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Globalni logistični servis

**CONVENING OF THE
42nd GENERAL MEETING OF SHAREHOLDERS
of INTEREUROPA d.d.**

Koper, April 2024



MANAGEMENT BOARD
Koper, 12 April 2024

Pursuant to Point 6.30 of the Articles of Association of INTEREUROPA d.d., the Company's Management Board hereby convenes the

42nd General Meeting of Shareholders of Intereuropa, Globalni logistični servis, d.d., with its registered office in Koper at Vojkovo nabrežje 32,

to be held on **Thursday 16 May 2024 at 11 am**

in the large conference room of the commercial building of INTEREUROPA d.d. in Koper at Vojkovo nabrežje 32, ninth floor,

with the following **agenda**:

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

The Management Board and Supervisory Board hereby propose that the General Meeting adopt the following resolution:

- Mr Matjaž Ujčič is hereby appointed chair of the General Meeting of Shareholders;
- Ms Mateja Tevž and Ms Jana Flego are hereby appointed 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. Withdrawal of shares of the issuer INTEREUROPA d.d. with the designation IEKG from the regulated market

The Management Board and Supervisory Board hereby propose that the General Meeting adopt the following resolution:

2.1 Pursuant to Article 125 of the Financial Instruments Market Act, all 16,830,838 ordinary no-par-value shares issued by INTEREUROPA d.d., which were issued in the central register of book-entry securities with ISIN code SI0031100090 and designation IEKG, and are listed on the Ljubljana Stock Exchange in the Standard Market, shall be withdrawn from trading on the regulated market (hereinafter: resolution on withdrawal of shares from the regulated market).

2.2 The resolution on withdrawal of shares from the regulated market shall enter into force on the day it is entered in the court register.

2.3 Pursuant to Article 125 of the Financial Instruments Market Act, INTEREUROPA d.d. hereby declares that for those shareholders who:

- voted against the resolution on withdrawal of shares from the regulated market; or
- did not attend the 42nd General Meeting of Shareholders because their participation was unlawfully prevented, or if the General Meeting was not properly convened or if the subject of decision-making at it was not properly published;

and they so demand, it will take over their shares against payment of the appropriate monetary compensation in the amount of EUR 1.57 per share designated IEKG.

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Information for shareholders

Right to information and availability of materials for the General Meeting of Shareholders

Shareholders shall be entitled to exercise their right to information at the General Meeting of Shareholders pursuant to the first paragraph of Article 305 of the Companies Act (hereinafter: the ZGD-1).

Materials for the General Meeting of Shareholders, including proposed resolutions and explanations, and the other materials set out in the second paragraph of Article 297a of the ZGD-1, shall be accessible by shareholders at the Management Board's secretary at the Company's registered office, every business day between 9 am and 12 pm, from the date of publication of the convening of the General Meeting of Shareholders until the day thereof.

The agenda and other materials for the General Meeting of Shareholders shall be published in the stock exchange's SEOnet information system at <http://seonet.ljse.si> and shall be accessible to shareholders on the company's website at www.intereuropa.si. In accordance with the Company's Articles of Association, the notice of convening of the General Meeting of Shareholders shall also be published on the website of the AJPES.

Supplementation of the agenda

Following publication of the convening of the General Meeting of Shareholders, shareholders whose joint holdings amount to one-twentieth of share capital may file a written request for an additional item to be included on the agenda. Written requests shall include the proposed resolution on which the General Meeting of Shareholders is to decide, or an explanation of the agenda item when the General Meeting of Shareholders is not passing a resolution on the agenda item in question. It is sufficient if shareholders send their requests to the Company no later than 7 (seven) days after publication of the convening of the General Meeting of Shareholders. Requests may be sent by post to the address Intereuropa d.d., Vojkovo nabrežje 32, 6000 Koper or by email to skupscina@intereuropa.si. Additional items on the agenda and the final draft of the agenda shall be published in accordance with Article 298 of the ZGD-1.

Shareholder proposals

Shareholders may submit proposed resolutions in writing for each item on the agenda by sending them by post to Intereuropa d.d., Vojkovo nabrežje 32, Koper or by email to

skupscina@intereuropa.si. A shareholder's proposal shall only be published and communicated in the manner set out in Article 296 of the ZGD-1 if the shareholder has sent the Company a reasonably justified proposal **within seven days** following the publication of the convening of the General Meeting of Shareholders, and if it has informed the Company of its intention to object to a proposed resolution at the General Meeting of Shareholders and that it will call on other shareholders to vote in favour of its proposal.

Requests to add items to the agenda and proposed resolutions that are submitted to the Company by email shall be sent in scanned form as an attachment, and shall contain the handwritten signature of the natural person in question, or of the legal representative of a legal entity, and the stamp or seal of the legal entity, if used. The Company shall have the right to verify the identity of a shareholder or authorising party who submits a request or proposal by email, and the authenticity of their signature.

Shareholders' right to information

Shareholders may pose questions and request information on matters pertaining to the Company at the General Meeting of Shareholders when so required for the assessment of agenda items, and may exercise their right to information in accordance with paragraph 1 of Article 305 of the ZGD-1. Detailed information regarding shareholders' rights set out in the first paragraph of Article 298, the first paragraph of Article 300, Article 301 and Article 305 of the aforementioned act is available on the Company's website at www.intereuropa.si.

Conditions for participation at the General Meeting of Shareholders

Only those shareholders who are registered as such in the central register of book-entry securities at the Central Securities Clearing Corporation (KDD) by no later than the close of business on the **seventh day** prior to the General Meeting of Shareholders shall have the right to attend and exercise voting rights at the General Meeting of Shareholders (cut-off day). If an intermediary that is not a final shareholder is entered in the central register as a holder of shares, shareholders may exercise voting rights on the basis of evidence referred to in the second paragraph of Article 235č of the ZGD-1, which indicates who is the final shareholder on the cut-off date. Shareholders shall register to participate in writing by **12 May 2024** inclusive. Registration shall be sent by registered post to: **Intereuropa d.d., Koper, Attn: Management Board – for General Meeting of Shareholders, Vojkovo nabrežje 32, 6000 Koper**. Registration for the General Meeting of Shareholders may not be made electronically. Only registration forms with original signatures and sent by registered post by 12 May 2024 inclusive shall be considered and deemed valid. The Company will also consider as valid those registrations arriving in standardised form via the Central Securities Clearing Corporation (KDD d.o.o.) and which KDD receives prior to this through the intermediary chain. The term 'consider' is understood to mean the acknowledgement of messages as appropriate registrations for the General Meeting of Shareholders and their recognition as adequate authorisations for the proxies stated in such messages.

Each shareholder entitled to participate in the General Meeting of Shareholders may appoint a proxy to participate in the General Meeting of Shareholders and to exercise voting rights on their behalf. Proxy agreements shall be in writing, and shall be submitted to the Company, where they shall remain stored. Intermediaries may exercise or entrust the exercising of voting rights for shares that do not belong to them only if they have written authorisation to do so. An intermediary must save their power of attorney in such a way that it can be verified. Power of attorney may be given to an individual intermediary and may be revoked at any time. Intermediaries may grant power of attorney to persons that are not employed by them, for the

fulfilment of the authorisation solely if the authorisation expressly permits this. If on the basis of a power of attorney an intermediary casts a proxy vote on behalf of a shareholder, the power of attorney document must be presented to the Company and kept by it. The intermediary must request instructions from the shareholder regarding the exercising of voting rights, and caution the shareholder that, if the shareholder does not provide instructions regarding the exercising of voting rights, it will exercise such rights according to its own proposals communicated to the shareholder, unless it has grounds to surmise that the shareholder would approve the intermediary's different decision if the shareholder was aware of the actual situation. The same rules stated in this paragraph shall also apply mutatis mutandis to the holders of fiduciary accounts regarding shares that do not belong to them, for voting advisors and other persons exercising voting rights on behalf of shareholders based on powers of attorney as their business activity.

Registration forms and proxy agreements for the General Meeting of Shareholders are accessible on the Company's website. Proxy agreements may also be submitted to the Company by email at skupscina@intereuropa.si, in scanned form as an attachment, or by fax. Proxy agreements shall contain the handwritten signature of the natural person in question, or of the legal representative of a legal entity, and the stamp or seal of the legal entity, if used. The Company shall reserve the right to verify the identity of a shareholder or authorising party who submits a proxy agreement. Shareholders may cancel a proxy agreement in the same manner that it was issued until the day of the General Meeting of Shareholders.

Shareholders, their legal representatives or their proxies shall identify themselves by means of a personal identification document, a written proxy agreement and, for legal representatives, an extract from the companies register.

Number of shares issued by the Company at the time of convening

On the day of the convening of the General Meeting of Shareholders, the total number of shares issued by Intereuropa, Globalni logistični servis, d.d. was 27,488,803. Of that amount, 27,457,265 shares, or 99.8853% of the Company's total shares, had voting rights. Each share entitles its holder to one vote at the General Meeting of Shareholders.

Voting method

The General Meeting of Shareholders shall decide on the published proposals for resolutions by individual item on the agenda. Adoption of a resolution under the first point of the agenda requires an **ordinary** majority of shareholder votes cast, while adoption of a resolution under the second point requires a majority that includes **at least 9/10 of the Company's share capital**. Shareholders shall vote with the help of an electronic voting device, using ballots, or by the raising of hands, if no shareholder objects.

Call to major shareholders to inform the public of their governance policy

Pursuant to Point 8.2 of the Slovenian Corporate Governance Code, Intereuropa d.d. calls on major shareholders, in particular institutional investors and the state, to inform the public of their governance policy as it relates to their investment in the public limited company Intereuropa d.d. That public disclosure shall include, at a minimum, their voting policy, the type and frequency of governance activities, and the dynamics of communication with the Company's management and supervisory bodies.

The conference room in which the General Meeting of Shareholders will be held shall be open 60 minutes prior to the start thereof. Ballots (or electronic voting devices) shall be distributed

during that time. If the General Meeting of Shareholders is not quorate, it shall be held again the same day, i.e. on 16 May 2024 at 12 pm in the same room. The General Meeting of Shareholders may then pass resolutions, irrespective of the amount of share capital represented.

You are cordially invited to attend the General Meeting of Shareholders.

INTEREUROPA d.d.
President of the Management Board
Borut Zorić