

**The Management Board of Nova Kreditna banka Maribor, Ulica Vita Kraigherja 4, 2000 Maribor, hereby convokes its 29<sup>th</sup> Shareholders' Meeting,**

**to be held on 15 June 2016 at 14:00  
at company headquarters, located at Vita Kraigherja 4, 2000 Maribor**

**WITH THE FOLLOWING AGENDA:**

- 1. Opening of the Shareholder's Meetings, testing the quorum and electing bodies of the Shareholder's Meeting.**
- 2. Taking knowledge of the Nova KBM Group 2015 Internal Audit Report accompanied by the opinion of the Supervisory Board, the Nova KBM Group 2015 Annual Report, the Nova KBM d.d. 2015 Annual Report accompanied by the auditor's report, and the Supervisory Board report on having examined the Nova KBM Group 2015 Annual Report and the Nova KBM d.d. 2015 Annual Report.**
- 3. Adopting a resolution on the appropriation of distributable profits realized in 2015, granting discharge from liability to the Management Board and Supervisory Board of Nova KBM d.d. for fiscal 2015, and information on remuneration of management and supervisory bodies in 2015.**
- 4. Amendments and supplementations to the Articles of Association.**

Notice:

Representatives of the shareholder who had been given due power of representation shall have the right to represent the shareholder at the Shareholder's Meeting.

Shareholders whose combined ownership interest amount to one twentieth of total shareholders' equity shall have the right to demand in writing the expansion of the agenda with additional items after the publication of the convocation notice. Shareholders may submit requests for additional agenda items to Nova KBM d.d. by e-mail to [info@nkbm.si](mailto:info@nkbm.si) in the form of a scanned document attached to the e-mail or by fax.

In the event of the Shareholder's Meeting not adopting a resolution on any agenda item, the item shall be duly reasoned.

In the Shareholders' Meeting, a shareholder may exercise the right to information as stipulated by Article 305 of the Companies Act (ZGD-1).

The convocation of the Shareholder's Meeting and resolution drafts are available on the website of the Ljubljana Stock Exchange (<http://seonet.ljse.si>) and on the website of Nova KBM d.d. (<http://www.nkbm.si>). Nova KBM d.d. shall notify the Bank of Slovenia and the European Central Bank on the convocation of the Shareholder's Meeting within the deadline prescribed by law.

In Maribor, 15 June 2016

Management Board of Nova KBM d.d.

Msc Sabina Župec Kranjc  
Board member

Robert Senica  
Chairman of the Board

## **Shareholder's Meeting Resolution Proposals:**

### **1. Opening of the Shareholder's Meetings, testing the quorum and electing bodies of the Shareholder's Meeting**

#### **Proposed resolution:**

The agenda of the 29<sup>th</sup> Shareholder's Meeting shall be accepted as proposed. Agenda items shall be heard as proposed in the agenda draft. As Chairman of the Shareholder's Meeting, shall hereby be elected Mr. Markus Bruckmüller.

Pursuant to Article 304 of ZGD-1, this regular Shareholder's Meeting of Nova KBM d.d., Ulica Vita Kraigherja 4, Maribor, shall be attended by Notary Public Ines Bukovič from Maribor.

- 2. Taking knowledge of the Nova KBM Group 2015 Internal Audit Report accompanied by the opinion of the Supervisory Board, the Nova KBM Group 2015 Annual Report, the Nova KBM d.d. 2015 Annual Report accompanied by the auditor's report, and the Supervisory Board report on having examined the Nova KBM Group 2015 Annual Report and the Nova KBM d.d. 2015 Annual Report**
- 3. Adopting a resolution on the appropriation of distributable profits realized in 2015, granting discharge from liability to the Management Board and Supervisory Board of Nova KBM d.d. for fiscal 2015, and information on remuneration of management and supervisory bodies in 2015**

#### **Proposed resolution:**

- 3.1. As per proposal of the Management Board and opinion of the Supervisory Board, distributable profits realized in 2015 in the sum of EUR 16.709.848,52 shall be appropriated in full as carried-forward profit.
- 3.2. The Shareholder's Meeting hereby grants discharge from liability to the Management Board for fiscal 2015.
- 3.3. The Shareholder's Meeting hereby grants discharge from liability to the Supervisory Board for fiscal 2015.
- 3.4. The Shareholder's Meeting hereby takes knowledge of the information on remuneration of management and supervisory bodies of Nova KBM d.d. in 2015.

### **4. Amendments and supplementations to the Articles of Association**

#### **Proposed resolution:**

- 4.1 The Shareholder's Meeting hereby adopts amendments and supplementations to the Nova KBM d.d. Articles of Association as referred to in the Appendix.
- 4.2 The adopted amendments and supplementations shall be observed in the new consolidated text of the Nova KBM d.d. Articles of Association.