

LUKA PLOČE d.d. PIN: 51228874907
P L O Č E
Trg kralja Tomislava 21

Number: /19
Ploče, May 22nd 2019.

Pursuant to Article 277. Para 2. of the Companies Act and Article 24. of the Article of Association of Luka Ploče d.d.(full text), with the consent of the Supervisory Board, Company's Management Board convokes the

GENERAL ASSEMBLY OF LUKA PLOČE d.d., PLOČE

to be held on July 19th 2019. at 10.00 a.m. at the Company's registered office 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 2018.
3. Supervisory Board Report on supervision of management of business operations of the Luka Ploče d.d. Company for business year 2018.
4. Auditor's Report on performed audit of financial statements for year 2018, and of consolidated annual financial report for business year 2018.
5. Adoption of the Decision on adopting annual financial statements of the Company for year 2018, and of consolidated annual financial report for year 2018.
6. Adoption of the Decision on distribution of Company's profit in business year 2018.
7. Adoption of the Decision on issuing the note of release to the Management Board for year 2018.
8. Adoption of the Decision on issuing the note of release to the Supervisory Board for year 2018.
9. Adoption of the Decision on appointment of the auditor of the Company for the year 2019.
10. Adoption of the Decision on the dismissal of the President of the General Assembly due to the expiration of the mandate
11. Adoption of the Decision on the dismissal of three members of the Supervisory Board due to the expiration of their mandate
12. Adoption of the Decision on the election of the President of the General Assembly
13. Adoption of the Decision on the election of 3 members of the Supervisory Board

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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 of the Management Board's Report on the Status and Business Operations of the Company for business year 2018.

Management Board's Report on the Status and Business Operations of the Company for business year 2018. is adopted.

Ad.3.

DECISION

On adopting of the Supervisory Board Report on supervision of management of business operations of the Luka Ploče d.d. Company for business year 2018.

Supervisory Board Report on supervision of management of business operations of the Luka Ploče d.d. Company for business year 2018. is adopted.

Ad.4.

DECISION

On adopting of the Auditor's Report on performed audit of financial statements for year 2018, and of consolidated annual financial report for business year 2018.

Auditor's Report on performed audit of company's financial statements of Luka Ploče d.d. for year 2018, and of consolidated annual financial report of Luka Ploče Group for business year 2018. is adopted.

Ad.5.

DECISION

On adopting of annual financial statements of the Company for year 2018, and of consolidated annual financial report for business year 2018.

Financial statements of Luka Ploče d.d. for year 2018, and the consolidated annual financial report of Luka Ploče d.d for business year 2018. are adopted.

Annual financial statements comprise:

- Balance sheet & profit and loss account
- Notes to financial statements
- Cash flow statement
- Change in capital statement
- Annual report of the position of the Company

Profit and loss account of Luka Ploče d.d. for year 2018. presents the profit after taxation in amount of 1.996.480,55 Kn, while the Balance sheet on date December 31st 2018. presents total Capital + Liabilities in amount of 554.094.328,33 Kn.

Ad.6.

DECISION

on distribution of Company's profit in business year 2018.

It is determined that in business year 2017. Company Luka Ploče d.d. has incurred profit of 1.996.480,55 Kn.

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Incurred profit of the company Luka Ploče d.d. described under I. above is to be distributed as follows:

- retained profit 1.996.480,55 Kn.

Ad.7.

DECISION
on issuing the approval of actions(note of release) to the Management Board
for year 2018.

Note of release, approval of actions is given to the Company's Management Board for year 2018.

Ad.8.

DECISION
on issuing the approval of actions(note of release) to the Supervisory Board
for year 2018.

Note of release (approval of actions) is given to the Luka Ploče d.d. Supervisory Board for year 2018.

Ad.9.

DECISION
on appointment of the auditor of the Company for the year 2019.

KPMG Croatia d.o.o Zagreb is appointed as the auditor of the Luka Ploče d.d. Company for the year 2019.

Ad.10.

DECISION
on the dismissal of the President of the General Assembly due to the expiration
of the mandate

President of the General Assembly Željka Dodig, Ploče, Trg kralja Tomislava 1, B.Sc. Econ., OIB: 19986467318. has been dismissed from duty due to the expiration of her mandate.

Ad.11.

DECISION
on the dismissal of three members of the Supervisory Board due to the
expiration of their mandate

Due to expiration of their mandate following Supervisory board Members are dismissed from the duty:

- Pavao Vujnovac, OIB:18148522569, Vukovar, Ukrajinska 44
- Darko Drozdek, born 04.07.1973., national Identity card No.: 10444638 issued by PU Zagreb, OIB 61373564475, Zagreb, Posilovićeva 9,
- Davorin Rudolf, born 13.02.1934., national Identity card No.: 15634639 issued by PU Split, OIB 43696922151, Split, Reljkovića 12

Ad.12.

**DECISION
on the election of the President of the General Assembly**

Željka Dodig, Ploče, Trg kralja Tomislava 1, B.Sc. Econ., OIB: 19986467318. has been elected President of the General Assembly.

Ad.13.

**DECISION
on election of 3 members of the Supervisory Board**

Elected members of the Supervisory Board are:

- Pavao Vujnovac, OIB:18148522569, Vukovar, Ukrajinska 44
- Darko Drozdek, born 04.07.1973., national Identity card No.: 10444638 issued by PU Zagreb, OIB 61373564475, Zagreb, Posilovićeva 9,
- Davorin Rudolf, born 13.02.1934., national Identity card No.: 15634639 issued by PU Split, OIB 43696922151, Split, Reljkovića 12

TERMS AND INSTRUCTIONS FOR PARTICIPATION IN THE GENERAL ASSEMBLY

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 (Pravni odjel) from 12.00 – 14.00 o'clock office working days, or sent to the e-mail address b.mateljak@luka-ploce.hr

The status in the Central Depository Clearing Company Inc. as is at the end of the last day of the deadline for submission of applications for participation, ie on 12 July 2019. will be relevant for the purpose of participating at the General Assembly.

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 attorney given by the shareholder. Authorization for representation on the basis of the law or the issuing of the power of attorney is proved by an extract from the court register or another register in which the legal person is registered. The power of attorney shall include the authorizing officer and the authorized person, the total number of shares, ie the votes of the authorized person to vote at the General Assembly and to perform all other activities related to the work of the General Assembly. Such power of attorney 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 attorney shall be sent to the Company to the e-mail address 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 July 12th 2019. in the Company's Legal Affairs Department from 12.00 – 14.00 during 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 August 9th 2019. 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 attorney authorization are available at the official web page of Luka Ploče d.d. at the address: **www.luka-ploce.hr**

Luka Ploče d.d.
President of the Board:
Hrvoje Livaja B.Sc. Econ.

APPLICATION FOR PARTICIPATION

at the General Assembly of the LUKA PLOČE d.d which will take place
on July 19th 2019. at 10.00 a.m. at the Company's registered office in Ploče
Trg kralja Tomislava 21

(name and family name of shareholder/shareholder's company, PIN (OIB)

(address/registered office address)

Hereby I apply for participation at the General Assembly of Luka Ploče d.d. scheduled for July 19th 2019. 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 send the power of attorney dully attested by Notary Public.

(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.mateljak@luka-ploce.hr

Power of attorney AUTHORIZATION

Shareholder's company :	
Shareholder's address:	
Shareholder's PIN (OIB):	
Total number of shares represented by proxy:	
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 19th 2019.
Venue address:	Trg kralja Tomislava 21
Commencement time of the General Assembly meeting:	10,00 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 August 9th 2019. at 10.00 a.m.

In _____ on _____ 2019.

Power of attorney Authorization given by _____

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