



***Obavještenje o sazivanju XII (dvanaeste) vanredne sjednice  
Skupštine akcionara Lovćen banke AD***

***Notice of convening of the XII (the twelfth) extraordinary General  
Meeting of Shareholders of Lovćen Bank AD***

**U Podgorici, 23. mart 2018. godine**

**In Podgorica, 23 March 2018**

Na osnovu člana 36 stav 7 Zakona o privrednim društvima ("Službeni list RCG", br 06/ 02 i "Službeni list CG", br. 17/07, 80/08, 40/10, 73/10, 36/11 i 40/11), akcionarima Lovćen banke akcionarsko društvo Podgorica dostavlja se

## OBAVJEŠTENJE O SAZIVANJU XII VANREDNE SKUPŠTINE AKCIONARA LOVČEN BANKE AD PODGORICA

### I

XII vanredna Skupština akcionara održaće se dana 25. aprila 2018. godine elektronskim putem.

### II

Odlukom Odbora direktora br. **02-XL/10** od 22. marta 2018. godine utvrđen je sljedeći

#### ***Dnevni red XII (dvanaeste) vanredne Skupštine akcionara:***

- 1. Razmatranje i donošenje odluke o razrješenju članova Odbora direktora Banke,*
- 2. Razmatranje i donošenje odluke o izboru članova Odbora direktora Banke,*
- 3. Razmatranje i donošenje odluke o utvrđivanju visine naknade za članove Odbora direktora Banke.*

### III

Prema izvodu iz Centralne depozitarne agencije na dan 31. decembar 2017. godine ukupan broj emitovanih akcija iznosi 28.400 (slovima: dvadeset osam hiljada četiri stotine). Sve su obične, redovne, akcije sa pravom glasa. Jedna obična akcija vrijedi jedan glas. Ukupan broj glasova kojima raspolažu akcionari u Skupštini akcionara iznosi 28.400. Odluke se po svim tačkama predloženog dnevnog reda smatraju donijetim ako je za svaku od njih pojedinačno glasalo više od 1/2 (polovine) prisutnih ili zastupanih akcionara, a što iznosi najmanje 14.201 (slovima: četnaest hiljada dvije stotine jedan). Prilikom utvrđivanja broja glasova prisutnih akcionara u obzir se uzimaju i glasovi akcionara koji su glasali pisanim ili elektronskim putem.

Glasanje putem glasačkih listića je obavezno za tačku 2 Dnevnog reda, u skladu sa čl.39. st.7 Zakona o privrednim društvima. Prilikom izbora članova Odbora direktora svaka akcija sa pravom glasa daje broj glasova jednak broju članova odbora direktora (kumulativno glasanje). Akcionar ili punomoćnik akcionara može sve glasove dati jednom kandidatu ili ih po svom nahođenju rasporediti na više kandidata.

### IV

Skupština akcionara donosi odluku većinom glasova prisutnih ili zastupanih akcionara ili putem glasačkih listića.

## V

Skupština akcionara donosi odluku većinom glasova prisutnih ili zastupanih akcionara ili putem glasačkih listića.

Glasački listić sadrži podatke o nazivu banke, datumu i mjestu održavanja skupštine akcionara Banke, pitanja o kojima se glasa, ime, odnosno naziv akcionara, broj glasova akcionara, mogućnost glasanja "za" ili "protiv" po svakom pitanju o kome se glasa. Glasački listić sadrži i uputstvo o načinu glasanja i o uslovima za proglašenje glasanja važećim, odnosno nevažećim.

Prisutni ili zastupljeni akcionari koji nemaju pravo glasa po nekoj tački dnevnog reda prilikom odlučivanja na skupštini akcionara računaju se prilikom utvrđivanja kvoruma, ali se ne uzimaju u obzir prilikom donošenja odluka.

Akcionar ima pravo da opunomoci drugo lice da glasa kao njegov punomoćnik na Skupštini akcionara ili da obavlja druge pravne radnje. Punomoćje mora biti ovjereno kod nadležnog organa koji vrši ovjeru potpisa (notar, sud i dr).

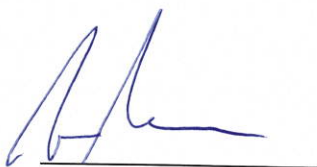
## VI

Obavještenje o sazivanju XII (dvanaeste) vanredne Skupštine akcionara biće objavljeno na internet stranici Lovćen banke AD Podgorica: [www.lovcenbanka.me](http://www.lovcenbanka.me).

## VII

Materijali sa predlozima odluka će biti dostavljeni akcionarima poštanskim putem, a biće dostupni i u poslovnim prostorijama Lovćen banke AD Podgorica počev od 02. aprila 2018. godine svakog radnog dana od 08 – 16 časova.

U Podgorici, dana 23. marta 2018. godine



Nikola Kaluđerović,  
Direktor Sektora za pravne i opšte poslove



  
Vanja Golubović-Tatalović,  
Sekretar Banke

Pursuant to Article 36 paragraph 7 of the Law on Business Organizations ("Official Gazette of the Republic of Montenegro", No. 06/ 02 and "Official Gazette of Montenegro", No. 17/07, 80/08, 40/10, 73/10, 36/11 and 40/11), the shareholders of Lovćen Bank - shareholding company Podgorica, are delivered

## NOTICE OF CONVENING OF THE XII EXTRAORDINARY GENERAL SHAREHOLDERS MEETING OF LOVČEN BANK AD PODGORICA

### I

The XII (twelfth ) extraordinary General Shareholders Meeting of Lovcen Bank AD Podgorica will be held on 25 April 2018 electronically, in accordance with the Rules of Procedure of the Assembly of Shareholders of Lovcen Bank AD Podgorica, starting at 9 a.m.

### II

By the Decision of the Board of Directors **No.02-XL/10** of 22 March 2018 the following **Agenda of the XII (twelfth) extraordinary General Shareholders Meeting:**



- Review and adoption of the Decision on recall of members of the Board of Directors,
- Review and adoption of the Decision on election of members of the Board of Directors,
- Review and adoption of the Decision on establishing the amount of compensation for members of the Board of Directors.

### III

According to the excerpt from the Central Depository Agency dated 31 December 2017, the total number of issued shares is 28,400 (in words: twenty-eighth thousand four hundred). These are all common, ordinary, shares with voting rights. One ordinary share represents one vote. The total number of votes available to shareholders at the Shareholders Meeting is 28,400. The Decisions on all items of the proposed agenda are considered adopted if more than half of shareholders present or represented voted, which is at least 14,701 (forty thousand seven hundred and one). When establishing the number of votes of the present shareholders, the votes of the shareholders who voted in writing or electronically are taken into account.

### IV

Voting by voting ballots is required for item 2 of the Agenda, in accordance with Article 39 paragraph 7 of the Law on Business Organizations. Shareholder and shareholders holding together no less than 5% of the share capital shall be entitled to nominate candidates for members of the Board of Directors. For the election of Board Members, each share with voting rights shall have a number of votes equal to the number of members of the Board of Directors established by the charter of the company (cumulative voting). A shareholder or his authorized person may give all votes to one candidate or distribute them, at his discretion, to several candidates.

## V

The decision of the General Shareholders Meeting is adopted based on majority of votes of the present or represented shareholders or voting ballots.

The voting ballots contains the information about the Bank's name, date and place of the General Shareholders Meeting of the Bank, the issues to be voted on, names of shareholders, the number of votes of shareholders, the possibility of voting "in favor" or "against" on each issue. The voting ballots also contain instructions on how to vote and the conditions for declaring the vote valid or invalid.

The present or represented shareholders who are not entitled to vote on certain items on the agenda when deciding at the General Shareholders Meeting are counted when a quorum is established, but are not taken into account when decisions are made.

A shareholder has the right to authorize another person to vote as his proxy at the General Shareholders' Meeting or to perform other legal actions. The Power of Attorney must be certified by a competent authority that performs certification of signatures (notary, court, etc.).

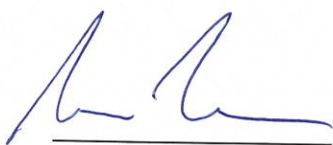
## VI

The information about the convening of the XII (the twelfth) extraordinary General Shareholders Meeting will be published on the website of Lovcen Bank AD Podgorica: [www.lovcenbanka.me](http://www.lovcenbanka.me).

## VII

The materials with the proposals of decisions will be send to the shareholders by regular post and be available to the shareholders in the business premises of Lovcen Bank starting from 02 April 2018, on every working day from 8 a.m. to 4 p.m.

In Podgorica, on 23 March 2018



Nikola Kaluđerović,  
Director of Legal and General Affairs Division



Vanja Golubović-Tatalović,  
Bank's Secretary