

ABSTRACT OF THE COUNTER-PROPOSAL TO PROPOSED RESOLUTION UNDER AGENDA ITEM 4

Gorenjska banka d.d., Kranj, being a shareholder of 3,068,990 ordinary shares of Intereuropa d.d. (ticker symbol *IEKG*) which represent a 11,165% of the Company's share capital, is filing the counter-proposal to the proposed Resolution under agenda item 4 of the 26th Ordinary General Meeting of Intereuropa d.d., which reads:

The counter-proposal under agenda item 4 - Changes and Amendments to the Statute of Intereuropa d.d.

Resolution no. 4.1:

The Section 2.1 shall be amended:

- *the first paragraph shall be amended to read – in amended form - as follows:*

"The Company and the subsidiaries of the Group pursue a profit-generating activity, aiming primarily to maximise the value of the Company and added value for shareholders on the principles of sustainable development, and to act for the benefit of employees, broader community and other stakeholders." and

- *in the second paragraph, the following activity is deleted:*

"64.990 Other financial services n.e.c., excluding insurance and pension funding."

Section 6.17 shall be amended to read:

The Supervisory Board consists of 6 (six) members, thereof 2 members are elected as representatives of employees by the Works Council.

Section 6.31 shall be amended to read:

The General Meeting shall be convened at least 30 (thirty) days before the session is to be held, by publication on the web site of the AJPES Agency and of the Company, containing all the required information as the law and regulations provide.

The second paragraph of section 12.2 shall be amended by deleting the last clause: "Until the new legislation comes into force, the Supervisory Board shall be competent for appointing and discharging the bodies on the first and second instance who decide on the rights, obligations and responsibilities of employees."

Resolution no. 4.2:

Pursuant to the 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 the Intereuropa d.d. as adopted on 30.11.12 (thirty November 2012) shall become ineffective and be replaced by this Statute in the entire wording.