

LUKA KOPER, pristaniški in logistični sistem, d.d. (Port of Koper Ltd., Port and Logistic System jsc)
Vojkovo nabrežje 38, 6000 Koper

In accordance with Article 10 par. 2 of the Statute of the Company Luka Koper, d. d., the Supervisory Board convene the

32nd General Meeting of LUKA KOPER, d. d.,

**to be held on 22nd August 2019 at 12.00
at the head-office of Luka Koper d. d., Vojkovo nabrežje 38, 6000 Koper**

Agenda:

1. Opening and election of GM bodies

Resolution Proposal:

Matjaž Dodič, Supervisory Board Secretary be elected Chairman of the General Meeting, and IXTLAN Forum, d.o.o., Ljubljana the teller of votes. The Notary Nina Ferligoj, of Koper, is attending the General Meeting.

2. Informing the General Meeting on the expiry of term of office of the Supervisory Board member Sabina Mozetič, and electing a new Supervisory Board member

The General Meeting acknowledges that the term of office of the Supervisory Board member Sabina Mozetič, who was proposed pursuant to Article 16 (2) of the Statute by the Municipality City of Koper, has expired. .

Resolution Proposal:

Upon proposal of the Municipality City of Koper, Tamara Kozlovič M.A. be appointed member of the Supervisory Board of Luka Koper, d. d. for a four-year term of office commencing with 22 August 2019.

The body proposing the resolutions herein is the Supervisory Board of the Company.

Materials for the General Meeting

Materials for the General Meeting and Resolution Proposals incl. substantiation for all agenda items is available to shareholders for inspection at the Secretariat of the Management Board at the head-office of the Company at Vojkovo nabrežje 38, Koper, every workday between 09 and 12 hrs, and on the Company website at www.luka-kp.si, on the electronic system of the Stock Exchange at <http://seonet.ljse.si> and on the website of the AJ PES at www.ajpes.si.

Amendment to the Agenda

After the publication of the General Meeting convocation, shareholders holding 1/20 (5%) of the share capital may request an additional item to be added to the agenda. The request shall contain the proposal of resolution to be put to vote to the General Meeting, or in case no resolution needs to be adopted on the particular agenda item, the substantiation of such agenda item. It is sufficient that a request to amend the agenda be submitted no later than seven days after the publication of the call for the General Meeting. The request to amend the agenda may also be submitted to: Luka Koper d. d., Vojkovo nabrežje 38, 6000 Koper, or emailed to uprava@luka-kp.si.

Proposals by Shareholders

Shareholders may file in writing their resolution proposals to each agenda item, in line with Article 300 (I) and 301 of the Companies Act /ZGD-1. The Company will publish the proposals that satisfy the criteria below in the same way as this convocation of the General Meeting:

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- proposals received by the Company in seven days after this call for the General Meeting is published
 - reasonably substantiated proposals,
 - Proposals for which the proposing shareholder expresses its intention to object to the proposal of the Management Board or of the Supervisory Board, and to get other shareholders vote for his/her/its new proposal.

Election proposals filed by shareholders need not be substantiated (Art. 301ZGD-1).

Shareholders may submit their counter-proposals of resolutions, and their election proposals to Luka Koper d.d., Vojkovo nabrežje 38, 6000 Koper, or email to uprava@luka-kp.si.

Right to be informed

Shareholders exercise their right to be informed in accordance with Art. 305 (I) ZGD-1 in the General Meeting. Exhaustive information on the rights of shareholders under Art. 298 (I) ZGD-1, Art. 300 (I), 301 and 305 ZGD-1 is available on the Company's website www.luka-kp.si.

Participation and voting right in the General Meeting

Eligible to attend and vote in the General Meeting are the shareholders who are registered as holders of shares in the Central Register of Dematerialised securities (KDD - Centralna klirinško depotna družba, d.d.) at the end of the fourth day before the session of the General Meeting, and who have registered with the Management Board of the Company to attend the General Meeting by the end of the fourth day before the General Meeting session (cut-off date).

In the registration, a shareholder – natural person must indicate the date of birth and address, or another personal data by which a person is clearly identified as shareholder; a shareholder who is a legal entity shall indicate its registration number and address. Registrations are to be submitted to: Luka Koper, d.d., Vojkovo nabrežje 38, 6000 Koper or emailed to: uprava@luka-kp.si.

Any proxy authorised by the shareholder may attend the General Meeting and exercise their resp. voting rights on the basis of the Power of Attorney (in writing) that has to be deposited at the Company's head-office on the GM session date at the latest. The Power of Attorney shall be kept by the Company. A model registration form and Power of Attorney are available on the Company website www.luka-kp.si.

Quorum of the General Meeting

Where the General Meeting is not in quorum at the time/ hour set herein due to absence of shareholders with no less than 30% of voting rights, the General Meeting shall be held on the same day, 22.8.2019, at 13.00 hrs at the head-office of the Company. Then, the General Meeting shall decide validly regardless of the capital represented (Art. 11 par. III of the Statute of Luka Koper, d.d.).

Additional notice

Shareholders and their proxies are kindly requested to appear to the venue of the General Meeting at least 30 minutes before the General Meeting is scheduled to commence, to receive the voting devices. The Conference Hall of the venue will be opened one hour before the General Meeting is to be held.

Mag. Uroš Ilić
President of the Supervisory Board