



# NOTARKA INES BUKOVIČ

2000 Maribor TPC "CITY" Vita Kraigherja 5  
tel.: (02) 23 10 440, fax: (02) 23 10 444

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## NOTARIAL RECORD OF THE MEETING OF THE KBM10 (NOVA KBM one zero) BOND HOLDERS AND ITS RESOLUTIONS

On **17 February 2017** (the seventeenth of February two thousand seventeen), upon the invitation of NOVA KBM d.d., the issuer of KBM10 (KBM one zero) bonds, I, the notary public Ines Bukovič from Maribor, attended the meeting of the holders of these bonds, which was held at the headquarters of NOVA KBM d.d. in Maribor, Ulica Vita Kraigherja 4 (four) between **1:00 pm** (one pm) and **1:15 pm** (one fifteen pm) in my presence at all times.

**On the basis of the regular extract from the court/business register AJPES dated 17 February 2017 (the seventeenth of February two thousand seventeen), I hereby establish that NOVA KREDITNA BANKA MARIBOR d.d.**, with the short name NOVA KBM d.d. and the business address Ulica Vita Kraigherja 4 (four), 2000 (two thousand) Maribor, is entered in the business/court register AJPES with the registration number 5860580000 (five eight six zero five eight zero zero zero zero).

The bond issuer handed me the extract from the KDD register of debt securities holders dated 15 February 2017 (the fifteenth of February two thousand seventeen), which I examined and enclosed hereto.

Furthermore, I established that the meeting of the bond holders was announced on 27 January 2017 (the twenty-seventh of January two thousand seventeen) on Seonet and the company's website.

After consulting the General Terms and Conditions for Issuing Bonds (hereinafter referred to as "the Prospectus"), I established that the convening of the meeting of bond holders was not announced in accordance with the provisions of Section 9.3. of the Prospectus, and pointed out potential legal consequences thereof to the persons present.

The meeting of the bond holders was convened with the following agenda:

1. Identification of the holders of KBM10 (KBM one zero) bonds and their authorised representatives
2. Establishment of quorum (3/4 (three quarters) of the sum of all the obligations under the KBM10 (KBM one zero) bonds)

3. Appointment of the Chairman of the meeting of the holders of KBM10 (KBM one zero) bonds and two vote counters
4. The vote on the draft resolution to withdraw KBM10 (KBM one zero) bonds from the regulated market

**AD 1 (one) Identification of the holders of KBM10 (KBM one zero) bonds and their authorised representatives**

The meeting of the holders of KBM10 (KBM one zero) bonds was attended by:

1. **ADRIATIC SLOVENICA D.D. KOPER, KRITNI SKLAD ŽIVLJENJSKIH ZAVAROVANJ, registration number 5063361022** (five zero six three three six one zero two two), Ljubljanska cesta 3A (three A), 6000 (six thousand) Koper Capodistria, the holder of **375 bonds** (three hundred and seventy-five bonds) or **5.59%** (five point fifty-nine percent), represented by Primož Cencelj acting under the power of attorney dated 9 February 2017 (the ninth of February two thousand seventeen);
2. **DOLINAR Tomaž**, Virmaše 77 (seventy-seven), 4220 (four thousand two hundred and twenty) Škofja Loka, the holder of **390 bonds** (three hundred and ninety bonds) or **5.82%** (five point eight-two percent), represented by Maksimiljan Juder acting under the power of attorney dated 14 February 2017 (the fourteenth of February two thousand seventeen);
3. **EPAKTA, d.o.o., registration number 5986788000** (five nine eight six seven eight eight zero zero zero), Kapucinski trg 8 (eight), 4220 (four thousand two hundred and twenty) Škofja Loka, the holder of **900 bonds** (nine hundred bonds) or **13.42%** (thirteen point forty-two percent), represented by Maksimiljan Juder acting under the power of attorney dated 16 February 2017 (the sixteenth of February two thousand seventeen);
4. **MEDIA PUBLIKUM, d.o.o., Ljubljana, registration number 5284058000** (five two eight four zero five eight zero zero zero), Ljubljana, Zaslavska cesta 54A (fifty-four A), 1231 (thousand two hundred and thirty-one) Ljubljana – Črnuče, the holder of **1,162 bonds** (one thousand one hundred sixty-two bonds) or **17.33%** (seventeen point thirty-three percent), represented by Maksimiljan Juder acting under the power of attorney (no date given);
5. **SOPOTNIK Janja**, Liminjan 28 (twenty-eight), Lucija, 6320 (six thousand three hundred and twenty) Portorož – Portorose, the holder of **135 bonds** (one hundred and thirty-five bonds) or **2.01%** (two point zero one percent), represented by Maksimiljan Juder;
6. **ZAVAROVALNICA SAVA, zavarovalna družba, d.d. – KSŽZ, registration number 5063400020** (five zero six three four zero zero zero two zero), Cankarjeva ulica 3 (three), 2000 (two thousand) Maribor, the holder of **2,250 bonds** (two thousand two hundred and fifty bonds) or **33.56%** (thirty-three point fifty-six percent);
7. **ZAVAROVALNICA SAVA, zavarovalna družba, d.d. – KSŽZ1 (KSŽZ one), registration number 5063400026** (five zero six three four zero zero zero two six), Cankarjeva ulica 3 (three), 2000 (two thousand) Maribor, the holder of **300 bonds** (three hundred bonds) or **4.47%** (four point forty-seven percent), represented by Michaela Knaver Jarc acting under the power of attorney dated 6 February 2017 (the sixth of February two thousand seventeen).

**AD 2 (two) Establishment of quorum (3/4 (three quarters) of the sum of all the obligations under the KBM10 (KBM one zero) bonds)**

After the identification of the bond holders and their authorised representatives, the authorised representative of the Management Board, Maksimiljan Juder, announced that the **quorum was established at the meeting as of the total 6,750 (six thousand seven hundred and fifty) bonds 5,512 (five thousand five hundred and twelve) bonds were present, representing 82.21% (eighty-two point twenty-one percent) of the sum of all the obligations under the bonds.**

**AD 3 (three) Appointment of the Chairman of the meeting of the holders of KBM10 (KBM one zero) bonds and two vote counters**

In accordance with Section 9.4. of the Prospectus of KBM10 (KBM one zero) bonds and based on the submitted decision of the Management Board, Maksimiljan Juder was appointed Chairman of the meeting of bond holders.

Michaela Knaver Jarc, the authorised representative of the holders of bonds of ZAVAROVALNICA SAVA, zavarovalna družba, d.d. KSŽZ and ZAVAROVALNICA SAVA, zavarovalna družba, d.d. – KSŽZ1 (KSŽZ one), proposed that Aleksandra Vincekovič and Boštjan Muhič be appointed vote counters.

Maksimiljan Juder, the authorised representative of the Management Board of the bond issuer, put to the vote the following:

**RESOLUTION:**

**The bond holders hereby appoint Maksimiljan Juder Chairman of the meeting of bond holders.**

**The vote counters shall be:**

- **Aleksandra Vincekovič and**
- **Boštjan Muhič.**

After voting by a show of hands, Maksimiljan Juder established:

- that of the total 6,750 (six thousand seven hundred and fifty) bonds 5,512 (five thousand five hundred and twelve) bonds, representing 100% (one hundred percent) of the bonds present or 82.21% (eight-two point twenty-one percent) of the sum of all the obligations under the issued bonds, voted FOR the resolution.

**He declared that the resolution was passed.**

**AD 4 (four) The vote on the draft resolution to withdraw KBM10 (KBM one zero) bonds from the regulated market**

The Chairman of the meeting of bond holders read the draft resolution to this agenda item and opened a discussion. Since there was no discussion, he put to the vote the following:

**RESOLUTION:**

- a) **The bonds issued by Nova Kreditna banka Maribor d.d. and bearing the ticker symbol KBM10 (KBM one zero) and the ISIN code SI00022103301 (SI zero zero zero two two one zero three three zero one) with a maturity on 14 December 2017 (the fourteenth of December two thousand and seventeen) and the fixed interest rate of 6.00% (six point zero zero percent) shall be withdrawn from trading on a regulated market, i.e. the Third Market on the Vienna Stock Exchange, in accordance with Article 101 of the Financial Instruments Market Act (Official Gazette of the RS, no. 100/07 (one hundred / zero seven) including amendments).**
- b) **To all the holders of KBM10 (KBM one zero) bonds who shall object to the draft resolution to withdraw KBM10 (KBM one zero) bonds from the regulated market at the meeting of the holders of KBM10 (KBM one zero) bonds, or who would not have been invited to the meeting of the holders of KBM10 (KBM one zero) bonds in an appropriate manner, the issuer shall offer to purchase KBM10 (KBM one zero) bonds by paying an adequate monetary compensation of EUR 1,010.68 (one thousand and ten euros 68/100) per KBM10 (KBM one zero) bond, as set on the day of the General Meeting of Shareholders.**

After voting by a show of hands, the Chairman of the meeting established:

- that of the total 6,750 (six thousand seven hundred and fifty) bonds 5,512 (five thousand five hundred and twelve) bonds, representing 100% (one hundred percent) of the bonds present or 82.21% (eight-two point twenty-one percent) of the sum of all the obligations under the issued bonds, voted FOR the resolution.

**The Chairman of the meeting announced that the resolution to withdraw KBM10 (KBM one zero) bonds from the regulated market passed with 82.21% (eighty two point twenty-one percent) of the sum of all the obligations under the issued bonds.**

Then, there being no further items on the agenda, the Chairman of the meeting thanked everyone for their participation and closed the meeting at 1:15 pm (one fifteen pm).

**Chairman of the Meeting  
Maksimiljan Juder**

I, the undersigned, Notary Public Ines Bukovič from Maribor, hereby certify that this notarial record is a true evidence of the meeting of bond holders and that all the above resolutions were adopted in the form and content as recorded.

Pursuant to Article 69 of the Notary Act, the notarial record does not contain the entire content of individual statements of participants and their discussions but only legally significant facts which are required by law.

I hereby confirm the content of this notarial record and the resolutions written in it with my signature and stamp.

**Notary Public  
Ines Bukovič**

The following documents are enclosed to the notarial record and bound with it in the prescribed manner:

- a copy of the call of the meeting dated 27 January 2017 (the twenty-seventh of January two thousand seventeen),
- the extract from the KDD register of debt securities holders dated 15 February 2017 (the fifteenth of February two thousand seventeen),
- 7 (seven) copies of the powers of attorney of the bond holders,
- the power of attorney of the Management Board for the opening of the meeting dated 17 February 2017 (the seventeenth of February two thousand seventeen),
- the power of attorney of the Management Board for the appointment of the Chairman of the meeting dated 17 February 2017 (the seventeenth of February two thousand seventeen) and
- the list of the present bond holders dated 17 February 2017 (the seventeenth of February two thousand seventeen).

**Notary Public  
Ines Bukovič**