

Pursuant to Articles 40 and 41 of the Statute of NLB Banka AD Skopje, and in accordance with the Decision of the Supervisory Board dated 25.04.2019 for the convening of the Annual Shareholders Assembly,

NLB Banka AD Skopje

INVITES YOU to participate at the Annual Shareholders Assembly of NLB Banka AD Skopje

The Annual Shareholders Assembly of NLB Banka AD Skopje will be held on 30.05.2019, starting at 11.00 am, at the premises of NLB Banka AD Skopje, on Majka Tereza Str. no.1, Skopje, with the following:

Agenda:

1. **Election** of the Chairman of the Assembly;
2. **Election** of a Minutes keeper and a Vote counter of the Assembly;
3. **Annual report** on the operations of NLB Banka AD Skopje for 2018, with:
 - **Opinion of the Supervisory Board** regarding the Annual Report on the operations of NLB Banka AD Skopje for 2018;
 - **Proposal-Decision** for the adoption of the Annual Report on the operation of NLB Banka AD Skopje for 2018;
4. **Report** from the Audit company, Grant Torton-DOO Skopje for audit of the financial statements of NLB Banka AD Skopje for 2018 with:
 - **Control report and Opinion of the Supervisory Board** regarding the Report of the Audit company, Grant Torton-DOO Skopje for audited financial statements of NLB Banka AD Skopje for 2018;
 - **Proposal-Decision** for the adoption of the Report from the Audit company, Grant Torton-DOO Skopje for audited financial statements of NLB Banka AD Skopje for 2018;
5. **Report** from the Audit Company, Ernst & Young Certified Auditors DOO Skopje, for the audit of the financial statements of NLB Banka AD Skopje prepared in accordance with the International Financial Reporting Standards for 2018 with:
 - **Report on the control and the Opinion of the Supervisory Board** regarding the Report of the Audit Company Ernst & Young Certified Auditors DOO Skopje, for the audit of the financial statements of NLB Banka AD Skopje prepared in accordance with the International Financial Reporting Standards for 2018
 - **Proposal-Decision** on the adoption of the Report of the Audit Company Ernst & Young Certified Auditors DOO Skopje for the audit of the financial statements of NLB Banka AD Skopje prepared in accordance with the International Financial Reporting Standards for 2018
6. **Annual report on the work** of the Supervisory Board of NLB Banka AD Skopje in 2018 with included results of the individual and collective **evaluation** of the work of the members of the Supervisory Board for 2018;
 - **Proposal-Decision** for the adoption of the Report on the work of the Supervisory Board of NLB Banka AD Skopje for 2018;
7. **Proposal-Decision** for approval of the work of the members of the Supervisory Board;
8. **Annual report on the work of** Management Board in 2018 with:
 - **Proposal-Decision** for the adoption of the Report on the work of the Management Board of NLB Banka AD Skopje for 2018;
9. **Proposal-Decisions** for approval of the work of the members of the Management Board;
10. **Proposal-Decision** for the adoption of the annual account of NLB Banka AD Skopje for 2018;
11. **Proposal-Decision** for the use and allocation of profits after the annual account of NLB Banka AD Skopje for 2018;
12. **Proposal-Decision** on allocation of dividend and determination of the Dividend Calendar of NLB Banka AD Skopje for 2018;

13. **Proposal-Decision** on amendments and supplements to the Statute of NLB Banka AD Skopje;
14. **Proposal-Decision** for appointment of a Company for auditing the financial statements of NLB Banka AD Skopje for 2019;
15. **Information** on the resignation from the Member of the Supervisory Board of NLB Banka AD Skopje
16. **Proposal-Decision** on appointment of a member of the Supervisory Board of NLB Banka AD Skopje

Shareholders are invited to participate in the work of the Annual Assembly.

Any shareholder who intends to participate in the Annual Assembly of the Bank is obligated to report their participation in the Annual Assembly (application for participation in the Assembly) at the latest before the beginning of the Annual Assembly, to the Legal Division and Secretariat of NLB Banka AD Skopje (contact phone: 02/5100-326 and 02/5100-906) or by e-mail: sekretarijat@nlb.mk

Each shareholder may authorize a representative at the Annual Assembly by signing a written power of attorney. For each power of attorney given in writing, it is necessary for the shareholder to immediately notify the Bank in writing at the address of the head office of NLB Banka AD Skopje: Majka Tereza Str. no.1, 1000 Skopje or the e-mail address sekretarijat@nlb.mk, otherwise it will be deemed that they have not given the power of attorney.

In the event of giving power of attorney by several shareholders to one person, the proxy shall, within 5 working days before the holding of the Annual Assembly, submit a notification to the Securities and Exchange Commission regarding the intention and the reasons for the issuing of the authorization, the number of shares for which the power of attorney is given, and whether they are with or without instructions for voting.

The authorized representative submits the notification to the Commission in written form, exclusively on the form prescribed in the Rulebook on the criteria for determining joint action in accordance with the Law on Takeover of Joint Stock Companies.

The Annual Assembly will decide on issues that are duly placed on the agenda, in accordance with the Statute of the Bank and the Law on Trade Companies.

The right to vote and to give proposals for a discussion on certain issues are held only by the shareholders who are holders of voting shares.

On its website www.nlb.mk, no later than 21 days prior to the day of the session of the Annual Assembly, NLB Banka AD Skopje will publish and will have the following materials and information available: the content of the public call, i.e. the summons to a meeting of the Annual Shareholders Assembly; the total number of shares and the total number of voting rights arising from the voting shares on the day of announcing the public call, i.e. on the day of sending the invitation, including the total number of shares of each type and class; documents and materials that will be considered at the session of the Annual Shareholders Assembly; the proposed decisions of the shareholders that the Bank announces immediately after receiving, and the forms for voting through a proxy prepared for download electronically by the shareholders (this form refers to giving a power of attorney from one shareholder to one person. In case of issuing power of attorney by several shareholders to one person, the form is defined in the Rulebook on criteria for determining joint action in accordance with the Law on Takeover of Joint Stock Companies)

The materials from the agenda and additional information in accordance with the Law on Trade Companies are available to the shareholders every working day from the day of the announcement of the public call for convening the Annual Shareholders Assembly, from 10 am to 1 pm at the premises of NLB Banka AD Skopje, Majka Tereza Str. no. 1, 1000 Skopje, Republic of Macedonia. Macedonia, in the Legal Division and Secretariat of NLB Banka AD Skopje.

In Skopje,

NLB Banka AD Skopje