

Pursuant to the provisions of Articles 106 and 133 of the Securities Market Act (OJ RS, No. 67-3699/2007) and the Rules and Regulations of the Ljubljana Stock Exchange (Ljubljanska borza, d.d.), the company Poslovni sistem Mercator, d.d., Ljubljana, hereby announces

THE RESOLUTIONS OF THE 15TH REGULAR SHAREHOLDERS ASSEMBLY OF THE COMPANY POSLOVNI SISTEM MERCATOR, D.D., HELD ON Monday, July 20th 2009

The Shareholders Assembly was presided by Mr. Uroš Ilič, attorney at law, from Ljubljana.

Total number of shares bearing the voting right, represented at the Assembly, amounted to 1,280,438, which is equivalent to 34.391 percent of total share capital.

I. ADOPTED RESOLUTIONS

Item 1 of the Agenda: Opening of assembly and election of Shareholders Assembly Bodies

The Assembly confirmed the election of the Shareholders Assembly Bodies. A total of 1,280,419 votes, representing the same number of shares, were cast with regard to the proposed resolution. 1,280,281 shares, or 99.989 percent of all votes cast, voted in favor of the proposed resolution. 138 shares, or 0.011 percent of all votes cast, voted against the adoption of this resolution.

Item 2 of the Agenda: Adoption of resolutions on the allocation of distributable profit, payment of dividends, and discharge to the company Management and Supervisory Board

a) Adoption of the resolution on the allocation of distributable profit and payment of dividends

1,280,417 votes, representing the same amount of shares, were cast during the vote on the resolution on the allocation of distributable profit and dividend payment, worded as follows:

1. Distributable profit as at December 31st 2008 in the amount of EUR 19,513,494.43 shall be allocated as follows:

- a part of the distributable profit in the amount of EUR 16,944,124.50 shall be allocated for dividend payment, in the amount of EUR 4.50 per ordinary share;
- the remaining part of the distributable profit in the amount of EUR 2,569,369.93 shall be allocated to other reserves from profit.

2. Dividends shall be paid out in cash within 60 days after the adoption of the resolution, to those shareholders who are registered as owners of shares with the KDD – Central Securities Clearing Corporation, as at July 23rd 2009.

1,280,065 votes, representing 99.973 percent of all votes cast with regard to this resolution, went in favor of the proposal. 352 shares, representing 0.027 percent of all votes cast, voted against the resolution.

b) Granting discharge to the Supervisory Board

A total of 1,280,417 votes, representing an equal amount of shares, were cast with regard to the proposal by the Management and Supervisory Board to grant discharge to the Supervisory Board. 1,279,190 shares voted in favor of this resolution, representing 99.904 percent of all votes cast. 1,227 shares, representing 0.096 percent of total votes cast, voted against the resolution.

c) Granting discharge to the Management Board

A total of 1,279,370 votes, representing an equal amount of shares, were cast with regard to the proposal by the Management and Supervisory Board to grant discharge to the Management Board. 1,278,139 shares voted in favor of this resolution, representing 99.904 percent of all votes cast. 1,231 shares, representing 0.096 percent of total votes cast, voted against the resolution.

Item 3 of the Agenda: Appointment of Supervisory Board members

A total of 1,250,486 votes, representing an equal amount of shares, were cast with regard to the proposal by the Supervisory Board on the appointment of the members of the Supervisory Board, worded as follows:

Pursuant to Article 31, Section 2, of the company Articles of Association and Bylaws, the Supervisory Board consists of 8 members.

The following persons shall be appointed as members of the Supervisory Board representing the shareholders:

- Stefan Vavti,
- Robert Šega,
- Jadranka Dakič and
- Kristijan Verbič.

Elected / appointed Supervisory Board members shall assume their respective terms on the day of expiry of the terms of previous Supervisory Board members, which is on October 31st 2009; pursuant to the company Articles of Association and Bylaws, the term shall last four years, i.e. until October 31st 2013.

1,175,844 votes, representing 94.031 percent of all votes cast with regard to this resolution, went in favor of the proposal. 74,642 shares, representing 5.969 percent of all votes cast, voted against the resolution.

Shareholders at the General Meeting of Shareholders have been notified that the Works Council appointed at its meeting on June 18th 2009 four workers' representatives as the Company's Supervisory Board Members, namely Mateja Širec, Jože Cvetek, Janez Strniša and Ivica Župetič, who will commence their respective terms on the same date as the shareholder representatives.

Item 4 of the Agenda: Appointment of authorized auditing company for the year 2009

A total of 1,278,232 votes, representing the same number of shares, were cast with regard to the resolution proposal by the Supervisory Board to appoint the company KPMG SLOVENIJA, auditing company (podjetje za revidiranje), d.o.o., Železna cesta 8a, Ljubljana, as the company auditor for the year 2009. 1,276,127 shares, or 99.835 percent of all votes

cast, voted in favor of the proposed resolution. 2,105 shares, or 0.165 percent of all votes cast, voted against the adoption of this resolution.

II. RESOLUTIONS NOT ADOPTED

All resolutions at the Assembly were adopted.

III. COUNTER-PROPOSALS

No counter-proposals were announced at the Assembly.

IV. CHALLENGING ACTION ANNOUNCED

No challenging actions were announced at the Assembly.

V. MISCELLANEOUS

The following five largest shareholders were present or represented at the Assembly:

Shareholder	Number of shares and votes	Share relative to total company voting rights
UNICREDIT BANKA SLOVENIJA, d.d.	301,437	23.542%
RODIĆ M&B TRGOVINA, d.o.o.	174,517	13.629%
NFD 1, delniški investicijski sklad, d.d.	107,211	8.373%
HYPO BANK, d.d.	77,547	6.056%
SMALLCAP WORLD FUND INC.	69,933	5.462%
TOTAL	730,645	57.062%

Poslovni sistem Mercator. d.d.
Management Board