

# MINUTES

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OF THE EXTRAORDINARY GENERAL MEETING OF THE BANK'S SHAREHOLDERS OF  
16.08.2021



## MINUTES

of the extraordinary General Meeting of Shareholders of Komercijalna banka AD Beograd, held on 16.08.2021 in Belgrade – on the Bank's premises, at 14 Svetog Save – starting at 12:00h

The extraordinary General Meeting of Shareholders of Komercijalna banka AD Beograd (GMS), held on 16.08.2021, on the Bank's premises, at 14 Svetog Save Street was attended by the shareholders holding ordinary shares from the List of the Bank's Shareholders prepared on the Record Date on 06.08.2021, according to the excerpt from the Central Securities Depository and Clearing House:

1. NLB D.D. Ljubljana, proxy Igor Stebernak;
2. Jugobanka in bankruptcy, Beograd – proxy Maja Petrović and
3. Dunav osiguranje A.D.O. Beograd – proxy Ivan Aćimović

The following representatives from the Bank were present:

1. Dejan Janjatović, Deputy CEO – via a video conference call
2. Jelena Mirković, Corporate Secretary
3. Sanja Đeković, Executive Director for Finance and Accounting – via a video conference call and
4. Vesna Velemir, Head of Unit for Administrative – Technical Support to the Secretariat

Corporate Secretary Jelena Mirković informed the representatives of the Bank's shareholders present at the meeting that, in accordance with Article 8 of the Rules of Procedure of the GMS, a proposal had been made that the GMS session be presided by the attending representative of the shareholder with the largest number of votes on the GMS and that he should perform the duties of the GMS chairperson and, at this session of the GMS, it is the proxy of the shareholder NLB d.d. Ljubljana Mr. Igor Stebernak.

All the representatives of the shareholders present at the meeting agreed to the proposal that the GMS be presided over by the proxy of the shareholder NLB d.d. Ljubljana Mr. Igor Stebernak.

The acting Chairperson of the GMS Igor Stebernak opened the GMS session, greeted the representatives of the shareholders present at the session and the Bank's representatives. He informed the representatives of the Bank's shareholders present at the session that, in accordance with the Law on Banks and the Company Law, he has passed the following decisions, in his capacity as the acting Chairperson of the GMS:

1. Decision on appointing a Voting Commission, whereby the following persons were appointed to that Commission:
  - 1) Ivan Aćimović – President, proxy of the shareholder Dunav osiguranje A.D.O.
  - 2) Maja Petrović – Member, proxy of the shareholder Jugobanka in bankruptcy
  - 3) Vesna Velemir – Member, the Bank's employee.
2. Decision on appointing the minutes taker whereby Vesna Velemir, the Bank's employee, was appointed the minutes taker.

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President of the Voting Commission Ivan Aćimović informed the GMS that the Voting Commission had established a list of shareholders present at the session and had verified the identity of the proxies of three \*(3) shareholders with a voting right with 15,458.861 votes, which accounts for 92.01% of the total number of the Bank's ordinary shares with a voting right, namely:

No.	Shareholder	Number of ordinary shares - with a voting right	% OF EQUITY <sup>1</sup>
1	2	3	4
1.	NLB D.D.	14.847.047	88,37%
2.	JUGOBANKA IN BANKRUPTCY, K. PETRA 19, BEOGRAD	321.600	1,91%
3.	KOMP. DUNAV OSIGURANJE ADO, MAKEDONSKA 4, BEOGRAD	290.214	1,73%
	<b>TOTAL:</b>	<b>15.458.861</b>	<b>92,01%</b>

Data source: Central Securities Depository and Clearing House, Record Date 06.08.2021.

<sup>1</sup> % of the share of the total number of the Bank's ordinary, voting shares

The Voting Commission established that there was a quorum and that the Bank's GMS may pass legally binding decisions in relation to the proposed item of the agenda, in the following manner:

1. Decision on appointing the Bank's external auditor for 2021 – *at least 67% of votes out of the total number of votes of the ordinary shares*

The acting Chairperson of the GMS Igor Stebernak proposed that the GMS adopt the proposed agenda. After the GMS had adopted the agenda, it continued working in accordance with the established items of the agenda:

1. Decision on appointing the Bank's external auditor for 2021

#### 1. Decision on appointing the Bank's external auditor for 2021

The acting Chairperson of the GMS Igor Stebernak said that, in accordance with the Law on Banks and the Law on Audit, the Bank was obliged to appoint the external auditor for 2021 and sign a contract with an audit firm for the performance of audit of regular financial statements of the Bank and the consolidated financial statements for the Group Komercijalna banka for 2021. The appointed external auditor, in accordance with the regulations that regulate the selection of the external auditor, would be hired for the following audit tasks during 2021:

- o regular stand-alone and consolidated statements for 31.12.2021, in accordance with the regulations that regulate the obligation of audit of financial statements,
- o performance of duties of Komercijalna banka AD Beograd as the deposit-taker, in accordance with Article 109 of the Law on open-ended investment funds with a public offer and Article 32 of the Rulebook on the conditions for performing the tasks of a deposit-taker of an open-ended investment fund with a public offer.

After the performed procurement process, on the basis of the submitted bids and taking into consideration all the legal limitations, the Audit Committee proposed that the Board of Directors and the GMS appoint PKF d.o.o. Beograd as the external auditor of Komercijalna banka AD Beograd for regular stand-alone financial statements of the parent bank and the regular consolidated statements of KB Group and the report on the activities of the deposit-taker for 31.12.2021.

As none of the representatives of the shareholders present at the session asked for the floor regarding the proposed item of the agenda, the acting Chairperson of the GMS Igor Stebernak put to vote the Decision on appointing PKF d.o.o. Beograd as the Bank's external auditor for 2021:

1. Decision on appointing the Bank's external auditor for 2021:
  - *"IN FAVOR"* 15,458,861 votes or **92.01 %** of the total number of votes of ordinary voting shares
  - *"AGAINST"* /
  - *"ABSTAINED"* /

It is established that the Bank's GMS has adopted the Decision on appointing the Bank's external auditor for 2021.

The acting Chairperson of the GMS Igor Stebernak said that the agenda had been exhausted. He thanked the representatives of the Bank's shareholders present at the session and the session of the Bank's GMS ended at 12:07h.

Minutes Taker  
Vesna Velemir

ACTING CHAIRPERSON OF  
THE GENERAL MEETING OF SHAREHOLDERS  
Igor Stebernak

#### VOTING COMMISSION:

1. Ivan Aćimović – President, proxy of the shareholder Dunav osiguranje A.D.O.
2. Maja Petrović – Member, proxy of the shareholder Jugobanka in bankruptcy
3. Vesna Velemir – member, employee of the Bank