

## STATEMENT ON COMPLIANCE WITH THE PROVISIONS OF THE CORPORATE GOVERNANCE CODE

The management of *Luka Koper d.d.*, parent company of the *Luka Koper Group*, manages the company in compliance with the Statute of the public limited company, the Companies Act RS and the Corporate Governance Code.

***Luka Koper d.d.* respects the recommendations of the Corporate Governance Code.**

The Corporate Governance Code for Public Limited Companies was jointly phrased and adopted by the Ljubljana Stock Exchange Inc., Ljubljana, the Association of Supervisory Board Members of Slovenia, and the Managers' Association of Slovenia, on 18<sup>th</sup> March 2004; while agreements on its amendments were adopted on 14<sup>th</sup> December 2005 and 5<sup>th</sup> February 2007. The Corporate Governance Code is accessible via the Ljubljana Stock Exchange website ([www.ljse.si](http://www.ljse.si)).

**The Company's Management and Supervisory Boards herein state that in 2009 they respected the provisions of the Corporate Governance Code for Public Limited Companies, with the exception of some derogations which refer to the following individual items:**

**Item 1.1.:** In the audit of the Statute, the company will indicate the maximisation of the company's value as the basic objective, as well as other goals pursued in the performance of its activities.

**Item 3.4.6.:** The Supervisory Board members are not insured to cover their liability. In the future, the company will strive to regulate said area.

**Item 3.6.4.:** The President of the Commission should not simultaneously be the President of the Supervisory Board. The Commission should report on its work to the Supervisory Board on a regular basis.

*Explanation:* At the end of 2009, the function of the President of the Audit Commission was performed by Dr. Janez Požar, the President of the company's Supervisory Board.

**Item 3.9.1.:** It is recommended that the Supervisory Board establishes a Remuneration Committee.

*Explanation:* In 2009, the Remuneration Committee was not established.

The signatories of the Statement of Compliance with the provisions of Corporate Governance Code:

**Management and Supervisory Boards**