

Following a request by the shareholder Home Products Europe B.V., Beekhuizenseweg 67, 6881 AE Velp, Netherlands, dated November 16, 2017; the shareholder Raiffeisenbank Austria d.d., Magazinska 69, 1000 Zagreb, Croatia, dated November 22, 2017; shareholder Splitska banka d.d., Domovinskog rata 61, 21000 Split, Croatia, dated November 22, 2017; and shareholder Unicredit Bank Hungary ZRT 1054 Budapest Szabadság tér 5- 6, dated November 27, 2017, for the convocation of Shareholders Assembly of the company Gorenje d.d., pursuant to Article 295, Paragraph 3, of the Companies (ZGD-1) and pursuant to Article 30, Paragraph 2 of the company Articles of Association, the Management Board of the company Gorenje d.d. hereby convenes the

**25th Shareholders Assembly of the company Gorenje d.d.  
to be held on Tuesday, January 9, 2018, starting at 10.00 a.m.,  
in the conference hall of the Paka Hotel in Velenje, Rudarska ul. 1, Slovenia,**

**with the following agenda:**

**1. Opening of the General Meeting of Shareholders and election of the working bodies of the General meeting of Shareholders**

**Proposed resolution:**

Kristijan Anton Kontarščak, attorney-at-law, is appointed the president of the General Meeting of Shareholders.

The following persons are elected to the verification committee:

- Robert Ernestl, president,
- Gregor Mavsar, member,
- Milena Obu, member.

**2. Discharge of two members of the Supervisory Board and elections of two new members of the Supervisory Board**

**Proposed resolution:**

1. The General Meeting of Shareholders, on the day of the adoption of this resolution, discharges the following two members of the Supervisory Board – representatives of shareholders:
    - Marko Voljč, Cesta Dolomitskega odreda 86E, 1000 Ljubljana
    - Uroš Slavinec, Mačkovci 58, 1230 Domžale.
  2. The General Meeting of Shareholders elects the following member of the Supervisory Board – representatives of shareholders: Sluiter Philip Alexander, Beekhuizenseweg 67, 6881 AE Velp, with the mandate from the adoption of this resolution to 20.7.2018.
  3. The General Meeting of Shareholders elects the following member of the Supervisory Board – representatives of shareholders: Ličen Robert, Ulica Lili Novy 58, 1000 Ljubljana, with the mandate from the adoption of this resolution to 20.7.2018.
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The Management Board invited Katja Fink, Notary Public of Celje, to compile the notarial record of proceedings

### **Documentation / materials**

Resolution proposals and other materials for the Shareholders Assembly shall be available to shareholders for viewing at the company head office every business day from 9 a.m. to noon. They shall also be posted in the electronic information dissemination system of the Ljubljana Stock Exchange d.d. – the SEOnet, as well as on Gorenje website at [www.gorenjegroup.com](http://www.gorenjegroup.com), complete with relevant notes and explanations.

### **Attendance conditions**

Attendance and voting right at the Shareholders Assembly shall be granted to the shareholders registered in the Share Register with the Central Securities Clearing Corporation (Klirinško-depotna družba) d.d., Ljubljana, as at the end of the fourth day before the Shareholders Assembly (hereinafter referred to as the Cut-off Date), i.e. as at January 5, 2018; or to their proxies who shall be required to produce a written authorization. Attendance at the Shareholders Assembly should be reported to the company Management Board with a written application that should arrive at the company head office no later than by January 5, 2018.

### **Amendment to the agenda**

Shareholders whose combined shareholdings amount to one twentieth (five percent) of share capital, may request in writing after the convocation of the Shareholders Assembly an additional item of the agenda. The requests shall be submitted in writing and the proposed resolution to be voted on by the Assembly shall be attached; or, if the proposed item of the Agenda does not include adopting a resolution, a note or explanation to the agenda item shall be provided. Shareholders who meet the criteria for requesting an additional item of the agenda shall submit their requests to the company no later than seven days after the announcement of the Assembly convocation, i.e. no later than by December 13, 2017.

### **Shareholder proposals**

Pursuant to Articles 300 and 301 of the Companies Act (ZGD-1), shareholders are entitled to propose, in writing, counter-proposals to any item of the agenda. Counterproposals shall be announced and communicated as provided in Article 296 of the Companies Act (ZGD-1) only if the shareholder submits to the company the counterproposal pursuant to and in full compliance with Article 300 of the Companies Act (ZGD-1) no later than in seven days after the announcement of the Shareholders Assembly convocation, i.e. no later than by December 13, 2017.

### **The right to information**

Shareholders are entitled to assert at the Shareholders Assembly their right to information pursuant to Article 305, Paragraph 1, of the Companies Act (ZGD-1)

### **Information on the procedure of exercising shareholder right via proxy**

Shareholders may exercise their voting rights through a proxy by signing and submitting a form available on Gorenje website at [www.gorenjegroup.com](http://www.gorenjegroup.com). Detailed information is available at Gorenje website at [www.gorenjegroup.com](http://www.gorenjegroup.com). The shareholders may also revoke the power of attorney/proxy authorization in the same way they submitted it, at any time until the day of the Shareholders Assembly.

### **Use of electronic means of communication for submitting additional items of the agenda and counter-proposals**

Shareholders may also submit additional items of the agenda and counter-proposals by means of electronic communication, signed with a digital signature based on a valid digital certificate. Detailed information is available at Gorenje website at [www.gorenjegroup.com](http://www.gorenjegroup.com).

## **Information**

Information provided in Article 296, Paragraph 3, of the Companies Act (ZGD-1) and detailed information on the shareholder rights with regard to submitting any requests for additional agenda items, counter-proposals to proposed resolutions, election/voting proposals, and shareholder rights to information (Article 298, Paragraph 1; Article 300, Paragraph 1; and Articles 301 and 305 of the Companies Act ZGD-1) is available on the company website and the notification system of the Ljubljana Stock Exchange d.d. referred to above.

## **Time of convocation**

The shareholders are kindly asked to arrive at the Shareholders Assembly at least one hour prior to the beginning of the Assembly, to report their presence to the verification committee, and to pick up claim their voting devices at least 15 minutes before the scheduled start of the Assembly at 10.00 a.m. The conference hall where the Shareholders Assembly is to take place will open at 9.00 a.m.

Velenje, December 6, 2017

Management Board  
President and CEO  
Franc Bobinac