting, the Chairman of the Management Board and/or the Director convening the meeting are under obligation to provide the agenda, explain the circumstances necessitating the circular meeting, and set the voting time frame. In such case, voting shall be carried out by e-mail from a registered e-mail address or by registered postal mail, which must be received by GS1 Croatia no later than the expiry of the specified voting deadline.

5.2.14. If a member of the Management Board is absent without justification from three (3) meetings during a calendar year, the Chairman of the Management Board is under obligation to inform the General Assembly

thereof, which shall dismiss that member and elect a new member of the Management Board based on the Management Board's proposal submitted in advance.

5.2.15. Decisions of the Management Board shall be valid if at least five (5) voting members are present (quorum).

5.2.16. Decisions shall be adopted by a simple majority of the total number of Management Board members.

5.2.17. The work of the Management Board shall be governed by the Rules of Procedure adopted by the Management Board.

5.3. Chairman and Deputy Chairman of the Management Board

5.3.1. Upon the proposal of the Director of GS1 Croatia, the Chairman and Deputy Chairman of the Management Board of GS1 Croatia shall be elected by the members of the Management Board from among themselves for a term of four (4) years, with the possibility of reappointment. For the election of the Chairman and Deputy Chairman of the Management Board of GS1 Croatia to be valid, the additional consent of the Director of GS1 Croatia is required. The Management Board is under obligation to inform the General Assembly of the election of the Chairman and Deputy Chairman of the Management Board at the next meeting of the General Assembly.

5.3.2. The Chairman and Deputy Chairman are under obligation to represent the common interests of the members of GS1 Croatia.

5.3.3. In case the Chairman or Deputy Chairman undertake actions contrary to the interests of GS1 Croatia, the General Assembly may dismiss them before the expiry of their term of office. In such circumstances, the Management Board shall urgently convene an extraordinary meeting of the General Assembly, which shall decide on the dismissal of that member of the Management Board before the expiry of their term of office and shall elect a new member.

5.3.4. In case the conditions stipulated in Article 5.2.8 occur, the Chairman or Deputy Chairman of the Management Board shall cease to hold the office of Chairman or Deputy Chairman concurrently with the termination of their office as a member of the Management Board.

5.3.5. The Chairman shall chair meetings of the Management Board and the General Assembly.

5.3.6. Prior to holding a meeting of the General Assembly, the Chairman of the Management Board shall be under obligation to verify the validity of the proxy authorizations of active members submitted by the active members in accordance with clause 5.1.6 of this Statute. The Chairman shall entrust the verification of proxy authorizations to the Credentials (Verification) Committee, in accordance with clause 5.1.11 of this Statute. If a proxy authorization is not valid, the Chairman shall notify the Management Board and the active member whose proxy authorization has been called into question.

5.3.7. The Deputy Chairman shall replace the Chairman in the event the Chairman is prevented from acting, without any limitation as to authorization.

5.3.8. In case both the Chairman and the Deputy Chairman are prevented from participating in a meeting of the Management Board, the meeting shall be postponed for a period of up to the next fifteen (15) day.

5.4. Director of GS1 Croatia

5.4.1. GS1 Croatia shall have a Director who is employed by GS1 Croatia on an indefinite-term basis, and who shall be appointed and revoked by the General Assembly upon the proposal of the Management Board, in accordance with the employment contract.

5.4.2. The Director shall be responsible for managing and supervising membership and for the performance of the Association's regular operational tasks, the financial and economic activities of GS1 Croatia, and in particular for carrying out activities entrusted to the Director by the Management Board, as well as for overall communication with institutions and regulatory bodies in the Republic of Croatia, the international GS1 organization, and national GS1 organizations. The Director shall be under obligation, at each regular meeting of the General Assembly, to present the activity plan and submit a proposal for the financial plan for the following calendar year.

5.4.3. The Director is an ex officio member of the Executive Board without voting rights.

5.4.4. The Director is an ex officio member of every Committee established by the Management Board.

5.4.5. The Director, in collaboration with the Chairman of the Management Board, prepares sessions of the General Assembly and meetings of the Management Board.

5.5. Arbitration Council

5.5.1. The Arbitration Council shall consist of three (3) active members, who shall be elected and dismissed by the General Assembly for a term of four (4) years, and may be re-elected.

5.5.2. At their first meeting, members of the Arbitration Council shall elect from among themselves a Chairman and a Deputy Chairman. The Chairman, and in the Chairman's absence the Deputy Chairman, shall convene and chair the meetings of the Arbitration Council, and the Council shall adopt all decisions by majority vote.

5.5.3. The GS1 Croatia employee responsible for administration of membership shall, by virtue of office, be a member of the Arbitration Council without voting rights.

5.5.4. Provisions of Law on Amicable Resolution of Disputes shall be accordingly applied to work of the Arbitration Council. Decisions of the Arbitration Council are final and binding.

5.5.5. In case a dispute / conflict of interest relates to decisions of management bodies pursuant to which motion for inscription of changes in the Registry of Association is filed to the competent municipal office, dissatisfied member shall first address the Association to resolve such dispute / conflict of interest. Upon validity of decision of Arbitration Council the Association shall file motion for inscription of changes in the Registry of Association, together with decision of the Arbitration Council.

6. COMMITTEES

6.1. The Management Board may transfer part of its duties over to special Committees.

6.2. The Committees are under obligation to respect all directives and limitations to their work as established by the Management Board.

6.3. 6.3. The number of the members, as well as the mandate of each Committee, shall be determined by the Management Board.

7. 7. ASSETS AND FINANCIAL ACTIVITIES OF GS1 Croatia

7.1. GS1 Croatia shall generate revenues from the annual membership fee, annual fees for the use of assigned GS1 identifiers, the performance of GS1 Croatia's activities in accordance with the service price list adopted by the competent bodies of GS1 Croatia, and from other activities as determined by a decision of the Management Board.

7.2. The Association is entitled to acquire own movable assets and real estate.

7.3. Funds shall be expended in accordance with the financial plan adopted by the General Assembly for the purpose of performing the tasks of GS1 Croatia, for the benefit of all members of the Association.

7.4. The amount of the annual membership fee shall be determined by the General Assembly, while the amounts of compensations payable to members of the Association shall, upon the proposal of the Director of GS1 Croatia, be determined by the Management Board.

8. 8. TERMINATION OF ACTIVITIES

8.1. GS1 Croatia may terminate its activities based on the unanimous decision of the General Assembly that shall at the same time decide on how to dispose of the assets.

8.2. Liquidation of GS1 Croatia shall be conducted in cases and in the manner stipulated by the law.

8.3. Liquidator shall be appointed and revoked by the General Assembly. Liquidator represents GS1 Croatia in liquidation proceedings and shall be inscribed in the registry of associations as the person authorized to represent

the Association until completion of liquidation proceedings and deletion of Association from the registry of associations.

9. REPRESENTATION

9.1. The Chairman of the Management Board and the Director execute decisions of General Assembly and Management Board of GS1 Croatia, and of the international GS1 organization, and equally represent GS1 Croatia in relations with third parties.

9.2. The Management Board decides on the level of authority of the Chairman and of the Director in respect to disposition of GS1 Croatia funds.

9.3. GS1 Croatia may buy and sell real properties solely upon decisions of the Management Board.

10. FINAL PROVISIONS

10.1. The General Assembly adopts the Statute, as well as its changes and amendments, by 2/3 (two-third) majority of all present votes.

10.2. Discussion on changes and amendments to the Statute shall be carried out at the sessions of the General Assembly.

10.3. Proposals for changes and amendments to the Statute can be made by the Management Board, Chairman of the Management Board and/or Director or jointly by at least 25% of GS1 Croatia active members.

10.4. This Statute shall enter into effect on the date of its adoption, provided that all terms of office determined and commenced under the Association's previous Statute shall continue until their expiry.

In Zagreb, December 02, 2025

Chairman of the General Assembly:

Hrvoje PICHLER, Chairman of the Management Board



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