

## MANAGEMENT BOARD

Av. V. Holjevca 10  
ZAGREB

No: 139-3/06.  
Date: 22.12.2006.

Pursuant to the authorisation in Article 277 of the Company Act and Article 37 Par 1 of the Articles of Association of INA-INDUSTRIJA NAFTE, d.d., the Management Board hereby calls the meeting of the

## GENERAL ASSEMBLY

OF

INA – INDUSTRIJA NAFTE, d.d. Zagreb

to be held on 30<sup>th</sup> January 2007 in Zagreb, CROATIA,

in INA Headquarter, V. Holjevca 10, Mezzanine Floor

with beginning at 12 a.m.

The following items are proposed as:

## AGENDA

- 1. Opening of the General Assembly and composition of the list of persons in attendance**
- 2. Decision to revoke and appoint a member of the Supervisory Board**

INA, d.d.  
Avenija Većeslava Holjevca 10  
10 002 Zagreb p.p. 555  
Hrvatska - Croatia  
Telefon - Telephone +385(1)6450000  
Faks - Fax + 385(1)6452100

Banka - Bank  
Privredna banka Zagreb d.d.  
Raiffeisenbank Austria d.d. Zagreb  
Zagrebačka banka d.d.  
HVB Splitska banka d.d.  
OTP BANKA HRVATSKA d.d. ZADAR

Adresa - Address  
Račkoga 6, 10000 Zagreb  
Petrinjska 59, 10000 Zagreb  
Paromlinska 2, 10000 Zagreb  
R. Boškovića 16, 21000 Split  
Domovinskog rata 3, 23000 Zadar

Žiro rač. - Giro acc  
2340009-1100022902  
2484008-1100619483  
2360000-1101303595  
2330003-1100204546  
2407000-1100152149

Trgovački sud u Zagrebu  
Commercial Court in Zagreb  
MBS: 08000604  
Uplaćen temeljni kapital – Paid capital stock  
9.000.000.000,00 kn - HRK  
Broj izdanih dionica / Nominalna vrijednost  
No. of issued shares / Nominal value  
10.000.000 / 900,00 kn - HRK  
Matični broj – Reg. No. 3586243

It is proposed to the General Assembly to render the following decisions:

### **Ad 2.**

Pursuant to Article 25 par. 2 of the Articles of Association of INA-Industrija nafte d.d. and proposal of the MOL Plc. dated 28.11.2006., the Assembly renders the following decisions:

1. Mr. **György Mosonyi** is revoked from his function of a member of the Supervisory Board of INA-Industrija nafte, d.d. Zagreb as of 30.01.2007.
2. Mr. **László Geszti** is appointed member of the Supervisory Board of INA-Industrija nafte, d.d. Zagreb as of 31.01.2007. on four years mandate.

### **Invitation to the Shareholders**

The shareholders are invited to attend the proceedings of the Company General Assembly. The right to attend and vote at the meeting of the General Assembly is held by each shareholder entered in the Book of Shares, apropos in bank deposit of Central depository agency (which pursuant to Article 11.3. of the Articles of Association of INA-Industrija nafte d.d. has the authority for managing the stock book of INA, d.d.) and which ten days before the General Assembly is held at the latest, reporting by writing his attendance to the INA, d.d. address.

Shareholders may attend the meeting of the General Assembly in person or by way of their authorised representatives.

Representatives are appointed via an authorisation signed by the shareholder, or if the shareholder is a company, by their agent with power of attorney. Signatures of those persons granting the authorisations must be certified by a notary public or by the person responsible for the Company Share Book. The authorisation shall contain: name of the representative, name of shareholder granting the authorisation, and the authorisation to vote on behalf of the shareholder.

Each shareholding with shares in the Company shall authorise, by way of its Management Board decision or by way of an authorised person's signature, the person they deem suitable to represent them at any meeting of the Company's General Assembly. Thus authorised person shall have the same rights as the giver of authorisation, except that the Company may request from such a person to show a certified copy of the decision on this specific authorisation or other authorisation before they are allowed to exercise the rights granted by the authorisation. The shareholder with an authorised representative shall be, for the purposes of these paragraphs, regarded as present in person at any meeting which the person authorised attends on his behalf.

**PRESIDENT OF THE MANAGEMENT BOARD OF INA, D.D.**

**Dr. Tomislav Dragičević**