PORT INVESTMENT COMPANY LIMITED, Guernsey, St. Peter Port, St. Julian's Avenue, Richmond House, OIB: 75142206561, represented by Sandra Tabain based on special authorization, as Creditor

And

CAMENA d.o.o. Zagreb, Savska cesta 106, OIB: 25788703666 , represented by Laszlo Attila Kerekes, managing director, as Debtor

And

ADRIATIQ ISLANDS GROUP d.d. Zagreb, Savska cesta 106, OIB: 08214831145, represented by Chairman of Board Laszlo Attila Kerekes, as Assumer of Debt

Have on 01.07.2019. in Zagreb concluded the following

AGREEMENT ON ASSUMPTION OF DEBT

Article 1.

Parties hereto agree and declare that the Debtor has an obligation towards his Creditor Port invetsment company limited based on approved credits as follows:
– Loan agreement on December 12th 2006, with Annex on January 1st 2009, Annex on June 15th 2010, Annex on June 26th 2011, and Annex on December 12th 2016, subject of which is loan in the amount of 450.000,00 € with a net annual interest of 7%, which is increased for tax on deduction in the amount prescribed by law which is calculated on the gross amount with a repayment deadline until December 13th 2021

Article 2.

By execution of this Agreement Adriatiq islands group d.d. assumes all debts of Debtor Camena d.o.o. specified in art.1. hereof, which comprise of outstanding principal, interests up to day of takeover, future interests and withholding tax, while the Creditor Port investment company limited grants its consent to change of debtor by placing its signature upon this Agreement.

PORT INVESTMENT COMPANY LIMITED, Guernsey, St. Peter Port, St. Julian's Avenue, Richmond House, OIB: 75142206561, zastupano po: Sandri Tabain temeljem specijalne punomoći, kao Vjerovnik

I

CAMENA d.o.o. Zagreb, Savska cesta 106, OIB: 25788703666 , zastupano po članu uprave Laszlo Attila Kerekes, kao Dužnik

I

ADRIATIQ ISLANDS GROUP d.d. Zagreb, Savska cesta 106, OIB: 08214831145, zastupan po Predsjedniku uprave Laszlo Attila Kerekes, kao Preuzimatelj duga

Zaključili su dana 01.07.2019. u Zagrebu

UGOVOR O PREUZIMANJU DUGA

Članak 1.

Ugovorne strane suglasne su da je Dužnik u obvezi prema svojem Vjerovniku Port investment Company limited po osnovi odobrenih kredita kako slijedi:
--Ugovor o kreditu od dana 12.12.2006. godine s Aneksom od dana 01.01.2009. godine, Aneksom od dana 15.06.2010. godine, Aneksom od dana 26.06.2011. godine te Aneksom od dana 12.12.2016. godine, predmet kojeg je kredit u iznosu od 450.000,00 € s neto godišnjom kamatom od 7% koja se uvećava za porez po odbitku u visini propisanoj zakonom koji se obračunava na bruto iznos, te s rokom povrata do 13.12.2021. godine

Članak 2.

Ovim Ugovorom Adriatiq islands group d.d. preuzima na sebe ispunjenje svih obveza dužnika Camena d.o.o. iz čl.1. ovog Ugovora, odnosno neplaćenog iznosa glavnice, neplaćenih kamata po kreditu obračunatih do dana preuzimanja, budućih kamata i pripadajućeg poreza po odbitku, s čime je suglasan vjerovnik Port investment company limited, što potvrđuje svojim potpisom

	na ovom ugovoru.
It is there by agreed that the debt is assumed in amount of total debt (principal + interest+ WHT) calculated on 30.06.2019., with assumption effective as of 01.07.2019. specification of debt on 30.06.2019. is attached hereto as Schedule 1.	Utvrđuje se da se dug preuzima sa stanjem (glavnica + kamate + PPO) na dan 30.06.2019. godine, a preuzimanje stupa na snagu dana 01.07.2019. godine. Specifikacija duga na dan 30.06.2019. je Prilog 1 ugovoru.
By change of debtor the debt passes on to Assumer of Debt, who takes the place of the Debtor in relation to the Creditor, while the Debtor is completely and irrevocably released of its obligation towards Creditor. Creditor shall not be entitled to ever demand repayment of obligations listed in art.1. from original Debtor even in case Adriatiq islands group d.d. fails to repay the respective debts. Creditor declares and confirms that he is familiar with financial status of Assumer of Debt, and that pursuant to art.98, par.2 of Civil obligations act the Debtor is hereby completely released from its obligation to the Creditor.	Promjenom dužnika dug prelazi na preuzimatelja duga koji stupa na mjesto Dužnika u odnosu prema Vjerovniku, te se Dužnik u potpunosti i neopozivo oslobađa svoje obveze prema Vjerovniku. Vjerovnik nema pravo od prvotnog Dužnika zahtijevati bilo kakvo ispunjenje obveze iz čl.1, čak i u slučaju da Adriatiq islands group d.d. nikad ne podmiri predmetne obveze. Vjerovnik izjavljuje da je upoznat s financijskim stanjem preuzimatelja duga, te da je suglasan da se sukladno čl.98, st.2 ZOO-a dosadašnji dužnik u potpunosti oslobađa svoje obveze.
Article 3. In event of dispute arising hereunder, parties hereto agree that it shall be resolved before the Commercial court in Zagreb.	Članak 3. U slučaju spora iz ovog Ugovora, ugovorne strane ugovaraju nadležnost Trgovačkog suda u Zagrebu.
Article 4. This Agreement has been made in 3 (three) counterparts whereof each party shall keep 1(one) counterpart.	Članak 4. Ovaj Ugovor načinjen je od 3 (tri) primjerka od kojih svakoj strani pripada po 1 (jedan)

Preuzimatelj duga/ assumer of debt:	Dužnik/ Debtor:	Vjerovnik/Creditor:
ADRIATIQ ISLANDS GROUP d.d. A D R I A T I Q ISLANDS GROUP d.d. Zagreb, Savska cesta 106	CAVENA d.o.o. Savska cesta 106 Zagreb	PORT INVESTMENT COMPANY LTD.

CAMENA D.O.O.

CREDITOR	CURRENCY	CREDIT	INTEREST	WITHHOLDING TAX
PORT INVESTMENT	EUR	447.346,04	416.234,41	73.453,14

SPECIJALNA PUNOMOĆ

PORT INVESTMENT COMPANY LTD., društvo sa sjedištem u državi Guernsey, Richmond House, St. Julian's Avenue, St. Peters Port, Guernsey/British Isles, registarski broj: 38904, OIB: 75142206561, zastupano po ovlaštenim niže potpisanim zastupnicima, ovime opunomoćujem

Sandru Tabain
iz Zagreba, Fallerovo šetalište 37,
broj OI: 102901212, izdana od PU Zagrebačka,
OIB: 09863514166,
(u daljnjem tekstu: „Opunomoćenik")

da nas samostalno i pojedinačno, u naše ime i za naš račun, s društvom ADRIATIQ ISLANDS GROUP d.d. Zagreb, Savska cesta 106, OIB: 08214831145 kao preuzimateljem duga zaključi pojedinačne ugovore o preuzimanju duga s našim dužnicima kako slijedi, u svrhu davanja pristanka na promjenu dužnika:

- ADRIATIQ ISLANDS GROUP YACHTING d.o.o. Zagreb, Savska cesta 106, OIB: 38643476300 -Ugovor o kreditu od dana 08.08.2006. godine s Aneksom od dana 10.12.2006. godine, Aneksom od dana 15.06.2010. godine, Aneksom od dana 06.07.2011. te Aneksom od dana 09.08.2016. godine, predmet kojeg je kredit u iznosu od 200.000,00 €
- AQUAMARINE d.o.o. Zagreb, Savska cesta 106, OIB: 64556155401- Ugovor o kreditu od dana 27.04.2004. godine s Aneksom od dana 01.01.2006. godine, Aneksom od dana 01.01.2009. godine, Aneksom od dana 15.06.2010. godine, Aneksom od dana 26.06.2011. godine te Aneksom od dana 30.04.2015. godine, predmet kojeg je kredit u iznosu od 2.300.000,00 USD
- CAMENA d.o.o. Zagreb, Savska cesta 106, OIB: 25788703666 - Ugovor o kreditu od dana 12.12.2006. godine s Aneksom od dana 01.01.2009. godine, Aneksom od dana 15.06.2010. godine, Aneksom od dana 26.06.2011. godine te Aneksom od dana

SPECIAL AUTHORIZATION

PORT INVESTMENT COMPANY LTD., company with registered seat in Guernsey, Richmond House, St. Julian's Avenue, St. Peters Port, Guernsey/British Isles, registration number: 38904, PIN (OIB): 75142206561, represented by undersigned authorized representatives, hereby authorize

Sandra Tabain
from Zagreba, Fallerovo šetalište 37,
ID card no: 102901212, issued by PU Zagrebačka,
PIN (OI): 09863514166,
(hereinafter: „Proxy")

to individually and sevarally in our name and on our behalf for the purpose of approving the change of debtor exectues individual Assumption of debt Agreements with company ADRIATIQ ISLANDS GROUP d.d. Zagreb, Savska cesta 106, OIB: 08214831145 as Assumer of debt and our debtors as follows:

- ADRIATIQ ISLANDS GROUP YACHTING d.o.o. Zagreb, Savska cesta 106, OIB: 38643476300- Loan agreement on August 8th 2006, with Annex on December 10th 2006, Annex on July 15th 2010 and Annex on July 6th 2011, subject of which is loan in the amount of 200.000,00 €
- AQUAMARINE d.o.o. Zagreb, Savska cesta 106, OIB: 64556155401- Loan agreement on April 27th 2004, with Annex on January 1st 2006, Annex on January 1st 2009, Annex on June 15th 2010, Annex on June 26th 2011, and Annex on April 30th2015, subject of which is loan in the amount of 2.300.000,00 USD
- CAMENA d.o.o. Zagreb, Savska cesta 106, OIB: 25788703666- Loan agreement on December 12th 2006, with Annex on January 1st 2009, Annex on June 15th 2010, Annex on June 26th 2011, and Annex on December 12th 2016, subject of which is loan in the amount of 450.000,00 €

12.12.2016. godine, predmet kojeg je kredit u iznosu od 450.000,00 €

- DANUVIUS MARINA d.o.o. Tribunj, Jurjevgradska 2, OIB: 14329389295--- Ugovor o kreditu od dana 29.05.2003. godine s Aneksom od dana 01.01.2006. godine, Aneksom od dana 01.01.2007. godine, Aneksom od dana 01.05.2008. godine, Aneksom od dana 01.01.2009. godine te Aneksom od dana 26.06.2011. godine, Aneksom od dana 19.05.2016. godine predmet kojeg je kredit u iznosu od 1.000.000,00 USD; Ugovor o kreditu od dana 12.03.2004. godine s Aneksom od dana 01.01.2006. godine, Aneksom od dana 01.01.2007. godine, te Aneksom od dana 26.06.2011. godine, Aneksom od dana 07.03.2017. godine predmet kojeg je kredit u iznosu od 1.200.000,00 USD; Ugovor o kreditu od dana 16.12.2005. godine s Aneksom od dana 26.06.2011. godine, Aneksom od 20.12.2013. godine, predmet kojeg je kredit u iznosu od 400.000,00 USD; Ugovor o kreditu od dana 20.04.2004. godine koji izvorno sklopljen s društvom BERIL d.o.o. sa sjedištem u Primoštenu, Bana J. Jelačića 17, a koje je dana 31.08.2004. godine pripojeno društvu DANUVIUS MARINA, d.o.o., Aneksom od dana 01.01.2006. godine, Aneksom od dana 01.01.2007. godine, Aneksom od dana 01.01.2009. godine, Aneksom od dana 26.06.2011. godine te Aneksom od dana 20.04.2017. godine, predmet kojeg je kredit u iznosu od 1.000.000,00 USD; Ugovor o kreditu od dana 30.04.2004. godine koji izvorno sklopljen s društvom BERIL d.o.o. sa sjedištem u Primoštenu, Bana J. Jelačića 17, a koje je dana 31.08.2004. godine pripojeno društvu DANUVIUS MARINA, d.o.o., s Aneksom od dana 01.01.2006. godine, Aneksom od dana 01.01.2007. godine, Aneksom od dana 26.06.2011. godine te Aneksom od dana 11.05.2017. godine predmet kojeg je kredit u iznosu od 4.000.000,00 USD
- DANUVIUS RESTORAN d.o.o. Tribunj, Jurjevgradska 2, OIB: 25788703666 (ranije TIRKIZ d.o.o. Zagreb) - Ugovor o kreditu od dana 12.12.2006. godine s Aneksom od dana

- DANUVIUS MARINA d.o.o. Tribunj, Jurjevgradska 2, OIB: 14329389295- Loan agreement on May 29th 2003, with Annex on January 1st 2006, Annex on January 1st 2007, Annex on May 1st 2008, Annex on January 1st 2009, Annex on June 26th 2011, Annex on May 19th 2016 subject of which is loan in the amount of 1.000.000,00 USD; Loan agreement on March 12th 2004, with Annex on January 1st 2006, Annex on January 1st 2007, Annex on June 26st 2011, Annex on March 1st 2009, Annex on June 26th 2011, Annex on May 7th 2017 subject of which is loan in the amount of 1.200.000,00 USD; Loan agreement on December 16th 2005, with Annex on June 26th 2011, Annex on December 20th 2013 subject of which is loan in the amount of 400.000,00 USD; Loan agreement on April 20th 2004 originally concluded with company BERIL Ltd. with business seat in Primošten, Bana J. Jelačića 17 which was on August 31st 2004 joint to company DANUVIUS MARINA, Ltd. with Annex on January 01st 2006, Annex on January 1st 2007, Annex on January 1st 2009, Annex on June 26th 2011, Annex on April 20th 2017, subject of which is loan in the amount of 1.000.000,00 USD; Loan agreement on April 30th 2004 originally concluded with company BERIL Ltd. with business seat in Primošten, Bana J. Jelačića 17 which was on August 31st 2004 joint to company DANUVIUS MARINA, Ltd. with Annex on January 1st 2006, Annex on January 1st 2007, Annex on June 26th 2011, Annex on May 11th 2017, subject of which is loan in the amount of 4.000.000,00 USD
- DANUVIUS RESTORAN d.o.o. Tribunj, Jurjevgradska 2, OIB: 25788703666 (earlier TIRKIZ d.o.o. Zagreb)- Loan agreement on December 12th 2006 with Annex on January

01.01.2009. godine, Aneksom od dana 15.06.2010. godine, Aneksom od dana 26.06.2011. godine, te Aneksom od dana 05.05.2016. godine, predmet kojeg je kredit u iznosu od 720.000,00 €

- DIAMANT MARINA d.o.o. Zagreb, Savska cesta 106, OIB: 21098908294- Ugovor o kreditu od dana 26.01.2004. godine s pripadajućim aneksima predmet kojeg je kredit u iznosu od 950.000,00 USD; Ugovor o kreditu od dana 20.04.2004. godine s pripadajućim aneksima predmet kojeg je kredit u iznosu od 1.500.000,00 USD; Ugovor o kreditu od dana 21.11.2005. godine s pripadajućim aneksima predmet kojeg je kredit u iznosu od 13.389.000,00 USD

- PRIMOŠTEN d.d. Primošten, Raduča 11, OIB: 77587041388- Ugovor o kreditu od dana 05.02.2007, predmet kojeg je kredit u iznosu od 300.000,00 EUR

01st 2009, Annex on June 15th 2010, Annex on June 26th 2011, Annex on May 5th 2016, subject of which is loan in the amount of 720.000,00 €

- DIAMANT MARINA d.o.o. Zagreb, Savska cesta 106, OIB: 21098908294- Loan agreement on January 26th 2004 with pertaining annexes subject of which is loan in the amount of 950.000,00 USD; Loan agreement on April 20th 2004 with pertaining annexes subject of which is loan in the amount of 1.500.000,00 USD; Loan agreement on November 21st 2005 with pertaining annexes subject of which is loan in the amount of 13.389.000,00 USD

- PRIMOŠTEN d.d. Primošten, Raduča 11, OIB: 77587041388- Loan agreement on February 5th 2007, subject of which is loan in the amount of 300.000,00 EUR

Opunomoćenik je ovlašten potpisati Ugovore o preuzimanju duga te sve druge izjave i dokumente koji bi mogli biti potrebni za izvršenje namjeravanog pravnog posla.

Na ovu punomoć primjenjuje se hrvatsko pravo.

Ova punomoć vrijedi šest mjeseci od dana izdavanja.

Proxy is authorized to execute individual Assumption of debt Agreements and all other statemets and documents thay may be needed to fulfillment of intended business arrangement.

This authorization shall be governed by Croatian law.

This authorization shall be valid six months as of the day it is issued.

Guernsey, 28. Lipanj 2019.g./ 28 June 2019

PORT INVESTMENT COMPANY LTD.
Zastupan po / represented by
RICHMOND DIRECTORS LIMITED
of Richmond House, St Julian's Avenue, St Peter Port, Guernsey GY1 1GZ
Represented by :

Ime/Name: PAUL GAUDION

Funkcija/ Title: DIRECTOR

Ime/Name: KELLY ROGER

Funkcija/ Title: SENIOR MANAGER

Notarial Certificate

I, **MARTYN BAUDAINS**, Notary Public, of Redwood House, St Julian's Avenue, St Peter Port in the Island of Guernsey hereby certify that the signatures on the attached document are the true signatures of PAUL RICHARD GAUDION and KELLY ANN ROGER, in their capacity as authorised signatories of RICHMOND DIRECTORS LIMITED, which in turn is the sole director of PORT INVESTMENT COMPANY LIMITED. For the purposes of this certificate I have examined the records from the Guernsey Registry and resolutions made by RICHMOND DIRECTORS LIMITED in its capacity as sole director of PORT INVESTMENT COMPANY LIMITED. I assume, and rely on the assumption, that the records provided to me and the records of the Guernsey

facts or circumstances

APOSTILLE

(Hague Convention of 5 October 1961 / Convention de La Haye du 5 octobre 1961)

BAILIWICK OF GUERNSEY AND HER DEPENDENCIES

1. Country: Bailiwick of Guernsey
   Pays: Bailliage de Guernesey

   This public document / Le présent acte

2. has been signed by / a été signé par: Advocate M. Baudains

3. acting in the capacity of / agissant en qualité de: Notary Public

4. bears the seal / stamp of / est revêtu du sceau / timbre de: the said Notary Public

Certified / Attesté

5. at Guernsey / à Guernesey

6. the / le: 5th July 2019

7. by His Excellency the Lieutenant-Governor of the Bailiwick of Guernsey / par son Excellence le Lieutenant-Gouverneur du Bailiage de Guernesey

8. Number / sous: **GG 43071**

9. Stamp: / timbre:

10. Signature:
David Matthew Jehan

O.M.Jehan

for His Excellency the Lieutenant-Governor
pour son Excellence le Lieutenant-Gouverneur

If this document is to be used in a country which is not party to the Hague Convention of 5 October 1961, it should be presented to the consular section of the mission representing that country.

Notarial Certificate

I, **MARTYN BAUDAINS**, Notary Public, of Redwood House, St Julian's Avenue, St Peter Port In the Island of Guernsey hereby certify that the signatures on the attached document are the true signatures of PAUL RICHARD GAUDION and KELLY ANN ROGER, in their capacity as authorised signatories of RICHMOND DIRECTORS LIMITED, which in turn is the sole director of PORT INVESTMENT COMPANY LIMITED. For the purposes of this certificate I have examined the records from the Guernsey Registry and resolutions made by RICHMOND DIRECTORS LIMITED in its capacity as sole director of PORT INVESTMENT COMPANY LIMITED. I assume, and rely on the assumption, that the records provided to me and the records of the Guernsey Registry are complete, accurate and up to date and that there are no facts or circumstances which could affect this certificate. I give no further certificate.

Martyn Baudains
Notary Public
Redwood House
St Julian's Avenue
St Peter Port
Guernsey GY1 1WA
Channel Islands
T: +44 1481 721672

At Guernsey this 2nd day of July, 2019

Martyn Baudains
Notary Public

PORT INVESTMENT COMPANY LIMITED, Guernsey, St. Peter Port, St. Julian's Avenue, Richmond House, OIB: 75142206561, represented by Sandra Tabain based on special authorization, as Creditor

And

DANUVIUS RESTORAN d.o.o. Tribunj, Jurjevgradska 2, OIB: 25788703666 , represented by Silvia Polozsanyi Pejković, managing director, as Debtor

And

ADRIATIQ ISLANDS GROUP d.d. Zagreb, Savska cesta 106, OIB: 08214831145, represented by Chairman of Board Laszlo Attila Kerekes, as Assumer of Debt

Have on 01.07.2019. in Zagreb concluded the following

AGREEMENT ON ASSUMPTION OF DEBT

Article 1.

Parties hereto agree and declare that the Debtor has an obligation towards his Creditor Port invetsment company limited based on approved credits as follows:
-- Loan agreement on December 12th 2006 with Annex on January 01st 2009, Annex on June 15th 2010, Annex on June 26th 2011, Annex on May 5th 2016, subject of which is loan in the amount of 720.000,00 € with a net annual interest of 7%, which is increased for tax on deduction in the amount of 15% which is calculated on the gross amount with a repayment deadline until December 13th 2021.

Article 2.

By execution of this Agreement Adriatiq islands group d.d. assumes all debts of Debtor Danuvius restoran d.o.o. specified in art.1. hereof, which comprise of outstanding principal, interests up to day of takeover, future interests and withholding tax, while the Creditor Port investment company

PORT INVESTMENT COMPANY LIMITED, Guernsey, St. Peter Port, St. Julian's Avenue, Richmond House, OIB: 75142206561, zastupano po: Sandri Tabain temeljem posebne punomoći, kao Vjerovnik

I

DANUVIUS RESTORAN d.o.o. Zagreb, Savska cesta 106, OIB: 25788703666 , zastupano po članu uprave Silvia Polozsanyi Pejković, kao Dužnik

I

ADRIATIQ ISLANDS GROUP d.d. Zagreb, Savska cesta 106, OIB: 08214831145, zastupan po Predsjedniku uprave Laszlo Attila Kerekes, kao Preuzimatelj duga

Zaključili su dana 01.07.2019. u Zagrebu

UGOVOR O PREUZIMANJU DUGA

Članak 1.

Ugovorne strane suglasne su da je Dužnik u obvezi prema svojem Vjerovniku Port investment Company limited po osnovi odobrenih kredita kako slijedi:
-- Ugovor o kreditu od dana 12.12.2006. godine s Aneksom od dana 01.01.2009. godine, Aneksom od dana 15.06.2010. godine, Aneksom od dana 26.06.2011. godine, te Aneksom od dana 05.05.2016. godine, predmet kojeg je kredit u iznosu od 720.000,00 € s neto godišnjom kamatom od 7% koja se uvećava za porez po odbitku u visini od 15% koji se obračunava na bruto iznos, te s rokom povrata do 13.12.2021. godine.

Članak 2.

Ovim Ugovorom Adriatiq islands group d.d. preuzima na sebe ispunjenje svih obveza dužnika Danuvius restoran d.o.o. iz čl.1. ovog Ugovora, odnosno neplaćenog iznosa glavnice, neplaćenih kamata po kreditu obračunatih do dana preuzimanja, budućih kamata i pripadajućeg

limited grants its consent to change of debtor by placing its signature upon this Agreement.	poreza po odbitku, s čime je suglasan vjerovnik Port investment company limited, što potvrđuje svojim potpisom na ovom ugovoru.
It is there by agreed that the debt is assumed in amount of total debt (principal + interest+ WHT) calculated on 30.06.2019., with assumption effective as of 01.07.2019. specification of debt on 30.06.2019. is attached hereto as Schedule 1.	Utvrđuje se da se dug preuzima sa stanjem (glavnica + kamate + PPO) na dan 30.06.2019. godine, a preuzimanje stupa na snagu dana 01.07.2019. godine. Specifikacija duga na dan 30.06.2019. je Prilog 1 ugovoru.
By change of debtor the debt passes on to Assumer of Debt, who takes the place of the Debtor in relation to the Creditor, while the Debtor is completely and irrevocably released of its obligation towards Creditor. Creditor shall not be entitled to ever demand repayment of obligations listed in art.1. from original Debtor even in case Adriatiq islands group d.d. fails to repay the respective debts. Creditor declares and confirms that he is familiar with financial status of Assumer of Debt, and that pursuant to art.98, par.2 of Civil obligations act the Debtor is hereby completely released from its obligation to the Creditor.	Promjenom dužnika dug prelazi na preuzimatelja duga koji stupa na mjesto Dužnika u odnosu prema Vjerovniku, te se Dužnik u potpunosti i neopozivo oslobađa svoje obveze prema Vjerovniku. Vjerovnik nema pravo od prvotnog Dužnika zahtijevati bilo kakvo ispunjenje obveze iz čl.1, čak i u slučaju da Adriatiq islands group d.d. nikad ne podmiri predmetne obveze. Vjerovnik izjavljuje da je upoznat s financijskim stanjem preuzimatelja duga, te da je suglasan da se sukladno čl.98, st.2 ZOO-a dosadašnji dužnik u potpunosti oslobađa svoje obveze.
Article 3.	Članak 3.
In event of dispute arising hereunder, parties hereto agree that it shall be resolved before the Commercial court in Zagreb.	U slučaju spora iz ovog Ugovora, ugovorne strane ugovaraju nadležnost Trgovačkog suda u Zagrebu.
Article 4.	Članak 4.
This Agreement has been made in 3 (three) counterparts whereof each party shall keep 1(one) counterpart.	Ovaj Ugovor načinjen je od 3 (tri) primjerka od kojih svakoj strani pripada po 1 (jedan)

Preuzimatelj duga/ assumer of debt:	Dužnik/ Debtor:	Vjerovnik/Creditor:
ADRIATIQ ISLANDS GROUP d.d. A D R I A T I Q ISLANDS GROUP d.d. Zagreb, Savska cesta 106	DANUVIUS RESTORAN d.o.o. DANUVIUS RESTORAN d.o.o. Jurjevgradska 2, Tribunj	PORT INVESTMENT COMPANY LTD.

DANUVIUS RESTORAN D.O.O.

CREDITOR	CURRENCY	CREDIT	INTEREST	WITHHOLDING TAX
PORT.INVESTMENT	EUR	720.000,00	666.294,17	117.581,34

SPECIJALNA PUNOMOĆ

PORT INVESTMENT COMPANY LTD., društvo sa sjedištem u državi Guernsey, Richmond House, St. Julian's Avenue, St. Peters Port, Guernsey/British Isles, registarski broj: 38904, OIB: 75142206561, zastupano po ovlaštenim niže potpisanim zastupnicima, ovime opunomoćujem

Sandru Tabain
iz Zagreba, Fallerovo šetalište 37,
broj OI: 102901212, izdana od PU Zagrebačka,
OIB: 09863514166,
(u daljnjem tekstu: „Opunomoćenik")

da nas samostalno i pojedinačno, u naše ime i za naš račun, s društvom ADRIATIQ ISLANDS GROUP d.d. Zagreb, Savska cesta 106, OIB: 08214831145 kao preuzimateljem duga zaključi pojedinačne ugovore o preuzimanju duga s našim dužnicima kako slijedi, u svrhu davanja pristanka na promjenu dužnika:

- ADRIATIQ ISLANDS GROUP YACHTING d.o.o. Zagreb, Savska cesta 106, OIB: 38643476300 -Ugovor o kreditu od dana 08.08.2006. godine s Aneksom od dana 10.12.2006. godine, Aneksom od dana 15.06.2010. godine, Aneksom od dana 06.07.2011. te Aneksom od dana 09.08.2016. godine, predmet kojeg je kredit u iznosu od 200.000,00 €
- AQUAMARINE d.o.o. Zagreb, Savska cesta 106, OIB: 64556155401- Ugovor o kreditu od dana 27.04.2004. godine s Aneksom od dana 01.01.2006. godine, Aneksom od dana 01.01.2009. godine, Aneksom od dana 15.06.2010. godine, Aneksom od dana 26.06.2011. godine te Aneksom od dana 30.04.2015. godine, predmet kojeg je kredit u iznosu od 2.300.000,00 USD
- CAMENA d.o.o. Zagreb, Savska cesta 106, OIB: 25788703666 - Ugovor o kreditu od dana 12.12.2006. godine s Aneksom od dana 01.01.2009. godine, Aneksom od dana 15.06.2010. godine, Aneksom od dana 26.06.2011. godine te Aneksom od dana

SPECIAL AUTHORIZATION

PORT INVESTMENT COMPANY LTD., company with registered seat in Guernsey, Richmond House, St. Julian's Avenue, St. Peters Port, Guernsey/British Isles, registration number: 38904, PIN (OIB): 75142206561, represented by undersigned authorized representatives, hereby authorize

Sandra Tabain
from Zagreba, Fallerovo šetalište 37,
ID card no: 102901212, issued by PU Zagrebačka,
PIN (OI): 09863514166,
(hereinafter: „Proxy")

to individually and sevarally in our name and on our behalf for the purpose of approving the change of debtor exectues individual Assumption of debt Agreements with company ADRIATIQ ISLANDS GROUP d.d. Zagreb, Savska cesta 106, OIB: 08214831145 as Assumer of debt and our debtors as follows:

- ADRIATIQ ISLANDS GROUP YACHTING d.o.o. Zagreb, Savska cesta 106, OIB: 38643476300- Loan agreement on August 8th 2006, with Annex on December 10th 2006, Annex on July 15th 2010 and Annex on July 6th 2011, subject of which is loan in the amount of 200.000,00 €
- AQUAMARINE d.o.o. Zagreb, Savska cesta 106, OIB: 64556155401- Loan agreement on April 27th 2004, with Annex on January 1st 2006, Annex on January 1st 2009, Annex on June 15th 2010, Annex on June 26th 2011, and Annex on April 30th2015, subject of which is loan in the amount of 2.300.000,00 USD
- CAMENA d.o.o. Zagreb, Savska cesta 106, OIB: 25788703666- Loan agreement on December 12th 2006, with Annex on January 1st 2009, Annex on June 15th 2010, Annex on June 26th 2011, and Annex on December 12th 2016, subject of which is loan in the amount of 450.000,00 €

12.12.2016. godine, predmet kojeg je kredit u iznosu od 450.000,00 €

- DANUVIUS MARINA d.o.o. Tribunj, Jurjevgradska 2, OIB: 14329389295--- Ugovor o kreditu od dana 29.05.2003. godine s Aneksom od dana 01.01.2006. godine, Aneksom od dana 01.01.2007. godine, Aneksom od dana 01.05.2008. godine, Aneksom od dana 01.01.2009. godine te Aneksom od dana 26.06.2011. godine, Aneksom od dana 19.05.2016. godine predmet kojeg je kredit u iznosu od 1.000.000,00 USD; Ugovor o kreditu od dana 12.03.2004. godine s Aneksom od dana 01.01.2006. godine, Aneksom od dana 01.01.2007. godine, te Aneksom od dana 26.06.2011. godine, Aneksom od dana 07.03.2017. godine predmet kojeg je kredit u iznosu od 1.200.000,00 USD; Ugovor o kreditu od dana 16.12.2005. godine s Aneksom od dana 26.06.2011. godine, Aneksom od 20.12.2013. godine, predmet kojeg je kredit u iznosu od 400.000,00 USD; Ugovor o kreditu od dana 20.04.2004. godine koji izvorno sklopljen s društvom BERIL d.o.o. sa sjedištem u Primoštenu, Bana J. Jelačića 17, a koje je dana 31.08.2004. godine pripojeno društvu DANUVIUS MARINA, d.o.o., Aneksom od dana 01.01.2006. godine, Aneksom od dana 01.01.2007. godine, Aneksom od dana 01.01.2009. godine, Aneksom od dana 26.06.2011. godine te Aneksom od dana 20.04.2017. godine, predmet kojeg je kredit u iznosu od 1.000.000,00 USD; Ugovor o kreditu od dana 30.04.2004. godine koji izvorno sklopljen s društvom BERIL d.o.o. sa sjedištem u Primoštenu, Bana J. Jelačića 17, a koje je dana 31.08.2004. godine pripojeno društvu DANUVIUS MARINA, d.o.o., s Aneksom od dana 01.01.2006. godine, Aneksom od dana 01.01.2007. godine, Aneksom od dana 26.06.2011. godine te Aneksom od dana 11.05.2017. godine predmet kojeg je kredit u iznosu od 4.000.000,00 USD
- DANUVIUS RESTORAN d.o.o. Tribunj, Jurjevgradska 2, OIB: 25788703666 (ranije TIRKIZ d.o.o. Zagreb) - Ugovor o kreditu od dana 12.12.2006. godine s Aneksom od dana

- DANUVIUS MARINA d.o.o. Tribunj, Jurjevgradska 2, OIB: 14329389295- Loan agreement on May 29th 2003, with Annex on January 1st 2006, Annex on January 1st 2007, Annex on May 1st 2008, Annex on January 1st 2009, Annex on June 26th 2011, Annex on May 19th 2016 subject of which is loan in the amount of 1.000.000,00 USD; Loan agreement on March 12th 2004, with Annex on January 1st 2006, Annex on January 1st 2007, Annex on June 26st 2011, Annex on March 1st 2009, Annex on June 26th 2011, Annex on May 7th 2017 subject of which is loan in the amount of 1.200.000,00 USD; Loan agreement on December 16th 2005, with Annex on June 26th 2011, Annex on December 20th 2013 subject of which is loan in the amount of 400.000,00 USD; Loan agreement on April 20th 2004 originally concluded with company BERIL Ltd. with business seat in Primošten, Bana J. Jelačića 17 which was on August 31st 2004 joint to company DANUVIUS MARINA, Ltd. with Annex on January 01st 2006, Annex on January 1st 2007, Annex on January 1st 2009, Annex on June 26th 2011, Annex on April 20th 2017, subject of which is loan in the amount of 1.000.000,00 USD; Loan agreement on April 30th 2004 originally concluded with company BERIL Ltd. with business seat in Primošten, Bana J. Jelačića 17 which was on August 31st 2004 joint to company DANUVIUS MARINA, Ltd. with Annex on January 1st 2006, Annex on January 1st 2007, Annex on June 26th 2011, Annex on May 11th 2017, subject of which is loan in the amount of 4.000.000,00 USD
- DANUVIUS RESTORAN d.o.o. Tribunj, Jurjevgradska 2, OIB: 25788703666 (earlier TIRKIZ d.o.o. Zagreb)- Loan agreement on December 12th 2006 with Annex on January

01.01.2009. godine, Aneksom od dana 15.06.2010. godine, Aneksom od dana 26.06.2011. godine, te Aneksom od dana 05.05.2016. godine, predmet kojeg je kredit u iznosu od 720.000,00 €

- DIAMANT MARINA d.o.o. Zagreb, Savska cesta 106, OIB: 21098908294- Ugovor o kreditu od dana 26.01.2004. godine s pripadajućim aneksima predmet kojeg je kredit u iznosu od 950.000,00 USD; Ugovor o kreditu od dana 20.04.2004. godine s pripadajućim aneksima predmet kojeg je kredit u iznosu od 1.500.000,00 USD; Ugovor o kreditu od dana 21.11.2005. godine s pripadajućim aneksima predmet kojeg je kredit u iznosu od 13.389.000,00 USD

- PRIMOŠTEN d.d. Primošten, Raduča 11, OIB: 77587041388- Ugovor o kreditu od dana 05.02.2007, predmet kojeg je kredit u iznosu od 300.000,00 EUR

01st 2009, Annex on June 15th 2010, Annex on June 26th 2011, Annex on May 5th 2016, subject of which is loan in the amount of 720.000,00 €

- DIAMANT MARINA d.o.o. Zagreb, Savska cesta 106, OIB: 21098908294- Loan agreement on January 26th 2004 with pertaining annexes subject of which is loan in the amount of 950.000,00 USD; Loan agreement on April 20th 2004 with pertaining annexes subject of which is loan in the amount of 1.500.000,00 USD; Loan agreement on November 21st 2005 with pertaining annexes subject of which is loan in the amount of 13.389.000,00 USD

- PRIMOŠTEN d.d. Primošten, Raduča 11, OIB: 77587041388- Loan agreement on February 5th 2007, subject of which is loan in the amount of 300.000,00 EUR

Opunomoćenik je ovlašten potpisati Ugovore o preuzimanju duga te sve druge izjave i dokumente koji bi mogli biti potrebni za izvršenje namjeravanog pravnog posla.

Na ovu punomoć primjenjuje se hrvatsko pravo.

Ova punomoć vrijedi šest mjeseci od dana izdavanja.

Proxy is authorized to execute individual Assumption of debt Agreements and all other statemets and documents thay may be needed to fulfillment of intended business arrangement.

This authorization shall be governed by Croatian law.

This authorization shall be valid six months as of the day it is issued.

Guernsey, 28. Lipanj 2019.g./ 28 June 2019

PORT INVESTMENT COMPANY LTD.
Zastupan po / represented by
RICHMOND DIRECTORS LIMITED
of Richmond House, St Julian's Avenue, St Peter Port, Guernsey GY1 1GZ
Represented by :

Ime/Name: PAUL GAUDION

Funkcija/ Title: DIRECTOR

Ime/Name: KELLY ROGER

Funkcija/ Title: SENIOR MANAGER

Notarial Certificate

I, **MARTYN BAUDAINS**, Notary Public, of Redwood House, St Julian's Avenue, St Peter Port in the Island of Guernsey hereby certify that the signatures on the attached document are the true signatures of PAUL RICHARD GAUDION and KELLY ANN ROGER, in their capacity as authorised signatories of RICHMOND DIRECTORS LIMITED, which in turn is the sole director of PORT INVESTMENT COMPANY LIMITED. For the purposes of this certificate I have examined the records from the Guernsey Registry and resolutions made by RICHMOND DIRECTORS LIMITED in its capacity as sole director of PORT INVESTMENT COMPANY LIMITED. I assume, and rely on the assumption, that the records provided to me and the records of the Guernsey

facts or circumstances

APOSTILLE

(Hague Convention of 5 October 1961 / Convention de La Haye du 5 octobre 1961)

BAILIWICK OF GUERNSEY AND HER DEPENDENCIES

1. Country: Bailiwick of Guernsey
   Pays: Bailliage de Guernesey

   This public document / Le présent acte

2. has been signed by
   a été signé par ..... Advocate M. Baudains .....

3. acting in the capacity of
   agissant en qualité de ..... Notary Public .....

4. bears the seal / stamp of
   est revêtu du sceau / timbre de ..... the said Notary Public .....

Certified / Attesté

5. at Guernsey / à Guernesey 6. the / le ..... 5th July 2019 .....

7. by His Excellency the Lieutenant-Governor of the Bailiwick of Guernsey / par son Excellence le Lieutenant-Gouverneur du Bailiage de Guernesey

8. Number / sous **GG 43071**

9. Stamp:
   timbre:

10. Signature:
    David Matthew Jehan

O.M.Jehan

for His Excellency the Lieutenant-Governor
pour son Excellence le Lieutenant-Gouverneur

If this document is to be used in a country which is not party to the Hague Convention of 5 October 1961, it should be presented to the consular section of the mission representing that country.

Notarial Certificate

I, **MARTYN BAUDAINS**, Notary Public, of Redwood House, St Julian's Avenue, St Peter Port in the Island of Guernsey hereby certify that the signatures on the attached document are the true signatures of PAUL RICHARD GAUDION and KELLY ANN ROGER, in their capacity as authorised signatories of RICHMOND DIRECTORS LIMITED, which in turn is the sole director of PORT INVESTMENT COMPANY LIMITED. For the purposes of this certificate I have examined the records from the Guernsey Registry and resolutions made by RICHMOND DIRECTORS LIMITED in its capacity as sole director of PORT INVESTMENT COMPANY LIMITED. I assume, and rely on the assumption, that the records provided to me and the records of the Guernsey Registry are complete, accurate and up to date and that there are no facts or circumstances which could affect this certificate. I give no further certificate.

Martyn Baudains
Notary Public
Redwood House
St Julian's Avenue
St Peter Port
Guernsey GY1 1WA
Channel Islands
T: +44 1481 721672

At Guernsey this 2nd day of July, 2019

Martyn Baudains
Notary Public

PORT INVESTMENT COMPANY LIMITED, Guernsey, St. Peter Port, St. Julian's Avenue, Richmond House, OIB: 75142206561, represented by Sandra Tabain based on special authorization, as Creditor	PORT INVESTMENT COMPANY LIMITED, Guernsey, St. Peter Port, St. Julian's Avenue, Richmond House, OIB: 75142206561, zastupano po Sandri Tabain temeljem posebne punomoći, kao Vjerovnik
And	I
AQUAMARINE d.o.o. Zagreb, Savska cesta 106, OIB: 64556155401, represented by Laszlo Attila Kerekes and Sasha Golubovic, managing directors, as Debtor	AQUAMARINE d.o.o. Zagreb, Savska cesta 106, OIB: 64556155401, zastupano po članovima uprave Laszlo Attila Kerekes i Sasha Golubovic, kao Dužnik
And	I
ADRIATIQ ISLANDS GROUP d.d. Zagreb, Savska cesta 106, OIB: 08214831145, represented by Chairman of Board Laszlo Attila Kerekes, as Assumer of Debt	ADRIATIQ ISLANDS GROUP d.d. Zagreb, Savska cesta 106, OIB: 08214831145, zastupan po Predsjedniku uprave Laszlo Attila Kerekes, kao Preuzimatelj duga
Have on 01.07.2019. in Zagreb concluded the following	Zaključili su dana 01.07.2019. u Zagrebu
AGREEMENT ON ASSUMPTION OF DEBT	**UGOVOR O PREUZIMANJU DUGA**
Article 1.	Članak 1.
Parties hereto agree and declare that the Debtor has an obligation towards his Creditor Port invetsment company limited based on approved credits as follows: -- Loan agreement on April 27th 2004, with Annex on January 1st 2006, Annex on January 1st 2009, Annex on June 15th 2010, Annex on June 26th 2011, and Annex on April 30th2015, subject of which is loan in the amount of 2.300.000,00 USD with a net annual interest of 7%, which is increased for tax on deduction in the amount of 15% which is calculated on the gross amount with a repayment deadline until May 2nd 2020	Ugovorne strane suglasne su da je Dužnik u obvezi prema svojem Vjerovniku Port investment Company limited po osnovi odobrenih kredita kako slijedi: -- Ugovor o kreditu od dana 27.04.2004. godine s Aneksom od dana 01.01.2006. godine, Aneksom od dana 01.01.2009. godine, Aneksom od dana 15.06.2010. godine, Aneksom od dana 26.06.2011. godine te Aneksom od dana 30.04.2015. godine, predmet kojeg je kredit u iznosu od 2.300.000,00 USD s neto godišnjom kamatom od 7% koja se uvećava za porez po odbitku u visini od 15% koji se obračunava na bruto iznos, te s rokom povrata do 02.05.2020. godine
Article 2.	Članak 2.
By execution of this Agreement Adriatiq islands group d.d. assumes all debts of Debtor Aquamarine d.o.o. specified in art.1. hereof, which comprise of outstanding principal, interests up to day of takeover, future interests and	Ovim Ugovorom Adriatiq islands group d.d. preuzima na sebe ispunjenje svih obveza dužnika Aquamarine d.o.o. iz čl.1. ovog Ugovora, odnosno neplaćenog iznosa glavnice, neplaćenih kamata po kreditu obračunatih do dana preuzimanja,

withholding tax, while the Creditor Port investment company limited grants its consent to change of debtor by placing its signature upon this Agreement.	budućih kamata i pripadajućeg poreza po odbitku, s čime je suglasan vjerovnik Port investment company limited, što potvrduje svojim potpisom na ovom ugovoru.
It is there by agreed that the debt is assumed in amount of total debt (principal + interest+ WHT) calculated on 30.06.2019., with assumption effective as of 01.07.2019. specification of debt on 30.06.2019. is attached hereto as Schedule 1.	Utvrduje se da se dug preuzima sa stanjem (glavnica + kamate + PPO) na dan 30.06.2019. godine, a preuzimanje stupa na snagu dana 01.07.2019. godine. Specifikacija duga na dan 30.06.2019. je Prilog 1 ugovoru.
By change of debtor the debt passes on to Assumer of Debt, who takes the place of the Debtor in relation to the Creditor, while the Debtor is completely and irrevocably released of its obligation towards Creditor. Creditor shall not be entitled to ever demand repayment of obligations listed in art.1. from original Debtor even in case Adriatiq islands group d.d. fails to repay the respective debts. Creditor declares and confirms that he is familiar with financial status of Assumer of Debt, and that pursuant to art.98, par.2 of Civil obligations act the Debtor is hereby completely released from its obligation to the Creditor.	Promjenom dužnika dug prelazi na preuzimatelja duga koji stupa na mjesto Dužnika u odnosu prema Vjerovniku, te se Dužnik u potpunosti i neopozivo oslobađa svoje obveze prema Vjerovniku. Vjerovnik nema pravo od prvotnog Dužnika zahtijevati bilo kakvo ispunjenje obveze iz čl.1, čak i u slučaju da Adriatiq islands group d.d. nikad ne podmiri predmetne obveze. Vjerovnik izjavljuje da je upoznat s financijskim stanjem preuzimatelja duga, te da je suglasan da se sukladno čl.98, st.2 ZOO-a dosadašnji dužnik u potpunosti oslobađa svoje obveze.
Article 3.	Članak 3.
In event of dispute arising hereunder, parties hereto agree that it shall be resolved before the Commercial court in Zagreb.	U slučaju spora iz ovog Ugovora, ugovorne strane ugovaraju nadležnost Trgovačkog suda u Zagrebu.
Article 4. This Agreement has been made in 3 (three) counterparts whereof each party shall keep 1(one) counterpart.	Članak 4. Ovaj Ugovor načinjen je od 3 (tri) primjerka od kojih svakoj strani pripada po 1 (jedan)

Preuzimatelj duga/ assumer of debt:	Dužnik/ Debtor:	Vjerovnik/Creditor:
ADRIATIQ ISLANDS GROUP d.d.	AQUAMARINE d.o.o.	PORT INVESTMENT COMPANY LTD.

ADRIATIQ ISLANDS GROUP d.d.
Zagreb, Savska cesta 106

Aquamarine d.o.o.
Savska cesta 106
Zagreb

AQUAMARINE CREDIT

CREDITOR	CURRENCY	CREDIT	INTEREST	WITHHOLDING TAX
PORT INVESTMENT	USD	2.300.000,00	2.827.609,24	498.989,84

SPECIJALNA PUNOMOĆ

PORT INVESTMENT COMPANY LTD., društvo sa sjedištem u državi Guernsey, Richmond House, St. Julian's Avenue, St. Peters Port, Guernsey/British Isles, registarski broj: 38904, OIB: 75142206561, zastupano po ovlaštenim niže potpisanim zastupnicima, ovime opunomoćujem

Sandru Tabain
iz Zagreba, Fallerovo šetalište 37,
broj OI: 102901212, izdana od PU Zagrebačka,
OIB: 09863514166,
(u daljnjem tekstu: „Opunomoćenik")

da nas samostalno i pojedinačno, u naše ime i za naš račun, s društvom ADRIATIQ ISLANDS GROUP d.d. Zagreb, Savska cesta 106, OIB: 08214831145 kao preuzimateljem duga zaključi pojedinačne ugovore o preuzimanju duga s našim dužnicima kako slijedi, u svrhu davanja pristanka na promjenu dužnika:

- ADRIATIQ ISLANDS GROUP YACHTING d.o.o. Zagreb, Savska cesta 106, OIB: 38643476300 -Ugovor o kreditu od dana 08.08.2006. godine s Aneksom od dana 10.12.2006. godine, Aneksom od dana 15.06.2010. godine, Aneksom od dana 06.07.2011. te Aneksom od dana 09.08.2016. godine, predmet kojeg je kredit u iznosu od 200.000,00 €
- AQUAMARINE d.o.o. Zagreb, Savska cesta 106, OIB: 64556155401- Ugovor o kreditu od dana 27.04.2004. godine s Aneksom od dana 01.01.2006. godine, Aneksom od dana 01.01.2009. godine, Aneksom od dana 15.06.2010. godine, Aneksom od dana 26.06.2011. godine te Aneksom od dana 30.04.2015. godine, predmet kojeg je kredit u iznosu od 2.300.000,00 USD
- CAMENA d.o.o. Zagreb, Savska cesta 106, OIB: 25788703666 - Ugovor o kreditu od dana 12.12.2006. godine s Aneksom od dana 01.01.2009. godine, Aneksom od dana 15.06.2010. godine, Aneksom od dana 26.06.2011. godine te Aneksom od dana

SPECIAL AUTHORIZATION

PORT INVESTMENT COMPANY LTD., company with registered seat in Guernsey, Richmond House, St. Julian's Avenue, St. Peters Port, Guernsey/British Isles, registration number: 38904, PIN (OIB): 75142206561, represented by undersigned authorized representatives, hereby authorize

Sandra Tabain
from Zagreba, Fallerovo šetalište 37,
ID card no: 102901212, issued by PU Zagrebačka,
PIN (OI): 09863514166,
(hereinafter: „Proxy")

to individually and sevarally in our name and on our behalf for the purpose of approving the change of debtor exectues individual Assumption of debt Agreements with company ADRIATIQ ISLANDS GROUP d.d. Zagreb, Savska cesta 106, OIB: 08214831145 as Assumer of debt and our debtors as follows:

- ADRIATIQ ISLANDS GROUP YACHTING d.o.o. Zagreb, Savska cesta 106, OIB: 38643476300- Loan agreement on August 8th 2006, with Annex on December 10th 2006, Annex on July 15th 2010 and Annex on July 6th 2011, subject of which is loan in the amount of 200.000,00 €

- AQUAMARINE d.o.o. Zagreb, Savska cesta 106, OIB: 64556155401- Loan agreement on April 27th 2004, with Annex on January 1st 2006, Annex on January 1st 2009, Annex on June 15th 2010, Annex on June 26th 2011, and Annex on April 30th 2015, subject of which is loan in the amount of 2.300.000,00 USD

- CAMENA d.o.o. Zagreb, Savska cesta 106, OIB: 25788703666- Loan agreement on December 12th 2006, with Annex on January 1st 2009, Annex on June 15th 2010, Annex on June 26th 2011, and Annex on December 12th 2016, subject of which is loan in the amount of 450.000,00 €

12.12.2016. godine, predmet kojeg je kredit u iznosu od 450.000,00 €

- DANUVIUS MARINA d.o.o. Tribunj, Jurjevgradska 2, OIB: 14329389295--- Ugovor o kreditu od dana 29.05.2003. godine s Aneksom od dana 01.01.2006. godine, Aneksom od dana 01.01.2007. godine, Aneksom od dana 01.05.2008. godine, Aneksom od dana 01.01.2009. godine te Aneksom od dana 26.06.2011. godine, Aneksom od dana 19.05.2016. godine predmet kojeg je kredit u iznosu od 1.000.000,00 USD; Ugovor o kreditu od dana 12.03.2004. godine s Aneksom od dana 01.01.2006. godine, Aneksom od dana 01.01.2007. godine, te Aneksom od dana 26.06.2011. godine, Aneksom od dana 07.03.2017. godine predmet kojeg je kredit u iznosu od 1.200.000,00 USD; Ugovor o kreditu od dana 16.12.2005. godine s Aneksom od dana 26.06.2011. godine, Aneksom od 20.12.2013. godine, predmet kojeg je kredit u iznosu od 400.000,00 USD; Ugovor o kreditu od dana 20.04.2004. godine koji izvorno sklopljen s društvom BERIL d.o.o. sa sjedištem u Primoštenu, Bana J. Jelačića 17, a koje je dana 31.08.2004. godine pripojeno društvu DANUVIUS MARINA, d.o.o., Aneksom od dana 01.01.2006. godine, Aneksom od dana 01.01.2007. godine, Aneksom od dana 01.01.2009. godine, Aneksom od dana 26.06.2011. godine te Aneksom od dana 20.04.2017. godine, predmet kojeg je kredit u iznosu od 1.000.000,00 USD; Ugovor o kreditu od dana 30.04.2004. godine koji izvorno sklopljen s društvom BERIL d.o.o. sa sjedištem u Primoštenu, Bana J. Jelačića 17, a koje je dana 31.08.2004. godine pripojeno društvu DANUVIUS MARINA, d.o.o., s Aneksom od dana 01.01.2006. godine, Aneksom od dana 01.01.2007. godine, Aneksom od dana 26.06.2011. godine te Aneksom od dana 11.05.2017. godine predmet kojeg je kredit u iznosu od 4.000.000,00 USD
- DANUVIUS RESTORAN d.o.o. Tribunj, Jurjevgradska 2, OIB: 25788703666 (ranije TIRKIZ d.o.o. Zagreb) - Ugovor o kreditu od dana 12.12.2006. godine s Aneksom od dana

- DANUVIUS MARINA d.o.o. Tribunj, Jurjevgradska 2, OIB: 14329389295- Loan agreement on May 29th 2003, with Annex on January 1st 2006, Annex on January 1st 2007, Annex on May 1st 2008, Annex on January 1st 2009, Annex on June 26th 2011, Annex on May 19th 2016 subject of which is loan in the amount of 1.000.000,00 USD; Loan agreement on March 12th 2004, with Annex on January 1st 2006, Annex on January 1st 2007, Annex on June 26st 2011, Annex on March 1st 2009, Annex on June 26th 2011, Annex on May 7th 2017 subject of which is loan in the amount of 1.200.000,00 USD; Loan agreement on December 16th 2005, with Annex on June 26th 2011, Annex on December 20th 2013 subject of which is loan in the amount of 400.000,00 USD; Loan agreement on April 20th 2004 originally concluded with company BERIL Ltd. with business seat in Primošten, Bana J. Jelačića 17 which was on August 31st 2004 joint to company DANUVIUS MARINA, Ltd. with Annex on January 01st 2006, Annex on January 1st 2007, Annex on January 1st 2009, Annex on June 26th 2011, Annex on April 20th 2017, subject of which is loan in the amount of 1.000.000,00 USD; Loan agreement on April 30th 2004 originally concluded with company BERIL Ltd. with business seat in Primošten, Bana J. Jelačića 17 which was on August 31st 2004 joint to company DANUVIUS MARINA, Ltd. with Annex on January 1st 2006, Annex on January 1st 2007, Annex on June 26th 2011, Annex on May 11th 2017, subject of which is loan in the amount of 4.000.000,00 USD
- DANUVIUS RESTORAN d.o.o. Tribunj, Jurjevgradska 2, OIB: 25788703666 (earlier TIRKIZ d.o.o. Zagreb)- Loan agreement on December 12th 2006 with Annex on January

01.01.2009. godine, Aneksom od dana 15.06.2010. godine, Aneksom od dana 26.06.2011. godine, te Aneksom od dana 05.05.2016. godine, predmet kojeg je kredit u iznosu od 720.000,00 €

- DIAMANT MARINA d.o.o. Zagreb, Savska cesta 106, OIB: 21098908294- Ugovor o kreditu od dana 26.01.2004. godine s pripadajućim aneksima predmet kojeg je kredit u iznosu od 950.000,00 USD; Ugovor o kreditu od dana 20.04.2004. godine s pripadajućim aneksima predmet kojeg je kredit u iznosu od 1.500.000,00 USD; Ugovor o kreditu od dana 21.11.2005. godine s pripadajućim aneksima predmet kojeg je kredit u iznosu od 13.389.000,00 USD

- PRIMOŠTEN d.d. Primošten, Raduča 11, OIB: 77587041388- Ugovor o kreditu od dana 05.02.2007, predmet kojeg je kredit u iznosu od 300.000,00 EUR

01st 2009, Annex on June 15th 2010, Annex on June 26th 2011, Annex on May 5th 2016, subject of which is loan in the amount of 720.000,00 €

- DIAMANT MARINA d.o.o. Zagreb, Savska cesta 106, OIB: 21098908294- Loan agreement on January 26th 2004 with pertaining annexes subject of which is loan in the amount of 950.000,00 USD; Loan agreement on April 20th 2004 with pertaining annexes subject of which is loan in the amount of 1.500.000,00 USD; Loan agreement on November 21st 2005 with pertaining annexes subject of which is loan in the amount of 13.389.000,00 USD

- PRIMOŠTEN d.d. Primošten, Raduča 11, OIB: 77587041388- Loan agreement on February 5th 2007, subject of which is loan in the amount of 300.000,00 EUR

Opunomoćenik je ovlašten potpisati Ugovore o preuzimanju duga te sve druge izjave i dokumente koji bi mogli biti potrebni za izvršenje namjeravanog pravnog posla.

Na ovu punomoć primjenjuje se hrvatsko pravo.

Ova punomoć vrijedi šest mjeseci od dana izdavanja.

Proxy is authorized to execute individual Assumption of debt Agreements and all other statemets and documents thay may be needed to fulfillment of intended business arrangement.

This authorization shall be governed by Croatian law.

This authorization shall be valid six months as of the day it is issued.

Guernsey, 28. Lipanj 2019.g./ 28 June 2019

PORT INVESTMENT COMPANY LTD.
Zastupan po / represented by
RICHMOND DIRECTORS LIMITED
of Richmond House, St Julian's Avenue, St Peter Port, Guernsey GY1 1GZ
Represented by :

Ime/Name: PAUL GAUDION

Funkcija/ Title: DIRECTOR

Ime/Name: KELLY ROGER

Funkcija/ Title: SENIOR MANAGER

Notarial Certificate

I, MARTYN BAUDAINS, Notary Public, of Redwood House, St Julian's Avenue, St Peter Port in the Island of Guernsey hereby certify that the signatures on the attached document are the true signatures of PAUL RICHARD GAUDION and KELLY ANN ROGER, in their capacity as authorised signatories of RICHMOND DIRECTORS LIMITED, which in turn is the sole director of PORT INVESTMENT COMPANY LIMITED. For the purposes of this certificate I have examined the records from the Guernsey Registry and resolutions made by RICHMOND DIRECTORS LIMITED in its capacity as sole director of PORT INVESTMENT COMPANY LIMITED. I assume, and rely on the assumption, that the records provided to me and the records of the Guernsey

facts or circumstances

APOSTILLE

(Hague Convention of 5 October 1961 / Convention de La Haye du 5 octobre 1961)

BAILIWICK OF GUERNSEY AND HER DEPENDENCIES

1. Country: Bailiwick of Guernsey
   Pays: Bailliage de Guernesey

   This public document / Le présent acte

2. has been signed by
   a été signé par Advocate M. Baudains

3. acting in the capacity of
   agissant en qualité de Notary Public

4. bears the seal / stamp of
   est revêtu du sceau / timbre de the said Notary Public

Certified / Attesté

5. at Guernsey / à Guernesey 6. the / le 5th July 2019

7. by His Excellency the Lieutenant-Governor of the Bailiwick of Guernsey / par son Excellence le Lieutenant-Gouverneur du Bailiage de Guernesey

8. Number / sous GG 43071

9. Stamp:
   timbre:

10. Signature:
    David Matthew Jehan

O.M.Jehan

for His Excellency the Lieutenant-Governor
pour son Excellence le Lieutenant-Gouverneur

If this document is to be used in a country which is not party to the Hague Convention of 5 October 1961, it should be presented to the consular section of the mission representing that country.

Notarial Certificate

I, **MARTYN BAUDAINS**, Notary Public, of Redwood House, St Julian's Avenue, St Peter Port in the Island of Guernsey hereby certify that the signatures on the attached document are the true signatures of PAUL RICHARD GAUDION and KELLY ANN ROGER, in their capacity as authorised signatories of RICHMOND DIRECTORS LIMITED, which in turn is the sole director of PORT INVESTMENT COMPANY LIMITED. For the purposes of this certificate I have examined the records from the Guernsey Registry and resolutions made by RICHMOND DIRECTORS LIMITED in its capacity as sole director of PORT INVESTMENT COMPANY LIMITED. I assume, and rely on the assumption, that the records provided to me and the records of the Guernsey Registry are complete, accurate and up to date and that there are no facts or circumstances which could affect this certificate. I give no further certificate.

Martyn Baudains
Notary Public
Redwood House
St Julian's Avenue
St Peter Port
Guernsey GY1 1WA
Channel Islands
T: +44 1481 721672

At Guernsey this 2nd day of July, 2019

Martyn Baudains
Notary Public

PORT INVESTMENT COMPANY LIMITED, Guernsey, St. Peter Port, St. Julian's Avenue, Richmond House, OIB: 75142206561, represented by Sandra Tabain based on special authorization, as Creditor	PORT INVESTMENT COMPANY LIMITED, Guernsey, St. Peter Port, St. Julian's Avenue, Richmond House, OIB: 75142206561, zastupano po: Sandri Tabain temeljem posebne punomoći, kao Vjerovnik
And	I
DANUVIUS MARINA d.o.o. Tribunj, Jurjevgradska 2, OIB: 14329389295, represented by Laszlo Attila Kerekes, managing director, as Debtor	DANUVIUS MARINA d.o.o. Tribunj, Jurjevgradska 2, OIB: 14329389295 , zastupano po članu uprave Laszlo Attila Kerekes, kao Dužnik
And	I
ADRIATIQ ISLANDS GROUP d.d. Zagreb, Savska cesta 106, OIB: 08214831145, represented by Chairman of Board Laszlo Attila Kerekes, as Assumer of Debt	ADRIATIQ ISLANDS GROUP d.d. Zagreb, Savska cesta 106, OIB: 08214831145, zastupan po Predsjedniku uprave Laszlo Attila Kerekes, kao Preuzimatelj duga
Have on 01.07.2019. in Zagreb concluded the following	Zaključili su dana 01.07 2019. u Zagrebu
AGREEMENT ON ASSUMPTION OF DEBT	**UGOVOR O PREUZIMANJU DUGA**
Article 1.	Članak 1.
Parties hereto agree and declare that the Debtor has an obligation towards his Creditor Port invetsment company limited based on approved credits as follows: -- - Loan agreement on May 29th 2003, with Annex on January 1st 2006, Annex on January 1st 2007, Annex on May 1st 2008, Annex on January 1st 2009, Annex on June 26th 2011, Annex on May 19th 2016 subject of which is loan in the amount of 1.000.000,00 USD with a net annual interest of 7%, which is increased for tax on deduction in the amount of 15% which is calculated on the gross amount with a repayment deadline until June 1st 2021,	Ugovorne strane suglasne su da je Dužnik u obvezi prema svojem Vjerovniku Port investment Company limited po osnovi odobrenih kredita kako slijedi: -- Ugovor o kreditu od dana 29.05.2003. godine s Aneksom od dana 01.01.2006. godine, Aneksom od dana 01.01.2007. godine, Aneksom od dana 01.05.2008. godine, Aneksom od dana 01.01.2009. godine te Aneksom od dana 26.06.2011. godine, Aneksom od dana 19.05.2016. godine predmet kojeg je kredit u iznosu od 1.000.000,00 USD s neto godišnjom kamatom od 7% koja se uvećava za porez po odbitku u visini od 15% koji se obračunava na bruto iznos, te s rokom povrata do 01.06.2021. godine,
- Loan agreement on March 12th 2004, with Annex on January 1st 2006, Annex on January 1st 2007, Annex on June 26st 2011, Annex on March 1st 2009, Annex on June 26th 2011, Annex on May 7th 2017 subject of which is loan in the amount of 1.200.000,00 USD with a net annual interest of	- Ugovor o kreditu od dana 12.03.2004. godine s Aneksom od dana 01.01.2006. godine, Aneksom od dana 01.01.2007. godine, te Aneksom od dana 26.06.2011. godine, Aneksom od dana 07.03.2017. godine predmet kojeg je kredit u iznosu od 1.200.000,00 USD s neto godišnjom

7%, which is increased for tax on deduction in the amount of 15% which is calculated on the gross amount with a repayment deadline until March 17th 2021, - Loan agreement on December 16th 2005, with Annex on June 26th 2011, Annex on December 20th 2013 subject of which is loan in the amount of 400.000,00 USD with a net annual interest of 7%, which is increased for tax on deduction in the amount of 15% which is calculated on the gross amount with a repayment deadline until December 23rd 2018, - Loan agreement on April 20th 2004 originally concluded with company BERIL Ltd. with business seat in Primošten, Bana J. Jelačića 17 which was on August 31st 2004 joint to company DANUVIUS MARINA, Ltd. with Annex on January 01st 2006, Annex on January 1st 2007, Annex on January 1st 2009, Annex on June 26th 2011, Annex on April 20th 2017, subject of which is loan in the amount of 1.000.000,00 USD with a net annual interest of 7%, which is increased for tax on deduction in the amount of 15% which is calculated on the gross amount with a repayment deadline until May 9th 2022, - Loan agreement on April 30th 2004 originally concluded with company BERIL Ltd. with business seat in Primošten, Bana J. Jelačića 17 which was on August 31st 2004 joint to company DANUVIUS MARINA, Ltd. with Annex on January 1st 2006, Annex on January 1st 2007, Annex on June 26th 2011, Annex on May 11th 2017, subject of which is loan in the amount of 4.000.000,00 USD with a net annual interest of 7%, which is increased for tax on deduction in the amount of 15% which is calculated on the gross amount with a repayment deadline until May 21st 2022. Based on Pre-bankruptcy Agreement Stpn-1/2018 dated of 30 April 2019, the principal amounts of aforementioned loans shall be converted into the share capital of Danuvius marina d.o.o., while the interests on the loans shall be repaid within 10 years as of finality of pre-bankruptcy agreement.	kamatom od 7% koja se uvećava za porez po odbitku u visini od 15% koji se obračunava na bruto iznos, te s rokom povrata do 17.03.2021. godine, - Ugovor o kreditu od dana 16.12.2005. godine s Aneksom od dana 26.06.2011. godine, Aneksom od 20.12.2013. godine, predmet kojeg je kredit u iznosu od 400.000,00 USD s neto godišnjom kamatom od 7% koja se uvećava za porez po odbitku u visini od 15% koji se obračunava na bruto iznos, te s rokom povrata do 23.12.2018. godine, - Ugovor o kreditu od dana 20.04.2004. godine koji izvorno sklopljen s društvom BERIL d.o.o. sa sjedištem u Primoštenu, Bana J. Jelačića 17, a koje je dana 31.08.2004. godine pripojeno društvu DANUVIUS MARINA, d.o.o., Aneksom od dana 01.01.2006. godine, Aneksom od dana 01.01.2007. godine, Aneksom od dana 01.01.2009. godine, Aneksom od dana 26.06.2011. godine te Aneksom od dana 20.04.2017. godine, predmet kojeg je kredit u iznosu od 1.000.000,00 USD s neto godišnjom kamatom od 7% koja se uvećava za porez po odbitku u visini od 15% koji se obračunava na bruto iznos, te s rokom povrata do 09.05.2022. godine, - Ugovor o kreditu od dana 30.04.2004. godine koji izvorno sklopljen s društvom BERIL d.o.o. sa sjedištem u Primoštenu, Bana J. Jelačića 17, a koje je dana 31.08.2004. godine pripojeno društvu DANUVIUS MARINA, d.o.o., s Aneksom od dana 01.01.2006. godine, Aneksom od dana 01.01.2007. godine, Aneksom od dana 26.06.2011. godine te Aneksom od dana 11.05.2017. godine predmet kojeg je kredit u iznosu od 4.000.000,00 USD s neto godišnjom kamatom od 7% koja se uvećava za porez po odbitku u visini od 15% koji se obračunava na bruto iznos, te s rokom povrata do 21.05.2022. godine. Predstečajnom nagodbom Stpn-1/2018 od 30.04.2019. ugovoreno je da će se glavnice gore navedenih ugovora o kreditu unijeti u temeljni kapital društva Danuvius marina d.o.o., dok će se kamate po kreditima vratiti u roku od 10 godina od pravomoćnosti nagodbe.

Article 2.	Članak 2.
By execution of this Agreement Adriatiq islands group d.d. assumes all debts of Debtor Danuvius marina d.o.o. specified in art.1. hereof, which comprise of outstanding principal, interests up to day of takeover, future interests and withholding tax, while the Creditor Port investment company limited grants its consent to change of debtor by placing its signature upon this Agreement.	Ovim Ugovorom Adriatiq islands group d.d. preuzima na sebe ispunjenje svih obveza dužnika Danuvius marina d.o.o. iz čl.1. ovog Ugovora, odnosno neplaćenog iznosa glavnice, neplaćenih kamata po kreditu obračunatih do dana preuzimanja, budućih kamata i pripadajućeg poreza po odbitku, s čime je suglasan vjerovnik Port investment company limited, što potvrđuje svojim potpisom na ovom ugovoru.
In event that the finality of Pre-bankruptcy agreement occurs prior to signing of this Agreement, assumption of debt shall relate only to interests on the loans, while the part of debt relating to principal of the loans shall be converted into the share capital pursuant to provisions of final pre-bankruptcy agreement.	U slučaju da pravomoćnost predstečajne nagodbe društva Danuvius marina d.o.o. nastupi prije potpisa ovog Ugovora, preuzimanje duga odnosit će se samo na kamate po kreditima dok će dio duga koji se odnosi na glavnice kredita biti kapitaliziran u temeljni kapital u skladu s pravomoćnom predstečajnom nagodbom.
It is there by agreed that the debt is assumed in amount of total debt (principal + interest+ WHT) calculated on 30.06.2019., with assumption effective as of 01.07.2019. specification of debt on 30.06.2019. is attached hereto as Schedule 1.	Utvrđuje se da se dug preuzima sa stanjem (glavnica + kamate + PPO) na dan 30.06.2019. godine, a preuzimanje stupa na snagu dana 01.07.2019. godine. Specifikacija duga na dan 30.06.2019. je Prilog 1 ugovoru.
By change of debtor the debt passes on to Assumer of Debt, who takes the place of the Debtor in relation to the Creditor, while the Debtor is completely and irrevocably released of its obligation towards Creditor. Creditor shall not be entitled to ever demand repayment of obligations listed in art.1. from original Debtor even in case Adriatiq islands group d.d. fails to repay the respective debts. Creditor declares and confirms that he is familiar with financial status of Assumer of Debt, and that pursuant to art.98, par.2 of Civil obligations act the Debtor is hereby completely released from its obligation to the Creditor.	Promjenom dužnika dug prelazi na preuzimatelja duga koji stupa na mjesto Dužnika u odnosu prema Vjerovniku, te se Dužnik u potpunosti i neopozivo oslobađa svoje obveze prema Vjerovniku. Vjerovnik nema pravo od prvotnog Dužnika zahtijevati bilo kakvo ispunjenje obveze iz čl.1, čak i u slučaju da Adriatiq islands group d.d. nikad ne podmiri predmetne obveze. Vjerovnik izjavljuje da je upoznat s financijskim stanjem preuzimatelja duga, te da je suglasan da se sukladno čl.98, st.2 ZOO-a dosadašnji dužnik u potpunosti oslobađa svoje obveze. Ovim Ugovorom Adriatiq islands group d.d. preuzima na sebe ispunjenje svih obveza dužnika DANUVIUS MARINA d.o.o. specificiranih u čl.1. ovog Ugovora, s čime je suglasan vjerovnik Port investment company limited.
Article 3.	Članak 3.
In event of dispute arising hereunder, parties	U slučaju spora iz ovog Ugovora, ugovorne strane

hereto agree that it shall be resolved before the Commercial court in Zagreb. Article 4. This Agreement has been made in 3 (three) counterparts whereof each party shall keep 1(one) counterpart.	ugovaraju nadležnost Trgovačkog suda u Zagrebu. Članak 4. Ovaj Ugovor načinjen je od 3 (tri) primjerka od kojih svakoj strani pripada po 1 (jedan)

Preuzimatelj duga/ assumer of debt:	Dužnik/ Debtor:	Vjerovnik/Creditor:
ADRIATIQ ISLANDS GROUP d.d. A D R I A T I Q ISLANDS GROUP d.d. Zagreb, Savska cesta 106	DANUVIUS MARINA d.o.o. DANUVIUS MARINA d.o.o.TRIBUNJ Jurjevgradska 2	PORT INVESTMENT COMPANY LTD.

DANUVIUS MARINA CREDIT

CREDITOR	CURRENCY	CREDIT	INTEREST	WITHHOLDING TAX
PORT INVESTMENT	USD	0,00	3.256.917,60	574.750,16

SPECIJALNA PUNOMOĆ

PORT INVESTMENT COMPANY LTD., društvo sa sjedištem u državi Guernsey, Richmond House, St. Julian's Avenue, St. Peters Port, Guernsey/British Isles, registarski broj: 38904, OIB: 75142206561, zastupano po ovlaštenim niže potpisanim zastupnicima, ovime opunomoćujem

Sandru Tabain
iz Zagreba, Fallerovo šetalište 37,
broj OI: 102901212, izdana od PU Zagrebačka,
OIB: 09863514166,
(u daljnjem tekstu: „Opunomoćenik")

da nas samostalno i pojedinačno, u naše ime i za naš račun, s društvom ADRIATIQ ISLANDS GROUP d.d. Zagreb, Savska cesta 106, OIB: 08214831145 kao preuzimateljem duga zaključi pojedinačne ugovore o preuzimanju duga s našim dužnicima kako slijedi, u svrhu davanja pristanka na promjenu dužnika:

- ADRIATIQ ISLANDS GROUP YACHTING d.o.o. Zagreb, Savska cesta 106, OIB: 38643476300 -Ugovor o kreditu od dana 08.08.2006. godine s Aneksom od dana 10.12.2006. godine, Aneksom od dana 15.06.2010. godine, Aneksom od dana 06.07.2011. te Aneksom od dana 09.08.2016. godine, predmet kojeg je kredit u iznosu od 200.000,00 €
- AQUAMARINE d.o.o. Zagreb, Savska cesta 106, OIB: 64556155401- Ugovor o kreditu od dana 27.04.2004. godine s Aneksom od dana 01.01.2006. godine, Aneksom od dana 01.01.2009. godine, Aneksom od dana 15.06.2010. godine, Aneksom od dana 26.06.2011. godine te Aneksom od dana 30.04.2015. godine, predmet kojeg je kredit u iznosu od 2.300.000,00 USD
- CAMENA d.o.o. Zagreb, Savska cesta 106, OIB: 25788703666 - Ugovor o kreditu od dana 12.12.2006. godine s Aneksom od dana 01.01.2009. godine, Aneksom od dana 15.06.2010. godine, Aneksom od dana 26.06.2011. godine te Aneksom od dana

SPECIAL AUTHORIZATION

PORT INVESTMENT COMPANY LTD., company with registered seat in Guernsey, Richmond House, St. Julian's Avenue, St. Peters Port, Guernsey/British Isles, registration number: 38904, PIN (OIB): 75142206561, represented by undersigned authorized representatives, hereby authorize

Sandra Tabain
from Zagreba, Fallerovo šetalište 37,
ID card no: 102901212, issued by PU Zagrebačka,
PIN (OI): 09863514166,
(hereinafter: „Proxy")

to individually and sevarally in our name and on our behalf for the purpose of approving the change of debtor exectues individual Assumption of debt Agreements with company ADRIATIQ ISLANDS GROUP d.d. Zagreb, Savska cesta 106, OIB: 08214831145 as Assumer of debt and our debtors as follows:

- ADRIATIQ ISLANDS GROUP YACHTING d.o.o. Zagreb, Savska cesta 106, OIB: 38643476300- Loan agreement on August 8th 2006, with Annex on December 10th 2006, Annex on July 15th 2010 and Annex on July 6th 2011, subject of which is loan in the amount of 200.000,00 €
- AQUAMARINE d.o.o. Zagreb, Savska cesta 106, OIB: 64556155401- Loan agreement on April 27th 2004, with Annex on January 1st 2006, Annex on January 1st 2009, Annex on June 15th 2010, Annex on June 26th 2011, and Annex on April 30th2015, subject of which is loan in the amount of 2.300.000,00 USD
- CAMENA d.o.o. Zagreb, Savska cesta 106, OIB: 25788703666- Loan agreement on December 12th 2006, with Annex on January 1st 2009, Annex on June 15th 2010, Annex on June 26th 2011, and Annex on December 12th 2016, subject of which is loan in the amount of 450.000,00 €

12.12.2016. godine, predmet kojeg je kredit u iznosu od 450.000,00 €

- DANUVIUS MARINA d.o.o. Tribunj, Jurjevgradska 2, OIB: 14329389295--- Ugovor o kreditu od dana 29.05.2003. godine s Aneksom od dana 01.01.2006. godine, Aneksom od dana 01.01.2007. godine, Aneksom od dana 01.05.2008. godine, Aneksom od dana 01.01.2009. godine te Aneksom od dana 26.06.2011. godine, Aneksom od dana 19.05.2016. godine predmet kojeg je kredit u iznosu od 1.000.000,00 USD; Ugovor o kreditu od dana 12.03.2004. godine s Aneksom od dana 01.01.2006. godine, Aneksom od dana 01.01.2007. godine, te Aneksom od dana 26.06.2011. godine, Aneksom od dana 07.03.2017. godine predmet kojeg je kredit u iznosu od 1.200.000,00 USD; Ugovor o kreditu od dana 16.12.2005. godine s Aneksom od dana 26.06.2011. godine, Aneksom od 20.12.2013. godine, predmet kojeg je kredit u iznosu od 400.000,00 USD; Ugovor o kreditu od dana 20.04.2004. godine koji izvorno sklopljen s društvom BERIL d.o.o. sa sjedištem u Primoštenu, Bana J. Jelačića 17, a koje je dana 31.08.2004. godine pripojeno društvu DANUVIUS MARINA, d.o.o., Aneksom od dana 01.01.2006. godine, Aneksom od dana 01.01.2007. godine, Aneksom od dana 01.01.2009. godine, Aneksom od dana 26.06.2011. godine te Aneksom od dana 20.04.2017. godine, predmet kojeg je kredit u iznosu od 1.000.000,00 USD; Ugovor o kreditu od dana 30.04.2004. godine koji izvorno sklopljen s društvom BERIL d.o.o. sa sjedištem u Primoštenu, Bana J. Jelačića 17, a koje je dana 31.08.2004. godine pripojeno društvu DANUVIUS MARINA, d.o.o., s Aneksom od dana 01.01.2006. godine, Aneksom od dana 01.01.2007. godine, Aneksom od dana 26.06.2011. godine te Aneksom od dana 11.05.2017. godine predmet kojeg je kredit u iznosu od 4.000.000,00 USD
- DANUVIUS RESTORAN d.o.o. Tribunj, Jurjevgradska 2, OIB: 25788703666 (ranije TIRKIZ d.o.o. Zagreb) - Ugovor o kreditu od dana 12.12.2006. godine s Aneksom od dana

- DANUVIUS MARINA d.o.o. Tribunj, Jurjevgradska 2, OIB: 14329389295- Loan agreement on May 29th 2003, with Annex on January 1st 2006, Annex on January 1st 2007, Annex on May 1st 2008, Annex on January 1st 2009, Annex on June 26th 2011, Annex on May 19th 2016 subject of which is loan in the amount of 1.000.000,00 USD; Loan agreement on March 12th 2004, with Annex on January 1st 2006, Annex on January 1st 2007, Annex on June 26st 2011, Annex on March 1st 2009, Annex on June 26th 2011, Annex on May 7th 2017 subject of which is loan in the amount of 1.200.000,00 USD; Loan agreement on December 16th 2005, with Annex on June 26th 2011, Annex on December 20th 2013 subject of which is loan in the amount of 400.000,00 USD; Loan agreement on April 20th 2004 originally concluded with company BERIL Ltd. with business seat in Primošten, Bana J. Jelačića 17 which was on August 31st 2004 joint to company DANUVIUS MARINA, Ltd. with Annex on January 01st 2006, Annex on January 1st 2007, Annex on January 1st 2009, Annex on June 26th 2011, Annex on April 20th 2017, subject of which is loan in the amount of 1.000.000,00 USD; Loan agreement on April 30th 2004 originally concluded with company BERIL Ltd. with business seat in Primošten, Bana J. Jelačića 17 which was on August 31st 2004 joint to company DANUVIUS MARINA, Ltd. with Annex on January 1st 2006, Annex on January 1st 2007, Annex on June 26th 2011, Annex on May 11th 2017, subject of which is loan in the amount of 4.000.000,00 USD
- DANUVIUS RESTORAN d.o.o. Tribunj, Jurjevgradska 2, OIB: 25788703666 (earlier TIRKIZ d.o.o. Zagreb)- Loan agreement on December 12th 2006 with Annex on January

01.01.2009. godine, Aneksom od dana 15.06.2010. godine, Aneksom od dana 26.06.2011. godine, te Aneksom od dana 05.05.2016. godine, predmet kojeg je kredit u iznosu od 720.000,00 €

- DIAMANT MARINA d.o.o. Zagreb, Savska cesta 106, OIB: 21098908294- Ugovor o kreditu od dana 26.01.2004. godine s pripadajućim aneksima predmet kojeg je kredit u iznosu od 950.000,00 USD; Ugovor o kreditu od dana 20.04.2004. godine s pripadajućim aneksima predmet kojeg je kredit u iznosu od 1.500.000,00 USD; Ugovor o kreditu od dana 21.11.2005. godine s pripadajućim aneksima predmet kojeg je kredit u iznosu od 13.389.000,00 USD

- PRIMOŠTEN d.d. Primošten, Raduča 11, OIB: 77587041388- Ugovor o kreditu od dana 05.02.2007, predmet kojeg je kredit u iznosu od 300.000,00 EUR

01st 2009, Annex on June 15th 2010, Annex on June 26th 2011, Annex on May 5th 2016, subject of which is loan in the amount of 720.000,00 €

- DIAMANT MARINA d.o.o. Zagreb, Savska cesta 106, OIB: 21098908294- Loan agreement on January 26th 2004 with pertaining annexes subject of which is loan in the amount of 950.000,00 USD; Loan agreement on April 20th 2004 with pertaining annexes subject of which is loan in the amount of 1.500.000,00 USD; Loan agreement on November 21st 2005 with pertaining annexes subject of which is loan in the amount of 13.389.000,00 USD

- PRIMOŠTEN d.d. Primošten, Raduča 11, OIB: 77587041388- Loan agreement on February 5th 2007, subject of which is loan in the amount of 300.000,00 EUR

Opunomoćenik je ovlašten potpisati Ugovore o preuzimanju duga te sve druge izjave i dokumente koji bi mogli biti potrebni za izvršenje namjeravanog pravnog posla.

Na ovu punomoć primjenjuje se hrvatsko pravo.

Ova punomoć vrijedi šest mjeseci od dana izdavanja.

Proxy is authorized to execute individual Assumption of debt Agreements and all other statemets and documents thay may be needed to fulfillment of intended business arrangement.

This authorization shall be governed by Croatian law.

This authorization shall be valid six months as of the day it is issued.

Guernsey, 28. Lipanj 2019.g./ 28 June 2019

PORT INVESTMENT COMPANY LTD.
Zastupan po / represented by
RICHMOND DIRECTORS LIMITED
of Richmond House, St Julian's Avenue, St Peter Port, Guernsey GY1 1GZ
Represented by :

Ime/Name: PAUL GAUDION

Funkcija/ Title: DIRECTOR

Ime/Name: KELLY ROGER

Funkcija/ Title: SENIOR MANAGER

Notarial Certificate

I, MARTYN BAUDAINS, Notary Public, of Redwood House, St Julian's Avenue, St Peter Port in the Island of Guernsey hereby certify that the signatures on the attached document are the true signatures of PAUL RICHARD GAUDION and KELLY ANN ROGER, in their capacity as authorised signatories of RICHMOND DIRECTORS LIMITED, which in turn is the sole director of PORT INVESTMENT COMPANY LIMITED. For the purposes of this certificate I have examined the records from the Guernsey Registry and resolutions made by RICHMOND DIRECTORS LIMITED in its capacity as sole director of PORT INVESTMENT COMPANY LIMITED. I assume, and rely on the assumption, that the records provided to me and the records of the Guernsey

facts or circumstances

APOSTILLE
(Hague Convention of 5 October 1961 / Convention de La Haye du 5 octobre 1961)
BAILIWICK OF GUERNSEY AND HER DEPENDENCIES

1. Country: Bailiwick of Guernsey
Pays: Bailliage de Guernesey

This public document / Le présent acte

2. has been signed by
a été signé par Advocate M. Baudains

3. acting in the capacity of
agissant en qualité de Notary Public

4. bears the seal / stamp of
est revêtu du sceau / timbre de the said Notary Public

Certified / Attesté

5. at Guernsey / à Guernesey 6. the / le 5th July 2019

7. by His Excellency the Lieutenant-Governor of the Bailiwick of Guernsey / par son Excellence le Lieutenant-Gouverneur du Bailiage de Guernesey

8. Number / sous **GG 43071**

9. Stamp:
timbre:

10. Signature:
David Matthew Jehan

O.M.Jehan

for His Excellency the Lieutenant-Governor
pour son Excellence le Lieutenant-Gouverneur

If this document is to be used in a country which is not party to the Hague Convention of 5 October 1961, it should be presented to the consular section of the mission representing that country.

Notarial Certificate

I, **MARTYN BAUDAINS**, Notary Public, of Redwood House, St Julian's Avenue, St Peter Port in the Island of Guernsey hereby certify that the signatures on the attached document are the true signatures of PAUL RICHARD GAUDION and KELLY ANN ROGER, in their capacity as authorised signatories of RICHMOND DIRECTORS LIMITED, which in turn is the sole director of PORT INVESTMENT COMPANY LIMITED. For the purposes of this certificate I have examined the records from the Guernsey Registry and resolutions made by RICHMOND DIRECTORS LIMITED in its capacity as sole director of PORT INVESTMENT COMPANY LIMITED. I assume, and rely on the assumption, that the records provided to me and the records of the Guernsey Registry are complete, accurate and up to date and that there are no facts or circumstances which could affect this certificate. I give no further certificate.

Martyn Baudains
Notary Public
Redwood House
St Julian's Avenue
St Peter Port
Guernsey GY1 1WA
Channel Islands
T: +44 1481 721672

At Guernsey this 2nd day of July, 2019

Martyn Baudains
Notary Public