



LUKA PLOČE d.d.

Trg kralja Tomislava 21, 20340 Ploče - Hrvatska • OIB: 51228874907 • www.luka-ploce.hr

Ploče, May 28th 2021

ZAGREBAČKA BURZA d.d.

**HRVATSKA AGENCIJA ZA NADZOR FINANCIJSKIH
USLUGA (HANFA)**

OTS HINA

LEI 74780000POWHNTXNI633

Matična država
članica izdavatelja

Republika Hrvatska

ISIN HRLKPCRA0005

Burzovna oznaka LKPC-R-A

Uređeno
tržište/segment

*Zagrebačka burza d.d.,
Službeno tržište*

SUBJECT: Announcement of convening the General Assembly of Luka Ploče d.d.

Luka Ploče d.d. (hereinafter: Company) announces an invitation to the General Assembly convened on July 9th 2021, starting at 11:00 am at the Company's headquarters in Ploče, Trg kralja Tomislava 21.

The invitation to the General Assembly is attached to this announcement, and it will be published on the Company's website www.luka-ploce.hr, together with all proposed decisions and materials for the General Assembly.

Luka Ploče d.d.

Ploče, May 26th 2021

Pursuant to Article 277, paragraph 2 of the Companies Act (OG 111/93, 34/99, 121/99, 52/00, 118/03, 107/07, 146/08, 137/09, 125/11, 152/11, 111/12, 68/13, 110/15, 40/19) and Article 24, paragraph 2 of the Articles of Association of Luka Ploče j.s.c. (hereinafter: the "Company"), on May 26th 2021, the Management Board of the Company passed the Decision on convening the General Assembly of the Company, and in accordance with Article 277, paragraph 3 of the Companies Act and Article 26 of the Company's Articles of Association, announces the

GENERAL ASSEMBLY
JOINT STOCK COMPANY LUKA PLOČE

which will be held on Friday, July 9th 2021, starting at 11:00 am at the Company's headquarters in Ploče, Trg kralja Tomislava 21, with the following

AGENDA

1. Opening of the General Assembly and determining the number of present and represented shareholders or their proxies
2. Adoption of the Decision on the adoption of the Annual Financial Statements of the Luka Ploče j.s.c. and the Consolidated Annual Financial Statements of the Luka Ploče Group for 2020 with the report and opinion of the certified auditor, the Annual Report of the Management Board on the state of the Company and the Luka Ploče Group for 2020 and the Report of the Supervisory Board on the supervision of the Company's operations in 2020
3. Adoption of the Decision on covering the Company's loss incurred in 2020
4. Adoption of the Decision on granting statement of release to the members of the Management Board for 2020
5. Adoption of the Decision on granting statement of release to the members of the Supervisory Board for 2020
6. Adoption of the Decision on the appointment of the Company's auditor for the business year 2021
7. Adoption of the Decision on approval of the remuneration policy of the members of the Management board for period 2021-2023
8. Adoption of the Decision on approval of the Report on remuneration of members of the Management Board and members of the Supervisory Board for 2020

Proposed decisions:

AD 2)

Under item 2 of the agenda, the Management Board and the Supervisory Board propose to the General Assembly to make the following decision:

1. The annual financial statements of the Luka Ploče j.s.c. for 2020 and consolidated financial statements of the Luka Ploče Group for 2020 are approved. Annual financial reports contain:

- Balance,
- Profit and loss account,
- Notes to the financial statements,
- Cash flow statement,
- Statement of changes in equity,
- Annual report on the state of the company.

The profit and loss account of Luka Ploče j.s.c. for 2020 in which the loss after tax in the amount of HRK 9.817.090 is stated.

Balance sheet of Luka Ploče j.s.c. as at 31 December 2020 shows the sum of assets or liabilities in the amount of HRK 564.949.720.

The profit and loss account of Luka Ploče Group for 2020 in which the loss after tax in the amount of HRK 9.396.166 is stated.

Balance sheet of Luka Ploče Group as at 31 December 2020 shows the sum of assets or liabilities in the amount of HRK 575.448.820.

2. The report of the auditing company on the performed audit of the financial statements of Luka Ploče j.s.c. for 2020 and the consolidated annual financial statements of the Luka Ploče Group for 2020 are approved.
3. The report of the Management Board on the state of the Company in the business year 2020 is approved.
4. The report of the Supervisory Board on the performed supervision of the Company's operations in the business year 2020 is approved.
5. This Decision shall enter into force on the day of its adoption.

AD 3)

Under item 3 of the agenda, the Management Board and the Supervisory Board propose to the General Assembly to make the following decision:

1. It is determined that the Luka Ploče j.s.c. in the year ended on December 31st 2020 realized a loss in the amount of HRK 9.817.090.
2. Realized loss of the Luka Ploče j.s.c. determined in point 1 of this Decision shall be covered from retained earnings.
3. This Decision shall enter into force on the day of its adoption.

AD 4)

Under item 4 of the agenda, the Management Board and the Supervisory Board propose to the General Assembly to make the following decision:

1. Statement of release is given to the members of the Management Board of the Company for the management of the Company's affairs in 2020.
2. This Decision shall enter into force on the day of its adoption.

AD 5)

Under item 5 of the agenda, the Management Board and the Supervisory Board propose to the General Assembly to make the following decision:

1. Statement of release is given to the members of the Supervisory Board for the performed supervision over the management of the Company's affairs in 2020.

2. This Decision shall enter into force on the day of its adoption.

AD 6)

Under item 6 of the agenda, the Supervisory Board proposes to the General Assembly to make the following decision:

1. KPMG Croatia d.o.o., Zagreb, Ivana Lučića 2a, is appointed as the auditor of the Company for the business year 2021.
2. This Decision shall enter into force on the day of its adoption.

AD 7)

Under item 7 of the agenda, the Supervisory Board proposes to the General Assembly to make the following decision:

1. The remuneration Policy for the Members of the Management Board is approved.
2. The remuneration Policy for the Members of the Management Board referred to in item 1 of this Decision shall be attached to this Decision and shall form an integral part thereof.
3. This Decision shall enter into force on the day of its adoption.

AD 8)

Under item 8 of the agenda, the Supervisory Board proposes to the General Assembly to make the following decision:

1. The revised Report on remuneration of members of the Management Board and members of the Supervisory Board for 2020 is approved.
2. The Report on remuneration of members of the Management Board and members of the Supervisory Board for 2020 referred to in item 1 of this Decision shall be attached to this Decision and shall form an integral part thereof.
3. This Decision shall enter into force on the day of its adoption.

NOTICE TO SHAREHOLDERS AND INSTRUCTIONS FOR PARTICIPATION AND EXERCISE OF VOTING RIGHTS AND SHAREHOLDERS' RIGHTS

The share capital of the Company is divided into a total of 422,967 ordinary shares, each with a nominal value of HRK 400.00. Each ordinary share entitles to one vote at the General Assembly, except for the Company's own (treasury) shares without voting rights, of which the Company has 1,719 at the time of convening the General Assembly. The total number of voting shares at the time of convening the General Assembly is 421,248.

Shareholders registered as owners on July 2nd 2021 in the Central Depository and Clearing Company have the right to participate in the work of the General Assembly if they announce in writing their participation in the General Assembly no later than 6 (six) days before the Assembly. Registration for participation is made on working days from 12:00 to 14:00 in the premises of the Legal Department of the Company or at the e-mail address: m.kuzet@luka-ploce.hr. The due date of the application is not included in the specified deadline. The situation in the depository of the Central Depository and Clearing Company will be relevant for participation in the General Assembly. at the end of the last day of the deadline for submission of applications for participation, on July 2nd 2021.

The application must contain the name and surname or company of the shareholder / proxy, OIB, residence and address of the shareholder / proxy, account number with the CDCC shareholder / each of the shareholders represented by the proxy, total number of shares owned by the shareholder / all shareholders represented by the proxy and an explicit statement that the shareholder intends to participate in the work of the General Assembly.

If the shareholder is represented at the General Assembly by a proxy, the Company shall be provided with a valid written power of attorney issued by the shareholder. The authorization for representation on the basis of law, ie the issuance of a power of attorney, is proved by an excerpt from the court register or another register in which the legal entity is registered. The power of attorney must specify the proxy and the proxy, the total number of shares or votes at his disposal and the authorization of the proxy to vote at the General Assembly and to perform all other actions related to the work of the General Assembly. The power of attorney is delivered by registered mail to the address of the Company's registered office, Ploče, Trg kralja Tomislava 21, Legal Department, or in person at the Company's Legal Department, on working days from 12:00 to 14:00, or a copy of the power of attorney is sent to e-mail: m.kuzet@luka-ploce.hr, and the original is submitted on the day of the assembly.

It is recommended to use the application forms for participation in the General Assembly and powers of attorney that can be obtained on working days from 12:00 to 14:00 in the premises of the Legal Department of the Company, and are available on the Company's website www.luka-ploce.hr.

The balance in the depository of the Central Depository and Clearing Company j.s.c. is relevant for the number of votes that belongs to an individual shareholder at the General Assembly. at the end of the last day of the deadline for submission of applications for participation, on July 2nd 2021.

If shareholders who together hold shares in the amount of one twentieth of the share capital of the Company after the General Assembly is convened request that an item be placed on the agenda of the General Assembly and published, each new item on the agenda must be explained or proposed. The request for placing an item on the agenda must be received by the Company at least 30 days before the General Assembly. The deadline for receipt of the request to the Company is not included in this deadline.

Shareholders wishing to file a counter-proposal to the published proposals of the Decisions of the Management Board and the Supervisory Board may do so no later than 14 days before the General Assembly by submitting their counter-proposal to the Company with an explanation, which must be available on the Company's website. The due date of the counter-proposal is not included in the specified deadline.

At least 21 days before the General Assembly, the Company will send an invitation to the General Assembly to credit and financial institutions and shareholders' associations, who voted on behalf of shareholders at last year's General Assembly, or requested that such an invitation be sent to them. The announcement will state the possibility for shareholders to vote at the General Assembly through a proxy and through a shareholders' association.

For the purpose of compiling the list of shareholders, all shareholders who register their participation in the General Assembly should arrive at the venue no later than one hour before the scheduled time of the General Assembly.

Insight into the written materials for the General Assembly is provided to all shareholders and their proxies from the date of publication of the invitation until July 2nd 2021, every working day from 12:00 to 14:00 in the premises of the Legal Department of the Company.

If the quorum conditions prescribed by Article 29 of the Articles of Association of Luka Ploče dd are not met at the General Assembly, the new General Assembly with the same agenda will be held on July 30th 2021, starting at 10:00 am, at the same place.

This invitation to the General Assembly and the documentation on the agenda of the General Assembly, the application form and the power of attorney are available on the website of Luka Ploče j.s.c. at the address: www.luka-ploce.hr.

**PRESIDENT OF THE
MANAGEMENT BOARD**
Hrvoje Livaja, dipl.oec.

APPLICATION FOR PARTICIPATION

**at the General Assembly of the LUKA PLOČE d.d which will take place
on July 9th 2021 at 11.00 a.m. at the Company's registered office in Ploče
Trg kralja Tomislava 21**

Name and last name of shareholder/shareholder's company:	
PIN (OIB):	
Address/registered office address:	

I, hereby apply for participation at the General Assembly of Luka Ploče d.d. scheduled for July 9th 2021 at 11.00 a.m. in Ploče, registered office of the Company.

I acknowledge the fact that I have the right to participate and exercise my voting rights only if, beside my timely delivered Application, I am registered as the Company's shareholder in the Central Depository and Clearing Company Inc. on the date which is six days preceding the date of the General Assembly meeting.

If you are to be represented by a legal representative, please send the power of attorney duly attested by a Notary Public.

Date: _____

(for legal persons: position, name and last name of the authorised person, stamp)

(shareholder's signature/authorized person)

NOTE:

THIS APPLICATION SHOULD BE DELIVERED TO THE COMPANY'S REGISTERED OFFICE, PLOČE, TRG KRALJA TOMISLAVA 21, LEGAL DEPARTMENT, OR TO THE E-MAIL ADDRESS: m.kuzet@luka-ploce.hr, WITH A DEADLINE OF SIX DAYS PRECEDING THE DATE OF THE GENERAL ASSEMBLY, LATEST BY 2 JULY 2021.

Power of attorney AUTHORIZATION

1. Shareholder's company:	
2. Shareholder's residence/headquarter:	
3. Shareholder's address:	
4. Shareholder's PIN (OIB):	
5. Total number of shares represented by proxy:	
6. Number and name of the shareholder's account opened with the Central Depository and Clearing Company Inc being represented by the proxy:	

Hereby authorize:

Name and surname of the proxy:	
Address of the proxy:	
PIN (OIB) of the proxy:	

to represent _____ at the General Assembly of Luka Ploče d.d. Proxy is hereby authorized on behalf of _____ to vote in my name and on my behalf on all items of the Agenda of the General Assembly scheduled for:

Date of the General Assembly meeting	July 9th 2021
Venue address:	Trg kralja Tomislava 21
Commencement time of the General Assembly meeting:	11:00 a.m

In case that scheduled General Assembly meeting is not held due to the quorum not being met, this Power of attorney for the authorized proxy is valid for the subsequent General Assembly meeting which will take place on **July 30th 2021 at 10:00 a.m.**

In _____ on _____ 2021.

Power of attorney Authorization given by

This is an English courtesy translation of the original document prepared in Croatian language.