

Pursuant to the third paragraph of Article 295 of the Companies Act (ZGD-1), first paragraph of Article 384 of ZGD-1 and Article 27 of Articles of Association of GORENJE, d.d., Partizanska cesta 12, 3320 Velenje, the Management Board of GORENJE, d.d., upon the request of the shareholder Hisense Luxembourg Home Appliance Holding S.á r.l., with its registered office at 6, rue Eugène Ruppert, L-2453 Luxembourg, Luxembourg, registered with the Luxembourg Register of Commerce and Companies under No. B224161 (main shareholder) convenes

**27th General Assembly of GORENJE, d.d. which will be held on
17 September 2018 at 11:00 in the Hotel Paka Conference Hall in Velenje, Rudarska ul. 1**

with the following agenda:

1. Opening of the General Assembly, establishment of quorum and election of the bodies of the General Assembly

Resolution proposal No. 1:

It is established that enough votes are present at the Shareholders Assembly to constitute quorum. The bodies of the General Assembly shall be elected, as follows:

Shareholders Assembly Chairman:	Gorazd Podbevšek
Verification Committee:	Robert Ernestl, chairman Gregor Mavsar, member Milena Obu, member

Mrs. Katja Fink, Notary Public from Celje, shall be appointed to keep official Records of Proceedings.

2. Reduction of the Share Capital by Withdrawing of Treasury Shares

Resolution proposal No. 2:

1. The registered share capital of Gorenje shall be reduced by EUR 506,221.83 from the current amount of EUR 101,922,103.97 to EUR 101,415,882.14.
2. The share capital shall be reduced by the withdrawal of 121,311 GRVG shares which represent 0.4967% of the share capital and are already owned by Gorenje. Upon the reduction of the share capital, the company's share capital shall be distributed to 24,303,302 ordinary freely transferable non-par value GRVG shares.
3. The withdrawal of the treasury shares shall be carried out in accordance with the Article 381 (3, 4) of ZGD-1 on the reduction of the share capital with the withdrawal of the treasury shares. The purpose of the share capital reduction is to increase the profitability of the company's equity.

4. The share capital reduction shall be carried out at the account of the company's statutory reserves (*statutarne rezerve*). Pursuant to Article 381(5) of ZGD-1 the company shall increase its capital reserves for the amount that equals the sum of the total issue price of the withdrawn shares, i.e. EUR 506,221.83 and the appertaining revaluation adjustment, i.e. EUR 381,759.70, so that the company's capital reserves shall be increased by EUR 887,981.53.
5. The General Assembly authorizes the Management Board of Gorenje to submit instruction for the withdrawal of 121,311 treasury GRVG shares and for deletion from the central securities register to the Central Clearing Depository Company (KDD).
6. The General Assembly authorizes the Supervisory Board of Gorenje to make the necessary changes to the Articles of Association in line with the adopted resolutions on the reduction of the company's share capital and withdrawal of treasury shares.

3. Transfer of GRVG Shares of remaining shareholders to the main shareholder;

Resolution proposal No. 3:

1. The main shareholder of GORENJE, d.d., Partizanska cesta 12, 3320 Velenje ("**Gorenje**"), the company Hisense Luxembourg Home Appliance Holding S.á r.l., with its registered office at 6, rue Eugène Ruppert, L-2453 Luxembourg, Luxembourg, registered with the Luxembourg Register of Commerce and Companies under No. B224161 ("**Main Shareholder**"), is the holder of 23,304,885 GRVG shares of Gorenje ("**GRVG Shares**"). The number of GRVG Shares held by the Main Shareholder represents a 95.42 per cent share in the share capital of Gorenje.
2. All GRVG Shares which are not held by the Main Shareholder, i.e. 1,119,728 GRVG Shares, shall be transferred to the Main Shareholder against payment of the monetary compensation according to Point 4 of this resolution to the beneficiaries from the Point 5 of this resolution.
3. With the entry of the resolution on the transfer of GRVG Shares into the court register, all 1,119,728 GRVG Shares held by the minority shareholders shall be transferred to the Main Shareholder. The General Assembly hereby authorizes Mr Hanson HAN to (i) give, on the ground of the entry of the resolution on the transfer of GRVG Shares to the Main Shareholder into the court register, the instructions to the Central Securities Clearing Corporation ("**CDD**"), and (ii) conclude an agreement for the transfer of GRVG Shares from the accounts of the minority shareholders to the account of the Main Shareholder (in accordance with paragraph 2 of the Article 23 of the Book Entry Securities Act ("**ZNVP-1**")).
4. The Main Shareholder is obligated to pay the beneficiaries from Point 5 of this resolution, immediately after the entry of the resolution on the transfer of GRVG Shares into the court register, a monetary compensation of EUR 12 per each GRVG Share (such being of the same type and the same amount as within the takeover offer) which is to be transferred to the Main Shareholder.
5. If the GRVG Shares owned by a minority shareholder are not subject to a third party right, the person entitled to monetary compensation is the respective minority shareholder. If GRVG Shares of the minority shareholder are subject to any third party rights, this third party right shall be deleted at the same time as the GRVG Shares are transferred to the Main

Shareholder, whereas in case the deleted burden was a lien, the payment of the monetary compensation is executed for the benefit of a pledgee, while in other cases the payment of the monetary compensation is executed for the benefit of the minority shareholder (all in accordance with third paragraph of Article 23 of ZNVP-1).

6. The payments of the appropriate monetary compensation to the beneficiaries from the Point 5 of this resolution shall be executed by the Main Shareholder immediately after the entry of this resolution on the transfer of GRVG Shares in the court register. The Main Shareholder also provided a statement of HSBC Bank plc – pobočka Praha, Na Florenci 15, Praha 1, PSČ: 110 00, Czech Republic ("**HSBC**"), with which HSBC undertook to be jointly liable for the fulfilment of the Main Shareholder's obligation to pay the appropriate monetary compensation to the beneficiaries from the Point 5 of this resolution.

4. Delisting of GRVG shares

Resolution proposal No. 4:

1. According to the Article 101 of ZTFI the GRVG Shares shall be fully withdrawn from the following regulated securities markets:
 - Ljubljana Stock Exchange (LJSE) (Prva kotacija - Prime Market); and
 - Warsaw Stock Exchange (GPW) (GPW Main Market).
2. This resolution shall be valid as from the day of entry of the resolution on the transfer of minority shareholder's shares to the main shareholder into the court register, according to the Chapter 3 of this general assembly agenda proposal, and shall have effect from the day of entry of this resolution on withdrawal of shares from the regulated securities markets into the court register.
3. Taking into consideration that on the day of validity of this resolution on withdrawal of shares from the regulated securities markets, there will be no minority shareholders of Gorenje, due to their exclusion (squeeze out) from Gorenje, these minority shareholders are not entitled to any compensation due to withdrawal of GRVG Shares from the regulated securities markets. The money compensation will be awarded already due to the transfer of their GRVG Shares according to the resolution adopted with the Chapter 3 of this general assembly agenda proposal.
4. Nevertheless, Gorenje, by way of precaution for the purpose of the valid publication of this agenda item of the general assembly, declares according to Article 101 Para 3 ZTFI the following: Gorenje offers to any of its shareholders, who will oppose to the adoption of the resolution on the delisting of GRVG shares from the regulated securities markets at the general assembly, to take over, upon their request, any and all of their shares against an appropriate monetary compensation.

5. Termination of Office of the Present Supervisory Board Members and appointment of new supervisory board members

Resolution proposal No. 5:

1. The General Assembly of Gorenje has been acknowledged with the resignation of the following Supervisory Board Members:

- Corinna Claudia Graf
- Bernard Charles Pasquier
- Miha Košak
- Djalil Bachtiar

and declares that the term of office of the aforementioned Supervisory Board members terminates on 17 September 2018.

2. The General Assembly of Gorenje elects as new members of the supervisory board who represent the shareholders' interests, the following persons:

- TANG Yeguo, Doctor of Management;
- JIA Shaoqian, Master of Management;
- DAI Huizhong, Bachelor of Science and Mechanical Engineering;
- CHEN Caixia, Bachelor of Literature;
- GAO Yuling, Master of Management;
- LIU Xin, Master of Management;
- LIU Wenzhong, bachelor of Engineering;

all for a duration of 4 years starting with (including) 18 September 2018.

6. Appointment of auditor for the financial year 2018; revocation of appointment of the auditor on 12 June 2018

Resolution proposal No. 6:

For the financial year 2018, the company Baker Tilly Evidas d.o.o., Verovškova ulica 55A, 1000 Ljubljana, Slovenia, is appointed as the company's auditor. The resolution of 12 June 2018, pursuant to which Deloitte d.o.o. was appointed as auditor for the financial years 2018, 2019 and 2020, is hereby revoked.

Documentation / materials:

Materials for the 27th General Assembly, resolution proposals with explanation for each item of the agenda, annual reports of Gorenje for last three years, statement of HSBC, and the written report of the Main Shareholder shall be available to shareholders at the company head office every business

day from 9.00 a.m. to 12.00 noon. They shall also be published in the electronic information dissemination system of the Ljubljana Stock Exchange, d.d. – the SEOnet, as well as on Gorenje website at www.gorenje.com, complete with all 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 13 September 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 which should arrive at the company head office no later than by 13 September 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 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 meeting the criteria for requesting an additional item of the agenda shall submit their request to the company no later than seven days after the announcement of the Assembly convocation, i.e. no later than by 23 August 2018.

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 ("Counter-Proposal"). A Counter-Proposal 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 Counter-Proposal in 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 23 August 2018.

The right to information:

Shareholders are entitled to exercise 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.gorenje.com. Detailed information is available at Gorenje website at www.gorenje.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.

Information:

Information provided in Article 296 of the Companies Act (ZGD-1), Paragraph 3, 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., specified 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 with the verification committee, and to claim their voting devices at least 15 minutes before the scheduled start of the Assembly which is 11 a.m. CET. The hall where the Shareholders Assembly is to take place will open at 10 a.m.

Velenje, 16 August, 2018

Management Board

President and CEO

Franc Bobinac