

**LUKA PLOČE d.d.**  
**P L O Č E**

Number: 2454/13  
Ploče, April 8<sup>th</sup> 2013.

Pursuant to Article 277. of the Companies Act (Official Gazette No 111/93, 34/99, 121/99, 52/00, 118/03, 107/07, 146/08, 137/09, 125/11 and 111/12) and Article 24. of the Article of Association of Luka Ploče d.d.(full text), with the agreement of the Supervisory Board, Company's Management Board convokes the

**GENERAL ASSEMBLY OF LUKA PLOČE d.d., PLOČE,**

to be held on June 21<sup>st</sup> 2013. at 10.00 a.m. at the company's headquarters at address Trg kralja Tomislava 21.

Proposed General Assembly

**A g e n d a:**

1. Opening of the General assembly session and verification of the list of present shareholders and proxy / representatives
2. Management Board's Report on the Status and Business Operations of the Company for business year 2012.
3. Supervisory Board Report on supervision of management of business operations of the Luka Ploče d.d. Company for business year 2012.
4. Auditor's Report on performed audit of financial statements for year 2012, and of consolidated annual financial report for business year 2012.
5. Decision on adopting financial statements of the Company for year 2012, and of consolidated annual financial report for business year 2012.
6. Decision on covering of Company's loss incurred in business year 2012.
7. Decision on issuing the note of release to the Management Board for year 2012.
8. Decision on issuing the note of release to the Supervisory Board for year 2012.
9. Decision on appointment of the auditor of the Company for the year 2013.

Pursuant to the provisions of the Article 280. para.3. of the Companies Act the Management Board and Supervisory Board of the Company propose to the General Assembly to adopt decisions as follows:

**Ad.2.**

**DECISION**  
**on adopting the Management Board's Report on the Status and Business Operations of the Luka Ploče d.d. company for business year 2012.**

Management Board's Report on the Status and Business Operations of the Company for business year 2012. are adopted.

**Ad.3.**

**DECISION**  
**on passing of the Supervisory Board Report on supervision of management of business operations of the Luka Ploče d.d. Company for business year 2012.**

Supervisory Board Report on supervision of management of business operations of the Luka Ploče d.d. Company for business year 2012. is adopted.

**Ad.4.**

**DECISION**  
**Auditor's Report on performed audit of financial statements of Luka Ploče d.d. for year 2012, and of consolidated annual financial report of Luka Ploče d.d. for business year 2012.**

Auditor's Report on performed audit of financial statements of Luka Ploče d.d. for year 2012, and of consolidated annual financial report of Luka Ploče d.d. for business year 2012. is adopted.

**Ad.5.**

**DECISION**  
**on adopting financial statements of Luka Ploče d.d. for year 2012, and of consolidated annual financial report of Luka Ploče Group for business year 2012.**

Financial statements of Luka Ploče d.d. for year 2012, and of consolidated annual financial report of Luka Ploče Group for business year 2012. are adopted.

**Ad.6.**

**DECISION**  
**on covering of Luka Ploče d.d. company's loss incurred in year 2012.**

I. It has been determined that in business year 2012. Company Luka Ploče d.d. has incurred loss of 28.679.806 ,36 KN.

II. Incurred loss of the company Ploče Port d.d. described under I. above is to be covered from the retained profit.

**Ad.7.**

**DECISION**  
**on issuing the note of release (approval of actions) to the Management Board of Luka Ploče d.d. for year 2012.**

Note of release (approval of actions) is given to the Company's Management Board for year 2012.

**Ad.8.**

**DECISION**  
**on giving the Note of release (approval of actions) to the Luka Ploče d.d. Supervisory Board for year 2012.**

Note of release (approval of actions) is given to the Luka Ploče d.d. Supervisory Board for year 2012.

## **Ad.9.**

### **DECISION on appointment of the auditor of the Company for the year 2013.**

The PricewaterhouseCoopers d.o.o.Zagreb, with its headquarters in Zagreb; Alexander von Humboldt 4, registered in Commercial Court in Zagreb under the Reg. Number (MBS) 080238978, Company ID Number: 81744835353 is appointed as the auditor of the Luka Ploče d.d. Company for the year 2013.

Each shareholder of the Company who is registered as a shareholder of the Company with the Central Depository and Clearing Company Inc. Zagreb and who has submitted an application for participation in the General Assembly at the latest six days prior to the date of the General Assembly meeting has the right to participate in the General Assembly.

The application for participation in the General Assembly shall be submitted timely, directly to the Company at the Legal Affairs Department from 12.00 – 14.00 o'clock office working days, or sent to the e-mail address [b.mateljak@luka-ploce.hr](mailto:b.mateljak@luka-ploce.hr)

The application for participation shall comprise name and family name or company name of the shareholder /his legal representative, proxy, OIB (personal identification number), address /residence address of the shareholder/legal representative, proxy number of shareholder(s)'s account(s) opened with the Central Depository and Clearing Company Inc., total number of shares of the shareholder concerned/all shareholders being represented and clear statement of intent to participate at the General assembly meeting.

If the shareholder is to be represented by proxy at the General Assembly meeting, Company has to receive the individual written power of authority given by the shareholder. Such power of authority shall be submitted by the registered mail to the address of the Company's head office: Ploče, Trg kralja Tomislava 21, Pravna služba or by personal submittal to the Legal Affairs Department from 12.00 – 14.00 o'clock on office work days or the scan copy of such power of authority shall be sent to the Company at the e-mail address [b.mateljak@luka-ploce.hr](mailto:b.mateljak@luka-ploce.hr) in which case the original of the POA shall be submitted on the day of the General Assembly meeting.

Number of shares of each shareholder participating in the General Assembly meeting depends upon the condition of the shareholder's account in the Central Depository and Clearing Company Inc. on the last day of the deadline for applying for participation in the General assembly meeting.

The participants that have applied for participation at the General Assembly are invited to come to the General Assembly meeting at least one hour prior to its scheduled beginning for the participants registration and composing of the list of participants.

The written materials for this General Assembly meeting will be made available to the shareholders /their legal representatives from the date of publishing of this Invitation until the June 15th 2013. in the Company's Legal Affairs Department from 12.00 – 14.00 office working days.

If the conditions at the General assembly meeting reference to the quorum set forth by Article 29. of the Article of Association of the Luka Ploče d.d. (final version), the subsequent General Assembly meeting, with the same agenda, shall take place on July 08<sup>th</sup> 2013. at 10.00 a.m. at the same venue.

This Invitation to the General Assembly and the documents as per the agenda of the General Assembly meeting, as well as the Application for participation – power of authority are available at the official web page of Luka Ploče d.d. at the address: [www.luka-ploce.hr](http://www.luka-ploce.hr)

Luka Ploče d.d.

**LUKA PLOČE d.d.**

**PLOČE**

**General Assembly of the LUKA PLOČE d.d. will take place**

**on June 21<sup>st</sup> 2013. at 10.00 a.m.**

**at the Company's registered office in Ploče**

**Trg kralja Tomislava 21**

**APPLICATION FOR PARTICIPATION**

(name and family name of shareholder/shareholder's company)

(address/registered office address)

Hereby I apply for participation at the General Assembly of Luka Ploče d.d. scheduled for June 21<sup>st</sup> 2013. at 10.00 a.m. in Ploče, registered office of the Company,

I acknowledge the fact that I have 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 prior to the date of the General Assembly meeting.

**If you are to be represented by the legal representative, please fill this Application and attach the filled voting paper, and the power of authority if you are represented by the proxy.**

\_\_\_\_\_  
(for legal persons: position, name and family name of the authorised person,  
stamp)

Date

\_\_\_\_\_  
(shareholder's signature/authorized person)

**Note:**

**THIS APPLICATION SHOULD BE DELIVERED AT THE COMPANY'S REGISTERED OFFICE, PLOČE, TRG KRALJA TOMISLAVA 21, PRAVNI ODJEL, AT THE LATEST SIX DAYS PRIOR TO THE DATE OF THE GENERAL ASSEMBLY, OR TO THE E-MAIL ADDRESS: [b.matelj@luka-ploce.hr](mailto:b.matelj@luka-ploce.hr)**