



***Obavještenje o sazivanju V (pete) redovne godišnje
Skupštine akcionara Lovćen banke AD***

***Notice of convening of V (the fifth) regular Annual General Meeting of
Shareholders of Lovćen Bank AD***

U Podgorici, 19. aprila 2019. godine

In Podgorica, 19 April 2019

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) a na osnovu Odluka Odbora direktora broj 02-IX/11 od 22. marta 2019. godine i 02-X/15 od 18. aprila 2019. godine, akcionarima Lovćen banke akcionarsko društvo Podgorica dostavlja se

OBAVJEŠTENJE O SAZIVANJU V REDOVNE GODIŠNJE SKUPŠTINE AKCIONARA LOVČEN BANKE AD PODGORICA

I

V (peta) redovna godišnja Skupština akcionara održaće se dana 23. maja 2019. godine, u Sjedištu Lovćen banke AD Podgorica, Bulevar Džordža Vašingtona 56/I sa početkom u 12 časova.

II

Odlukom Odbora direktora br. **02-IX/11** od 22. marta 2019. godine utvrđen je sljedeći

Dnevni red V (pete) redovne godišnje Skupštine akcionara Banke:

1. Izbor predsjedavajućeg Skupštinama akcionara,
2. Usvajanje zapisnika sa prethodnih sjednica Skupštine akcionara Banke,
3. Razmatranje Godišnjeg izvještaja o poslovanju Banke za 2018. godinu sa izvještajem nezavisnog spoljnog revizora;
4. Razmatranje i donošenje odluke o uključivanju neraspoređene dobiti iz prethodne finansijske 2018. godine u osnovni kapital Banke,
5. Razmatranje i donošenje odluke o reizboru članova Odbora direktora Banke,
6. Davanje ovlaštenja akcionaru Banke da u ime akcionara ovjerava zapisnike sa sjednica Skupštine akcionara Banke.

III

Prema izvodu iz Centralnog klirinškog depozitarnog društva a.d. (CKDD) na dan 19. april 2019. godine ukupan broj emitovanih akcija iznosi 34.400 (slovima: trideset četiri hiljade četiri stotine). Sve su obične, redovne, akcije sa pravom glasa. Jedna obična akcija vrijedi jedan glas.

Odluke po svim tačkama Dnevnog reda V redovne godišnje Skupštine akcionara smatraju se donijetim većinom glasova.

IV

Prilikom izbora članova odbora direktora svaka akcija sa pravom glasa daje broj glasova jednak broju članova odbora direktora koji se biraju - kumulativno glasanje po formuli: broj glasova akcionara = broj akcija x broj predloženih kandidata.

Akcionar ili punomoćnik akcionara može sve glasove dati jednom kandidatu ili ih, po svom nahođenju, rasporediti na više kandidata.

V

U skladu sa odredbama člana 39 stav 7 Zakona o privrednim društvima, glasanje putem glasačkih listića je obavezno prilikom izbora članova odbora direktora.

U skladu sa odredbama člana 39 stav 9 Zakona o privrednim društvima, 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.

VI

Akcionar ima pravo da opunomoći 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).

VII

Obavještenje o sazivanju V (pete) redovne godišnje Skupštine akcionara biće objavljeno na internet stranici Lovćen banke AD Podgorica: www.lovcenbanka.me.

VIII

U skladu sa članom 36 stav 11 i 12 Zakona o privrednim društvima, materijal sa predlozima odluka će biti dostavljeni akcionarima poštanskim i elektronskim putem, a biće dostupni u poslovnim prostorijama Lovćen banke AD Podgorica počev od 30.aprila 2019. godine, svakog radnog dana od 08 do 16 časova.

U Podgorici, dana 19. april 2019. godine

Vanja Golubović-Tatalović
Vanja Golubović Tatalović,
sekretar Banke



Nikola Kaluđerović,
direktor Sektora za pravne i opšte poslove

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) and based on the Board of Directors' Decisions No. 02-IX/11 of 22 March 2019 and 02-X/15 of 18 April 2019, the shareholders of Lovćen Bank - shareholding company Podgorica, are delivered

NOTICE OF CONVENING OF V (FIFTH) REGULAR ANNUAL GENERAL MEETING OF SHAREHOLDERS OF LOVČEN BANK AD PODGORICA

I

V (the fifth) regular Annual General Meeting of Shareholders of Lovćen Bank AD Podgorica will be held in Lovćen Bank's Headquarters, Džordža Vašingtona Boulevard No. 56, 1st floor, on 23 May 2019 starting at 12.

II

In accordance with the Board of Directors' Decision No. 02-IX/11 of 22 March 2019 the following Agenda was determined

Agenda of V regular Annual General Meeting of Shareholders:

1. *Election of the Chairperson of the GSM,*
2. *Adoption of the Minutes of the previous Bank's General Shareholders Meetings,*
3. *Review of the Annual Report on the Bank's operations for 2018 with Independent External Auditor's Report,*
4. *Adoption of the Decision on inclusion of undistributed profit from the previous financial year of 2018 in the core capital of the Bank,*
5. *Re-election of the members of the Board of Directors,*
6. *Granting authority to a Bank's shareholder to sign the Minutes of the General Meetings of Shareholders.*

III

According to the excerpt from the Central Securities Clearing Company JSC (CSCC) of 19 April 2019, the total number of issued shares is 34,400 (in words: thirty-four thousand four hundred shares). These are all common, ordinary, shares with voting rights. One ordinary share represents one vote.

The decisions on all Agenda items shall be adopted based on the majority of votes.

IV

For the election of Board Members, each share with voting rights shall have a number of votes equal to the number of candidates to be elected for the members of the Board - cumulative voting based on the formula: number of shareholders' votes = number of shares x number of proposed candidates.

A shareholder or his authorized representative may give all votes to one candidate or distribute the votes, at his discretion, to several i.e. each candidates.

V

In accordance with the provisions of Article 39 paragraph 7 of the Law on Business Organizations, voting by voting ballots shall be mandatory when members of the Board of Directors are to be elected.

In accordance with the provisions of Article 39 paragraph 9 of the Law on Business Organizations, the voting ballots contains the information about the Bank's name, date and place of the General Meeting of Shareholders of the Bank, the issues to be voted on, names of shareholders, the number of votes of

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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.

VI

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.).

VII

The information about the convening of V (the fifth) regular Annual General Meeting of Shareholders of Lovćen Bank AD Podgorica will be published on the website of Lovćen Bank AD Podgorica: www.lovcenbanka.me.

VIII

In accordance with Article 36 paragraph 11 and 12 of the Law on Business Organizations, material with the proposals of decisions will be sent to the shareholders by regular post and by email and will be available to the shareholders in the business premises of Lovćen Bank starting from 30 April 2019 every working day from 8 a.m. to 4 p.m.

In Podgorica, on 19 April 2019


Vanja Gorubović-Tatalović,
Bank's Secretary

Nikola Kaluđerović,
Legal and General Affairs Division Director