

LOVČEN BANKA^{AD}
ARHIVA
Broj V-996
Podgorica, 07-03-2021 god.

***Obavještenje o sazivanju XX (dvadesete) vanredne Skupštine akcionara
Lovćen banke AD Podgorica***

***Notice of convening of XX (the twentieth) extraordinary General Meeting of Shareholders
of Lovćen Bank AD Podgorica***

7. septembar 2021. godine

September 7, 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 02-1/1 od 22. jula 2021. godine i Odlukom Odbora direktora br. 02-4/1 od 6. septembra 2021. godine, akcionarima Lovćen banke akcionarsko društvo Podgorica dostavlja se

OBAVJEŠTENJE O SAZIVANJU XX VANREDNE SKUPŠTINE AKCIONARA LOVČEN BANKE AD PODGORICA

I

XX (vanredna) Skupština akcionara Banke održaće se dana 7. oktobra 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 XX vanredne Skupštine akcionara uključe i sa druge lokacije, odnosno elektronskim putem - putem linka:

<https://us06web.zoom.us/j/81771443149?pwd=cE5jaC9KS2EySWt6TURSOVRSdTNOZz09>.

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 broj 02-1/1 od 22. jula 2021. godine i Odlukom Odbora direktora br. 02-4/1 od 6. septembra 2021. godine predložen je sljedeći

Dnevni red XX vanredne Skupštine akcionara Banke:

1. Donošenje odluke o davanju ovlaštenja Odboru direktora Banke za donošenje odluke o uvećanju kapitala sprovođenjem emisije akcija po osnovu pretvaranja duga u akcionarski kapital Banke,
2. Donošenje odluke o razrješenju članova Odbora direktora Lovćen banke AD,
3. Donošenje odluke o imenovanju članova Odbora direktora Lovćen banke AD,
4. Donošenje odluke o utvrđivanju visine naknada za rad članovima Odbora direktora Banke,
5. Donošenje odluke o davanju specijalnog punomoćja članovima Odbora direktora za zaključivanje Ugovora o profesionalnom angažovanju sa predsjednikom Odbora direktora Banke,
6. Razno.

III

Prema Listi vlasnika hartija od vrijednosti od 6. septembra 2021. godine, koju je izdalo Centralno klirinško depozitarno društvo a.d. (CKDD), ukupan broj emitovanih i otplaćenih akcija iznosi 42.036 (slovima: četrdeset dvije hiljade trideset šest). Sve su redovne, obične akcije sa pravom glasa. Jedna obična akcija vrijedi jedan glas.

U skladu sa članom 143 stav 7 Zakona o privrednim društvima, odluke po tačkama 2, 4 i 5 Dnevnog reda XX Skupštine akcionara donose se većinom glasova prisutnih ili zastupanih akcionara ili putem glasačkih listića. U skladu sa odredbama člana 217 Zakona o privrednim društvima, odluka po tački 1 Dnevnog reda donosi se dvotrećinskom većinom prisutnih ili zastupanih akcionara ili putem glasačkih listića, dok se odluka po tački 3 donosi u skladu sa članom 158 stav 5 i 6 Zakona o privrednim društvima.

IV

Na osnovu odredbi člana 143 stav 6 Zakona o privrednim društvima, glasanje putem glasačkih listića je obavezno prilikom izbora članova Odbora direktora.

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.

U cilju otklanjanja bilo kakvih nejasnoća u vezi primjene odredaba Akcionarskog sporazuma, a posebno odjeljka 3.03 a shodno članu 144 Zakona o privrednim društvima, preporučuje se akcionarima da unaprijed odrede kako da glasaju po osnovu svojih akcija o kandidatima stranih akcionara po tački 3 Dnevnog reda ove Skupštine.

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 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).

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

VII

Obavještenje o sazivanju XX (dvadesete) vanredne 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 na ranije utvrđene adrese za komunikaciju Banke i njenih akcionara, a biće dostupan u poslovnim prostorijama Lovćen banke AD Podgorica, počev od 16. septembra 2021. godine, svakog radnog dana od 08 do 16 časova.

U Podgorici, dana 7. septembra 2021. godine

Vanja Golubović-Patalović
Vanja Golubović-Patalović
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. 02-1/1 of 22 July 2021 and No. 02-4/1 of September 6, 2021, the shareholders of Lovćen Bank - shareholding company Podgorica, are delivered

NOTICE OF CONVENING OF XX (THE TWENTIETH) EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF LOVČEN BANK AD PODGORICA

I
The twentieth (XX) extraordinary General Meeting of Shareholders of Lovćen Bank AD Podgorica will be held in Lovćen Bank's Head Office, at Džordža Vašingtona Boulevard No. 56, 1st floor, on October 7, 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 can join the work of XX extraordinary General Meeting of Shareholders from another location as well i.e. electronically, using the link:

<https://us06web.zoom.us/j/81771443149?pwd=cE5jaC9KS2EySWt6TURSOVRSdTNOZz09>.

Due to the security reasons, ID and passcode for the General Meeting shall be delivered to the shareholders through Outlook Calendar, email and regular mail to previously specified addresses for communication between the Bank and its shareholders.

II
In accordance with the Board of Directors' Decision No. 02-1/1 of 22 July 2021 and Board of Directors' Decision No. 02-4/1 of September 6, 2021 the following Agenda was proposed

Agenda of XX extraordinary General Meeting of Shareholders:

1. Adoption of the decision on authorizing the Board of Directors of the Bank to bring Decision on the capital increase through the issuance of shares based on conversion of debt into share capital of the Bank,
2. Adoption of the Decision on dismissal of the members of the Board of Directors of Lovćen Bank AD,
3. Adoption of the Decision on election of the members of the Board of Directors of Lovćen Bank AD,
4. Adoption of the Decision on determining the compensation for the work of the members of the Board of Directors of Lovćen Bank AD,
5. Adoption of the Decision on issuing special Power of Attorney to the members of the Board of Directors to sign the contract on professional engagement with the elected Chairperson,
6. Miscellaneous.

III
According to the List of securities' holders issued by Central Securities Clearing Company JSC (CSCC) on September 6, 2021, the total number of issued shares is 42,036 (in words: forty-two thousand and thirty-six shares). These are all ordinary, common shares with voting rights. Each ordinary share represents one vote.

In accordance with Article 143, paragraph 7 of the Law on Business Organizations, the decisions under items 2. 4 and 5 of the Agenda of XX extraordinary General Meeting of Shareholders shall be made by a majority vote of the present or represented shareholders or by ballots. In accordance with the provisions of Article 217 of the Law on Business Organizations, decision on item 1 of the Agenda shall be made by 2/3 votes of present or represented shareholders or by ballots, while Decision on item 3 of the Agenda shall be brought in accordance with Article 158 paragraph 5 and 6 of the the Law on Business Organizations.

IV

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

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/her discretion, distribute them to several candidates.

In order to eliminate any ambiguities regarding the application of the provisions of the Shareholders Agreement, in particular section 3.03 and pursuant to Article 144 of the Law on Business Organizations, shareholders are recommended to determine in advance how to vote based on their shares for candidates of foreign shareholders under item 3 of the Agenda of this General Meeting.

V

In accordance with Article 143, paragraphs 8 and 9 of the Law on Business Organizations, a 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 the 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 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 signatures (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 XX extraordinary General Meeting of Shareholders, for the purpose of recording the Power of Attorney in the Attendance List of present or represented shareholders at the General Meeting.

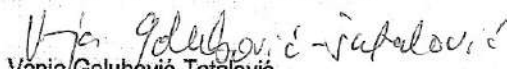
VII

The notice on convening of XX (the twentieth) extraordinary 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, to previously specified addresses for communication between the Bank and its shareholders and will be available in the business premises of Lovćen Banka AD Podgorica starting from September 16, 2021, every working day from 8 a.m. to 4 p.m.

In Podgorica, on September 7, 2021


Vanja Golubović-Tatalović,
Bank's Secretary

LOVČEN BANKA AD

Broj 02-4/2

Podgorica, 06.09.2021. god.

Na osnovu člana 33 stav 1 tačka 15 Zakona o bankama ("Službeni list RCG", br. 17/08, 44/10, 40/11 i 73/17) i člana 27 stav 1 tačka 15 Statuta Lovćen banke AD Podgorica, Odbor direktora Lovćen banke AD Podgorica, na 4. (slovima: četvrtoj) vanrednoj sjednici održanoj dana 6. septembra 2021. godine, utvrđuje

Pursant to Article 33, paragraph 1, item 15 of the Banking Law ("Official Gazette of the Republic of Montenegro" No. 17/08, 44/10, 40/11 and 73/17) and Article 27, paragraph 1, item 15 of the Articles of Association of Lovćen Bank AD Podgorica, the Board of Directors of the Bank, at the 4th (in words: the fourth) extraordinary meeting held on September 6, 2021 determined the following

PREDLOGE ODLUKA KOJE DONOSI

**XX (DVADESETA) VANREDNA SKUPŠTINA AKCIONARA LOVČEN BANKE AD PODGORICA
PROPOSALS OF THE DECISIONS TO BE ADOPTED**

**OF THE XX (THE TWENTIETH) EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
OF LOVČEN BANK AD PODGORICA**

**ODBOR DIREKTORA LOVČEN BANKE AD PODGORICA /
BOARD OF DIRECTORS OF LOVČEN BANK AD PODGORICA**



LOVČEN BANKA

Na osnovu člana 217 stav 1 a u vezi člana 211 stav 1 tačka 2 Zakona o privrednim društvima ("Službeni list Crne Gore", br. 065/20 od 03.07.2020), u skladu sa članom 29 stav 1 tačka 8 Zakona o bankama ("Službeni list CG", br. 17/08, 44/10, 40/11 i 73/17) i članom 21 stav 2 Statuta Lovćen banke AD Podgorica, na XX (slovima: dvadesetoj) vanrednoj sjednici, održanoj dana 7. oktobra 2021. godine, Skupština akcionara Lovćen banke AD Podgorica donijela je:

ODLUKU

O DAVANJU OVLAŠĆENJA ODBORU DIREKTORA BANKE ZA DONOŠENJE ODLUKE O UVEĆANJU KAPITALA SPROVOĐENJEM EMISIJE AKCIJA PO OSNOVU PRETVARANJA DUGA U AKCIONARSKI KAPITAL BANKE

Član 1

Daje se ovlaštenje Odboru direktora Banke da donose odluku o uvećanju kapitala sprovođenjem emisije akcija po osnovu pretvaranja duga Društva prema Enabling Quapital S.A. u akcionarski kapital Banke.

Iznos uvećanja akcionarskog kapitala za koji se daje ovlaštenje iz stava 1 ovog člana ne može preći 2.000.000,00 eura.

Sve akcije koje će se izdati putem emisije iz Člana 1 ove Odluke su redovne (obične) akcije s pravom glasa i pojedinačnom emisionom cijenom akcije koja ne smije biti manja od 550,00 eura po akciji, dok je nominalna vrijednost svake pojedinačne akcije 500,00 eura.

Član 2

Ovlaštenje iz člana 1 ove Odluke važi do 31. maja 2023. godine.

Član 3

Sastavni dio ove Odluke čine Izvještaj o ključnim elementima konverzije duga u kapital i izvršna verzija Aneksa Ugovora o kreditu od 18. juna 2020. godine.

Član 4

Ova Odluka stupa na snagu danom donošenja, a primjenjivaće se do roka naznačenog u Članu 2 ove Odluke.

U Podgorici, 7. oktobar 2021. godine
Odluka broj: 01-XX-v/1

PREDSJEDAVAJUĆI SKUPŠTINE

LOVČEN BANKA

Pursuant to Article 217 paragraph 1 and in connection with Article 211 paragraph 1 item 2 of the Law on Business Organizations ("Official Gazette of Montenegro", No. 065/20 of 03.07.2020) and in accordance with Article 29 paragraph 1 item 8 of the Banking Law ("Official Gazette of Montenegro" 17/08, 44/10, 40/11 and 73/17) and Article 21 paragraph 2 of the Articles of Association of Lovćen Bank AD Podgorica, the General Meeting of Shareholders of Lovćen Bank AD Podgorica, at its XX (in words: the twentieth) extraordinary meeting, held on October 7, 2021, brought the following

DECISION

ON AUTHORIZING THE BOARD OF DIRECTORS OF THE BANK TO BRING DECISION ON THE CAPITAL INCREASE THROUGH THE ISSUANCE OF SHARES ON THE BASIS OF CONVERSION OF DEBT INTO SHARE CAPITAL OF THE BANK

Article 1

The Board of Directors of the Bank is hereby issued authorization to bring decision on the capital increase through issuance of shares based on conversion of the Company's debt to Enabling Quaputal S.A. into share capital of the Bank.

The total amount of the share capital increase for which the authorization referred to in paragraph 1 of this Article is issued shall not increase the amount of EUR 2,000,000.00.

All shares to be issued through the issuance referred to in Article 1 of this decision shall be regular (ordinary) voting shares of an individual issuance value that shall not be less than EUR 550.00 per share, while nominal value of each individual share shall be EUR 500.00.

Article 2

An authorization referred to in Article 1 of this Decision shall be applied by May 31, 2023.

Article 3

The Report on the main details of the debt to equity conversion with execution version of the amendments to the Loan Agreement of June 18, 2020 make an integral part of this Decision.

Article 4

This Decision shall come into force on the date of its adoption and shall be applied by the date set by Article 2 of this Decision.

In Podgorica, October 7, 2021
Decision No. 01-XX-v/1

CHAIRPERSON OF THE GENERAL MEETING OF SHAREHOLDERS

LOVČEN BANKA

Na osnovu člana 171 stav 1 tačka 4 a u vezi člana 133 stav 1 tačka 4 Zakona o privrednim društvima ("Službeni list Crne Gore", br. 065/20 od 03.07.2020), u skladu sa članom 29 stav 1 tačka 3 Zakona o bankama ("Službeni list RCG", br. 17/08, 44/10, 40/11 i 83/17) i članom 21 stav 1 tačka 3 Statuta Lovćen banke AD Podgorica, na XX (slovima: dvadesetoj) vanrednoj sjednici, održanoj dana 7. oktobra 2021. godine, Skupština akcionara Lovćen banke AD Podgorica donijela je:

ODLUKU

O RAZRJEŠENJU ČLANOVA ODBORA DIREKTORA LOVČEN BANKE AD PODGORICA

Član 1

Razrješavaju se dužnosti člana Odbora direktora Lovćen banke AD Podgorica: Aleksandra Popović, Andreas Zeisler, Blagota Radović, Frieder Woehrmann, Mirjana Perendija, Klaus Glaubitt i Jan Dewijngaert.

Član 2

Ova Odluka stupa na snagu danom donošenja.

U Podgorici, 7. oktobra 2021. godine
Odluka broj: 01-XX-v/2

PREDSJEDAVAJUĆI SKUPŠTINE

LOVČEN BANKA

Pursuant to Article 171 paragraph 1 item 4 and in connection with Article 133 paragraph 1 item 4 of the Law on Business Organizations ("Official Gazette of Montenegro", No. 065/20 of 03.07.2020) and in accordance Article 29 paragraph 1 item 3 of the Banking Law ("Official Gazette of Montenegro" 17/08, 44/10, 40/11 and 73/17) and Article 21 paragraph 1 item 3 of the Articles of Association of Lovćen Bank AD Podgorica, General Meeting of Shareholders of Lovćen Bank AD Podgorica, at its XX (in words: the twentieth) extraordinary meeting, held on October 7, 2021, brought the following

DECISION

ON DISMISSAL OF THE MEMBERS OF THE BOARD OF DIRECTORS OF LOVČEN BANK AD PODGORICA

Article 1

The following members of the Board of Directors of Lovćen Bank AD Podgorica: Aleksandra Popović, Andreas Zeisler, Blagota Radović, Frieder Woehmann, Mirjana Perendija, Klaus Glaubitt and Jan Dewijngaert shall be dismissed.

Article 2

This Decision shall come into force on the date of its adoption.

In Podgorica, October 7, 2021
Decision No.: 01-XX-v/2

CHAIRPERSON OF THE GENERAL MEETING OF SHAREHOLDERS

LOVČEN BANKA

Na osnovu člana 133 stav 1 tačka 3 Zakona o privrednim društvima ("Službeni list Crne Gore", br. 065/20 od 03.07.2020) i u skladu sa članom 29 stav 1 tačka 3 Zakona o bankama ("Službeni list RCG", br. 17/08, 44/10, 40/11 i 83/17) i članom 21 stav 1 tačka 3 Statuta Lovćen banke AD Podgorica, na XX (slovima: dvadesetoj) vanrednoj sjednici, održanoj dana 7. oktobra 2021. godine, Skupština akcionara Lovćen banke AD Podgorica donijela je:

ODLUKU O IZBORU ČLANOVA ODBORA DIREKTORA LOVČEN BANKE AD PODGORICA

Član 1

U novi Odbor direktora Lovćen banke AD Podgorica biraju se sljedeća lica:

1. _____,
2. _____,
3. _____,
4. _____,
5. _____,
6. _____,
7. _____.

Član 2

Imenovani članovi iz stava 1 ovog člana imaju odobrenje Centralne banke Crne Gore za izbor člana Odbora direktora i imaju pravo da preuzmu mandat člana Odbora direktora Lovćen banke AD Podgorica.

Imenovani članovi iz člana 1 ove Odluke imaju visoko obrazovanje, priznati lični ugled i stručne kvalifikacije, profesionalnu sposobnost i iskustvo za upravljanje Bankom, uz primjenu pravila sigurnog i opreznog poslovanja i za njihov izbor nema smetnji iz člana 30 i 31 Zakona o bankama.

Član 3

Imenovani članovi iz člana 1 ove Odluke biraju se na period do početka primjene Zakona o kreditnim institucijama ("Službeni list Crne Gore", br. 072/19 od 26.12.2019, 082/20 od 06.08.2020, 008/21 od 26.01.2021).

Član 4

Ova Odluka stupa na snagu danom donošenja, a primjenjivaće se od dana upisa članova Odbora direktora u Centralni registar privrednih subjekata.

U Podgorici, 7. oktobar 2021. godine
Odluka broj: 01-XX-v/3

PREDSJEDAVAJUĆI SKUPŠTINE

LOVČEN BANKA

Pursuant to Article 133 paragraph 1 item 3 of the Law on Business Organizations ("Official Gazette of Montenegro", No. 065/20 of 03.07.2020), and in accordance with Article 29 paragraph 1 item 3 of the Banking Law ("Official Gazette of Montenegro" 17/08, 44/10, 40/11 and 73/17) and Article 21 paragraph 1 item 3 of the Articles of Association of Lovćen Bank AD Podgorica, General Meeting of Shareholders of Lovćen Bank AD Podgorica, on its XX (in words: the twentieth) extraordinary meeting, held on October 7, 2021, brought the following

DECISION

ON ELECTION OF THE MEMBERS OF THE BOARD OF DIRECTORS OF LOVČEN BANK AD PODGORICA

Article 1

The following private individuals shall be elected to the new Board of Directors of Lovćen Bank AD Podgorica:

1. _____,
2. _____,
3. _____,
4. _____,
5. _____,
6. _____ and
7. _____.

Article 2

The appointed members of the Board of Directors referred to in paragraph 1 of this Article have approval of the Central Bank of Montenegro to be elected members of the Board of Directors and shall have the right to accept the term of office in the Board of Directors of Lovćen Bank AD Podgorica.

The appointed members of the Board of Directors referred to in Article 1 of this Decision have university education, recognized personal reputation and professional qualifications, professional skills and experience in bank management that includes application of the rules of safe and prudent operations and there are no impediments for their appointment under Articles 30 and 31 of the Banking Law.

Article 3

The appointed members of the Board of Directors referred to in Article 1 of this Decision shall be appointed for a term until the beginning of the application of the Law on Credit Institutions ("Official Gazette of Montenegro", No. 072/19 of 26 December 2019, 082/20 of 6 August 2020, 008/21 of 26 January 2021).

Article 4

This Decision shall come into force on the date of its adoption and shall be applied upon the registration of the members of the Board of Directors in the Central Register of Business Entities.

In Podgorica, October 7, 2021
Decision No.: 01-XX-v/3

CHAIRPERSON OF THE GENERAL MEETING OF SHAREHOLDERS

LOVČEN BANKA

Na osnovu člana 133 stav 1 tačka 6 Zakona o privrednim društvima ("Službeni list Crne Gore", br. 065/20 od 03.07.2020), člana 29 stav 1 tačka 7 Zakona o bankama ("Službeni list CG", br. 17/08, 44/10, 40/11 i 73/17), člana 21 st. 1 tač. 7 i člana 25 stav 1 tačka 7 Statuta Lovćen banke AD Podgorica, na XX (slovima: dvadesetoj) vanrednoj sjednici, održanoj dana 7. oktobra 2021. godine, Skupština akcionara Lovćen banke AD Podgorica donijela je:

ODLUKU O UTVRĐIVANJU VISINE NAKNADA ZA RAD ČLANOVIMA ODBORA DIREKTORA LOVČEN BANKE AD

Član 1

Utvrđuje se visina mjesečne naknade za rad članovima Odbora direktora Lovćen banke AD Podgorica u iznosu od:

- 1) 5.300,00 eura za profesionalnog predsjednika Odbora direktora i
- 2) 900,00 eura za ostale članove Odbora direktora pojedinačno.

Član 2

Naknade iz tačke 1 ove odluke isplaćuju se istovremeno sa isplatom zarade ostalim zaposlenim u Banci.

Član 3

Pravo na mjesečnu naknadu počinje da teče danom upisa članova Odbora direktora kod Centralnog registra privrednih subjekata.

Član 4

Pravo na mjesečnu naknadu članovima Odbora direktora prestaje istekom mandata, kao i u slučaju prijevremenog razrješenja ili prestankom funkcije člana Odbora direktora Banke u skladu sa zakonom.

Član 5

Ova Odluka stupa na snagu danom donošenja, a primjenjivaće se od dana upisa članova Odbora direktora u Centralni registar privrednih subjekata.

U Podgorici, 7. oktobar 2021. godine
Odluka broj: 01-XX-v/4

PREDSJEDAVAJUĆI SKUPŠTINE

LOVČEN BANKA

Pursuant to Article 133 paragraph 1 item 6 of the Law on Business Organizations ("Official Gazette of Montenegro", No. 065/20 of 03.07.2020), Article 29 paragraph 1 item 7 of the Banking Law ("Official Gazette of Montenegro" 17/08, 44/10, 40/11 and 73/17) and Article 21 paragraph 1 item 7 and Article 25 paragraph item 7 of the Articles of Association of Lovćen Bank AD Podgorica, the General Meeting of Shareholders of Lovćen Bank AD Podgorica, at its XX (in words: the twentieth) extraordinary meeting, held on October 7, 2021, brought the following

DECISION

ON DETERMINING THE COMPENSATION FOR THE WORK OF THE MEMBERS OF THE BOARD OF DIRECTORS OF LOVČEN BANK AD

Article 1

The level of monthly compensation for the members of the Board of Directors of Lovćen Bank AD is hereby determined in the amount of:

- 1) EUR 5,300.00 for the professional Chairperson of the Board of Directors and
- 2) EUR 900.00 for each other member of the Board of Directors.

Article 2

The compensation referred to in item 1 of this Decision shall be paid at the same time when salaries of other employees of the Bank are paid.

Article 3

The right to monthly compensation is acquired on the day of registration of the member in the Central Registry of Business Entities.

Article 4

The right to monthly compensation of the members of the Board of Directors shall cease upon the termination of term of office, as well as in case of early dismissal or termination of office of the member of the Board of Directors in accordance with the law.

Article 5

This Decision shall enter into force on the date of its adoption and shall be applied upon registration of the members in the Central Registry of Business Entities.

In Podgorica, October 7, 2021
Decision No. 01-XX-v/4

CHAIRPERSON OF THE GENERAL MEETING OF SHAREHOLDERS

LOVČEN BANKA

Na osnovu člana 133 stav 1 tačka 19 Zakona o privrednim društvima ("Službeni list Crne Gore", br. 065/20 od 03.07.2020), u skladu sa članom 29 stav 1 tačka 8 Zakona o bankama ("Službeni list CG", br. 17/08, 44/10, 40/11 i 73/17) i članom 21 stav 2 a u vezi člana 25 stav 6 Statuta Lovćen banke AD Podgorica, na XX (slovima: dvadesetoj) vanrednoj sjednici, održanoj dana 7. oktobra 2021. godine, Skupština akcionara Lovćen banke AD Podgorica donijela je:

ODLUKU

O DAVANJU SPECIJALNOG PUNOMOĆJA ČLANOVIMA ODBORA DIREKTORA DA ZAKLJUČE UGOVOR O PROFESIONALNOM ANGAŽOVANJU SA PREDSJEDNIKOM ODBORA DIREKTORA

Član 1

Daje se specijalno punomoćje dr Andrasu Zeisleru i Mirjani Perendiji da u ime Banke zaključe Ugovor o profesionalnom angažovanju sa izabranim Predsjednikom Odbora direktora Lovćen banke AD.

Član 2

Ova Odluka stupa na snagu danom donošenja, a primjenjivaće se od dana upisa predsjednika Odbora direktora u Centralni registar privrednih subjekata.

U Podgorici, 7. oktobar 2021. godine
Odluka broj: 01-XX-v/5

PREDSJEDAVAJUĆI SKUPŠTINE

LOVČEN BANKA

Pursuant to Article 133 paragraph 1 item 19 of the Law on Business Organizations ("Official Gazette of Montenegro", No. 065/20 of 03.07.2020) and in accordance with Article 29 paragraph 1 item 8 of the Banking Law ("Official Gazette of Montenegro" 17/08, 44/10, 40/11 and 73/17) and Article 21 paragraph 1 item 8 and in connection with Article 25 paragraph 5 of the Articles of Association of Lovćen Bank AD Podgorica, the General Meeting of Shareholders of Lovćen Bank AD Podgorica, at its XX (in words: the twentieth) extraordinary meeting, held on October 7, 2021, brought the following

DECISION

ON ISSUING SPECIAL POWER OF ATTORNEY TO THE MEMBERS OF THE BOARD OF DIRECTORS TO SIGN/CONCLUDE THE CONTRACT ON PROFESSIONAL ENGAGEMENT WITH THE ELECTED CHAIRPERSON OF THE BOARD OF DIRECTORS OF LOVČEN BANK AD

Article 1

Dr. Andreas Zeisler and Mirjana Perendija are hereby issued special Power of Attorney to signed/conclude, on behalf of the Bank, the contract on professional engagement with the elected Chairperson of the Board of Directors of Lovćen Bank AD.

Article 2

This Decision shall come into force on the date of its adoption and shall be applied upon registration of the Chairperson of the Board of Directors in the Central Registry of Business Entities.

In Podgorica, October 7, 2021
Decision No. 01-XX-v/5

CHAIRPERSON OF THE GENERAL MEETING OF SHAREHOLDERS

GLASAČKI LISTIĆ Br. / Ballot No.

(Akcionar/Shareholder)

Broj akcija / Number of shares: _____

Broj glasova / Number of votes: _____

**XX (DVADESETA) VANREDNA SKUPŠTINA AKCIONARA
LOVČEN BANKE AD PODGORICA**

**XX (THE TWENTIETH) EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF
LOVČEN BANK AD PODGORICA**

Datum i mjesto: 7. oktobar 2021. godine, sa početkom u 11 časova

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

<https://us06web.zoom.us/j/81771443149?pwd=cE5jaC9KS2EySWt6TURSOVRSdTNOZz09>

Date and Place: October 7, 2021, starting at 11 o'clock

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

<https://us06web.zoom.us/j/81771443149?pwd=cE5jaC9KS2EySWt6TURSOVRSdTNOZz09>

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.).

LOVČEN BANKA

Akcionar / Shareholder: _____

Dnevni red XX (dvadesete) vanredne Skupštine akcionara Banke

1. Donošenje odluke o davanju ovlaštenja Odboru direktora Banke za donošenje odluke o uvećanju kapitala sprovođenjem emisije akcija po osnovu pretvaranja duga u akcionarski kapital Banke,
2. Donošenje odluke o razrješenju članova Odbora direktora Lovćen banke AD,
3. Donošenje odluke o imenovanju članova Odbora direktora Lovćen banke AD,
4. Donošenje odluke o utvrđivanju visine naknada za rad članovima Odbora direktora Banke,
5. Donošenje odluke o davanju specijalnog punomoćja članovima Odbora direktora za zaključivanje Ugovora o profesionalnom angažovanju sa predsjednikom Odbora direktora Banke,
6. Razno.

Agenda of XX (the twentieth) extraordinary General Meeting of Shareholders

1. Adoption of the decision on authorizing the Board of Directors of the Bank to bring Decision on the capital increase through the issuance of shares based on conversion of debt into share capital of the Bank,
2. Adoption of the Decision on dismissal of the members of the Board of Directors of Lovćen Bank AD,
3. Adoption of the Decision on election of the members of the Board of Directors of Lovćen Bank AD,
4. Adoption of the Decision on determining the compensation for the work of the members of the Board of Directors of Lovćen Bank AD,
5. Adoption of the Decision on issuing special Power of Attorney to the members of the Board of Directors to sign the contract on professional engagement with the elected Chairperson,
6. Miscellaneous.

TAČKA 1 DNEVNOG REDA / ITEM 1 OF THE AGENDA

Broj akcija / Number of shares: _____

Broj glasova / Number of votes: _____

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

TAČKA 2 DNEVNOG REDA / ITEM 2 OF THE AGENDA

Broj akcija / Number of shares: _____

Broj glasova / Number of votes: _____

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

Glasački listić broj ___/Ballot No. ___

Akcionar / Shareholder – _____

XX vanredna Skupština akcionara / extraordinary GSM
7. oktobar 2021. godine / October 7, 2021

TAČKA 3 DNEVNOG REDA / ITEM 3 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 XX vanredne Skupštine akcionara Banke, u Sjedištu Banke u Podgorici, bulevar Džordža Vašingtona 56/I, dana 7. oktobra 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 XX extraordinary General Meeting of Shareholders of the Bank, in Lovćen Banks's HQ in Podgorica, Džordža Vašingtona boulevard No. 56, first floor, on October 7, 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)				

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 4 DNEVNOG REDA / ITEM 4 OF THE AGENDA

Broj akcija / Number of shares: _____

Broj glasova / Number of votes: _____

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: _____

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.

PUNOMOĆJE

za glasanje na XX vanrednoj 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 XX vanrednoj Skupštini akcionara Lovćen banke AD Podgorica, koja će se održati dana 7. oktobra 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 XX vanredne 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 XX (the twentieth) extraordinary 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 XX (the twentieth) extraordinary 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 October 7, 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 XX extraordinary 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.