

# ULJANIK PLOVIDBA

Pomorski promet, dioničko društvo

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**THE ZAGREB STOCK EXCHANGE INC.**  
**Ivana Lučića 2a**  
**10 000 Zagreb**

**CROATIAN FINANCIAL SERVICES**  
**SUPERVISORY AGENCY (HANFA)**  
**Miramarska 24b**  
**10 000 Zagreb**

**OTS HINA**

Pula, 19. 07. 2013.

Pursuant to the provisions of Article 277., Paragraph 2 of the Corporations Act and to Article 28., Paragraph 1 of ULJANIK PLOVIDBA d.d.'s Statute, the Director of ULJANIK PLOVIDBA Maritime transport, public liability company with headquarters in Pula, Carrarina 6 (hereinafter referred to as „the Company“) passed the Resolution on the convocation of the General Meeting of the Company and hereby invites the shareholders of the Company to attend the

## GENERAL MEETING OF THE COMPANY

which will be held on the 30th day of August 2013, at 08.30 hours in the premises of the Company in Pula, Carrarina 6 (ground floor),

announcing the following

### A G E N D A

1. Opening of the General Meeting and identification of the present and represented shareholders of the Company;
2. Director's Report on the state and business activity of the Company for the year 2012;
3. Company's Supervisory Board's Report on the performed supervision of the management of the Company in business year 2012;
4. Profit distribution;
5. Giving clearance to the members of the Company's Supervisory Board and Director for the business year 2012;
6. Appointment of Company's Auditors.

Pursuant to Article 280., Paragraphs 3. and 4. of the Corporations Act and according to proposed agenda, the Company's Supervisory Board and Director propose that the General Meeting passes the following

## RESOLUTIONS

Ad 2. The Director's Report on the state and business activity of the Company for the year 2012 is accepted.

Ad 3. The Company's Supervisory Board's Report on the performed supervision of the management of the Company in the business year 2012 is accepted.

Ad 4. ULJANIK PLOVIDBA's net profit for the year 2012 in the amount of 42.530.311,40 kunas is distributed as follows:

- the amount of 2.126.515,57 kunas in statutory reserves,
- the amount of 40.403.795,83 kunas as undistributed profit.

Ad 5. Clearance for the 2012 business year is given to the members of the Company's Supervisory Board, approving their work and the way in which they performed supervision of the management of the Company :

Amra Pende – president of the Supervisory Board  
Anton Brajković – member of the Supervisory Board  
Darko Šorc – member of the Supervisory Board

5.1 Clearance for the 2012 business year is given to Mr. Dragutin Pavletić – Director of the Company, approving his work and the way in which he managed the Company.

Ad 6. REVIDAS Audit and Consulting Ltd. with headquarters in Pula, Vukovarska 47, are nominated Company's Auditors for the business year 2013.

## INVITATION AND INSTRUCTIONS FOR SHAREHOLDERS

1. The Company's shareholders are invited to participate in the work of the General Meeting which will be held on the 30th day of August 2013 at 8.30 hours in the premises of the Company in Pula, Carrarina 6 (ground floor).
2. The right to participate to the General Meeting and exercise their voting right have all shareholders of the Company who, personally or through their representative or attorney, notify their attendance in written to the Company at the latest 6 (six) days prior to the General Meeting date, taking into account that the date of receipt of the notification is not included into the mentioned time limit, i.e. latest by 23 August 2013.  
All natural or legal persons registered as a Company's shareholders at the Central Depository and Clearing Company Inc., Zagreb, on the last day scheduled for submission of notification of attendance, i.e. on 23 August 2013, are considered shareholders of the Company.
3. The notification are to be sent in written, on form available at the below listed webpage, to:
  - Company address: Pula, Carrarina 6,
  - e-mail address: [martina.bankovic@uljanikploidba.com](mailto:martina.bankovic@uljanikploidba.com)
  - fax: 052 492 599.

4. At the General Meeting, the shareholders may be represented by attorneys under a valid written power of attorneys issued by the shareholder or the legal representative of a shareholder which is a legal person.  
A shareholder who will be represented by an attorney has to enclose a power of attorney to the notification of attendance, unless it was previously submitted to the Company.  
The form is available at the headquarters of the Company and the below listed Company's webpage.
5. A shareholder who did not notify the Company about his attendance in a proper manner, has no right to attend or to vote at the General Meeting.
6. The shareholders bear their own expenses related to attending at the General Meeting.
7. Shareholders who together hold a twentieth part of the Company's subscribed capital have the right to require an additional issue to be added to the General Meeting's agenda and to be published, together with an explanation or draft proposal. Such a requirement must be received by the Company at the latest 30 (thirty) days prior to the General Meeting date, taking into account that the date of receipt of the requirement is not included into the mentioned time limit. In case the above mentioned deadline is exceeded, the proposed issues would be considered as not duly published and no resolution should be passed on them by General Meeting.
8. A shareholder who has a motion regarding any of the proposed resolutions of the General Meeting, can provide a written countermotion together with name, surname and explanation at the latest 14 (fourteen) days prior to the General Meeting date, taking into account that the date of receipt of the countermotion is not included into the mentioned time limit, or propose it for consideration during the duration of the General Meeting. Any timely motion will be made available to shareholders at the below listed Company's webpage and the Company's Director and Supervisory Board will take a stand on the same which will, in a form of proposal, present to the General Meeting for discussion. Ditto applies accordingly to shareholders proposals regarding the election of the Supervisory Board Members or appointment of the Company's auditor.
9. At the General Meeting each shareholder has the right to require from the Director of the Company any additional information about the Company's business activities when necessary to make a judgement about the issues published in agenda, whereat the information may be withhold on grounds defined in the Corporations Act.
10. If the quorum will not be met, a new General Meeting will be held on the 6th day of September 2013 at the same time, same place and with the same agenda without any separate announcement and notice.
11. The written materials to be discussed at the General Meeting can be accessed from the date of convening the General Meeting, on the Company's website: [www.uljaniksm.com](http://www.uljaniksm.com) or at the Company's headquarters in Pula, Carrarina 6, ground floor, working days from 14.00-16.00 hours.

ULJANIK PLOVIDBA d.d.

Dragutin Pavletić, director