

**The Management Board of Nova Kreditna banka Maribor, Ulica Vita Kraigherja 4, 2000 Maribor, hereby convokes its 31<sup>st</sup> Shareholders' Meeting,**

**to be held on 14 July 2016 at 15.30 CET o'clock at company headquarters, located at Ulica Vita Kraigherja 4, 2000 Maribor**

**WITH THE FOLLOWING AGENDA:**

- 1. Opening the Shareholders' Meeting, testing the quorum and electing bodies of the Shareholder's Meeting.**
- 2. Adopting a resolution on the appropriation of distributable profits realized in 2015 (Substitution of the resolution passed in the 30<sup>th</sup> Shareholders' Meeting on 30 June 2016).**

Notice:

Representatives of the shareholder shall have the right to represent the shareholder at the Shareholders' 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 Shareholders' 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 Shareholders' 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, 14 July 2016

Management Board of Nova KBM d.d.

MSC Sabina Župec Kranjc  
Board member

Robert Senica  
Chairman of the Board

## Shareholders' Meeting Resolution Proposals

### **1. Opening the Shareholders' Meeting, testing the quorum and electing bodies of the Shareholders' Meeting**

#### **Proposed Resolution:**

The agenda of the 31<sup>st</sup> Shareholders' Meeting shall be accepted as proposed. Agenda items shall be heard as proposed in the draft of the agenda. Mr. Markus Bruckmüller shall be elected as chairman of the Shareholders' Meeting.

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

### **2. Adopting a resolution on the appropriation of distributable profits realized in 2015**

#### **Proposed Resolution:**

As per proposal of the Management Board, opinion of the Supervisory Board and in accordance with commitments of Nova KBM to European Commission (DG Comp) **this resolution annuls and fully substitutes** the resolution on the appropriation of distributable profits that was passed in the 30<sup>th</sup> Shareholders' Meeting of Nova KBM on 30 June 2016.

Distributable profits realized in 2015 in the sum of EUR 16.709.848,52 shall be appropriated as follows:

- an amount of EUR 16,567,011,93 shall be paid as dividend payments to the shareholders;
- an amount of EUR 142,836,59 shall be carried forward.

The gross dividend per share amounts to EUR 1,6567 EUR. Persons entitled to dividends are shareholders registered in the share register as at the day of the Shareholders' Meeting. The dividend shall be paid to the shareholders no later than 90 days after the adoption of this resolution.