

13th Meeting of the General Assembly, 19th July 2007

Item 4

The Apportionment of Distributable Profit and Ratification of the Conduct of the Management and Supervisory Boards

In 2006, the parent company Luka Koper d.d. generated a net profit of 4,781,578,855.35 Slovene tolar (SIT). The Management and Supervisory Boards allocated 50 percent of the 2006 net profit, in the amount of 2,390,789,427.68 Slovene tolar, to other profit reserves. The remaining portion of the 2006 net profit is distributable profit, which is increased by retained net profit from 2005 in the amount of 1,438,667,524.42 Slovene tolar, as well as a portion of other profit reserves from previous years amounting to 2,308,196,151.14 Slovene tolar. Thus the distributable profit for 2006 amounts to 6,137,653,103.24 Slovene tolar, the equivalent of 25,647,952.58 euros

	2006 (in EUR)	2006 (in SIT)	2005 (in SIT)
Distributable profit total	25,647,952.58	6,137,653,103.24	5,988,243,661.49
Other profit reserves	9,667,911.93	2,308,196,151.14	2,308,196,151.14
Net profit for the financial year	9,976,587.45	2,390,789,427.68	2,094,490,404.76
Retained net profit from 2005	6,003,453.20	1,438,667,524.42	1,585,557,105.59

The distributable profit, which is to be apportioned in 2007, has been recalculated in euros upon the tolar-euro exchange rate, and amounts to EUR 25,647,952.58. A dividend that pertains to ordinary shares shall be rounded to two decimal points.

Proposals of resolutions:

4.1.

That distributable profit for 2006, in the amount of EUR 25,647,952.58, is apportioned as follows:

- **That the shareholders are distributed a portion of retained distributable profits formed from other profit reserves, accrued in and carried over from previous years, in the amount of EUR 9,667,911.93:**
 - from this total, EUR 725,119.97 shall be allocated for the fixed portion of a dividend that pertains to preference shares, while EUR 1,160,191.96 is assigned for the variable portion of preference shares;

- EUR 7,782,600.00 is allocated to dividends that pertain to ordinary shares.
- A portion of distributable profit in the amount of EUR 10,432,315.14 is allocated to other reserves from profit as follows: retained net profits from 2005 in the amount of EUR 6,003,453.20 and EUR 4,428,861.94 of the net profit for 2006;
- the allocation of the remaining portion of the distributable profit (net profit for 2006) in the amount of EUR 5,547,725.51 is to be decided upon over the ensuing financial years.

Gross dividends per ordinary share shall thus amount to EUR 1.09, while gross dividends per preference share amounts to EUR 0.27. These dividends pertain to shareholders that are recorded in the Luka Koper d.d. register of shareholders as of the day after the General Assembly meeting, at which formal decisions shall be made as to the apportionment of distributable profit. Dividends shall be remunerated to shareholders by 15th September 2007.

4.2.

The Assembly shall endorse the Management Board for 2006.

4. 3.

The Assembly shall endorse the Supervisory Board for 2006.

The Management Board
The Supervisory Board
Luka Koper d.d.
