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MAHLE Holding Austria GmbH, A-9143 St. Michael ob Bleiburg

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Letrika d.d.
Predsednik uprave, g. Edvin Sever
Polje 15,
5290 Šempeter pri Gorici
Slovenija

Your Reference	Your Message	Contact	Extension	Date
		Klaus Schöffmann		September 17, 2014

Zadeva: Pisna zahteva delničarja za sklic skupščine delničarjev družbe Letrika, Proizvodnja električne in elektronske opreme za motorna vozila, d.d.

Spoštovani g. Sever,

Delničar družbe Letrika, Proizvodnja električne in elektronske opreme za motorna vozila, d.d. (v nadaljevanju: ***Družba***), družba Mahle Holding Austria GmbH, ki je imetnica 1.367.736 delnic Družbe, kar predstavlja 85,04 % osnovnega kapitala Družbe, (v nadaljevanju: ***Delničar***), s čimer izkazuje zakonsko in statutarno upravičenost za vložitev zahteve za sklic skupščine, na podlagi 36. in 37. člena statuta Družbe, od uprave Družbe zahteva čim prejšnji sklic skupščine Družbe z dnevnim redom in predlogi sklepov, kot so razvidni v nadaljevanju.

* * *

DNEVNI RED s predlogi sklepov:

1. OTVORITEV IZREDNE SKUPŠČINE, UGOTOVITEV SKLEPČNOSTI TER IZVOLITEV DELOVNEGA TELESA SKUPŠČINE

Predlog sklepa:

Za predsednika skupščine se imenuje __________ (po predlogu uprave družbe), za preštevalca glasov se imenujeta __________ (po predlogu uprave družbe) in __________ (po predlogu uprave družbe), za notarska opravila se potrdi izbranega notarja __________ (po predlogu uprave družbe).

Location: St. Michael ob Bleiburg
Registered:
Landes- als Handelsgericht
Klagenfurt FN 96839k

Chairman of the Supervisory Board: Michael Frick (Chairman), Michael Glowatzki, Franz Mlinar
Management Board: Mag. Klaus Schöffmann

2. IMENOVANJE ČLANOV NADZORNEGA SVETA

Predlog sklepa:

Za nove člane nadzornega sveta, ki nastopijo mandat z dnem sprejema tega sklepa, se izvolijo:

- g. Wilhelm Emperhoff
- g. Michael Frick
- g. Michael Glowatzki

Obrazložitev:

Delničarji družbe so skladno z njihovo korporacijsko–člansko pravico upravičeni, da na skupščini volijo člane nadzornega sveta, ki zastopajo delničarje oziroma odpokličejo tiste člane nadzornega sveta, ki so jih izvolili. Ker so člani nadzornega sveta ga. Urška Podpečan, g. Miha Žejn in g. Savo Lovšin podali odstopne izjave, predlagatelj predlaga, da delničarji v skladu z določbo prvega odstavka 274. člena ZGD-1 na skupščini izvolijo nove člane nadzornega sveta, kot izhaja iz predloga sklepa k 2. točki dnevnega reda sklicane skupščine.

Predlagatelj v izvolitev predlaga naslednje člane nadzornega sveta:

g. Wilhelm Emperhoff:

Gospod Wilhelm Emperhoff (roj. 6.10.1961 v Regensburgu) je kot elektroinženir diplomiral na Univerzi v Regensburgu. Od leta 2012 je zaposlen kot član poslovodstva Skupine MAHLE v Nemčiji. Od leta 1989 do 2007 je deloval pri Siemens Automotive, kjer je bil med drugim vodja oddelka "kvalitetna orodja in metode", vodja področja upravljanja kakovosti ter vodja poslovnega področja "Active Speed Sensors" v Tolouse (Francija) in vodja ter kasneje "Executive Vice President" poslovnega področja "Smart Sensors" v Regensburgu. 2007-2009 je bil zaposlen pri Continental AG kot Executive Vice President področja "Gasoline Systems", od 2009 do 2012 je bil dejaven kot predsednik poslovodstva družbe Behr-Hella Thermocontrol GmbH, Lippstadt.

g. Michael Frick:

Gospod Michael Frick (roj. 28.05.1966 v Aachen-u) je diplomiral iz poslovne administracije na Univerzi v Bambergu. Pri Skupini MAHLE je že vse od leta 2003. Od julija 2014, je član poslovodstva Skupine MAHLE zadolžen za področje financ in v tem času tudi izvršni direktor MAHLE Behr. Od leta 2011 je član uprave MAHLE Behr (prej Behr). Od leta 2003 do 2007 je bil direktor centralnega kontrolinga in izvršni finančni direktor MAHLE China (od leta 2005). Od leta 2007 do 2010 je bil direktor za finance in računovodstvo za Evropo in vodja oddelka "Controlling Services" pri MAHLE UK. Od leta 2010 do 2011 je bil "Vice President of Controlling and Purchasing" za poslovno enoto "Engine Systems and Components". Preden se je g. Frick pridružil Skupini Mahle, je bil od leta 1994 do 1998 zaposlen pri Coopers & Lybrand, Köln/Nemčija. Od leta 1998 do 2001 je bil zaposlen pri

Invensys Group, London/Anglija v oddelku "European Internal Auditor Group Financial Services", Birmingham/Anglija in kot finančni direktor pri nemškem hčerinskem podjetju Spanner-Pollux GmbH, Ludwigshafen. Od leta 2001 do 2003 je delal za Emtec Group, Ludwigshafen/Nemčija kot "Vice President of Controlling" ter "Senior Vice President of Accounting & Controlling".

g. Michael Glowatzki

Gospod Michael Glowatzki (roj. 06.12.1960 v Hagen-u, Nemčija) je diplomiral iz prava na Julius-Maximilians-Universität, Würzburg, Nemčija in bil vpisan kot odvetnik v Münchnu v Nemčiji. Je član upravnega odbora Skupine MAHLE od leta 2005. Od leta 1991 do 1997 je delal na področju kadrovskih zadev družbe (Corporate Personnel Affairs) pri ZF Friedrichshafen AG, Friedrichshafen/Nemčija. Od leta 1997 do 2005 je imel funkcijo "Vice President Human Resources", Car Transmission Division, ZF Friedrichshafen AG, Saarbrücken/Nemčija.

Kandidati so sprejeli imenovanje.

* * *

Delničar poziva upravo Družbe, da čim prej objavi sklic skupščine v skladu z določili ZGD-1 in statutom Družbe.

MAHLE Holding Austria GmbH

Mag. Klaus Schöffmann

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		Klaus Schöffmann		September 17, 2014

Re.: Written Shareholder's request for the convocation of a shareholder's meeting of Letrika, Proizvodnja električne in elektronske opreme za motorna vozila, d.d.

Dear Mr. Sever,

Mahle Holding Austria GmbH, which is a holder of 1.367.736 shares in Letrika, Proizvodnja električne in elektronske opreme za motorna vozila, d.d. (hereinafter: ***the Company***), representing 85.04% of the Company's share capital, (hereinafter: ***Shareholder***) thereby proving its statutory right and its right according to the articles of association to file a request for convocation of the shareholders meeting, pursuant to Articles 36 and 37 of the Company's Articles of Association, asks the Company's management to convene a shareholders' meeting as soon as possible with the agenda and draft resolution proposals set out below.

* * *

AGENDA with the Draft Resolutions:

OPENING OF THE [EXTRAORDINARY] SHAREHOLDER'S MEETING, ESTABLISHMENT OF A QUORUM AND ELECTION OF THE WORKING BODIES OF THE SHAREHOLDERS' MEETING

Draft Resolution:

As the president of the shareholders' meeting shall be appointed __________ (according to the proposal of the management board), for counting of votes __________ (according to the proposal of the management board) and __________ (according to the proposal of the management board) shall be appointed, for the no-

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tarial tasks the appointed notary public____________ (according to the proposal of the management board) shall be confirmed.

2. APPOINTMENT OF SUPERVISORY BOARD MEMBERS

Draft Resolution:

The following persons shall be appointed as members of the supervisory board who shall begin their term on the day of adoption of this resolution:

- Mr. Wilhelm Emperhoff
- Mr. Michael Frick
- Mr. Michael Glowatzki

Reasoning:

The Shareholders of the Company have according to their corporate right to appoint at the shareholders' meeting the members of the supervisory board, who represent the shareholders and on the other hand have the right to recall those supervisory board members who were appointed by them. Because the supervisory board members Mrs. Urška Podpečan, Mr. Miha Žejn and Mr. Savo Lovšin have delivered their resignation letters, the applicant proposes that shareholders in accordance with the provision of Article 274 Para 1 of the companies Act (ZGD-1) appoint new members of the supervisory board at the shareholder meeting, as can be seen from the draft resolution at Point 2 of the convened shareholder meeting's agenda.

The applicant proposes to appoint the following persons as the Company's supervisory board members who are introduced in the following:

Mr. Wilhelm Emperhoff

Mr. Wilhelm Emperhoff (born on 6 October 1961 in Regensburg, Germany) graduated from electro engineering at the University of Regensburg. Since 2012, he is a Management Board Member of MAHLE Group in Germany. From 1989 to 2007, Mr Emperhoff worked for Siemens Automotive where he was among others Head of the Department for Quality Instruments and Methods, the Quality management department and the business section Active Speed Sensors in Tolouse (France). Moreover, he was head and later Executive Vice President of the business section Smart Sensors in Regensburg. From 2007-2009, he was employed with Continental AG as an Executive Vice President of the section Gasoline Systems, and from 2009 to 2012 he acted as President of the Management Board of the company Behr-Hella Thermocontrol GmbH, Lippstadt.

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Mr. Michael Frick

Mr. Michael Frick (born on 28 May 1966 in Aachen, Germany) graduated from business administration at the University of Bamberg. He is with the MAHLE Group since 2003. Since July 2014, he is a Management Board Member of MAHLE Group for Finance and continuously Managing Director of MAHLE Behr. Since 2011 he is also Management Board Member of MAHLE Behr (formerly Behr). From 2003 to 2007, he was Director of Central Controlling and CFO of MAHLE China (from 2005). From 2007 to 2010 he was Director of Finance and Accounting Europe and Head of Controlling Services at MAHLE UK. From 2010 to 2011 he was Vice President of Controlling and Purchasing for the Engine Systems and Components business unit. Before Mr. Frick joined Mahle Group, he was from 1994 to 1998 at Coopers & Lybrand, Cologne/Germany. From 1998 to 2001 he was employed with Invensys Group, London/England as an European Internal Auditor Group Financial Services, Birmingham/England and Director of Finance at the German subsidiary Spanner-Pollux GmbH, Ludwigshafen. From 2001 to 2003 he worked for Emtec Group, Ludwigshafen/Germany as Vice President of Controlling and Senior Vice President of Accounting & Controlling.

Mr. Michael Glowatzki

Mr. Michael Glowatzki (born on 6 December 1960 in Hagen, Germany) graduated from law at the Julius-Maximilians-Universität, Würzburg, Germany and graduated as Attorney at Law in Munich/Germany. He is Member of the Management Board of the MAHLE Group since 2005. From 1991 to 1997 he was worked on Corporate Personnel Affairs, at ZF Friedrichshafen AG, Friedrichshafen/Germany. From 1997 to 2005 he was Vice President Human Resources, Car Transmission Division, ZF Friedrichshafen AG, Saarbrücken/Germany.

The candidates agree with their appointment.

* * *

The Shareholder asks the Company's management to publish the convocation of the shareholders' meeting according to the provisions of the companies act (ZGD-1) and Articles of Association of the Company in due course.

Best regards

MAHLE Holding Austria GmbH
Mag. Klaus Schöffmann

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