

**PORT OF RIJEKA
MANAGEMENT BOARD**

Pursuant to Article 277 paragraph 2 of the Company Act, Management Board of the Port of Rijeka, with headquarters in Rijeka, Riva 1 (hereinafter: "the Company"), adopted on July 18, 2024, the Decision on convening the General Assembly of the Company, and announces to the Company's shareholders the convening and invitation to

**GENERAL ASSEMBLY
OF THE PORT OF RIJEKA**

which will be held on Friday, August 29, 2024, starting at 11 a.m. at the Company's headquarters in Rijeka, Riva 1 / 2nd floor, conference hall with the following

A g e n d a:

1. Opening of the General Assembly and the determination of the number of the persons and the represented shareholders or their proxies who are present
2. Adoption of the Decision on the election of the President of the General Assembly
3. Annual financial statements of the Company and consolidated annual financial statements of the Luka Rijeka Group for 2023 with the report and opinion of the certified auditor, Annual report of the Management Board on the condition of the Company and the Luka Rijeka Group for 2023 and Report of the Supervisory Board on the performed supervision of the Company's operations in 2023
4. Adoption of the Decision on the use of the Company's profits for the 2023
5. Adoption of the Decision on giving statement of release to the members of the Management Board for the year 2023
6. Adoption of the Decision on giving statement of release to the members of the Supervisory Board for the year 2023
7. Adoption of the Decision on the approval of the Report on the receipts of members of the Management Board and members of the Supervisory Board for the 2023
8. Adoption of the Decision on the approval of the Policy on the receipts of the members of the Management Board
9. Adoption of the Decision on the confirmation of the Decision on the receipts (remuneration for work) of the members of the Supervisory Board
10. Adoption of the Decision on the appointment of the Company's auditor for the business year 2024
11. Adoption of the Decision on the election of one member of the Supervisory Board

Decision proposals:

Under item 2 of the agenda, the Management Board and the Supervisory Board of the Company propose to the General Assembly to adopt the following decision:

Ad 2) „I. _____ is elected as the president of the General Assembly of the Company for this session of the General Assembly, on the proposal of _____.”

Ad 3) Pursuant to the obligation from Article 280a paragraph 1 point 2 of the Companies Act, the Company informs its shareholders that pursuant to Article 300d of the Companies Act, the Management Board and the Supervisory Board have determined the annual financial statements of the Company and the consolidated annual financial statements of the Luka Rijeka Group for 2023, and the General Assembly does not adopt a decision on them. The aforementioned audited financial statements with the auditor's report and opinion will be presented to the General Assembly of the Company together with the Annual Report of the Company's Management Board on the state of the Company and the Luka Rijeka Group for 2023 and the report of the Supervisory Board on the performed supervision of the Company's operations in 2023.

The General Assembly does not adopt any decision under this agenda item.

Under item 4 of the agenda, the Management Board and Supervisory Board of the Company propose to the General Assembly to adopt the following decision:

Ad 4) "I. It is established that the net profit of LUKA RIJEKA d.d., MB: 3330494, OIB: 92590920313, for the year 2023 stated in the annual audited financial statements of the Company amounts to EUR 1,003,883.00.
II. The realized net profit from point I of this Decision is distributed to cover the loss carried over from earlier years.
III. This Decision enters into force on the day of its adoption."

Under item 5 of the agenda, the Management Board and the Supervisory Board of the Company propose to the General Assembly to adopt the following decision:

Ad 5) "I. A statement of release is given to the members of the Company's Management Board approving how they managed the Company in 2023.

II. This Decision enters into force on the day of its adoption."

Under item 6 of the agenda, the Management Board and the Supervisory Board of the Company propose to the General Assembly the adoption of the following decision:

Ad 6) „ I. A statement of release is given to the members of the Supervisory Board of the Company approving their work and the performed supervision of the Company's operations in 2023.

II. This Decision enters into force on the day of its adoption."

Under item 7 of the agenda, the Management Board and the Supervisory Board of the Company propose to the General Assembly to adopt the following decision:

Ad 7) „I. Revised Report on receipts to members of the Management Board and members of the Supervisory Board in the Business Year 2023 is approved.

II. Revised Report on receipts to members of the Management Board and members of the Supervisory Board in business year 2022 referred to in item I of this Decision, together with the Auditor's Report, shall be attached to this Decision and shall form an integral part thereof.

III. This Decision shall enter into force on the day of its adoption.“

Under item 8 of the agenda, the Supervisory Board of the Company propose to the General Assembly to adopt the following decision:

Ad 8) „ I. The Receipts Policy for the members of the Management Board is approved.

II. The remuneration policy for the members of the Management Board from point I of this Decision is attached to this Decision and forms an integral part of it.

III. This Decision enters into force on the day of its adoption."

Under item 9 of the agenda, the Supervisory Board of the Company propose to the General Assembly to adopt the following decision:

Ad 9) „ I. The Decision on the receipts (remuneration for work) of the members of the Supervisory Board is confirmed.

II. The Decision on the receipts (remuneration for work) of members of the Supervisory Board from point I of this Decision is attached to this Decision and forms an integral part of it.

III. This Decision enters into force on the day of its adoption."

Under item 10 of the agenda, the Supervisory Board of the Company propose to the General Assembly to adopt the following decision:

Ad 10) „I. Kulić & Sperk d.o.o., Radnička cesta 52, 10000 Zagreb, is appointed as the Company's auditor for the business year 2024.

II. This Decision shall enter into force on the day of its adoption.“

Under item 11 of the agenda, the shareholder of the Company PORT ACQUISITIONS AS, as a shareholder who has 4,629,564 ordinary shares with voting rights, marked LKRI-RA, registered in the shareholder's account number 9844589 with the Central Clearing Depository Company d.d. (SKDD) which represents a total of 34,34% of the share capital, giving the right to vote of 4,629,564 votes, which amounts to 34,34% of the voting rights at the General Assembly of the Company, proposes to the General Assembly the adoption of the following decision:

Ad 11) „The decision on the election of Mr. Martin Vozár as a member of the Supervisory Board is adopted as follows.

I. Given that the member of the Supervisory Board Jesper Kjaedegaard, ing. of business management, OIB: 33775100817, Apartment 11, La Plage 2, Al Athar Street, Jumeirah, Dubai, United Arab Emirates submitted his resignation, which takes effect on the day of the election of a new member of the Supervisory Board, as a new member of the Supervisory Board is elected:

- Ing. Martin Vozár, MBA, Leškova 6, 811 04, Bratislava, Slovak Republic, OIB: 42628226715

II. Mr. Martin Vozár will hold his position for a mandate period of 4 years from the adoption of this Decision.

A member of the Supervisory Board has the rights and duties established by the Company's Statute and the Law."

Notification to shareholders and instructions for participating and exercising the right to vote and the Shareholder's rights

At the General Assembly, every shareholder of the Company has the right to participate and exercise the right to vote, who reports his participation in writing to the Company in person or through his representative or proxy no later than six days before the General Assembly, which deadline does not include the day of receipt of the application to the Company as well as the day of the General Assembly, i.e. no later than August 22, 2024.

The applications to participate in the General Assembly are to be submitted directly at the Company or sent by registered mail to the address Luka Rijeka d.d., Riva 1, 51000 Rijeka, Company Management, Head of the President of the Management Board office.

A shareholder or proxy must include the following information in the application: name and surname or company name, address of residence or headquarters, personal identification number, number of the account opened at the Central Depository and Clearing Company JSC Zagreb, total number of shares or votes with which it participates in the General Assembly. A shareholder who is a legal person must submit an excerpt from the court or other registry in which the legal person is registered (in the original or copy), which shows the person authorized to represent that legal person according to the law.

Shareholders or proxies that fail to apply for participation in the General Assembly within the deadline will not be able to participate.

A shareholder is considered to be a legal and natural person recorded in the depository of the Central Clearing and Depository Company JSC Zagreb as a shareholder, no later than 21 days before the day of the Assembly.

The state of records of the Central Clearing and Depository Company JSC Zagreb on the last day for submitting the application to participate in the General Assembly is relevant in relation to the number of votes pertaining to each individual shareholder in the General Assembly.

Shareholders may be represented by proxies, natural or legal persons or shareholder associations on the basis of a valid written power of attorney certified by an authorized person in the Company's headquarters or by a public notary.

The power of attorney for applying to participate and/or voting in the General Assembly must state the following information: name and surname or company name, address of residence or headquarters of the proxy, number of the account at the Central Depository and Clearing Company JSC Zagreb, total number of shares or votes at the disposal and the authorization to the proxy to vote in the General Assembly and perform other actions in relation to the General Assembly, name and surname or company and address of residence or headquarters of the proxy, handwritten signature of the proxy or legal representative, with the attached excerpt from the court registry (in the original or copy), if the proxy is a legal person.

It is recommended to use the application form for participation in the General Assembly and the power of attorney form, which can be obtained at the headquarters of the Company (telephone number 051 496 123), and are also available at the Company's website www.lukarijeka.hr.

Shareholders and their proxies can obtain all necessary information regarding the application and the General Assembly at the headquarters of the Port of Rijeka JSC in Rijeka, Riva 1, on business days (with the exception of Saturday) from 12 p.m. to 2 p.m., starting from the day this convocation is published, or via telephone number 051 496 123.

This convocation and the materials for the General Assembly which are to be considered and decided upon, will be available for viewing by shareholders in the headquarters of the Company, starting from the day this convocation is published, on business days (with the exception of Saturday) from 12 p.m. to 2 p.m., in the office of the Head of the President of the Management Board office, as well as via the Company's website www.lukarijeka.hr.

If the shareholders that jointly have shares making one twentieth part of the Company's share capital, following the convening of the General Assembly, request an item to be put on the agenda of the General Assembly and to be published, the reasons for a proposal of the decision must be given for each new item on the agenda. A request for a

new item of the agenda must be received by the Company at least 30 days before the General Assembly. The day on which the request is received by the Company is not included in this deadline.

Counterproposals of shareholders to a proposal of a decision given by the Company Management and/or the Supervisory Board regarding a particular item of the agenda, on which their names and surnames, reasons and any position of the Company Management must be stated, have to be available to the persons listed in Article 281 paragraphs 1 to 3 of the Company Act under the requirements listed therein, if a shareholder delivers its counterproposal to the Company at least 14 days before the General Assembly, to the address of the headquarters of the Company Luka Rijeka d.d., Riva 1, 51000 Rijeka. The day the counterproposal is received is not included in this 14-day deadline. The counterproposal must be available at the Company's website www.lukarijeka.hr. If the shareholder does not exercise the mentioned right, the right to make counterproposals in the General Assembly is not lost as a consequence. This applies, *mutatis mutandis*, to proposals of the shareholders in relation to the selection of the members of the Supervisory Board or in relation to the appointment of the auditor of the Company.

In the General Assembly, the Company Management Board will inform each shareholder, as per the shareholder's request, of the Company's affairs, if this is necessary to consider issues on the agenda of the General Assembly, whereas the information can be withheld due to reasons prescribed by Article 287 of the Company Act.

The Port of Rijeka JSC notifies the shareholders that at the moment of convening the General Assembly, the share capital of the Port of Rijeka JSC is divided to 13,480,475 shares, each giving the right to one vote.

Pursuant to the provision of Article 277 paragraph 4 subparagraphs 4 of the Company Act, the Port of Rijeka JSC, notifies the shareholders that all notifications from Article 280.a of the Company Act can be found at the Company's website www.lukarijeka.hr.

If it will not be possible to hold the General Assembly on August 29, 2024, due to a lack of quorum prescribed by the Statute, the next General Assembly will be held on August 30, 2024 at 11 am, with the same agenda and in the same location. The given powers of attorney are valid for that General Assembly, as well.

The participants are hereby invited to arrive to the General Assembly one hour prior to the scheduled start for the timely listing of the participants of the General Assembly.

LUKA RIJEKA d.d.

Duško Grabovac, President of the Management Board
Marina Cesarac Dorčić, Member of the Management Board