



***Obavještenje o sazivanju VII (sedme) redovne godišnje
Skupštine akcionara Lovćen banke AD***

***Notice of convening of VII (the seventh) regular Annual General Meeting
of Shareholders of Lovćen Bank AD***

U Podgorici, 27. aprila 2021. godine

In Podgorica, 27 April 2021

Na osnovu člana 136 Zakona o privrednim društvima ("Službeni list Crne Gore", br. 065/20 od 03.07.2020), a u skladu sa Odlukom Odbora direktora broj 02-XXIII/19 od 25. marta 2021. godine, akcionarima Lovćen banke akcionarsko društvo Podgorica dostavlja se

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

I

VII (sedma) redovna godišnja Skupština akcionara održaće se dana 27. maja 2021. godine, u Sjedištu Lovćen banke AD Podgorica, Bulevar Džordža Vašingtona 56/I, Podgorica, sa početkom u 11 časova.

U skladu sa odredbom člana 145 Zakona o privrednim društvima („Službeni list CG", br. 65/20 od 03.07.2020. godine), akcionarima Lovćen banke AD je omogućeno da se u rad VII redovne godišnje Skupštine akcionara uključe i sa druge lokacije, odnosno elektronskim putem - putem linka:

<https://zoom.us/j/91491298305?pwd=dVhMaHNidEFHVG54MW4vaC95UWM0Zz09>. Radi povjerljivosti podataka, ID i passcode za Skupštinu biće dostavljen akcionarima putem outlook kalendara, elektronske i redovne pošte na ranije utvrđene adrese za komunikaciju Banke i njenih akcionara.

II

Odlukom Odbora direktora br. 02-XXIII/19 od 25. marta 2021. godine predložen je sljedeći

Dnevni red VII (sedme) 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 2020. godinu sa izvještajem nezavisnog spoljnog revizora,
4. Donošenje odluke o uključivanju neraspoređene dobiti iz prethodne finansijske 2020. godine u osnovni kapital Banke,
5. Donošenje odluka o razrješenju i imenovanju članova Odbora direktora Banke,
6. Donošenje odluke o utvrđivanju naknade za rad članovima Odbora direktora,
7. Donošenje odluke o davanju specijalnog punomoćja članu Odbora direktora za zaključivanje ugovora o profesionalnom angažovanju sa izabranim predsjednikom Odbora direktora,
8. Davanje ovlaštenja akcionaru Banke da u ime akcionara ovjerava zapisnike sa sjednica Skupštine akcionara Banke.

III

Prema Listi vlasnika hartija od vrijednosti od 26. aprila 2021. godine, koje je izdalo Centralno klirinško deponitarno društvo a.d. (CKDD), ukupan broj emitovanih i oplaćenih akcija iznosi 42.036 (slovima: četrdeset dvije hiljade trideset šest). Sve su obične, redovne akcije sa pravom glasa. Jedna obična akcija vrijedi jedan glas.

U skladu sa članom 143 stav 7 Zakona o privrednim društvima, odluke po tačkama 1, 2, 4, 5, 6, 7 i 8 Dnevnog reda VII redovne godišnje Skupštine akcionara donose se **većinom glasova** prisutnih ili zastupanih akcionara ili putem glasačkih listića. U skladu sa odredbama člana 143 stav 6 Zakona o privrednim društvima, glasanje putem glasačkih listića je obavezno prilikom izbora članova odbora direktora.

U skladu sa odredbama člana 29, a na osnovu člana 33 stav 1 tačka 5 Zakona o bankama, akcionari ne glasaju po tački 3 Dnevnog reda.

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 članom 143 stav 8 i 9 Zakona o privrednim društvima, glasački listić sadrži podatke o nazivu Društva, datumu i mjestu održavanja Skupštine akcionara društva, pitanja o kojima se glasa, ime, odnosno naziv akcionara, broj glasova akcionara, mogućnost glasanja "za" ili "protiv" po svakom pitanju o kome se glasa, kao i ime svakog predloženog člana Odbora direktora 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 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).

Punomoćnik je dužan da jedan primjerak punomoćja dostavi Sekretaru Banke neposredno prije održavanja VII redovne Skupštine akcionara, radi evidentiranja punomoćja u listu prisutnih ili zastupanih akcionara na skupštini.

VII

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

VIII

U skladu sa članom 138 Zakona o privrednim društvima, materijal sa predlozima odluka će biti dostavljeni akcionarima poštanskim i elektronskim putem, a biće dostupan u poslovnim prostorijama Lovćen banke AD Podgorica, počev od 6. maja 2020. godine, svakog radnog dana od 08 do 16 časova.

U Podgorici, dana 27. aprila 2021. godine

Vanja Golubović-Tatalović
Vanja Golubović-Tatalović
Sekretar Banke



Pursuant to Article 136 of the Law on Business Organizations ("Official Gazette of Montenegro", No. 065/20 of 03.07.2020) and in accordance with the Board of Directors' Decisions No. 02-XXIII/19 of 25 March 2021, the shareholders of Lovćen Bank - shareholding company Podgorica, are delivered

NOTICE OF CONVENING OF VII (THE SEVENTH) REGULAR ANNUAL GENERAL MEETING OF SHAREHOLDERS OF LOVČEN BANK AD PODGORICA

I

VII (the seventh) regular Annual General Meeting of Shareholders of Lovćen Bank AD Podgorica will be held in Lovćen Bank's registered Office, Džordža Vašingtona Boulevard No. 56, 1st floor, on 27 May 2021 starting at 11 o'clock.

In accordance with the provision of Article 145 of Law on Business Organizations ("Official Gazette of Montenegro", No. 065/20 of 03.07.2020), the shareholders are enabled to join to the work of VII regular annual General Meeting of Shareholders from another location i.e. electronically using the link: <https://zoom.us/j/91491298305?pwd=dVhMaHNldEFHVG54MW4vaC95UWM0Zz09>. Due to the security reasons, the ID and passcode for the General Meeting, will be delivered to shareholders through outlook calendar, email and regular post to previously specified addresses for communication of the Bank with its shareholders.

II

In accordance with the Board of Directors' Decision No. 02-XXIII/19 of 25 March 2021 the following Agenda was determined

Agenda of VII regular Annual General Meeting of Shareholders:

1. Adoption of the Decision on election of the Chairperson of the General Meeting of Shareholders,
2. Adoption of the Minutes of the previous Bank's General Meeting of Shareholders,
3. Review of the Annual Report on the Bank's Operation for 2021 with Independent External Auditor's Report,
4. Adoption of the Decision on inclusion of undistributed profit from the previous financial year of 2020 in the core capital of the Bank,
5. Adoption of the decisions on dismissal and election of the members of the Board of Directors,
6. Adoption of the Decision on determining the compensation for the work of the members of the Board of Directors,
7. Adoption of the Decision on issuing Power of Attorney to a member of the Board of Directors to sign the contract on professional engagement with the elected Chairperson,
8. Granting authority to a Bank's shareholder to sign the Minutes of the General Shareholders Meetings.

III

According to the List of securities' holders issued by Central Securities Clearing Company JSC (CSCC) of 26 April 2021, the total number of issued shares is 42,036 (in words: forty-two thousand and thirty-six shares). These are all common, ordinary shares with voting rights. One ordinary share represents one vote.

In accordance with Article 143, paragraph 7 of the Law on Business Organizations, decisions under items 1, 2, 4, 5, 6, 7 and 8 of the Agenda of VII regular annual General Meeting of Shareholders shall be made by a **majority**



vote of present or represented shareholders or by ballots. In accordance with the provisions of Article 143, paragraph 6 of the Law on Business Organizations, voting by ballot is mandatory when electing members of the Board of Directors.

In accordance with the provisions of Article 29 and pursuant to Article 33 paragraph 1 item 5 of the Banking Law, shareholders shall not vote on item 3 of the Agenda.

IV

When electing members of the Board of Directors, each voting share provides the number of votes equal to the number of members of the Board of Directors who are elected - cumulative voting according to the formula: number of votes of shareholders = number of shares x number of proposed candidates.

A shareholder or a shareholder's proxy may give all votes to one candidate or, at his discretion, distribute them to several candidates.

V

In accordance with Article 143, paragraphs 8 and 9 of the Law on Business Organizations, the ballot contains information on the name of the company, date and place of the General Meeting of Shareholders, issues to be voted on, names of shareholders, number of votes of shareholders, possibility to vote "in favor" or "against" on each issue being voted on, as well as the name of each proposed member of the Board of Directors being voted on.

The ballot paper also contains instructions on the manner of voting and on the conditions for declaring the voting valid or invalid.

VI

A shareholder has the right to authorize another person to vote as his/her proxy at the General Meeting of Shareholders or to perform other legal actions. The power of attorney must be certified by the competent authority that verifies the signature (notary, court, etc.).

The proxy shall be obliged to submit one copy of the power of attorney to the Secretary of the Bank immediately before VII regular General Meeting of Shareholders, for the purpose of recording the power of attorney in the list of present or represented shareholders at the General Meeting.

VII

The notice on convening of VII (the seventh) regular annual General Meeting of Shareholders will be published on the website of Lovćen Bank AD Podgorica: www.lovcenbanka.me.

VIII

In accordance with Article 138 of the Law on Business Organizations, the material with proposed decisions will be delivered to the shareholders by mail and electronically, and will be available in the business premises of Lovćen Banka AD Podgorica starting from 6 May 2020, every working day from 8 a.m. to 4 p.m.

In Podgorica, on 27 April 2021

Vanja Golubović-Tatalović
Vanja Golubović-Tatalović
Bank's Secretary



PUNOMOĆJE

za glasanje na VIII (sedmoj) redovnoj godišnjoj Skupštini akcionara Lovćen banke AD Podgorica

(Naziv/ime akcionara)

(sjedište/adresa)

(matični broj/JMBG/broj pasoša ili drugi identifikacioni broj)

OVIM PUNOMOĆJEM OVLAŠĆUJEM PUNOMOĆNIKA

(Ime i prezime)

(adresa, prebivalište)

(matični broj/broj pasoša ili drugi identifikacioni broj)

da u moje/naše ime, na VII redovnoj godišnjoj Skupštini akcionara Lovćen banke AD Podgorica, koja će se održati dana 27. maja 2021. godine, u Sjedištu Lovćen banke AD Podgorica, Bulevar Džordža Vašingtona 56/I, Podgorica, s početkom u 11 časova, vrši pravo glasa sadržano u _____ **(unijeti broj akcija koje akcionar posjeduje)** Lovćen Banke AD Podgorica, čiji sam / smo pravni i stvarni vlasnik, po tačkama Dnevnog reda VII redovne godišnje Skupštine akcionara Banke.

Datum i mjesto izdavanja punomoćja

Potpis lica koje daje punomoćje

Napomene:

- Punomoćje za glasanje koje izdaje fizičko lice mora biti ovjereno u skladu sa zakonom kojim se uređuje ovjera potpisa.
Sastavni dio punomoćja koje izdaje fizičko lice čine ovjerene kopije ličnih dokumenata izdavaoca punomoćja i njegovog punomoćnika.
- Punomoćje za glasanje koje izdaje pravno lice mora biti ovjereno pečatom pravnog lica i potpisom ovlašćenog lica u pravnom licu. Sastavni dio ovog punomoćja čini ovjerena kopija ličnog dokumenta punomoćnika pravnog lica.
- Ukoliko punomoćje ne sadrži uputstvo ili nalog za ostvarivanje prava glasa, punomoćnik ostvaruje pravo glasa savjesno i u najboljem interesu akcionara.
- Punomoćje za glasanje se mora predati Sekretaru Banke prije, odnosno najkasnije na dan održavanja Skupštine.
- Akcionar može u svako vrijeme opozvati ovo punomoćje.

POWER OF ATTORNEY

for voting at VII (the seventh) regular annual General Meeting of Shareholders of Lovćen Bank AD Podgorica

(Shareholder's name)

(Seat / address)

(Registration number/UCIN/passport or other identification number)

BY THIS PoA I / WE HEREBY AUTHORIZE

(Name and surname)

(Address, residence)

(Unique citizen's identification number/passport number or other identification number)

to exercise on mine/our behalf at the VII (the seventh) regular Annual General Meeting of Shareholders of Lovćen Bank AD Podgorica will be held in Lovćen Bank's registered Office, Džordža Vašingtona Boulevard No. 56, 1st floor, on 27 May 2021 starting at 11 o'clock, at the voting rights attached to _____ shares (**insert the number of shares that shareholder possess**) of Lovćen Bank AD Podgorica, that I / we possess as a legal and beneficial owner, on all items of the Agenda of the VII regular annual General Meeting of Shareholders of the Bank.

Date and place of the PoA

Signature of the person granting the PoA

Note:

- Power of Attorney for voting granted by a private individual must be certified in accordance with the Law regulating certification of signatures.

The integral part of the PoA shall be the certified identification documents of the issuer of the PoA and the proxy.

- Power of Attorney for voting granted by a legal entity shall be issued on the company's memorandum and verified by the stamp and the signature of the authorized person of the company.

- If the Power of Attorney contains no instruction or order for the exercising of voting rights, the proxy shall vote conscientiously and in the best interests of shareholder.

- Power of Attorney must be submitted to the Secretary of the Bank prior i.e. on the date of the General Meeting at latest.

- At any time, shareholder may revoke this Power of Attorney.

GLASAČKI LISTIĆ Br. / Ballot No.

(Akcionar/Shareholder)

Broj akcija / Number of shares: _____

Broj glasova / Number of votes: _____

**VII (SEDMA) REDOVNA GODIŠNJA SKUPŠTINA AKCIONARA
LOVČEN BANKE AD PODGORICA**

**VII (THE SEVENTH) REGULAR ANNUAL GENERAL MEETING OF SHAREHOLDERS OF
LOVČEN BANK AD PODGORICA**

Datum i mjesto: 27. maj 2021. godine, s početkom u 11 časova

Podgorica, Sjedište Lovćen banke AD, Bulevar Džordža Vašingtona 56/I

Date and Place: 27 May 2021, starting at 11 o'clock

Podgorica, Lovćen Bank's registered Office, Džordža Vašingtona Boulevard No. 56, 1st floor

Napomena/Note:

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).

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

Akcionar / Shareholder:

Broj akcija / Number of shares: _____

Broj glasova / Number of votes: _____

Dnevni red VII (sedme) 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 2020. godinu sa izvještajem nezavisnog spoljnog revizora,
4. Donošenje odluke o uključivanju neraspoređene dobiti iz prethodne finansijske 2020. godine u osnovni kapital Banke,
5. Donošenje odluka o razrješenju i imenovanju članova Odbora direktora Banke,
6. Donošenje odluke o utvrđivanju naknade za rad članovima Odbora direktora,
7. Donošenje odluke o davanju specijalnog punomoćja članu Odbora direktora za zaključivanje ugovora o profesionalnom angažovanju sa izabranim predsjednikom Odbora direktora,
8. Davanje ovlaštenja akcionaru Banke da u ime akcionara ovjerava zapisnike sa sjednica Skupštine akcionara Banke.

Agenda of VII regular Annual General Meeting of Shareholders:

1. Adoption of the Decision on election of the Chairperson of the General Meeting of Shareholders,
2. Adoption of the Minutes of the previous Bank's General Meeting of Shareholders,
3. Review of the Annual Report on the Bank's Operation for 2021 with Independent External Auditor's Report,
4. Adoption of the Decision on inclusion of undistributed profit from the previous financial year of 2020 in the core capital of the Bank,
5. Adoption of the decisions on dismissal and election of the members of the Board of Directors,
6. Adoption of the Decision on determining the compensation for the work of the members of the Board of Directors,
7. Adoption of the Decision on issuing Power of Attorney to a member of the Board of Directors to sign the contract on professional engagement with the elected Chairperson,
8. Granting authority to a Bank's shareholder to sign the Minutes of the General Shareholders Meetings.

TAČKA 1 DNEVNOG REDA / ITEM 1 OF THE AGENDA

Akcionar / Shareholder	„Za“ / "In favor"	„Protiv“ / „Against“	Broj glasova / Number of votes	Svojeručni potpis / Signature

TAČKA 2 DNEVNOG REDA / ITEM 2 OF THE AGENDA

Akcionar / Shareholder	„Za“ / "In favor"	„Protiv“ / „Against“	Broj glasova / Number of votes	Svojeručni potpis / Signature

TAČKA 4 DNEVNOG REDA / ITEM 4 OF THE AGENDA

Akcionar / Shareholder	„Za“ / "In favor"	„Protiv“ / „Against“	Broj glasova / Number of votes	Svojeručni potpis / Signature

TAČKA 5 DNEVNOG REDA / ITEM 5 OF THE AGENDA

Broj akcija / Number of shares: _____

Broj glasova / Number of votes: _____

Na osnovu člana 143 stav 6 Zakona o privrednim društvima, na dan održavanja VII redovne godišnje Skupštine akcionara Banke, u Sjedištu Banke u Podgorici, bulevar Džordža Vašingtona 56/I, dana 27. maja 2021. godine akcionar glasa putem glasačkog listića za predložene kandidate za Odbor direktora kako slijedi:

Pursuant to Article 143 paragraph 6 of the Law on Business Organizations, on the date of the VII regular annual General Meeting of Shareholders of the Bank, in Lovćen Banks's HQ in Podgorica, Džordža Vašingtona boulevard No. 56, first floor, on 27 May 2021 shareholder shall vote by ballot for the proposed candidates for the Board of Directors as follows:

Akcionar / Shareholder	„Za“ / “In favor“	„Protiv“ / „Against“	Broj glasova / Number of votes	Svojeručni potpis / Signature
_____ (ime kandidata / name of the candidate)				
_____ (ime kandidata / name of the candidate)				
_____ (ime kandidata / name of the candidate)				
_____ (ime kandidata / name of the candidate)				
_____ (ime kandidata / name of the candidate)				
_____ (ime kandidata / name of the candidate)				
_____ (ime kandidata / name of the candidate)				

Napomena: 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 raspolaže sa _____ glasova.

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

Note: When electing members of the Board of Directors, each voting share provides the number of votes equal to the number of members of the Board of Directors who are elected - cumulative voting according to the formula: number of votes of shareholders = number of shares x number of proposed candidates. Shareholder has _____ votes.

A shareholder or a shareholder's proxy may give all votes to one candidate or, at his discretion, distribute them to several candidates.

TAČKA 6 DNEVNOG REDA / ITEM 6 OF THE AGENDA

Akcionar / Shareholder	„Za“ / “In favor“	„Protiv“ / „Against“	Broj glasova / Number of votes	Svojeručni potpis / Signature

TAČKA 7 DNEVNOG REDA / ITEM 7 OF THE AGENDA

Akcionar / Shareholder	„Za“ / “In favor“	„Protiv“ / „Against“	Broj glasova / Number of votes	Svojeručni potpis / Signature

TAČKA 8 DNEVNOG REDA / ITEM 8 OF THE AGENDA

Akcionar / Shareholder	„Za“ / “In favor“	„Protiv“ / „Against“	Broj glasova / Number of votes	Svojeručni potpis / Signature

Glasanje se vrši upisivanjem znaka X u polje za koje se glasač/akcionar izjašnjava. Drugačije popunjen listić će se smatrati nevažećim.

Voting is done by putting an X in the box that a voter / shareholder chooses. A ballot filled in differently shall be considered invalid.