

CONDITIONS APPLYING TO THE MEMBERS OF NOVA KBM d.d. SUPERVISORY BOARD

Each member of Nova Kreditna banka Maribor d.d. Supervisory Board has to meet the following criteria as stipulated in the Companies Act (ZGD-1), the Banking Act (ZBan-1), and the Articles of Association of Nova Kreditna banka Maribor d.d..

Article 23 of the Articles of Association, referring to Article 72 of ZBan-1 provides that only a person who meets the following criteria can be appointed as a member of the Supervisory Board:

- has adequate professional qualifications, characteristics and experiences necessary for supervising the Bank's operations, and
- has not been finally convicted of a criminal offence, committed intentionally, and prosecuted ex officio, or of any of the following criminal offences, committed by negligence: negligent homicide; serious bodily injury; extremely serious bodily injury; endangering safety at work; concealing, disclosing and unauthorised obtaining of a business secret; money laundering; disclosing of an official secret; causing general danger; or disclosing a state secret, and the punishment has not been expunged yet.

It is deemed that the condition referred to under indent 1 of the first paragraph of this Article has been met, if the relevant person has experience of not less than five years in managing and supervising operations in an institution of a comparable size and business to the Bank's, or other comparable business.

General conditions for supervisory board members as stipulated in Article 273 of the Companies Act (ZGD-1) also need to be taken into account. A member of a supervisory board may not be:

- a member of the management board or board of directors of a dependent company of the bank;
- a procurator or authorised person of the same company;
- a member of the management board of another company with share capital in which a member of the management board of this company is on the supervisory board;
- a person who is a member of a supervisory or management board in three other companies, or
- a person not fulfilling the conditions laid down in the articles of association.

In connection with additional limitations provided by the Bank's Articles of Association also Article 24 needs to be taken into account which also stipulated negative conditions. The content of the relevant Article 24 is as follows:

“The function of the Supervisory Board member cannot be taken over by a person:

- who is closely linked with the legal entity:
 - in which the Bank holds more than 5 (five) percent in voting rights or in the share capital, and
 - which does not have the position of a controlled company within the Banking Group, or
- who is a member of a supervisory or management body (hereinafter referred to as a “Member of a supervisory or management body”), procurator (hereinafter referred to as a “Procurator”) or owner of majority of voting rights or shares in the following legal entities, regardless of their registered office:
 - in another controlled financial company,
 - in a company which is directly or indirectly controlling another controlled financial company, or
 - in a financial holding.”

In determining the profile of the new candidate, the Supervisory Board nomination committee shall take into account primarily the following criteria:

- personal integrity and business ethics,
- higher professional education,
- adequacy of work experience in the field of management, organization and company management,
- adequacy of business and professional know-how, necessary to carry out the supervisory function,
- capability to focus in their work and in the decision-taking process on the long-term interest of the bank,
- they do not perform any management, supervising or representation function for competitive companies, and they are not bigger shareholders or partners in such companies,
- they are available during their function,
- ability for efficient communication and team work,
- willingness to undertake further training and professional development, and
- fulfilment of criteria as determined by the Accreditation Commission of the Capital Assets Management Agency of the Republic of Slovenia.

Nova Kreditna banka Maribor d.d.
Ulica Vita Kraigherja 4
2505 Maribor

**Agreement to collection, registration, processing, and communication of personal data for
candidacy requirements of Supervisory Board members of
Nova Kreditna banka Maribor d.d. (Nova KBM d.d.)**

I, the undersigned _____, born on _____, candidate for
Supervisory Board member of Nova KBM d.d. agree that:

- Nova KBM d.d. collects my personal data as a candidate for Supervisory Board member, and that it manages the register of personal data in electronic form;
- The collection of personal data is voluntary;
- Nova KBM d.d. as the administrator of personal data uses my personal data solely for processing purposes – for the selection procedure of candidates for Supervisory Board members of Nova KBM d.d.;
- In order to achieve the objective stated in the previous indent, the personal data submitted to Nova KBM d.d. as well as other professional opinions from other institutions about my candidacy for Supervisory Board member shall be collected and processed in a professional manner;
- Exclusively for the purpose of achieving the processing objective, with a special emphasis on obtaining agreements and professional opinions, Nova KBM d.d. can send my personal data in an appropriate manner to the following entities:
 - Accreditation Commission of the Capital Assets Management Agency of the Republic of Slovenia;
 - Supervisory Board nomination committee and Supervisory Board of Nova KBM d.d.;
 - Other entities authorised to assess candidates for supervisory board members.
- I have been informed that the collection of personal data is voluntary and that I am entitled to inspect, copy, supplement, amend, block or delete my personal data from the register pursuant to the Protection of Personal Data Act;
- In order to update the personal data register, I will send to Nova KBM d.d. any amendments to the previously sent personal data.

Date: _____

Signature: _____



Europass Curriculum Vitae

Insert photograph. Remove heading if not relevant (see instructions)

Personal information

First name(s) / Surname(s)

First name(s) Surname(s) (remove if not relevant, see instructions)

Address(es)

House number, street name, postcode, city, country (remove if not relevant, see instructions)

Telephone(s)

(remove if not relevant, see instructions)

Mobile: (remove if not relevant, see instructions)

Fax(es)

(remove if not relevant, see instructions)

E-mail

(remove if not relevant, see instructions)

Nationality

(remove if not relevant, see instructions)

Date of birth

(remove if not relevant, see instructions)

Gender

(remove if not relevant, see instructions)

Desired employment / Occupational field

(remove if not relevant, see instructions)

Work experience

Dates

Add separate entries for each relevant post occupied, starting from the most recent. (remove if not relevant, see instructions)

Occupation or position held

Main activities and responsibilities

Name and address of employer

Type of business or sector

Education and training

Dates

Add separate entries for each relevant course you have completed, starting from the most recent. (remove if not relevant, see instructions)

Title of qualification awarded

Principal subjects/occupational skills covered

Name and type of organisation providing education and training

Level in national or international classification

(remove if not relevant, see instructions)

Personal skills and competences

Mother tongue(s)

Specify mother tongue (if relevant add other mother tongue(s), see instructions)

Other language(s)

Self-assessment

European level (*)

Understanding		Speaking		Writing
Listening	Reading	Spoken interaction	Spoken production	

Language									
Language									

(* [Common European Framework of Reference for Languages](#))

Social skills and competences Replace this text by a description of these competences and indicate where they were acquired. (Remove if not relevant, see instructions)

Organisational skills and competences Replace this text by a description of these competences and indicate where they were acquired. (Remove if not relevant, see instructions)

Technical skills and competences Replace this text by a description of these competences and indicate where they were acquired. (Remove if not relevant, see instructions)

Computer skills and competences Replace this text by a description of these competences and indicate where they were acquired. (Remove if not relevant, see instructions)

Artistic skills and competences Replace this text by a description of these competences and indicate where they were acquired. (Remove if not relevant, see instructions)

Other skills and competences Replace this text by a description of these competences and indicate where they were acquired. (Remove if not relevant, see instructions)

Driving licence State here whether you hold a driving licence and if so for which categories of vehicle. (Remove if not relevant, see instructions)

Additional information Include here any other information that may be relevant, for example contact persons, references, etc. (Remove heading if not relevant, see instructions)

Annexes List any items attached. (Remove heading if not relevant, see instructions)

Statement at candidacy for Supervisory Board member of Nova Kreditna banka Maribor d.d.

I, the undersigned _____, in connection with my candidacy for Supervisory Board member of Nova Kreditna banka Maribor d.d. give the following statement (encircle yes or no):

1. **I am an independent candidate**, which means that I am not economically, personally or in any other way closer related to the bank or its management, in which I run for the office of supervisory board member

yes no

2. **I do not perform the functions** of management, supervision or consulting for competitive companies, and I am not a bigger shareholder or partner in a **company which is competitive** to the one in which I run for the office of supervisory board member

yes no

3. in the time of candidature, **I am not a member** of another management or supervisory body of the company, in which I run for the office of supervisory board member (ZGD-1, Article 255),

yes no

4. in the time of candidature, **I am not a member of the management board or board of directors of a dependent company of the bank** (ZGD-1, Article 273)

yes no

5. in the time of candidature, **I am not a procurator or authorised person** of the bank (ZGD-1, Article 273),

yes no

6. in the time of candidature, **I am not a member of the management board of another company** with share capital in which a member of the management board of the Bank has a function in the supervisory board (ZGD, Article 273),

7. in the time of candidature (encircle):

I am owner of _____ shares of Nova Kreditna banka Maribor d.d., in which I run for the office of supervisory board member, or in its related companies

I do not own shares of the company in which I run for the office of supervisory board member

8. in the time of candidature I am not a significant supplier of goods or services (including advising and auditing services)

yes no

9. **In the past five years from the given moment, I have not been finally convicted** of a criminal offence against economy, against work relationship and social security, against legal transactions, against property, against the environment, space and natural resources, or more than two years have passed since the prison sentenced has been served (ZGD-1, Article 255),

yes

no

10. in the time of candidature, **I am not excluded from public sector employment** as a result of an imposed preventive measure (ZGD-1, Article 255),

yes

no

11. as a member of a management or supervisory board of a company in which a bankruptcy procedure has been initiated, **I have not been finally convicted** to the payment of damages to creditors in compliance with the provisions of the law, or over 24 months have passed since the conviction was final (ZGD-1, Article 255),

Date: _____

Signature: