



Obavještenje o sazivanju IX (devete) redovne godišnje Skupštine akcionara Lovćen banke AD Podgorica

Notice of convening of IX (the ninth) regular Annual General Meeting of Shareholders of Lovćen Bank JSC Podgorica

U Podgorici, 21. marta 2023. godine

In Podgorica, 21 March 2023

Na osnovu člana 136 Zakona o privrednim društvima ("Službeni list Crne Gore", br. 65/20 od 03.07.2020, 146/21 od 31.12.2021), u skladu sa Odlukom Nadzornog odbora Banke broj 02-X/12 od 9. marta 2023. godine, akcionarima Lovćen banke akcionarsko društvo Podgorica dostavlja se

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

I

IX (deveta) redovna godišnja Skupština akcionara Banke će se održati **dana 28. aprila 2023. godine u Podgorici, u Hotelu Hilton - sala princeza Milica, sa početkom u 9 časova.**

U skladu sa odredbama člana 145 Zakon a o privrednim društvima, akcionarima Lovćen banke AD je omogućeno da se u rad IX (devete) redovne godišnje Skupštine akcionara uključe i sa druge lokacije, odnosno elektronskim putem (<https://us06web.zoom.us/j/86951613735?pwd=TkdPVVo1SFYlTU9Dd0dKWXA2Rmpjdz09>).

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 Nadzornog odbora Banke broj 02-X/12 od 9. marta 2023. godine utvrđen je sljedeći

Dnevni red IX (devete) redovne godišnje Skupštine akcionara Banke:

1. Donošenje odluke o izbor predsjedavajućeg IX (devete) redovne godišnje Skupštine akcionara Banke,
2. Donošenje odluke o usvajanju zapisnika sa prethodnih sjednica Skupštine akcionara Banke,
3. Donošenje odluke o usvajanju godišnjih finansijskih iskaza za godinu koja se završava 31.12.2022., izvještaja o poslovanju Banke i izvještaja nezavisnog spoljnog revizora za 2022. godinu,
4. Donošenje odluke o raspoređivanju dobiti iz prethodne finansijske 2022. godine,
5. Donošenje odluke o davanju ovlaštenja akcionarima Banke da u ime akcionara ovjeri zapisnik sa IX (devete) redovne Skupštine akcionara Banke,
6. Razno.

III

Prema Listi vlasnika hartija od vrijednosti od 13. marta 2023. godine, koju je izdalo Centralno klirinško deponitarno društvo a.d. (CKDD), ukupan broj emitovanih i otplaćenih akcija Banke iznosi 44.387. Sve akcije Lovćen banke AD Podgorica su redovne, obične akcije sa pravom glasa. Jedna obična akcija vrijedi jedan glas.

U skladu sa članom 142 stav 1 Zakona o privrednim društvima, kvorum IX redovne godišnje Skupštine akcionara čine akcionari koji posjeduju više od polovine ukupnog broja akcija sa pravom glasa, a koji su prisutni ili zastupani putem punomoćnika ili su glasali putem glasačkih listića.

U skladu sa članom 143 stav 7 Zakona o privrednim društvima, odluke po svim tačkama Dnevnog reda IX redovne godišnje Skupštine akcionara donose se **većinom glasova** prisutnih ili zastupanih akcionara ili onih koji su glasali putem glasačkih listića.

IV

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. Glasački listić sadrži i uputstvo o načinu glasanja i o uslovima za proglašenje glasanja važećim, odnosno nevažećim.

V

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 najkasnije neposredno prije održavanja IX redovne godišnje Skupštine akcionara, radi evidentiranja punomoćja u listu prisutnih ili zastupanih akcionara na Skupštini.

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VI

Akcionari koji su zaključili Sporazum o glasanju, dužni su da postupe u skladu sa odredbama člana 144 stav 6 Zakona o privrednim društvima, odnosno da primjerak Sporazuma dostave Sekretaru Banke neposredno prije održavanja IX redovne godišnje Skupštine akcionara, radi upisa u evidenciju Banke.

VII

U skladu sa članom 136 Zakona o privrednim društvima, Obavještenje o sazivanju IX redovne godišnje Skupštine akcionara sa formom glasačkog listića i punomoćja, biće dostavljeno akcionarima putem elektronske i redovne pošte na ranije utvrđene adrese za komunikaciju Banke i njenih akcionara.

Na dan slanja ovog Obavještenja, isto će biti objavljeno na internet stranici Lovćen banke AD Podgorica: www.lovcenbanka.me

VIII

U skladu sa članom 138 Zakona o privrednim društvima, materijali sa predlozima odluka će biti dostavljeni akcionarima poštanskim i elektronskim putem, a biće dostupni u poslovnim prostorijama Lovćen banke AD Podgorica počev od 7. aprila 2023. godine, svakog radnog dana od 08 do 16 časova.

U Podgorici, dana 21. marta 2023. godine


Vanja Golubović-Tatalović,
sekretar Banke

Pursuant to Article 136 of the Law on Business Organizations ("Official Gazette of Montenegro" No. 65/20 of 03.07.2020, 146/21 of 31.12.2021), and in accordance with the Supervisory Board Decision No. 02-X/12 of 9 March 2023, the shareholders of Lovćen Bank - shareholding company Podgorica, are delivered

NOTICE OF CONVENING OF IX (THE NINTH) REGULAR ANNUAL GENERAL MEETING OF SHAREHOLDERS OF LOVČEN BANK JSC PODGORICA

I

The Ninth (IX) regular annual General Meeting of Shareholders of the Bank will be held on 28 April 2023 in Podgorica, in Hotel Hilton - hall Princeza Milica starting at 9 o'clock.

In accordance with the provision of Article 145 of the Law on Business Organizations, the shareholders of Lovćen Bank JSC will be enabled to participate in IX (the ninth) regular annual General Meeting of Shareholders from another location, i.e. electronically (<https://us06web.zoom.us/j/86951613735?pwd=TKdPVVo1SFYITU9Dd0dKWXA2Rmpjdz09>).

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 Supervisory Board' Decision No. 02-X/12 of 9 March 2023 the following

Agenda of IX (the ninth) regular annual General Meeting of shareholders of the Bank

was determined:

1. Adoption of the Decision on election of the Chairman of the ninth (IX) regular annual General Meeting of Shareholders of the Bank,
2. Adoption of the Decision on adoption of the minutes of the previous General Meetings of Shareholders of the Bank,
3. Adoption of the Decision on adoption of the annual financial statements for the year ended 31 December 2022, the Report on the Bank's operations and the independent external auditor's report for 2022,
4. Adoption of the Decision on the distribution of profit from the previous financial year of 2022,
5. Adoption of the Decision on authorizing the shareholder of the Bank to certify the Minutes of IX (the ninth) regular General Meeting of Shareholders of the Bank on behalf of the shareholders,
6. Miscellaneous.

III

According to the List of securities' holders issued by Central Securities Clearing Company JSC (CSCC) of 13 March 2023, the total number of issued and paid shares of the Bank is 44,387. All shares of Lovćen Bank JSC are ordinary, common shares with voting rights. Each ordinary share represents one vote.

In accordance with Article 142, paragraph 1 of the Law on Business Organizations, the quorum of IX regular annual General Meeting of Shareholders of the Bank shall consist of the shareholders with voting rights or their representatives possessing at least more than half of the total number of shares with voting rights, and who are present or represented by proxy or have voted by ballots.

In accordance with Article 143, paragraph 7 of the Law on Business Organizations, decisions on all items of the Agenda of IX regular annual General Meeting of Shareholders shall be made by a **majority votes** of present or represented shareholders or those who have voted by ballots.

IV

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

V

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

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(notary, court, etc.). The proxy shall be obliged to submit one copy of the Power of Attorney to the Secretary of the Bank at least before IX regular annual 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.

VI

Shareholders who have concluded the Agreement on voting are obliged to act in accordance with the provisions of Article 144 paragraph 6 of the Law on Business Organisations, ie to submit a copy of the Agreement to the Secretary of the Bank before IX Regular Annual General Meeting, for registration in the Bank's records.

VII

In accordance with Article 136 of the Law on Business Organizations, the Notice on convening of IX Regular Annual General Meeting of Shareholders with proxy and ballot forms will be delivered to the shareholders by email and by post to previously specified addresses for communication between the Bank and its shareholders.

On the day of sending of this Notice, the same will be published on the website of Lovćen Bank JSC 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 JSC Podgorica starting from 7 April 2023 every working day from 8 a.m. to 4 p.m.

In Podgorica, on 21 March 2023



Vanja Golubović-Tatalović
Vanja Golubović-Tatalović,
Secretary of the Bank

PUNOMOĆJE

za glasanje na IX redovnoj 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 IX devetoj redovnoj godišnjoj Skupštini akcionara Lovćen banke AD Podgorica, koja će se održati dana 28. aprila 2023. godine, vrši pravo glasa sadržano u _____
(unijeti broj akcija koje akcionar posjeduje) Lovćen Banke AD Podgorica, čiji sam / smo pravni i stvarni vlasnik, po svim tačkama Dnevnog reda IX 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.

Dnevni red IX redovne godišnje Skupštine akcionara Banke

1. Donošenje odluke o izbor predsjedavajućeg IX (devete) redovne godišnje Skupštine akcionara Banke,
2. Donošenje odluke o usvajanju zapisnika sa prethodnih sjednica Skupštine akcionara Banke,
3. Donošenje odluke o usvajanju godišnjih finansijskih iskaza za godinu koja se završava 31.12.2022., izvještaja o poslovanju Banke i izvještaja nezavisnog spoljnog revizora za 2022. godinu,
4. Donošenje odluke o raspoređivanju dobiti iz prethodne finansijske 2022. godine,
5. Donošenje odluke o davanju ovlašćenja akcionaru Banke da u ime akcionara ovjeri zapisnik sa IX (devete) redovne Skupštine akcionara Banke,
6. Razno.

POWER OF ATTORNEY

for voting at IX regular Annual General Meeting of Shareholders of Lovćen Bank JSC 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 IX regular Annual General Meeting of Shareholders of Lovćen Bank JSC Podgorica that will be held on 28 April 2023, at the voting rights attached to _____ shares (**insert the number of shares that shareholder possess**) of Lovćen Bank JSC Podgorica, that I / we possess as a legal and beneficial owner, on all items of the Agenda of the IX 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.

Agenda of IX regular Annual General Meeting of Shareholders

1. Adoption of the Decision on election of the Chairman of the ninth (IX) regular annual General Meeting of Shareholders of the Bank,
2. Adoption of the Decision on adoption of the minutes of the previous General Meetings of Shareholders of the Bank,
3. Adoption of the Decision on adoption of the annual financial statements for the year ended 31 December 2022, the Report on the Bank's operations and the independent external auditor's report for 2022,
4. Adoption of the Decision on the distribution of profit from the previous financial year of 2022,
5. Adoption of the Decision on authorizing the shareholder of the Bank to certify the Minutes of IX (the ninth) regular General Meeting of Shareholders of the Bank on behalf of the shareholders,
6. Miscellaneous.

GLASAČKI LISTIĆ Br. / Ballot No.

(Akcionar/Shareholder)

Broj akcija / Number of shares: _____

Broj glasova / Number of votes: _____

**IX (DEVETA) REDOVNA GODIŠNJA SKUPŠTINA AKCIONARA
LOVČEN BANKE AD PODGORICA**

**IX (THE NINTH) REGULAR ANNUAL GENERAL MEETING OF SHAREHOLDERS OF
LOVČEN BANK JSC PODGORICA**

Datum, mjesto i vrijeme: 28. april 2023. godine, Podgorica, Hotel Hilton - sala princeza Milica, s početkom u 9 časova
(<https://us06web.zoom.us/j/86951613735?pwd=TkdPVVo1SFIYTU9Dd0dKWXA2Rmpjdz09>)

Date, Place and Time: 28 April 2023, in Podgorica, Hotel Hilton – hall Princeza Milica, starting at 9 o'clock
(<https://us06web.zoom.us/j/86951613735?pwd=TkdPVVo1SFIYTU9Dd0dKWXA2Rmpjdz09>)

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.).

Handwritten signature or mark in the bottom right corner.

Akcionar / Shareholder: _____
 Broj akcija / Number of shares: _____
 Broj glasova / Number of votes: _____

Dnevni red IX redovne godišnje Skupštine akcionara Banke:

1. Donošenje odluke o izbor predsjedavajućeg IX (devete) redovne godišnje Skupštine akcionara Banke,
2. Donošenje odluke o usvajanju zapisnika sa prethodnih sjednica Skupštine akcionara Banke,
3. Donošenje odluke o usvajanju godišnjih finansijskih iskaza za godinu koja se završava 31.12.2022., izvještaja o poslovanju Banke i izvještaja nezavisnog spoljnog revizora za 2022. godinu,
4. Donošenje odluke o raspoređivanju dobiti iz prethodne finansijske 2022. godine,
5. Donošenje odluke o davanju ovlaštenja akcionaru Banke da u ime akcionara ovjeri zapisnik sa IX (devete) redovne Skupštine akcionara Banke,
6. Razno.

Agenda of IX regular Annual General Meeting of Shareholders of the Bank:

1. Adoption of the Decision on election of the Chairman of the ninth (IX) regular annual General Meeting of Shareholders of the Bank,
2. Adoption of the Decision on adoption of the minutes of the previous General Meetings of Shareholders of the Bank,
3. Adoption of the Decision on adoption of the annual financial statements for the year ended 31 December 2022, the Report on the Bank's operations and the independent external auditor's report for 2022,
4. Adoption of the Decision on the distribution of profit from the previous financial year of 2022,
5. Adoption of the Decision on authorizing the shareholder of the Bank to certify the Minutes of IX (the ninth) regular General Meeting of Shareholders of the Bank on behalf of the shareholders,
6. Miscellaneous.

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 3 DNEVNOG REDA / ITEM 3 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

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TAČKA 5 DNEVNOG REDA / ITEM 5 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.

Glasački listić broj ___/Ballot No. ___

Akcionar / Shareholder _____

IX redovna godišnja Skupština akcionara / regular Annual GSM
28. april 2023. godine / 28 April 2023

Handwritten signature