

*SŽDP* (Trade Union of Luka Koper Crane Operators) holds Luka Koper shares and is entered in the Company's share register.)

Management Board  
Luka Koper d.d.  
Vojkovo Nabrežje 38  
6501 Koper  
Slovenia

Koper, Slovenia, 12<sup>th</sup> February 2009

LUKA KOPER  
Date of reception: 13<sup>th</sup> February 2009

A PROPOSAL AS TO THE EXTENSION OF THE AGENDA  
(15<sup>th</sup> General Assembly meeting of Luka Koper d.d.)

Dear Sirs,

In compliance with Article 300 of the Companies Act RS, the *SŽPD* as a shareholder of Luka Koper d.d. submits a proposal as to the extension of Agenda of the 15<sup>th</sup> Luka Koper General Assembly meeting.

Item 5 of the Agenda is added.  
Proposal of a resolution:

Item 15 of Article 18 of Luka Koper d.d. Statute is amended:

*»Item 15 (fifteen): Provides consent to the Management Board to conclude business deals in value in excess of an amount equivalent to € 700,000 (seven hundred thousand euros) of share capital, and gives subsequent consent to the Management Board to conclude deals on investments as well as purchase and disposal of fixed assets, regardless of the value, if such deals were not encompassed in the Company's development or business plan«*

Item 6 of the Agenda is added.  
Proposal of a resolution:

Article 14 (fourteen) of Luka Koper Stature is amended:

*»The Company's Supervisory Board is comprised of 11 (eleven) members, of which the General Assembly elects - by way of ordinary majority voting and for a 4 (four) year mandate with the possibility of re-election - 3 (three) members, proposed by the Republic of Slovenia; 1 (one) member proposed by Koper Municipal Council; 1 (one) member representing the various Funds of the Republic of Slovenia, and 1 (one) member as the representative of other shareholders; the remaining 5 (five) members shall be workers' representatives elected by the Luka Koper Workers Council.«*

Explanation of the proposed additional items of Agenda for the Luka Koper 15<sup>th</sup> General Assembly meeting:

1.) Re proposed Item 5 of the agenda:

Based on the current climate and the financial crisis that affects us, the employees would like to have a more transparency and insight into what is going on within the company. We believe that the adoption of such a proposal would refute any eventual new allusions as to dirty deals, because every investment and business deal exceeding the set amount shall be presented to the Supervisory Board. This shall also contribute to a positive public opinion of the Management Board.

2.) Re proposed Item 6 of the agenda:

Given the fact that Article 79 of **WORKER PARTICIPATION IN MANAGEMENT ACT states that at least one third and at most one half of Supervisory Board members shall be employees' representatives**, we submit our proposal as to an increase in the number of employees representatives.

We believe that the role of the employees – who are obviously only genuinely directly interested in the successful performance of Luka Koper – is currently underestimated. Namely, employees are not familiar enough with the results, activities and business decisions of Luka Koper. A perfect example being recent events, when we were really shocked by the fact that the company might in such a short period of time find itself in a difficult financial situation, despite the record growth in throughput. Anticipated profits for 2009 are 50% down on 2008 levels. Further to this, the major portion of costs and investments – which are to be blamed for such results – do not provide any perspectives as to the company's future operations, due to the fact that most major investments are both long-term and disputable.

We are aware that the workers will be the first to feel the consequences of any bad business decisions. In addition to the scrupulous and diligent management of the fruit of our work, we want this company's development to be adequately attended for, and our own social security as a result.

Therefore we wish a greater presence in the oversight of Luka Koper, which is currently rendered impossible due to the predominant political structure of both the Management and the Supervisory Boards. We have neither insight into nor word in the making of business decisions, although they affect us most. We are regretful that the state or the public sector, which remains Luka Koper's majority shareholder, does not manage the company as we would expect, namely in a diligent and professional manner. We have families and children to provide for, and therefore we care a great deal about the company's performance, and under present circumstances we don't feel socially secure. Any inappropriate commercial decision results in deprivation and insecurity as to our own futures. A job at Luka has for decades been considered one of the safest in the region, and we want it to keep it this way. We have always been proud of our work and the company's results. It is our belief that through a more active participation in management we can contribute to the further pursuit of success.

The workers who actually generate the value added are currently not considered the greatest assets of the company. Plant and machinery are also assets, but they only have a supporting role in the generation of wealth. It is the employees themselves who best know

the processes in Luka, and we share the same interests as the owners - i.e. the generation of value and profit. The last amendment of the Statute allows employees participation in profit, which places them in a position of co-ownership and accordingly larger concern for the company's future. After all, employees spend their working lives full time in the company, whereas the Management Board is appointed on the basis of a finite mandate!

In compliance with Article 79 of the Worker Participation in Management Act we propose a resolution to increase the number of workers' representatives on the Supervisory Board from three to five, thus increasing the number of Supervisory Board members to eleven.

Based on the aforementioned reasons we shall, at the General Assembly meeting, advocate the amendments to the Statute according to the proposed items from the Agenda's extension, and encourage other shareholders to vote for them.

BY THE AUTHORITY OF THE *SŽPD* ADMINISTRATIVE COMMITTEE  
AS A SHAREHOLDER OF LUKA KOPER D.D.

*SŽPD* Executive Committee

Mladen Jovičić  
Member of Executive Committee and Share Deals Proxy  
(signature)

Maksimilijan Nedoh  
Member of Executive Committee  
(signature)

Stojan Čepar  
Member of Executive Committee  
(signature)