

Main emphases on adopted resolutions of the 19th regular Shareholders Assembly of the company Poslovni sistem Mercator, d.d., held on Tuesday, June 18, 2013,

at the headquarters of the company Poslovni sistem Mercator, d.d.

1st Item of the Agenda: Opening of the Shareholders Assembly and appointment of the Shareholders Assembly chairperson

RESOLUTION PROPOSAL:

Mr Uroš Ilić, attorney at law, from Ljubljana, shall be appointed Chairman of the Shareholders Assembly.

The resolution was adopted.

2nd Item of the Agenda: Presentation of Annual Report and the Supervisory Board Report on the results of Annual Report review for the business year 2012; information on the offsetting of net loss; information on the compensation and rewards of the members of managerial and supervisory bodies; information on the Supervisory Board evaluation procedure; and granting discharge from liability to the Management Board and the Supervisory Board

RESOLUTION PROPOSALS:

- A) Granting discharge from liability to the company Supervisory Board for the fiscal year 2012

2A1. Discharge from liability to individual Supervisory Board members for the fiscal year 2012 shall be granted to each member separately.

The resolution was adopted.

2A2. The Shareholders Assembly grants discharge from liability for the fiscal year 2012 to the Supervisory Board chairman Šega Robert.

The resolution was adopted.

2A3. The Shareholders Assembly grants discharge from liability for the fiscal year 2012 to the Supervisory Board deputy chairwoman Dakić Jadranka.

The resolution was adopted.

2A4. The Shareholders Assembly grants discharge from liability for the fiscal year 2012 to the Supervisory Board member Vavti Stefan.

The resolution was adopted.

2A5. The Shareholders Assembly grants discharge from liability for the fiscal year 2012 to the Supervisory Board member Medvešek Miro.

The resolution was adopted.

2A6. The Shareholders Assembly grants discharge from liability for the fiscal year 2012 to the Supervisory Board member Cvetek Jože.

The resolution was adopted.

2A7. The Shareholders Assembly grants discharge from liability for the fiscal year 2012 to the Supervisory Board member Strniša Janez.

The resolution was adopted.

2A8. The Shareholders Assembly grants discharge from liability for the fiscal year 2012 to the Supervisory Board member Župetič Ivica.

The resolution was adopted.

2A9. The Shareholders Assembly grants discharge from liability for the fiscal year 2012 to the Supervisory Board member Širec Mateja.

The resolution was adopted.

2A10. The Shareholders Assembly grants discharge from liability for the fiscal year 2012 to the Supervisory Board member Verbič Kristjan.

The resolution was adopted.

2A11. The Shareholders Assembly grants discharge from liability for the fiscal year 2012 to the Supervisory Board member Leban Sandi.

The resolution was adopted.

2A12. The Shareholders Assembly grants discharge from liability for the fiscal year 2012 to the Supervisory Board member Valand Ivan.

The resolution was adopted.

2A13. The Shareholders Assembly grants discharge from liability for the fiscal year 2012 to the Supervisory Board chairman Lahovnik Matej.

The resolution was adopted.

2A14. The Shareholders Assembly grants discharge from liability for the fiscal year 2012 to the Supervisory Board deputy chairman Rozman Rok.

The resolution was adopted.

2A15. The Shareholders Assembly grants discharge from liability for the fiscal year 2012 to the Supervisory Board member Galić Boris.

The resolution was adopted.

2A16. The Shareholders Assembly grants discharge from liability for the fiscal year 2012 to the Supervisory Board member Podlesnik Zdenko.

The resolution was adopted.

2A17. The Shareholders Assembly grants discharge from liability for the fiscal year 2012 to the Supervisory Board member Zevnik Marjeta.

The resolution was adopted.

Since resolution 2A1 was adopted, the Shareholders Assembly voted for resolutions 2A2-2A17 and did not vote for resolution proposal 2A18.

- B) Granting discharge from liability to the company Management Board for the fiscal year 2012

2B1. Discharge from liability to individual Management Board members for the fiscal year 2012 shall be granted to each member separately.

The resolution was adopted.

2B2. The Shareholders Assembly grants discharge from liability for the fiscal year 2012 to the Management Board president Debeljak Žiga.

The resolution was not adopted.

2B3. The Shareholders Assembly grants discharge from liability for the fiscal year 2012 to the Management Board member Aljančič Falež Vera.

The resolution was adopted.

2B4. The Shareholders Assembly grants discharge from liability for the fiscal year 2012 to the Management Board member Jesenek Mateja.

The resolution was adopted.

2B5. The Shareholders Assembly grants discharge from liability for the fiscal year 2012 to the Management Board member Kolbezen Melita.

The resolution was not adopted.

2B6. The Shareholders Assembly grants discharge from liability for the fiscal year 2012 to the Management Board member Pejanović Stanka (previously: Čurović Stanka).

The resolution was adopted.

2B7. The Shareholders Assembly grants discharge from liability for the fiscal year 2012 to the Management Board member Zavrl Peter.

The resolution was not adopted.

2B8. The Shareholders Assembly grants discharge from liability for the fiscal year 2012 to the Management Board president Balazič Anton.

The resolution was adopted.

2B9. The Shareholders Assembly grants discharge from liability for the fiscal year 2012 to the Management Board member Kavšek Drago.

The resolution was adopted.

2B10. The Shareholders Assembly grants discharge from liability for the fiscal year 2012 to the Management Board member Maroša Igor.

The resolution was adopted.

Since resolution 2B1 was adopted, the Shareholders Assembly voted for resolutions 2B2-2B10 and did not vote for resolution proposal 2B11.

3rd Item of the Agenda: Appointment of a certified auditing company for the year 2013

RESOLUTION PROPOSAL:

The auditing company DELOITTE REVIZIJA, d.o.o., Dunajska cesta 165, Ljubljana, shall be appointed as the company auditor for 2013.

The resolution was adopted.

4th Item of the Agenda: Change of company activity

RESOLUTION PROPOSAL:

The wording of Article 11 of the Articles of Association shall be amended so that the company activity is extended with the following two activities:

"19.200 Manufacture of refined petroleum products

68.320 Management of real estate on a fee or contract basis"

The changes to the company Articles of Association shall be effective as of the day they are entered in the Court Register.

The resolution was adopted.

5th Item of the Agenda: Appointment of a Supervisory Board member

COUNTERPROPOSAL TO THE 5. ITEM OF THE AGENDA:

Bojan Brank, President of the Management Board of the company Luka Koper, d.d., *shall be appointed Supervisory Board member representing the interests of the shareholders, for a term lasting from day of appointment to March 30, 2016.*

The resolution was adopted.

6th Item of the Agenda: Information about the report on the findings of the special auditor's review of the company's particular transactions regarding the takeover intent and takeover bid for the purchase of all shares of the company Pivovarna Laško, d.d.

The Assembly did not vote on resolution regarding the presentation of information.

Poslovni sistem Mercator, d.d.
Management Board