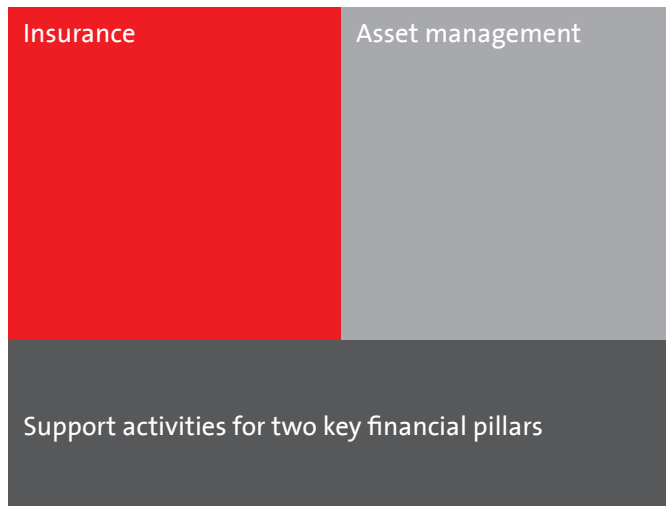


1.5 Activities, markets and position of the Triglav Group⁵

The Triglav Group is the leading insurance/financial group in Slovenia and in the Adria region and one of the leading groups in South-East Europe. The Group operates on eight markets in seven countries.

The Group's key business pillars:



1.5.1 Insurance

The Triglav Group's core business, accounting for the bulk of its operations, is insurance, including non-life, life, supplemental voluntary pension, health insurance and reinsurance.

The insurance-oriented part of the Group encompasses:

- in Slovenia: Zavarovalnica Triglav d.d., Triglav, Zdravstvena zavarovalnica d.d. and Pozavarovalnica Triglav Re d.d.;
- abroad: insurance undertakings in the Czech Republic, Croatia, Bosnia and Herzegovina, Montenegro, Serbia and Macedonia.

1.5.1.1 Position on the regional insurance market

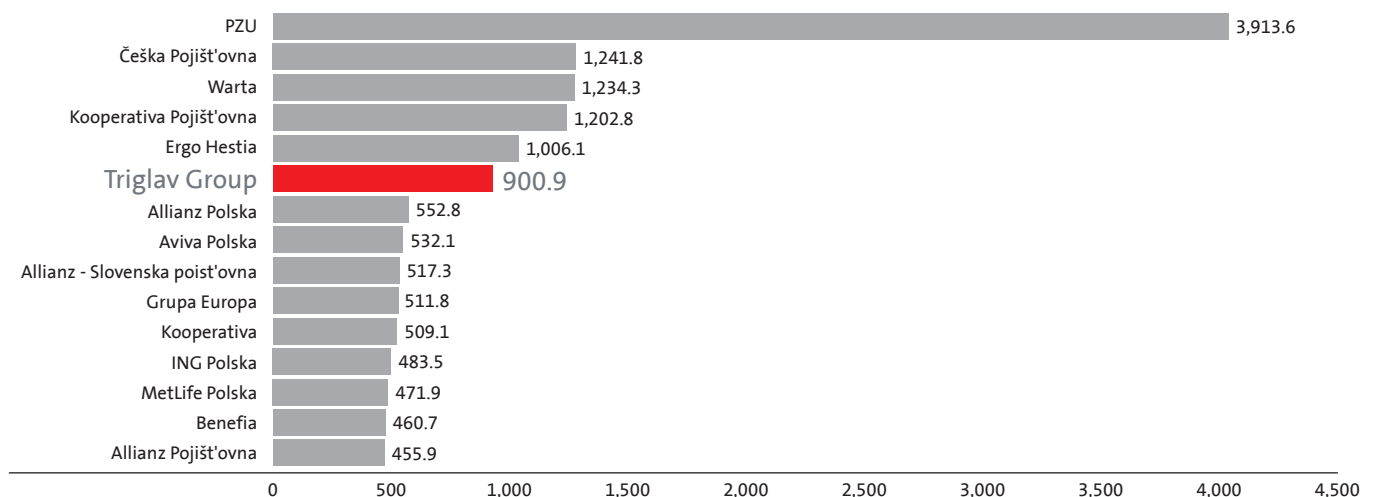
In 2013, on the list of the largest insurance companies in Central Europe, the Triglav Group ranked sixth in terms of gross written premium. Since 2012, it improved by one rank.

The Triglav Group maintained its leading position as insurer in the Adria region, which includes Slovenia, Croatia, Bosnia and Herzegovina, Serbia, Montenegro and Macedonia.

With EUR 3,913.6 million, the Polish PZU remains the largest insurance company in Central Europe in terms of written premium. In total, 16 of the first 50 insurance companies in the region are Polish-owned, followed by 11 Czech-owned insurers.

Among the largest insurance companies in Central Europe are also 8 insurers from the Adria region. The Triglav Group is followed by the Slovene Pozavarovalnica Sava RE ranked 19th, the Croatian Croatia Osiguranje ranked 25th and the Slovene Adriatic Slovenica ranked 28th.

The largest insurance companies in Central Europe by written premium in 2013 (in million EUR)

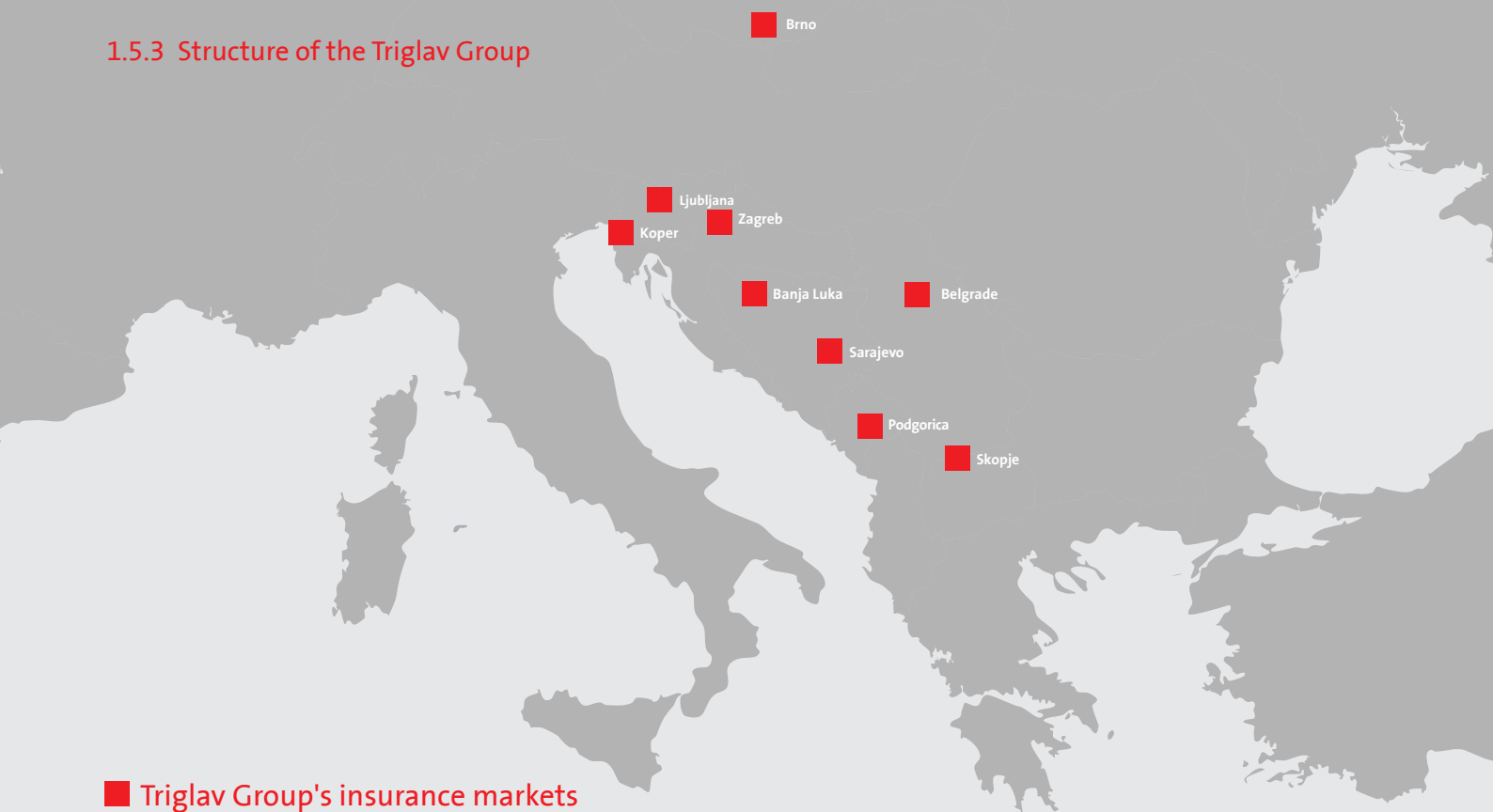


Source: Deloitte, September 2014

1.5.2 Asset management

Asset management involves investments in securities, real property and other; and is performed by the following companies, members of the Triglav Group: Triglav Skladi d.o.o., Triglav Naložbe d.d., Triglav, Upravljanje nepremičnin d.d., Slovenijales d.d. and Pista d.o.o.

1.5.3 Structure of the Triglav Group



■ Triglav Group's insurance markets

Subsidiaries of the Triglav Group

directly involved in or supporting the Group's core business lines

	Insurance	Asset management	Other
Slovenia	<ul style="list-style-type: none"> ■ Zavarovalnica Triglav d.d. ■ Pozavarovalnica Triglav Re d.d. ■ Triglav, Zdravstvena zavarovalnica d.d. ■ Skupna pokojninska družba d.d. 	<ul style="list-style-type: none"> ■ Triglav Skladi d.o.o. ■ Triglav Naložbe d.d. ■ Triglav, Upravljanje nepremičnin d.d. ■ Slovenijales d.d. 	<ul style="list-style-type: none"> ■ Triglav INT d.d. ■ Triglav Svetovanje d.o.o. ■ Triglav Avtoservis d.o.o. ■ TriglavKo d.o.o.
Croatia	<ul style="list-style-type: none"> ■ Triglav Osiguranje d.d., Zagreb 		<ul style="list-style-type: none"> ■ TRI-LIFE d.o.o.
Bosnia and Herzegovina	<ul style="list-style-type: none"> ■ Triglav Osiguranje d.d., Sarajevo ■ Triglav Osiguranje a.d., Banja Luka 	<ul style="list-style-type: none"> ■ PROF-IN d.o.o. 	<ul style="list-style-type: none"> ■ TRI-PRO BH d.o.o. ■ Triglav Auto d.o.o. ■ Autocentar BH d.o.o. ■ Unis automobili i dijelovi d.o.o.
Serbia	<ul style="list-style-type: none"> ■ Triglav Osiguranje a.d.o., Belgrade 	<ul style="list-style-type: none"> ■ Pista d.o.o. 	
Montenegro	<ul style="list-style-type: none"> ■ Lovćen Osiguranje a.d., Podgorica ■ Lovćen životna osiguranja a.d., Podgorica 		<ul style="list-style-type: none"> ■ Lovćen Auto a.d.
Macedonia	<ul style="list-style-type: none"> ■ Triglav Osiguruvanje a.d., Skopje 		
The Czech Republic	<ul style="list-style-type: none"> ■ Triglav Pojišť'ovna a.s., Brno 		

The Triglav Group as at 31 December 2014:

Controlling company:

- Zavarovalnica Triglav d.d.

Subsidiaries of the Triglav Group:

- Pozavarovalnica Triglav Re d.d.
- Triglav, Zdravstvena zavarovalnica d.d.
 - Zdravstveni center Morje d.o.o.
- Triglav INT, holdinška družba d.d.
 - Triglav Osiguranje d.d., Zagreb
 - Triglav Osiguranje d.d., Sarajevo
 - Autocentar BH d.o.o.
 - Unis automobili i dijelovi d.o.o.
 - Sarajevostan d.d.
 - Triglav Pojišt'ovna a.s., Brno
 - Lovćen Osiguranje a.d., Podgorica
 - Lovćen životna osiguranja a.d.
 - Lovćen Auto a.d.
 - Triglav Osiguranje a.d.o., Belgrade
 - Triglav Osiguranje a.d., Banja Luka
 - Triglav Auto d.o.o.
 - Triglav Osiguruvanje a.d., Skopje
- Triglav Skladi, družba za upravljanje d.o.o.
 - PROF-IN d.o.o.
- Triglav Naložbe, finansična družba d.d.
 - Golf Arboretum d.o.o.
 - Salnal d.o.o.
 - Avrigo, družba za avtobusni promet in turizem d.d.
 - Integral Notranjska d.o.o.
 - Alptours d.o.o.
 - Integral Zagorje d.o.o.
 - Integral Stojna Kočevje d.o.o.
- Triglav Svetovanje, zavarovalno zastopanje d.o.o.
 - TRI-PRO BH d.o.o.
 - TRI-LIFE d.o.o., Zagreb
- Triglav Avtoservis, družba za storitve in trgovino d.o.o.
- Triglav, Upravljanje nepremičnin d.d.
- Pista d.o.o.
- Slovenijales d.d.
 - Slovenijales trgovina d.o.o.
 - Slovenijales trgovina nepremičnine d.o.o.
- Hotel Grad Podvin d.d.
- Vse bo v redu, Zavod Zavarovalnice Triglav za družbeno odgovorne aktivnosti (Everything Will Be Alright – Institute of Zavarovalnica Triglav for corporate social responsibility)

Associated companies of the Triglav Group:

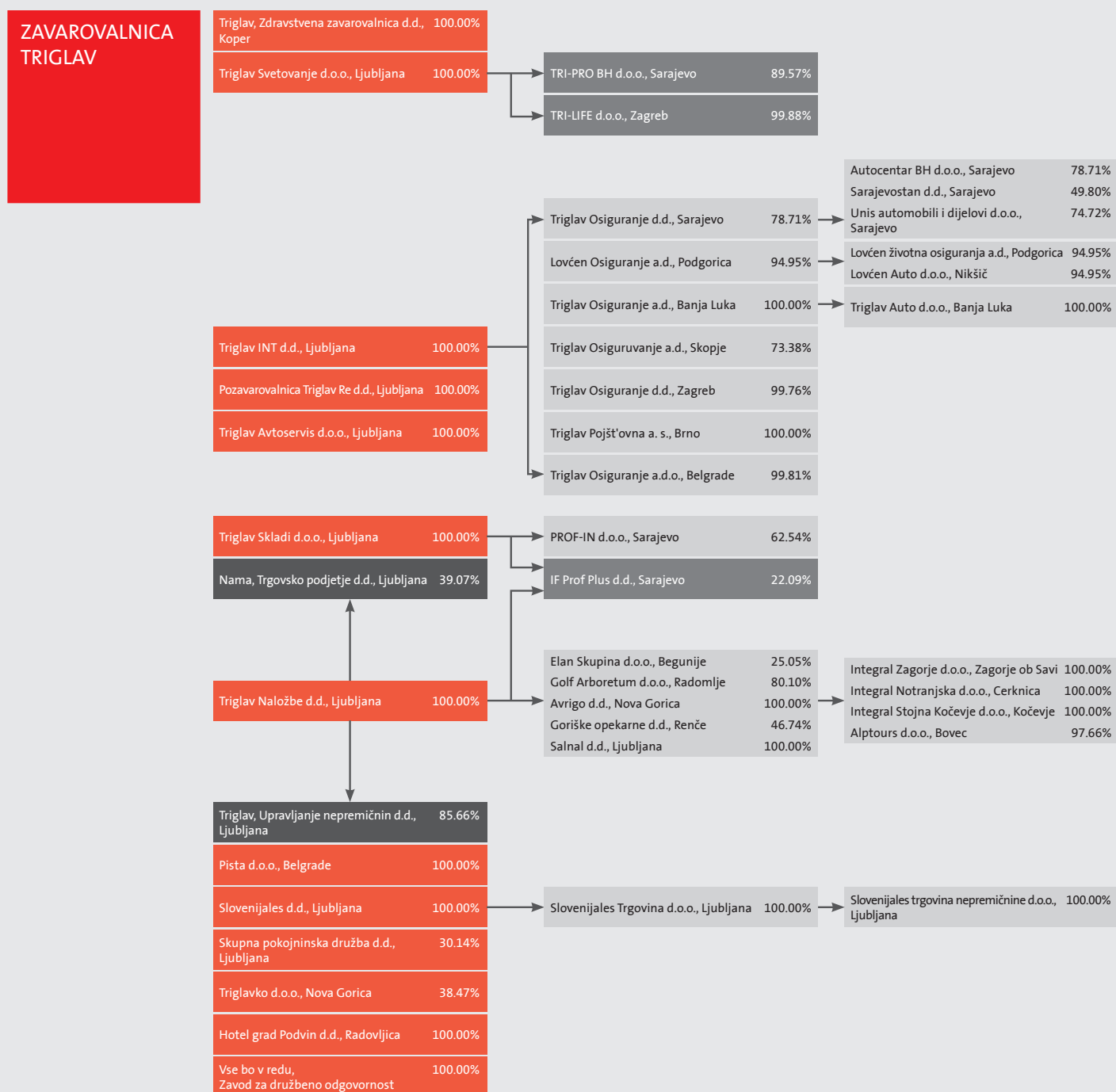
- Skupna pokojninska družba d.d.
- TriglavKo, zavarovalno zastopniška družba d.o.o.
- Nama trgovsko podjetje d.d.
- Goriške opekarne d.d.
- Elan Skupina (Skimar) d.o.o.
- IF Prof Plus

1.5.3.1 Changes to the Triglav Group composition in 2014⁶

- Gradis IPGI d.d. changed its name to Triglav Upravljanje nepremičnin d.d.
- AS Triglav - servis in trgovina d.o.o. changed its name to Triglav Avtoservis, družba za storitve in trgovino d.o.o. abbreviated to Triglav Avtoservis d.o.o.
- By paying in CZK 68,500,000 or EUR 2,489,280, Triglav INT d.d. increased the share capital in Triglav Pojišt'ovna, Brno.

The capital was increased through an issue of 685 shares with a nominal value of CZK 100,000, whereby Triglav INT d.d. remained the 100% shareholder.

- In April 2014, the Merger by Acquisition Agreement between Triglav nepremičnine, upravljanje, svetovanje in trgovanje z lastnimi nepremičninami d.o.o., Ljubljana (abbreviated to Triglav Nepremičnine d.o.o.) and Zavarovalnica Triglav was signed. On 1 September 2014, Zavarovalnica Triglav was granted an authorisation of the Insurance Supervision Agency to merge Triglav nepremičnine, upravljanje, svetovanje in trgovanje z lastnimi nepremičninami d.o.o. with the parent company. On 30 September 2014, the Company filed an application to enter the merger into the Companies Register with the Ljubljana District Court. On 6 October 2014, the merger of Triglav Nepremičnine, Upravljanje, svetovanje in trgovanje z lastnimi nepremičninami d.o.o., Ljubljana to the parent company was entered into the Companies Register of the District Court in Ljubljana and as from that date Triglav Nepremičnine d.o.o. was deleted from the Companies Register.
- Upon merger with Triglav Nepremičnine d.o.o., Zavarovalnica Triglav became an indirect owner of Pista d.o.o., Belgrade.
- By providing additional capital of EUR 2,000,000 to Triglav INT d.d., Zavarovalnica Triglav remained its 100% owner.
- In April 2014, Triglav INT d.d. provided additional capital to Triglav Osiguranje, Belgrade. The capital was increased through an issue of 993,918 shares with a nominal value of RSD 700. The capital increase totalled RSD 695,742,600 or EUR 6,060,475.61. This amount was paid by Triglav INT d.d., as a result of which its equity stake in Triglav Osiguranje a.d., Belgrade grew from 99.15% to 99.8%.
- In September 2014, Triglav INT d.d. provided a second tranche of capital increase in the subsidiary Triglav Osiguranje a.d., Belgrade amounting to RSD 50,544,900 or EUR 439,521. Additional capital was raised by issuing 72,207 shares with a nominal value of RSD 700 each – increasing the share of Triglav INT d.d. in the company from 99.8% to 99.81% in total.
- Triglav Osiguranje d.d., Sarajevo acquired a 13.33% equity stake in Unis automobili i dijelovi d.o.o., Sarajevo from non-controlling interest holders. For an acquisition price of BAM 326,860 or EUR 167.121 the participation of Triglav Osiguranje d.d., Sarajevo in Unis automobili i dijelovi d.o.o., Sarajevo increased to 95.18%. This acquisition is recognized in consolidated financial statements as a decrease in share premium, totalling EUR 43,354.
- Lovćen Osiguranje a.d.o., Podgorica increased its equity stake in the subsidiary Lovćen Auto a.d. in the amount of EUR 1,300,000, thus remaining a 100% owner of the said company.
- In October, Zavarovalnica Triglav announced its intention to make a takeover bid for all the shares of Skupna pokojninska družba d.d., Ljubljana. Zavarovalnica Triglav acquired an authorisation from the Insurance Supervision Agency for the acquisition of the majority shareholding in the above-stated company. In November 2014, the Securities Market Agency granted Zavarovalnica Triglav an authorisation for the takeover bid.
- In December, Triglav INT d.d. concluded an agreement on the sale of the shares of the subsidiary Triglav Pojišt'ovna a.s., Brno with VIGO Finance a.s., Prague, part of VIGO Investments Group. The sales transaction will be executed after all regulator's approvals have been obtained and other contractually agreed sales terms and conditions have been met – planned before the end of June 2015.
- In December 2014, two new subsidiaries of the Triglav Group were established:
 - TRI-LIFE d.o.o., Zagreb, was established by Triglav Osiguranje d.d., Zagreb, with a 49% equity share and Triglav Svetovanje d.o.o., Ljubljana, with a 51% equity share. Total initial capital amounts to HRK 505,286 or EUR 149,244.
 - Slovenijales trgovina Nepremičnine d.o.o., Ljubljana, was founded by Slovenijales trgovina d.o.o., Ljubljana with initial capital of EUR 3,648,552.

Subsidiaries and associated companies of the Triglav Group as at 31 December 2014 and their corresponding share of voting rights

Shareholder

- Zavarovalnica Triglav d.d.
- Zavarovalnica Triglav d.d. + subsidiary
- Subsidiary
- 2 or more subsidiaries