

Main emphases on adopted resolutions of the 25th regular Shareholders Assembly of the company Poslovni sistem Mercator, d.d., held on Tuesday, June 12, 2018, 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:

Pavle Pensa, 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's Report on the results of Annual Report review and audit for the 2017 fiscal year; 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 company Supervisory Board and Management Board.

RESOLUTION PROPOSALS:

2.A.1) Discharge from liability to individual Supervisory Board members for the fiscal year 2017 shall be granted to each member separately.

The resolution was adopted.

2.A.2) The Shareholders Assembly grants discharge from liability for the fiscal year 2017 to the Supervisory Board chairman Ante Todorić.

The resolution was not adopted.

2.A.3) The Shareholders Assembly grants discharge from liability for the fiscal year 2017 to the Supervisory Board chairman Ante Ramljak.

The resolution was adopted.

2.A.4) The Shareholders Assembly grants discharge from liability for the fiscal year 2017 to the Supervisory Board deputy chairman Matej Lahovnik.

The resolution was adopted.

2.A.5) The Shareholders Assembly grants discharge from liability for the fiscal year 2017 to the Supervisory Board member Damir Kuštrak.

The resolution was not adopted.

2.A.6) The Shareholders Assembly grants discharge from liability for the fiscal year 2017 to the Supervisory Board member Ivan Crnjac.

The resolution was not adopted.

2.A.7) The Shareholders Assembly grants discharge from liability for the fiscal year 2017 to the Supervisory Board member Darko Knez.

The resolution was not adopted.

2.A.8) The Shareholders Assembly grants discharge from liability for the fiscal year 2017 to the Supervisory Board member Ivica Mudrinić.

The resolution was adopted.

2.A.9) The Shareholders Assembly grants discharge from liability for the fiscal year 2017 to the Supervisory Board member Vladimir Bošnjak.

The resolution was adopted.

2.A.10) The Shareholders Assembly grants discharge from liability for the fiscal year 2017 to the Supervisory Board member Teo Vujčić.

The resolution was adopted.

2.A.11) The Shareholders Assembly grants discharge from liability for the fiscal year 2017 to the Supervisory Board member Matjaž Grošelj.

The resolution was adopted.

2.A.12) The Shareholders Assembly grants discharge from liability for the fiscal year 2017 to the Supervisory Board member Veljko Tatić.

The resolution was adopted.

2.A.13) The Shareholders Assembly grants discharge from liability for the fiscal year 2017 to the Supervisory Board member Vesna Stojanović.

The resolution was adopted.

2.A.14) The Shareholders Assembly grants discharge from liability for the fiscal year 2017 to the Supervisory Board member Jože Lavrenčič.

The resolution was adopted.

2.B.1) Discharge from liability to individual Management Board members for the fiscal year 2017 shall be granted to each member separately.

The resolution was adopted.

2.B.2) The Shareholders Assembly grants discharge from liability for the fiscal year 2017 to the president of the Management Board Toni Balažič.

The resolution was adopted.

2.B.3) The Shareholders Assembly grants discharge from liability for the fiscal year 2017 to the president of the Management Board Tomislav Čizmić.

The resolution was adopted.

2.B.4) The Shareholders Assembly grants discharge from liability for the fiscal year 2017 to the Management Board member Igor Mamuza.

The resolution was adopted.

2.B.5) The Shareholders Assembly grants discharge from liability for the fiscal year 2017 to the Management Board member Draga Cukjati.

The resolution was adopted.

3rd Item of the Agenda: Appointment of a certified auditing company for the year 2018

RESOLUTION PROPOSAL:

The auditing company DELOITTE REVIZIJA, d.o.o., Dunajska cesta 165, Ljubljana, shall be appointed as the company auditor for 2018.

The resolution was adopted.

4th Item of the Agenda: Information about the resignation and termination of term of office of Supervisory Board members

RESOLUTION PROPOSAL:

4.A) Information about the resignation of Supervisory Board members

The Shareholders Assembly is informed about the following resignations:

- Ante Ramljak as the Supervisory Board Chairman and Supervisory Board member representing shareholder interests, as of February 28, 2018, effective as of February 28, 2018;
- Teo Vujčić as the Supervisory member representing shareholder interests, as of April 4, 2018, effective as of April 4, 2018;
- Damir Kuštrak as the Supervisory Board member representing shareholder interests, effective as of April 16, 2018.

The resolution was adopted.

4. B) Information about the termination of term of office of Supervisory Board members

The Shareholders Assembly shall be informed that on August 29, 2018, the term of office of two Supervisory Board members, Matej Lahovnik and Ivica Mudrinić, shall be terminated.

The resolution was adopted.

5th Item of the Agenda: Appointment of new Supervisory Board members

RESOLUTION PROPOSALS:

5.A) Appointment of a new Supervisory Board member

The Shareholders Assembly appoints Fabris Peruško as Supervisory Board member representing the interests of shareholders, for a 4-year term of office commencing with the day of appointment by the Shareholders Assembly.

The resolution was adopted.

5.B) Appointment of a new Supervisory Board member

The Shareholders Assembly appoints Irena Weber as Supervisory Board member representing the interests of shareholders, for a 4-year term of office commencing with the day of appointment by the Shareholders Assembly.

The resolution was adopted.

5.C) Appointment of a new Supervisory Board member

The Shareholders Assembly appoints Sergei Volk as Supervisory Board member representing the interests of shareholders, for a 4-year term of office commencing with the day of appointment by the Shareholders Assembly.

The resolution was adopted.

5.D) Appointment of a new Supervisory Board member

The Shareholders Assembly appoints Matej Lahovnik as Supervisory Board member representing the interests of shareholders, for a 4-year term of office commencing on August 30, 2018.

The resolution was adopted.

5.E) Appointment of a new Supervisory Board member

The Shareholders Assembly appoints Ivica Mudrinić as Supervisory Board member representing the interests of shareholders, for a 4-year term of office commencing on August 30, 2018.

The resolution was adopted.

Poslovni sistem Mercator, d.d.
Management Board