



**FORTENOVA
GRUPA**

FORTENOVA GRUPA d.d.
HR/10000 Zagreb
Marijana Čavića 1

www.fortenovagrupa.hr
tel: +385 1/48 94 111
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POSLOVNI SISTEM MERCATOR d.d.

Dunajska cesta 107
1000 Ljubljana

and by e-mail to skupscina@mercator.si

Zagreb, November 19, 2021

**SUBJECT: WITHDRAWAL OF REQUEST FOR CONVOCAATION OF SHAREHOLDERS
ASSEMBLY DATED NOVEMBER 2, 2021, AND PROPOSAL FOR
CANCELLATION OF SHAREHOLDERS ASSEMBLY**

Dear Madam or Sir,

As at the day of this writing, the company FORTENOVA GRUPA d.d., Marijana Čavića 1, 10000 Zagreb, Republic of Croatia ("**Fortenova Grupa**") holds 5,594,167 shares of the company Poslovni sistem Mercator d.d. ("the **Company**") with the symbol MELR, representing 90.005% of the Company share capital, and is the main shareholder as defined in Article 384, Paragraph 1, of the Companies Act ("**ZGD-1**").

With regard to the public release of the convocation of the 30th General Meeting of Shareholders (Shareholders Assembly) of the Company, dated November 5, 2021, and the planned 30th General Meeting of Shareholders of the Company, convened for December 6, 2021, at 3.30 p.m. at the company headquarters in Ljubljana, Dunajska cesta 107, we hereby inform you that in view of the requirements from Article 386, Paragraph five, of the Companies Act (ZGD-1), Fortenova Grupa intends to ensure the participation and cooperation of relevant experts (expert collaborators, auditors, and enterprise appraisers) at the Shareholders Assembly session at which decision on transfer of shares held by minority shareholders to the main shareholder will be voted on; considering the current conditions, the presence of such experts cannot be ensured on December 6, 2021.

Regarding the above, the Fortenova Grupa hereby

withdraws

the request by the Fortenova Grupa for the convocation of the Shareholders Assembly, dated November 2, 2021; and

proposes

that the Company Management Board cancels the 30th General Meeting of Shareholders convened for December 6, 2021, at 3.30 p.m. at the company headquarters in Ljubljana, Dunajska cesta 107.



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Please find a new request for convocation of General Meeting of Shareholders (Shareholders Assembly) attached herewith.

Best regards,

Fortenova grupa d.d.

Fabris Peruško, Chief Executive Director

James Pearson, Executive Director

Appendices:

- Request for convocation of Shareholders Assembly, dated November 19, 2021