



On the basis of Article 9 of the Company's Statute, the Management Board of Luka Koper, a public limited liability port and logistics system operator, Vojkovo Nabrežje 38, 6501 Koper, Slovenia, has called the 16<sup>th</sup> General Assembly of its shareholders which shall be held at 1 p.m. on Monday 13<sup>th</sup> July 2009, in the plenary hall of Luka Koper, Vojkovo Nabrežje 38, Koper, Slovenia. The call for the General Assembly was published on 12<sup>th</sup> June 2009 in the Announcements section of the Official Gazette of Republic of Slovenia No. 44/2009. On the basis of requests by shareholders, the Management Board has published an extension to the Agenda on 19<sup>th</sup> June 2009 in the Announcements section of the Official Gazette of Republic of Slovenia No. 46/2009.

The Luka Koper Management Board now publishes a counter-proposal to Item 4.1 submitted by the shareholder VZMD, Salendrova 4, 1000 Ljubljana, Slovenia:

Resolution on the apportionment of distributable profit for 2008 and the discharge of the Supervisory and Management Boards:

"Distributable profit in the amount of € 19,401,856.28 to be apportioned as follows:

- a portion of distributable profit in the amount of € 2,380,000.00 (which amounts to € 0.17 per share) is allocated for distribution as dividends to shareholders;
- a portion of distributable profit in the amount of € 10,154,194.12 is allocated to other profit reserves; and
- the remaining portion of distributable profit in the amount of € 6,867,662.16 is allocated to other profit reserves for investment in port infrastructure."

The shareholders *Slovenska Odškodninska Družba, d.d., Ljubljana, Kapitalska Družba Pokojninskega & Invalidskega Zavarovanja, d.d., Ljubljana*, and *Banka Koper d.d. - Intesa Sanpaolo S.p.A. Koper*, make the following counter-proposal in relation to the Agenda item on the appointment of new Supervisory Board members which reads as follows:

»That Jordan Kocjančič be elected to the Supervisory Board upon the proposal of *Slovenska Odškodninska Družba d.d.* and *Kapitalska Družba d.d.*; and, upon the proposal of other shareholders, Davorin Petaros also be elected to the Supervisory Board; each for a four-year mandate effective the day following the adoption of this resolution".

The Luka Koper Management Board also publishes a counter-proposal by the shareholder *Društvo – Mali Delničarji – Skupaj Smo Močnejši*, Dalmatinova Ulica 10, 1000 Ljubljana, Slovenia, in relation to the extended Agenda item on the appointment of new Supervisory Board members proposed by *Slovenska Odškodninska Družba, d.d., Ljubljana, Kapitalska Družba Pokojninskega & Invalidskega Zavarovanja, d.d., Ljubljana*, and *Banka Koper d.d. - Intesa Sanpaolo S.p.A. Koper*, which reads as follows:

»New members of the Supervisory Board, elected for a four-year mandate effective the day following the adoption of this resolution, to be as follows:

- Jordan Kocjančič upon the proposal of *Slovenska Odškodninska Družba d.d. and Kapitalska Družba d.d.*, and
- Dr. Boštjan Aver, upon the proposal of other shareholders."

The Management Board  
Luka Koper d.d.