

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

On the basis of Article 9 of the Company Statute of Luka Koper d. d., the company's Management Board calls for the

14th Annual General Assembly of Luka Koper d. d. shareholders

to take place on:

Tuesday 2nd September 2008 at 1 p.m.
in the
Plenary Hall of Luka Koper – Pristan, Vojkovo Nabrežje 38, Koper, Slovenia.

Agenda:

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

Proposal of a resolution:

It shall be established that the Assembly is a quorum.

2. Election of the working bodies of the General Assembly

Proposal of a resolution:

Mr. Boris Marčič shall be elected President of the General Assembly; the vote counters Ms Lidija Petrinja and Mr Tomaž Deisinger, together with Ms Nana Povšič Ružič - appointed as notary public - shall all be present.

3. Presentation of the audited Annual Report for 2007 and the Supervisory Board Report

Proposal of a resolution:

The General Assembly shall be formally presented with both the 2007 Annual Report and the Supervisory Board Report.

4. The apportionment of distributable profit for 2007, and discharge of the Management and Supervisory Boards

Proposals of resolutions:

4.1.

Distributable profit for 2007 in the amount of € 25,554,194.12 is apportioned as follows:

- the shareholders are distributed a portion of distributable profit in the amount of € 7,700,000.00, formed from other profit reserves amounting to € 7,472,274.49, and a portion of retained net profit from 2006 in the amount of € 227,725.51, this for dividends pertaining to ordinary shares;

- a portion of distributable net profit (a non-distributed portion of retained profit from 2006) in the amount of € 135,000.00 is allocated to Supervisory Board members as participation in profit;
- a portion of distributable net profit (a non-distributed portion of retained profit from 2006) in the amount of € 5,185,000.00 is allocated to other reserves from profit;
- the allocation of the remaining portion of distributable net profit (net profit for 2007) in the amount of € 12,534,194.12 is to be decided upon over the ensuing financial years.

Gross dividend per ordinary share shall amount to € 0.55. Shareholders entered in the share register of Luka Koper d.d. on the day after the endorsement of the resolution of the General Assembly on the apportionment of distributable profit, shall be entitled to the dividend, which, accordingly, will be remunerated to shareholders by 15th October 2008.

4.2.

The Assembly shall discharge the Management Board for 2007.

4.3.

The Assembly shall discharge the Supervisory Board for 2007.

5. Appointment of external auditors for fiscal 2008

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 2008 operations and accounts of Luka Koper d.d. as well as the Luka Koper Group.

6. Proposal of amendments to the Statute of Luka Koper d.d., adopted at the Annual General Assembly of shareholders of 19th July 2007

Proposal of a resolution:

Upon the proposal of the Management and Supervisory Boards, the General Assembly adopts the amendments to the company Statute in the text submitted. The General Assembly authorises the Supervisory Board to prepare a clean copy of the Statute based on the adopted amendments, and produce the final wording of the Statute.

7. The appointment of Supervisory Board Members

Proposals of resolutions:

7.1.

Upon the proposal of the Koper municipal authority (city council) and the company's Supervisory Board, Mr Boris Popovič is elected a member of the Supervisory Board as of 2nd September 2008 for a four-year mandate.

7.2.

The General Assembly is informed that as of 27th July 2008 the Workers' Council elected the following three representatives, each with a four-year mandate, to the Supervisory Board:

- Orjana Ban
- Boris Bradač, and
- Nebojša Topič.

8. Concession Contract

Proposal of resolution:

The General Assembly provides its consent to the enclosed text of the Concession Contract for the provision of port services, management, development and maintenance of port infrastructure within the Port of Koper.

The materials for the General Assembly, including the 2007 Annual Report, the Supervisory Board Report, the proposed amendments to the Statute, the proposed Concession Contract in Slovene language as well as proposals for all resolutions under the points of the Agenda, are available to shareholders daily between 9 a.m. and 12 midday at the company secretary's office at Vojkovo Nabrežje 38, Koper, Slovenia, from the calling of the General Assembly to the actual day of the Assembly meeting, or online at company's website at www.luka-kp.si.

Within one week of the call for the General Assembly, shareholders may submit reasonably contended counter-proposals to the resolutions already itemised on the Agenda to the following address: Luka Koper d.d., Vojkovo Nabrežje 38, 6501 Koper, Slovenia.

The right to attend the General Assembly pertains to shareholders. Owners of all 14,000,000 shares in the company enjoy voting rights in accordance with their holding. The right to participate in the General Assembly meeting and exercise a voting right shall pertain to shareholders entered in the company's register of shareholders, administered by the Central Securities Clearing Corporation Inc. (Klirinško Depotna Družba d.d. - KDD), Ljubljana, as of 28th August 2008, and who announce their attendance at the Assembly, in writing, at least three days prior to its taking place. Any representative of a shareholder must produce written authorization as to their mandate, which will be kept by the company.

The hall where the General Assembly will take place shall be open one hour prior to the commencement of the meeting. If the Assembly fails to form a quorum, there will be another meeting on the same day, namely at 2 p.m. on 2nd September 2008 in the same hall. The General Assembly shall then be able to pass valid resolutions, regardless of the level of share capital represented.

The Management Board
Luka Koper, d.d.