



THE MANAGING BOARD

Koper, 30.07.2009

The Managing Board of the Company INTEREUROPA d.d., Koper is publishing pursuant to the provisions of the Market in Financial Instruments Act /ZTFI (Official Gazette of RS, No. 67/07), Public Corporation Management Code and Ljubljana Stock Exchange Rules

The Resolutions of the 20th General Meeting of INTEREUROPA d.d., Koper, held on 30.07.2009

There were 4.862.869 shares represented in the General Meeting, which stands for 61,68 % of the share capital and voting rights.

The five biggest shareholders attending the General Meeting:

- 1. **Luka Koper d.d.** (Part of Koper Corp.): with 1,960,513 shares with voting rights, or 24.87% of all voting rights;*
- 2. **Kapitalska družba d.d. (KAD)** – Ljubljana: with 719,797 shares with voting rights, or 9.13% of all voting rights;*
- 3. **Slovenska odškodninska družba, d.d., Ljubljana (SOD)**: with 474,926 shares with voting rights, or 6.02% of all voting rights;*
- 4. **INFOND d.o.o. – PE Uravnoveženi vzajmeni sklad Global, Maribor**: with 313,391 shares with voting rights, or 3.97 % of all voting rights;*
- 5. **NFD 1 Delniški investicijski sklad, Ljubljana**: with 304,312 shares with voting rights, or 3.86 % of all voting rights;*

The following Resolutions were proposed to the General Meeting:

1. Opening, establishing the quorum, electing the working bodies of the General Meeting

- Mr Jože Kranjc be elected Chairman of the General Meeting.*
- To establish the quorum and exercise the voting after each item of the agenda, two tellers are appointed, Mr Matjaž Ujčič and Mrs Milena Kalc.*

The General Meeting was attended by the Notary Mrs. Nana Povšič Ružič.

The proposed Resolution was put to vote of 4,862,869 shares.

In favour of the Resolution voted 100%, against the Resolution were 0% of the votes cast.

Resolution was adopted.

2. Presentation of the Annual Report 2008 for the Intereuropa Group, with Auditor's Opinion and Report by the Supervisory Board Confirming the Annual Report pursuant to Art. 282 ZGD-1

The General Meeting was informed about the Intereuropa Group Annual Report for the financial year 2008 and the Report by Supervisory Board on the 2008 Annual Report examination, and the Proposal on appropriation of accumulated profit for the reporting year, as well as on the method and extent of examining the Company management during the year 2008, duly presented pursuant to Art. 282 of the Companies Act (ZGD-1) by the Supervisory Board to inform the General Meeting of having adopted the Annual Report 2008 without any remark or reservation.

*The proposed Resolution was put to vote of 4,862,869 shares.
In favour of the Resolution voted 100%, against the Resolution were 0% of the votes cast.*

Resolution was adopted.

3. Resolving on the appropriation of accumulated profit, information on the receipts by members of the Supervisory Board and Managing Board, and on awarding the discharge note to the Managing and Supervisory Board.

3.1. Resolution

The entire Accumulated Profit of Intereuropa d.d. for the year 2008, amounting to EUR 57,990 thousand shall remain undistributed.

*The proposed Resolution was put to vote of 4.862.053 shares.
In favour of the Resolution voted 76,250 %, against the Resolution were 23,750% of the votes cast.*

Resolution was adopted.

3.2. Resolution

The General Meeting gets informed on the receipts paid to the members of Supervisory Board and Managing Board as remuneration for their work or functions respectively, as specified on page 160 of the Annual Report of the Intereuropa Group for 2008.

*The proposed Resolution was put to vote of 4,862,869 shares.
In favour of the Resolution voted 100%, against the Resolution were 0% of the votes cast.*

Resolution was adopted.

3.3. Resolution

The Counter-Proposition filed by the shareholder Luka Koper d.d., to Item 3.3. was adopted by majority of vote

The General Meeting refuses to approve the work of the Supervisory Board of Intereuropa d.d. for the year 2008, and refuses to award the note of discharge for their work in the financial year 2008.

Substantiation:

Given the situation in the company Intereuropa, the proposing shareholder believes that it is

not appropriate to decide on awarding the note of discharge to the Supervisory Board for its work in the financial year 2008.

*The proposed Resolution was put to vote of 4,862,329 shares.
In favour of the Resolution voted 84,766%, against the Resolution were 15,234 % of the votes cast.*

Resolution was adopted.

3.4. Resolution

The General Meeting refuses to approve the work of the Managing Board of Intereuropa d.d. for the year 2008, and refuses to award the note of discharge for their work in the financial year 2008.

*The proposed Resolution was put to vote of 4,862,328 shares.
In favour of the Resolution voted 100%, against the Resolution were 0% of the votes cast.*

Resolution was adopted.

4. Changes and Amendments to the Statute of Intereuropa d.d.

4.1. Resolution

Section 6.5 of the Statute shall be amended to read:

6.5. Each member of the Managing Board shall be responsible for a particular business area which is further regulated by the Rules of Procedure for the Managing Board. The Human Resources Executive shall not be engaged with the management of the fundamental business areas.

*The proposed Resolution was put to vote of 4,862,329 shares.
In favour of the Resolution voted 13,089 %, against the Resolution were 86,911 % of the votes cast.*

Resolution was not adopted.

4.2. Resolution

Pursuant to the Resolutions on Amendments to the Statute of the Company Intereuropa d.d. adopted, the consolidated version of the Statute with the amended first paragraph of the Section 12.1 of the Statute is adopted and reads as follows:

12.1 This Statute shall become effective when entered in the Register of Companies. With the date of enforcement, the preceding version of the consolidated text of the Statute of Intereuropa d.d. as adopted on 10 April 2009 shall become ineffective and be replaced by this Statute in the entire wording.

*The proposed Resolution was put to vote of 4.862.869 shares.
In favour of the Resolution voted 0 %, against the Resolution were 100 % of the votes cast.*

Resolution was not adopted.

5. Resignation of a Supervisory Board Member and electing new Members

5.1. Resolution

The resignation given by the Supervisory Board Member representing the shareholders, Mrs Manja Skernišak, was announced to the General Meeting.

The proposed Resolution was put to vote of 4.862.869 shares.

In favour of the Resolution voted 100 %, against the Resolution were 0 % of the votes cast

Resolution was adopted.

5.2. Resolution:

As a new Member of Supervisory Board to represent the shareholders of Intereuropa d.d., for the four-year term of office commencing on the date of election, shall be elected:

- Vinko Može

VINKO MOŽE; a University graduate engineer of civil engineering, employed as an expert for the economy of operations in the Management Board Office of the Airport Operator "Aerodrom d.d. Ljubljana". Before that he was Management Board President of that company. He holds the Certificate of qualification for members of Supervisory Boards or Boards of Directors in commercial companies.

The proposed Resolution was put to vote of 4.862.053 shares.

In favour of the Resolution voted 100 %, against the Resolution were 0 % of the votes cast

Resolution was adopted.

5.3. Resolution

As a new Member of Supervisory Board to represent the shareholders of Intereuropa d.d., for the term of office commencing on 16 November 2009, shall be elected:

- Tadej Tufek, M.Sc.

Mag.TADEJ TUFEK; Master of science in economics and business Administration, President of Management Board of the Slovenian airline, Adria Airways d.d., Kuzmičeva 7, Ljubljana. Before that, he was Member of the Management Board of the same company, responsible for the finance. He also acted as Deputy Director of the Slovenian Restitution Fund (Slovenska odškodninska družba, Ljubljana). Furthermore, he holds the Certificate of qualification for members of Supervisory Boards and Boards of Directors in companies. At present he is Deputy President of the Supervisory Board of Banka Celje d.d.

The proposed Resolution was put to vote of 4.862.329 shares.

In favour of the Resolution voted 96,544 %, against the Resolution were 3,456 % of the votes cast

Resolution was adopted.

5.4. Resolution

As a new Member of Supervisory Board to represent the shareholders of Intereuropa d.d., for the four-year term of office commencing on 16 November 2009, shall be elected:

- *Maša Čertalič, M.Sc.*

MAŠA ČERTALIČ M.Sc.; Master of Science in Logistics and Transportation Management, she leads the Research and Development Department in Luka Koper d.d. (Porto f Koper corporation) and is responsible for the cooperation with the EU and for projects drawing on EU funds (grants). She was an active member of development initiatives in the segment of transportation and logistics on the national level, such as: The Transport and Logistics Cluster; the Slovenian Maritime Technological Platform; and the Slovenian Government Council for Competition for the group "Vehicles, Transportation and Logistics".

The proposed Resolution was put to vote of 4.862.329 shares.

In favour of the Resolution voted 99,994 %, against the Resolution were 0,006 % of the votes cast

Resolution was adopted.

6. Appointment of Auditors for the year 2009

For the financial year 2009, auditing shall be entrusted to the Audit Firm KPMG SLOVENIJA, podjetje za revidiranje, d.o.o., Železna cesta 8a, 1000 Ljubljana.

The proposed Resolution was put to vote of 4.862.329 shares.

In favour of the Resolution voted 96,612 %, against the Resolution were 3,388 % of the votes cast

Resolution was adopted.

7. Acknowledging the Report of the Managing Board on the Acquisition of Own Shares

The General Meeting acknowledges that the Managing Board, acting in compliance with the Resolution authorizing the Managing Board to acquire own shares and exclude the priority right in the acquisition of own shares, as adopted in the 17th General Meeting on 6 July 2007, acquired 18,135 own shares of the Company for the purposes under the Resolution quoted, which represents 0.2295% of all shares in the value of EUR 180,393.81.

The proposed Resolution was put to vote of 4,862,869 shares.

In favour of the Resolution voted 100%, against the Resolution were 0% of the votes cast.

Resolution was adopted.

*The Managing Board of Intereuropa d.d.
Ernest Gortan*

