

At the mutual Meeting of the Management Board and the Supervisory Board of Dalekovod d.d. held on 29 April 2010 at 2.00 p.m. a Decision on convoking the General Shareholders' Meeting was reached and Draft Decisions to be reached at the Company's General Shareholders' Meeting to be held on 12 June 2010 were established. The above ensue from this notification text below in compliance with Art. 149 of the Stock Exchange Rules and are thus submitted to the Stock Exchange for the purpose of informing the public.

In compliance with the Stock Exchange Rules the following shall be submitted: Decision on Convocation of the General Shareholders' Meeting and Established Draft Decisions on Financial Reports, Dividends, and Treasury Shares as well as Acquisition of Treasury Shares

I DECISION INCLUDING THE INVITATION ON CONVOKING THE COMPANY'S GENERAL SHAREHOLDERS' MEETING AND THE ESTABLISHED AGENDA:

Pursuant to Article 277 of the Company Law, the Company Management Board reached a Decision on the Meeting held on 26 April 2010 on convoking the General Shareholders' Meeting of Dalekovod d.d. Zagreb, and issued the following

**INVITATION
to the shareholders to attend the General Shareholders' Meeting of
Dalekovod d.d. Zagreb**

to be held on **12 June 2010** (Saturday) at **10.00** a.m. at the headquarters of the Company at **Žitnjak**, Ul. M. Čavića 4, Zagreb

For the regular General Shareholders' Meeting the following **Agenda** is suggested:

- 1 Opening of the General Shareholders' Meeting
 - a) Verification of registrations, authorizations and establishing the representation of the initial capital and list of present shareholders
 - b) Confirmation that the General Shareholders' Meeting was convoked in a proper way and that it can reach valid decisions
- 2 Annual Company's Report for 2009
 - a) Report of the Management Board on the Company condition
 - b) Report of the Company's Auditor
 - c) Report of the Supervisory Board about the performed supervision of the Company operations
 - d) Annual Financial Report and Consolidated Financial Report for 2009
- 3 Decision on allocation of profit for 2009
- 4 Issuing releases to Members of Company's Management Board for 2009
- 5 Issuing releases to members of Company's Supervisory Board for 2009

- 6 Reaching a Decision on termination of the previous Supervisory Board due to the expiry of mandates of the Members of the Supervisory Board
- 7 Appointment of new members of the Supervisory Board
- 8 Notification on appointment of the representatives of workers in the Supervisory Board
- 9 Notification about treasury shares
- 10 Decisions on acquisition of treasury shares
- 11 Amendments of the Company's Article of Association
- 12 Appointment of the Company's Auditor for 2010

II

Rules related to participation at the General Shareholders' Meeting

The right to participate in the operation of the General Shareholders' Meeting and use of the right to vote at the General Shareholders' Meeting shall be granted to persons who cumulatively fulfill the following requirements:

- as shareholders registered at the Company's Share Register
- to submit to the Company a registration form for the General Shareholders' Meeting at the latest within 7 calendar days before the established date for holding the General Shareholders' Meeting, i.e. until 4 June 2010. The registration form shall be submitted in a written form to the Company's Management Board.
- Register of Company's shares shall be kept at the "Središnje klirinško depozitarno društvo d.d." and shall be closed on 4 June 2010.

Transfer of shares made within the period of seven days before holding the General Shareholders' Meeting until the closure of the General Shareholders' Meeting shall not entitle the person to participate at the convoked General Shareholders' Meeting.

Registration forms and authorizations and access to the draft decisions and materials that served as a basis for reaching the suggested decisions shall be available to shareholders each work day from 8 a.m. to 3 p.m., starting from the date of issuing this Invitation at the following locations:

- at the location of Žitnjak, M. Čavića 4, small hall on the ground-floor
- at the location of Velika Gorica, Room No. 203
- on the Company's WEB Page.

At the General Shareholders' Meeting shareholders can also vote through their representatives.

Registration forms and authorizations are a component part of this invitation and are published as attachment thereof.

If in the first convocation of the General Shareholders' Meeting a prescribed quorum is not achieved, the General Shareholders' Meeting in the second convocation shall be held at the same place on Saturday, on 19 June 2010.

II ESTABLISHED DRAFT DECISIONS TO BE SUBMITTED TO THE GENERAL SHAREHOLDERS' MEETING (cited according to the corresponding Agenda Items for the General Shareholders' Meeting):

Agenda Item 2 a) The Supervisory Board gives consent to the Company Management Board Report on the Company Condition

Agenda Item 2 b) The Supervisory Board has taken a positive attitude towards the Company's Auditor Report.

Agenda Item 2 d) The Management and Supervisory Board shall establish an Annual Financial Report for the business year 2009 and they shall be a component part of this decision.

Agenda Item 3 a)

**DECISION
on profit allocation**

Art. 1

Gross profit for the business year 2009 to the amount of 111.512.732,69 kunas (say: one hundred and eleven million five hundred and twelve thousand and seven hundred and thirty two kunas and sixty nine lipas) has been established.

Art. 2

Net profit amounting to 88.934.841,01 kunas (say: eighty eight million nine hundred and thirty four thousand eight hundred and forty one kunas and ona lipa) has been established.

Art. 3

An amount of 720.000,00 kunas (say: seven hundred and twenty thousand kunas) shall be allocated to statutory reserves for all payments to the members of the Supervisory Board's Commission pursuant to Art. 62 of the Company's Articles of Association.

Art. 4

The General Shareholders' Meeting shall appoint the Company's Management, in case of a justified requirement, to carry out any changes in earmarking of funds specified in Art 3 hereof so as to allocate the above to other reserves in compliance with the limits prescribed by the law and the Company's Articles of Association.

Art. 5

It has been established that the remaining net profit after allocation for the purposes specified in Article 3 hereof shall amount to 88.214.841,01 kunas (say: eighty eight million two hundred and fourteen thousand eight hundred and forty one kunas and one lipa).

Art. 6

The remaining profit to the amount of 88.214.841,01 kunas (say: eighty eight million two hundred and fourteen thousand eight hundred and forty one kunas and one lipa) shall be allocated to other Company's reserves.

Explanation with reference to Decision under Agenda Item 3

By the proposed Decision the realized profit from the business year 2009 shall be retained at the Company's as a reserve. The Company shall in this way strengthen the capital position and ensure further strengthening of foundations for its long-term stable and safe business operations.

Agenda Item 10 a)

**DECISION
on acquisition of treasury shares**

Article 1

The Management Board is authorized to acquire treasury shares depending on the financial situation of the Company and if there are any justified reasons for that.

Article 2

The shares acquired in accordance with this Decision together with treasury shares already owned by the Company may not surpass ten per cent (10%) of the Company's initial capital.

Article 3

The highest or the lowest price shall be the market price of acquisition of shares on the organized market of the securities.

The price mentioned in the previous Paragraph shall mean the price within the framework of future stock exchange prices of Company shares at the moment of approval of acquisition of the above shares.

Paragraph 1 and 2 herein shall also apply accordingly to acquisition of shares outside the organized market of securities.

Article 4

Authorization for acquisition of treasury shares shall be valid at most 18 months reckoning from Conclusion of the General Shareholders' Meeting.

Article 5

The Management of the Company Board shall, due to reasonable reasons, be authorized to withdraw its treasury shares, taking into account not to incur damage to Company's shareholders and creditors.

Agenda Item 10 b)

DECISION

by which the Company Management Board and Management Boards of Companies that are dependable on Dalekovod d.d. Zagreb are authorized to acquire treasury shares

I

The General Shareholders' Meeting shall, pursuant to Article 233 of the Company Act authorize the Company Management Board to acquire treasury shares until their nominal value reaches one-tenth of the Company's initial capital. The General Shareholders' Meeting shall, pursuant to Art. 237 of the Company Act and according to corresponding application of Art. 233 of the Company Act authorize the Management Board to delegate the Management Board of companies that are dependable of the Company Dalekovod d.d. Zagreb to acquire the shares of Dalekovod d.d. until their nominal value, together with the nominal value of shares held directly by Dalekovod d.d. Zagreb, reaches one-tenth of the Company's initial capital.

II

The authorization as laid down in the previous Article herein shall be valid for the period of 18 months, reckoning from the date of reaching the decision by the General Shareholders' Meeting, by which the Management Board shall be authorized to acquire treasury shares pursuant to Art. 233 of the Company Act.

III

The Management Board and Management Boards that are dependable on Dalekovod d.d. Zagreb are obliged to pay treasury shares, at the most, at the average stock exchange price on the day of acquisition of treasury shares. Further, the Management Board and Management Boards that are dependable on Dalekovod d.d. Zagreb are authorized to acquire treasury shares also outside the stock exchange provided that they are obliged to respect the shareholders' equity principle.

Agenda Item 12)

The Supervisory Board suggests that the Company's General Shareholders' Meeting should reach a Decision by which the auditing company Pricewaterhousecoopers d.o.o. Zagreb, A. von Humboldta 4 shall be appointed as the auditor of Company's business operations in 2010.

DALEKOVOD d.d.

Luka Miličić, M.Sc.C.E.,

President of Management Board

Marijan Pavlović, LLB

President of Supervisory Board