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M A T E R I A L S

**FOR THE 40th GENERAL MEETING OF
SHAREHOLDERS**

of INTEREUROPA, d. d.

Koper, January 2023



1. Opening of the General Meeting of Shareholders, establishment of quorum and appointment of the working bodies of the General Meeting of Shareholders

The shareholder Pošta Slovenije, d. o. o. hereby proposes that the General Meeting of Shareholders adopt the following Resolution no. 1:

***resolution
on the appointment of the working bodies of the 40th General Meeting of Shareholders
of Intereuropa, d. d.***

- Mr Matjaž Ujčič is hereby elected chair of the General Meeting of Shareholders.
- Ms Mateja Tevž and Ms Jana Flego are hereby elected vote-counters for the purpose of establishing quorum and conducting voting on the individual items on the agenda.

An invited notary will be present at the General Meeting of Shareholders.

2. Recall of members of the company's Supervisory Board

The shareholder Pošta Slovenije, d. o. o. hereby proposes that the General Meeting of Shareholders adopt the following Resolution no. 2.1:

"On the day of the General Meeting of Shareholders, i.e. on 14 February 2023, Mr Gregor Korene, member of the Supervisory Board and shareholder representative of Intereuropa, d. d., is hereby recalled."

The shareholder Pošta Slovenije, d. o. o. hereby proposes that the General Meeting of Shareholders adopt the following Resolution no. 2.2:

"On the day of the General Meeting of Shareholders, i.e. on 14 February 2023, Ms Karmen Lebe Grajč, MSc, member of the Supervisory Board and shareholder representative of Intereuropa, d. d., is hereby recalled."

3. Appointment of members to the company's Supervisory Board

The shareholder Pošta Slovenije, d. o. o. hereby proposes that the General Meeting of Shareholders adopt the following Resolution no. 3.1:

"Mr Marko Cegnar is hereby appointed to a four-year term of office as member of the Supervisory Board and shareholder representative, beginning on the day following his election by the company's General Meeting of Shareholders, i.e. on 15 February 2023."

The shareholder Pošta Slovenije, d. o. o. hereby proposes that the General Meeting of Shareholders adopt the following Resolution no. 3.2:

"Ms Ivana Vrviščar is hereby appointed to a four-year term of office as member of the Supervisory Board and shareholder representative, beginning on the day following her election by the company's General Meeting of Shareholders, i.e. on 15 February 2023."

The shareholder Pošta Slovenije, d. o. o. hereby proposes that the General Meeting of Shareholders adopt the following Resolution no. 3.3:

"Mr Slavko Ovčina is hereby appointed to a four-year term of office as member of the Supervisory Board and shareholder representative, beginning on the day following his election by the company's General Meeting of Shareholders, i.e. on 15 February 2023."

Grounds:

The shareholder Pošta Slovenije, d. o. o. hereby proposes that the General Meeting of Shareholders of Intereuropa, d. d. be convened to adopt a resolution on the recall of the members of the Supervisory Board, Ms Karmen Lebe Grajf, MSc and Mr Gregor Korene, and on the appointment of Mr Marko Cegnar, Ms Ivana Vrviščar and Mr Slavko Ovčina.

The candidate for member of the Supervisory Board, Mr Marko Cegnar, is an expert in the management and supervision of companies, and has the knowledge and experience necessary to perform the duties of Supervisory Board member, which is demonstrated by the fact that he has held management and supervisory positions at several companies for a number of years, as detailed in the attached CV. The candidate is currently the General Manager of the shareholder Pošta Slovenije, d. o. o.

The candidate for member of the Supervisory Board, Ms Ivana Vrviščar, has more than twenty years of experience in corporate and international environments in various industries, and in sales, the development and efficiency of operations, procurement, distribution and logistics. The candidate is currently Sales Director at the insurance company Generali Slovenija d. d., while her term of office as a member of the Executive Management of the shareholder Pošta Slovenije, d. o. o. will begin on 1 February 2023.

The candidate for member of the Supervisory Board, Mr Slavko Ovčina, has many years of experience in senior positions in the area of information and communication technology in several economic sectors, and has experience as an external member of the supervisory board of a public limited company.

The shareholder Pošta Slovenije, d. o. o. hereby attaches to the proposed agenda the CVs of the aforementioned candidates, which should be published together with the convening of the General Meeting of Shareholders.

Enclosures:

- Proposal of the shareholder Pošta Slovenije, d. o. o. for the convening of the General Meeting of Shareholders, with the CVs of proposed candidates