



Nis, November,2009.

Pursuant to Article 14. of the Statute of AIK BANK AD Nis, the Board of Directors of AIK BANK AD NIS

(hereinafter: AIK BANK)

### **CONVENE**

## **XXIV EXTRAORDINARY GENERAL ASSEMBLY MEETING OF SHAREHOLDERS OF AIK BANK A.D.NIS**

on December 18<sup>th</sup>,2009 at 12 o'clock

which will be held at AIK BANK in NIS, Nikole Pasica street no.42

for hereto meeting the Board of the Directors of AIK BANK AD NIS (hereinafter: AIK BANK) propose the following:

### **AGENDA**

#### **I OPENING OF THE MEETING AND ELECTION OF WORKING BODIES**

1. Election of the Business Presidency
2. Election and verification of voting commission
3. Election of the Recorder and two persons for Minutes verification

#### **II. REPORT OF THE COMMISSION FOR ELECTION**

#### **III. ADOPTION:**

1. OF APPENDIXES OF FOUNDATION ACT OF AGROINDUSTRIJSKA KOMERCIJALNA BANK "AIK BANK"AD NIS adopted on the meeting held 29.09.2006., with INSTRUCTION

**IV. Decision on transfer on rights on permanent use (form of personal servitudes) of real estate in Belgrade, Sekspirova street 27, in Bank as an co owner (1/26) entering into Contract**

#### **V.MISCELLANEOUS**

AIK BANK AD NIS

Board of Directors, President

Lj. Jovanovic, MA ecc (sgd)

## **THE DRAFT OF THE DECISIONS UPON POINTS: III and IV OF THE PROPOSED AGENDA**

### **POINT III**

Pursuance to Article 66. of the Law on Banks and Article 12. of the Statute of AIK BANK AD NIS (hereinafter: AIK BANK), the General Assembly on its XXIV meeting – extraordinary meeting, held 18.12.2009, issues

DECISION No. \_\_\_\_\_/2009

Adoption of the Amendments of the Foundation Agreement of Agroindustrijska komercijalna Bank \*AIK BANK\* AD NIS dated 29.09.2006 in the Draft Decision of the Board of directors of AIK BANK on the meeting held on 28.10.2009 and verified by Board of Directors of AIK BANK on the meeting held on 16.11.2009 in the hereinafter text:

### **Article 1.**

In the Founding Agreement of Agroindustrijska komercijalna Bank “AIK BANK”AD NIS dated 29.09.2009. \*(hereinafter: Agreement) in Part (Chapter) III after Article 9. adds new Articles 9a and 9b.

New Article 9a follows: Reduction on fixed capital of the Bank by annulment of ordinary (managing) shares is in virtue of the Article 99. paragraph 4. and Article 100. paragraph 5. of the Law on Banks ( Official Gazette of Republic of Serbia No. 105/07)

Reduction of shareholder equity from hereinabove paragraph is performed by cancellation of ordinary (managing) shares on the bases of which there is the ownership in the Bank and voting right.

The Decision on annulment of ordinary (managing) shares is issued by the General Assembly of the Bank.

The General Assembly Decision on reduction of shareholder equity by annulment of ordinary (managing) shares specially comprises the following: base of the reduction (managing) of shareholder equity of the Bank; the correct code of the person – Owner whose managing shares of the Bank Issuer are to be cancelled; number of shares and nominal value of shares to be cancelled to the Owner, indication that the reduction of the Bank shareholder capital is performed on the behalf of specific purpose deposit account for the payment of the cancelled shares and other.

Reduction of shareholder equity by annulment of ordinary (managing) shares is performed to the burden of shareholder equity account (by accounting recording).\*

New article 9b follows:\* The General assembly issues the special Instructions for performing (own) Decision on reduction of shareholder equity of the Bank by annulment of ordinary (

managing) shares, which closely define the actions – realization of herewith General Assembly Decision.

Draft of the hereinabove Instructions is to be also submitted to NBS.\*

Article 2.

The other provisions of the Agreement remain unchanged.

Article 3.

Herewith Amendments of the Agreement are to be put into effect upon National Bank of Serbia produces the approval on hereinabove proposed Agreement amendments.

AIK BANK AD NIS

General Assembly, President

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Pursuance to Article 66 of the Law on Banks and Article 12 of the Statute of AIK BANK AD NIS ( hereinafter: AIK BANK) the General Assembly the on its XXIV meeting – extraordinary meeting, held 18.12.2009, issues

DECISION No. \_\_\_\_\_/2009

1. The Consolidated text of the Articles of Association of Agroindustrijska komercijalna Bank \*AIK BANK\*AD NIS as of 29.09.2009 is adopted.
- 1 The hereinabove Articles of Association is integral part of hereto Decision and it shall enter into force upon adoption of the National Bank of Serbia.

AIK BANK AD NIS

General Assembly, President

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Pursuance to Article 66 of the Law on Banks and Article 12 of the Statute of AIK BANK AD NIS ( hereinafter: AIK BANK) the General Assembly the on its XXIV meeting – extraordinary meeting, held 18.12.2009, issues

DECISION No. \_\_\_\_\_/2009

In virtue of realization of the Article: 9a AMANDMENT of the Articles of Association of Agroindustrijska komercijalna Bank AIK BANK ad Nis FROM 29.09.2006.- adopted on the General Assembly meeting on 18.12.2009. the General Assembly adopts, on the part of Board of Directors defined and proposed the hereinafter

#### INSTRUCTIONS

1. The topic of hereto Instruction is: more detailed regulating of the ways and conditions of implementation of the General Assembly Decision on Reduction of (managing) shareholder equity by annulment of ordinary (managing) shares.
2. The General Assembly Decision on reduction of shareholder equity by annulment of ordinary (managing) shares specially comprises the following: base of the reduction (managing) of shareholder equity of the Bank; the correct code of the person – Owner whose managing shares of the Bank Issuer are to be cancelled; number of shares and nominal value of shares to be cancelled to the Owner, nominal value of the managing shareholder equity of the Bank which is reduced, indication that the reduction of the Bank shareholder capital is performed on the behalf of SPECIFIC PURPOSE DEPOSIT ACCOUNT FOR THE PAYMENT OF THE CANCELLED SHARES of the Bank and other.
3. Reduction of (managing) shareholder equity of the Bank by cancellation of ordinary (managing) shares is to be performed:
  - for the amount of nominal value of the cancelled shares.Reduction of the Bank shareholder capital by annulment of ordinary (managing) shares is performed on the behalf of SPECIFIC PURPOSE DEPOSIT ACCOUNT FOR THE PAYMENT OF THE CANCELLED SHARES of the Bank (accounting recording).
4. The Decision of the Bank General Assembly on reduction of shareholder capital by cancellation of shares is to be performed upon the Court resolves the dispute in pursuance of the shareholder lawsuit against the NBS Resolution and rejects the lawsuits of the shareholders as unjust.
5. In case when the Shareholder did not submit the lawsuit in due time to revoke the Resolution of the National Bank of Serbia, or the COURT DECIDING UPON THE LAWSUIT OF THE SHAREHOLDER REJECTED IT, the bank shall conduct the payment on the burden of specific purpose deposit account of the cancelled shares in favor of reserves account
6. In case when Shareholder during the period of the realization of General Assembly Decision on annulment of shareholder equity alienate the managing shares and this is conducted on the owner's account with the Central Securities Depository and Clearing, the Bank shall cancel the shareholder equity only on non alienated number of shares in virtue of hereinabove.

AIK BANK AD NIS  
General Assembly, President

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#### **POINT IV:**

In pursuant of Article 66. of the Law on Banks and Article 12 of the Statute of AIK BANK AD NIS ( hereinafter: AIK BANK), the General Assembly of AIK BANK on the XXIV extraordinary meeting, held on 18.12.2009 issues the following:

DECISION No. \_\_\_\_\_/2009

**1.**It is adopted the Decision on entering into Contract on acquisition of permanent right for the use of real estate (hereinafter: Contract), by which the Bank, as part –owner of the real estate in Belgrade, Sekspirova street no. 27 shall transfer the right for permanent use of the real estate in the form of personal servitudes to the following Users

- 1.1. Shareholder company for processing of animal food, veterinarian medicine and vaccines  
Veterinarski zavod Zemun, Belgrade
- 1.2. Company for trade, mediation and services SCP DOO, Belgrade
- 1.3. Company for informing and marketing, Pink International Company doo, Belgrade
- 1.4. Slobodan Petrovic, personal identity number 1710948710146, Cakorska 4, 11000 Belgrade
- 1.5. Company for Integral marketing communication Communis doo, Belgrade
- 1.6. Nikola Stankovic. personal identity number 0806949173539, Belgrade
- 1.7. Economy company for production of chocolate, candies and baking Pionir doo, Belgrade  
(Miroljub Aleksic)
- 1.8. Spinnaker New Technologies doo, Belgrade (ComTrade Group, Veselin Jevrosimovic)
- 1.9. Kappa Star limited, Belgrade Presidency (Nebojsa Saranovic)
- 1.10. Diners Club International Belgrade doo, Belgrade (obrad Sikomic)
- 1.11. Fashion Co.doo, Belgrade (Milija Babovic)
- 1.12. Anbo doo, Belgrade (Milija Babovic)
- 1.13. Dragijana Radonjic-Petrovic, personal identity number 0110970739424, address: Klare Cetkin 6/9, 11070 Novi Belgrade
- 1.14. Goran Malbasa, personal identity number: 1712960710146, address: Bulevar Kralja Aleksandra 80a, 11000 Belgrade
- 1.15. Goran Percevic from Belgrade, Ljube Didica 1/13
- 1.16. Beohemija doo from Belgrade, Kumodraska 290

Persons allotted from points 1.1 to 1.14 are the present Users, that is persons to whom the other part - users of real estate have already transferred the right on permanent use in the form of personal servitudes, whereas persons allotted from points 1.15 – 1.16 are future users of the real estate.

- 2 The Executive Board of the Bank is empowered to transact hereto legal activity – enter into Contract (s) from hereinabove point 1. and other, i.e. empower the persons who shall enter into Contract(s) on the behalf of the AIK BANK AD NIS.
- 3 This decision shall enter into force upon adoption

AIK BANK AD NIS  
the Assembly of the Bank, President

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