

LUKA KOPER, port and logistics system operator, a public limited company
Vojkovo Nabrežje 38, 6501 Koper, Slovenia

In accordance with the third Paragraph of Article 10 of the *Luka Koper d.d. Statute*, the Republic of Slovenia, which holds 7,140,000 *Luka Koper d.d.* shares, i.e. 51% of the company's share capital, calls for a General Assembly of shareholders in accordance with Article 295 of the Companies Act RS (ZGD-1). The state's request is endorsed by *Slovenska odškodninska družba d.d.* (Slovenian Restitution Corporation) which holds 1,557,857 no-par-value shares, namely 11.13% of the company's total share capital. Thus together these two shareholders account for 62.13% of the company's share capital. Accordingly the Management Board of *Luka Koper d.d.* calls for the

23rd General Assembly of Luka Koper d.d. Shareholders

**to take place at 1 pm on 7th October 2013
in the Plenary Hall of the Primorska Chamber of Commerce and Industry,
Ferrarska Ulica 2, Koper, Slovenia**

The 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 General Assembly's working bodies

Proposal of a resolution:

Mr. Stojan Zdolšek of Ljubljana is elected President of the General Assembly; the vote counters *IXTLAN Forum d.o.o.*, Ljubljana, together with Ms Nana Povšič Ružič appointed as notary public, shall also be present.

3. Amendment of the Statute

Proposal of a resolution:

»Article 45 of the company Statute of *Luka Koper d.d.* shall be amended as follows:

- Paragraph 2 of Article 45 of the Statute will read: **"The call for a General Assembly, together with the Agenda and proposals for Resolutions, shall be published via the publicly accessible websites of the company, the AJPES website and Slovenia's *Delo* daily paper, respecting the obligations as to the call for a General Assembly in accordance with the regulations of the financial instruments market."**«
-

4. Recall of Supervisory Board members

Proposal of a resolution:

»As of the date of this resolution's adoption, the General Assembly will recall the following Supervisory Board members, as the representatives of shareholders:

- Dino Klobas,
- Nikolaj Abrahamsberg,
- Vinko Može,
- Andrej Godec,
- Jordan Kocjančič, and
- Sabina Mozetič.

New members shall be appointed to the Supervisory Board as representatives of the shareholders:

- Tomaž Kuntarič,
- Matej Runjak,
- Matej Pirc,
- Dragomir Kolman,
- Mitja Svoljšak, and
- Mateja Lovšin Herič.

These new members shall serve a four-year term, commencing as of the date of the adoption of this resolution.«

Materials pertaining to the General Assembly (the shareholder's request for the General Assembly call as of 28th August 2013), including proposals of resolutions together with explanations, shall be available to shareholders daily between 9 am and 12 midday at the company's headquarters at Vojkovo Nabrežje 38, Koper, Slovenia, from the calling of the General Assembly to the actual day of the Assembly meeting; they are also available online via the company's website: www.luka-kp.si and Ljubljana Stock Exchange information system SEO-net.

Shareholders may submit reasonably contended counter-proposals to the resolutions itemised on the Agenda within seven days of the call for the General Assembly. These should be sent to Luka Koper d.d., Vojkovo Nabrežje 38, 6501 Koper, Slovenia, or to the email address uprava@luka-kp.si.

Those shareholders whose joint holdings amount to one-twentieth of the company's share capital may, not later than within seven days of the call for the General Assembly, request in writing that additional items are put on the Agenda, together with proposals for Assembly resolutions, as well as provide explanation or commentary in relation to an Agenda item. Any such requests should be sent to Luka Koper d.d., Vojkovo Nabrežje 38, 6501 Koper, or to the email address uprava@luka-kp.si.

The right to attend the General Assembly meeting is enjoyed by all owners of the 14,000,000 shares in Luka Koper d.d.; all shares enjoy equal voting rights. The right to participate at the General Assembly meeting and the exercise of voting rights 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, by the end of the fourth day prior to the General Assembly meeting, i.e. 3rd October 2013, and who announce their attendance at the Assembly, in writing, not later than by the end of the fourth day prior to its taking place, i.e. 3rd October 2013.

In their announcement, private shareholders (natural persons) must state their date of birth and address or other personal information by which that shareholder may unambiguously be identified, whereas legal entities should provide their registration number and address. Written announcements should be sent to Luka Koper d.d. at Vojkovo Nabrežje 38, 6501 Koper, Slovenia, or to the email address uprava@luka-kp.si.

Any representative of a shareholder must produce at the latest at the Assembly meeting, written authorization as to their mandate (or proxy), which shall be kept by the company. Forms of attendance at the General Assembly meeting and forms for written authorizations are available online at the company's website www.luka-kp.si.

Any shareholder may exercise their right to be informed in accordance with Article 305 of the Companies Act RS at the General Assembly meeting.

The Plenary 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 shall be another meeting on the same day, namely at 2 p.m. on 7th October 2013 in the same Hall. The General Assembly shall then be able to pass valid resolutions, regardless of the level of share capital represented.

Bojan Brank
Management Board President
