

**LUKA RIJEKA d.d.**  
**RIJEKA**

**EXPLANATORY STATEMENT OF THE PROPOSED DECISION  
OF THE EXTRAORDINARY GENERAL ASSEMBLIES**

**Ad 2) Explanation with the proposal for the election of the Chairman of the General Assembly of the Company**

In accordance with the provisions of Article 34 of the Statute of Luka Rijeka d.d. the Chairman of the General Assembly is elected by the General Assembly at the proposal of shareholders who together hold shares in excess of 5% of the share capital of the Company. Therefore, it is proposed to elect the chairman of the General Assembly, who will be proposed at the Assembly by shareholder-s who meet the conditions prescribed by the Statute. The Chairman of the General Assembly is elected for this session of the General Assembly.

**Ad 3) Explanation with the proposal of the new Statute of the Company**

The Management Board and the Supervisory Board propose to the Extraordinary General Assembly to adopt a decision on the adoption of the new Statute in order to harmonize with the amendments to the Companies Act, which should be the basis for further successful and constructive work.

**Ad 4) Explanation with the proposal for election of members of the Supervisory Board of the Company**

Pursuant to Article 280, paragraph 3 of the Companies Act, the Supervisory Board proposes to the General Assembly the election of two members of the Supervisory Board, Hrvoje Pauković and Jerzy Majewski, as two positions are vacant due to one resignation and one termination. Jerzy Majewski's term on the Supervisory Board expired on December 27, 2021, and his re-election is proposed.

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