

The Management Board of PETROL d.d., Ljubljana, in connection with

25th General Meeting of Shareholders of PETROL, Slovenska energetska družba, d.d., Ljubljana,

to be held at 10.00 a.m. on Thursday, 23rd April 2015, at the premises of PETROL d.d., Ljubljana, conference hall, Dunajska cesta 48, 1000 Ljubljana,

hereby notifies shareholders

that on 24th March 2015 a counter-proposal relating to Item 2 of the Agenda was received from the shareholder "VZMD" (the PanSlovenian Shareholders' Association). (The counter-proposal was sent by registered mail on 23rd March 2015.)

Counter-proposal from VZMD

The shareholder proposes that the following resolution be adopted to Item 2 of the Agenda: Presentation of Annual Report 2014 and the Supervisory Board's Feedback – Annual Report Verification Results; information on remuneration of members of management and supervisory bodies; use of profit for appropriation and granting of approval:

2.1 The profit for appropriation as of 31st December 2014, amounting to € 24,290,235.00 will be used as follows:

- *part of the profit for appropriation amounting to € 20,822,139.80 to be distributed as dividend payments to shareholders, which represents a gross dividend of*
€ 10.10 per share (own shares do not participate);
- *the remaining amount of € 3,468,095.20 to be transferred to other profit reserves.*

For payment of dividends, net profit for 2014 and other reserves from profits generated in 2006 will be used.

The company will pay out dividends not later than within 60 days after the adoption of the resolution at the General Meeting, to shareholders registered at KDD (Central Securities Clearing Corporation) as of 29th April 2015, in the manner as defined in the Management Board's resolution.

Substantiation: *VZMD – The PanSlovenian Shareholders' Association has submitted a counter-proposal for shortening the unreasonably long deadline (111 days!) for dividend payment to still acceptable 60 days, as assured - for the future - at last year's General Meeting when VZMD, by*

submitting for the fourth time its counter-proposal supported with arguments, drew attention to the constant deadline extension - from initial 30 to 90 days in 2013 and to already 110 days in 2014.

VZMD emphasises that the constant extension of deadline for previous year's dividend payment is particularly problematic from the point of view that Petrol, as an important business entity, serves as an example to other companies.

The shareholder's counter proposal is available for shareholders in the information office at the company's headquarters in Ljubljana, Dunajska cesta 50, each workday from 10 a.m. to 1 p.m., from publishing the counter-proposal to the day of the General Meeting, and on the company's website www.petrol.si and SEOnet.

PETROL, Slovenska energetska družba, d.d., Ljubljana

*Tomaž Berločnik
Chairman of the Management Board*