



Luka Koper, port and logistics system, a public limited company
Vojkovo Nabrežje 38, 6501 Koper
Slovenia

The company Luka Koper, d.d. publishes the resolutions which were adopted on the first call of the 13th meeting of the General Assembly of Luka Koper, held on 19th July 2007 at 12.00 in the plenary hall of Luka Koper – Pristan, Vojkovo nabrežje 38, Koper, Slovenia.

Detailed information about voting on the 13th assembly will be published at a later stage. Will also be published at a later stage, the information about challenging actions on all the adopted decisions, which were announced by Nevenka Vidmar's attorney, Mr. Janez Starman.

1. Opening of the General Assembly and constitution of a quorum

Proposal of a resolution:

It shall be agreed that the Assembly is a quorum.

The resolution was adopted in the proposed form.

2. Election of the working bodies of the General Assembly

Proposal of a resolution:

That Mr. Mirko Pavšič shall be elected as President of the General Assembly; as well as that vote counters Ms Dorjana Sabadin and Ms Lidija Petrinja, together with Ms Nada Kumar - the appointed notary public - shall all be present.

The resolution was adopted in the proposed form.

3. Presentation of the audited Annual Report for 2006, and the Supervisory Board oversight report

Proposal of a resolution:

The General Assembly shall be formally presented the 2006 Annual Report as well as the oversight report by the Supervisory Board.

The resolution was adopted in the proposed form.

4. The apportionment of distributable profit for 2006, and ratification of the conduct of the Management and Supervisory Boards

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 profits (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 amount to EUR 0.27. These dividends pertain to shareholders that are recorded in the Luka Koper d.d. register of shareholders as of the second working day after the General Assembly meeting (23rd July 2007), 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 resolutions (4.1, 4.2, 4.3) were adopted in the proposed form.

5. Determining attendance fees of the President and members of the Supervisory Board

Proposal of a resolution:

For the participation at a regular meeting, the President of the Supervisory Board is entitled to a gross attendance fee in the amount of EUR 858, whereas the members of the Supervisory Board are entitled to a gross attendance fee amounting to EUR 660. In the event of a correspondence meeting, the attendance fee is calculated at 80% of the regular fee.

The attendance fee of the Deputy President of the company's Supervisory Board at meeting shall be equal to the member's one.

In the event of replacement of the President, the Deputy President or any other member who chairs the meeting is entitled to an attendance fee in the amount equal to the Supervisory Board President.

Travel allowances and daily allowances are remunerated in accordance with the provisions which regulate the daily and travel allowances in commercial companies.

Slovenska odškodninska družba and Kapitalska družba offered a contrary proposal, which differs from the suggested by the fifth paragraph. That is:

For the participation at a regular meeting, the President of the Supervisory Board is entitled to a gross attendance fee in the amount of EUR 858, whereas the members of the Supervisory Board are entitled to a gross attendance fee amounting to EUR 660. In the event of a correspondence meeting, the attendance fee is calculated at 80% of the regular fee.

The attendance fee of the Deputy President of the company's Supervisory Board at meeting shall be equal to the member's one.

In the event of replacement of the President, the Deputy President or any other member who chairs the meeting is entitled to an attendance fee in the amount equal to the Supervisory Board President.

Travel allowances and daily allowances are remunerated in accordance with the provisions which regulate the daily and travel allowances in commercial companies.

The following adopted resolution is nullified: »Defining the fee payed to the president and the supervisory board«, adopted on the company's 12th assebly session, the day 22 of August 2006, in the 8th item of the agenda.

6. Appointment of external auditors for fiscal year 2007

Proposal of a resolution:

Upon a proposal by the Supervisory Board, the General Assembly shall appoint Deloitte Revizija d.o.o., Dunajska 9, Ljubljana, as external auditor for the 2007 business performance and accounts of Luka Koper d.d. and the Luka Koper Group.

The resolution was adopted in the proposed form.

7. Request of the Republic of Slovenia to transform the preference participation shares with limited right to vote into ordinary registered shares.

Proposal of a resolution:

The Assembly shall accept the resolution proposed by the shareholder Republic of Slovenia with the following diction:

6,860,000 preference participation shares with limited right to vote get transformed into 6,860,000 ordinary registered shares.

The resolution was adopted in the proposed form.

A challenging action was announced to the adopted resolution.

8. Proposal to change the Statute of the company Luka Koper, d.d., accepted during the Assembly meeting of the 22nd of August 2006.

Proposal of a resolution:

The Assembly shall accept the proposal to change the Statute of the company Luka Koper, d.d., proposed by the shareholder Republic of Slovenia with the following diction:

The text in the Article n. 5 shall be worded as follows:

»The share capital amounts to 58,420,964.78 Euro and is divided into 14,000,000 ordinary registered shares.«

The article n. 7 is cancelled.

The article n. 8 is cancelled.

The article n. 9 is cancelled.

The article n. 10 is cancelled.

The item n. 1.1.8. of the art. nr. 12. is cancelled.

The text in the Article nr. 14 shall be changed and worded as follows:

»The right to participate at the Assembly meeting belongs to the shareholders or their legal representative or members of the Supervisory and Management board. The voting right belongs to shareholders or their legal representative.«

The text in the third paragraph of the Article nr. 15 shall be changed and worded as follows:

»During the Assembly meeting the Management Board prepares a list of present shareholders or those represented, that includes the name or company name (firm), residence or address of the registered office and number of shares. The list is signed by the President of the General Assembly and is given for perusal to all persons participating at the meeting.«

The text in the Article nr. 49. shall be changed and worded as follows:

»For the validity of the Assembly's resolution about changes of the Statute a majority of three quarters is needed while deciding about share capital.«

The resolution was adopted in the proposed form.

A challenging action was announced to the adopted resolution.

9. Nomination of new members of the Supervisory Board .

Proposal of a resolution:

For the next 4 years mandate should be appointed members of the Supervisory Board - representative of shareholders, proposed by the Republic of Slovenia as from the 20th of July 2007:

- Marjan BEZJAK,
- Olga FRANCA.

The resolution was adopted in the proposed form.

Challenging actions:

Challenging actions were announced for item 7 and item 8.