

Ljubljana, 26.05.2017

INTEREUROPA, d.d.
Vojkovo nabrežje 32

6000 Koper

The Counter-Proposition filed by the shareholder ' The Slovenian Small Shareholders' Association (Društvo Mali delničarji Slovenije) to the proposed Resolution under Agenda Item 2.

The shareholder 'Društvo Mali delničarji Slovenije' (hereinafter MDS) as the submitting party, based at Tomšičeva ulica 1, 1000 Ljubljana, has filed in accordance with the Slovenian Companies Act (hereinafter ZGD-1, Official Gazette of the R.S., no.42/2006, corr. In the Official Gazette of the R.S., nos.60/2006 and 65/2009 UPB3, 83/2009 Decision of Const.Court: U-I-165/08-10, Up-1772/08-14, Up-379/09-8, Official Gazette R.S. nos.: 33/2011, 91/2011 and 100/2011 Order by Const.C: U-I-311/11-5, Official Gazette R.S. nos.: 32/2012, 57/2012, 82/2013, 55/2015 and 15/2017) and with the current Statute of the company Intereuropa, d.d., a counter-proposition to the proposed Resolution under Agenda Item 2 of the 30th General Meeting of Intereuropa d.d., convened for 30.06.2017 at 13.00 uri at the head-office of the Company. **It further announces, in line with Art. 300 ZGD-1, to be opposing the published resolution proposal and to convince other shareholders to vote in favour of:**

I. Counter-Proposition to Item 2, which reads:

Resolution Proposal:

“The Accumulated Profit of Intereuropa d.d. amounting to EUR 3,495,540.28 shall be used as follows

- For dividend to holders of preferential no-par-value share EUR 106,579.65 **(0.01 EUR gross per share – preferential amount),**
- For dividend to holders of all no-par-value share EUR 1,057,620.718 **(0.0385 EUR gross per share),**
- For carry-forward to the next year EUR 2,331,339.912 .

The Company will pay out dividend on 31.8.2017 to all shareholders who are registered in with the KDD as at 30.8.2017.«

Resolution proposals under items 2.2 and 2.3 remain unchanged.

Substantiation: Considering that the Company has not paid out any dividend for several years, the MDS Association proposes to distribute one third of the accumulated profit to shareholders. The MD Association estimates that the dividend payout will additionally strengthen the confidence in the Intereuropa share and stimulate trading in IEKG shares. In the calculation of beneficiaries entitled to receive dividend, the MDS Association also included the treasury shares of the Company, which means that 27,470,668 shares are eligible to receive dividend, which represents 99.934% of the share capital; the proposition also considers the provisions of the Statute on the payout of the preferential amount to the holders of preferential shares.

Shareholder - filing the proposition:

Društvo MDS
Rajko Stanković
Chairperson