

**POWER OF REPRESENTATION AT THE 19th SHAREHOLDERS' MEETING
OF Nova KBM d.d.,
TOGETHER WITH THE AGENDA AND THE RESOLUTION PROPOSALS**

Dear Shareholder,

The 19th Shareholders' Meeting of Nova KBM d.d. will be held on Tuesday, 22 June 2010, in the Turner Hall of Hotel Habakuk, Pohorska ulica 59, Maribor, starting at 11:00 a.m.

The agenda of the Shareholders' Meeting, together with the proposals for resolutions submitted by the Bank's Management and Supervisory Board, was published on 21 May 2010 in the Official Gazette of the Republic of Slovenia, on SEOnet and on the Bank's website, and in newspapers Večer, Delo and Primorske novice on 22 May 2010.

In compliance with recommendations of the Corporate Governance Code for Public Limited Companies, the group of proxies decided also this year to organise the collection of powers of attorney. Therefore, we send you enclosed a power of attorney form together with the agenda and the proposals for resolutions. The power of attorney form is also published on SEOnet and on the Bank's website (www.nkbm.si).

By power of attorney, you, as a shareholder of Nova KBM d.d., may authorise one of the proxies to represent your interests at the Shareholders' Meeting. In addition to Ervin Hlede, dr. Jože Glogovšek and Anton Benko, a representative of the Institute for Training and Representation of Small Shareholders, Maribor (Stanislav Zajšek), a representative of the PanSlovenian Shareholders' Association (mag. Kristjan Verbič) and a representative of the Minor Shareholders' Society – Together we are stronger (Rajko Stankovič) are among the proxies. Your decisions marked in the power of attorney will be equal to the decisions of the shareholders who will cast their votes at the Shareholders' Meeting. We, the proxies, undertake that we shall cast the votes according to your instructions and your will expressed in the power of attorney, and that we will act in your best interest.

We kindly ask you to read carefully the instructions for filling in the power of attorney form and then to return the completed form **by mail** in the enclosed envelope. The sending of the mail is at no additional cost as the envelope is prepaid. **The power of attorney will be at the same time regarded as registration for the Shareholders' Meeting, whereby the Shareholders' Meeting will be attended on your behalf by the selected proxy.**

Pursuant to an agreement between the proxies and the Bank, the powers of attorney shall be collected at the Bank headquarters. The power **must** be received at the Bank headquarters **by 18 June 2010 inclusive** – powers received after this date **will not be observed**.

Any questions regarding the Shareholders' Meeting may be sent by the shareholders to the **e-mail address delnicar@nkbm.si**, or you may call every workday between **9:00 a.m. and 4:00 p.m. our toll-free (for calls from Slovenia) phone number 080 17 50**, with our staff available to answer your questions.

With best regards,

The Group of Proxies

Maribor, 4 June 2010