

Item on the agenda: 15  
Proposer: **Supervisory Board**

## **Material for the Annual Shareholders Assembly of NLB Banka AD Skopje**

### **Decision for determination of the payment for performing the function of members of Supervisory Bodies of NLB Banka Skopje**

The Supervisory Board proposes to the Shareholders Assembly to adopt the following:

### **Decision for determination of the payment for performing the function of members of Supervisory Bodies of NLB Banka Skopje**

In addition:

- Proposal Decision for determination of the payment for performing the function of members of Supervisory Bodies of NLB Banka Skopje

Skopje, April 2021

## **Annual Shareholders Assembly of NLB Banka AD Skopje**

### **Proposal Decision for determination of the payment for performing the function of members of Supervisory Bodies of NLB Banka Skopje**

Pursuant to Article 39 of the Statute of NLB Banka AD Skopje, the Assembly of NLB Banka AD Skopje adopted the following:

### **Decision for determination of the payment for performing the function of members of Supervisory Bodies of NLB Banka Skopje**

1. The payment for performing the function of members of Supervisory Bodies of NLB Banka AD Skopje (which include members of the Supervisory Board, Audit Committee, Nomination Committee and Remuneration Committee) shall be determined. The payment shall be paid:
  - on an annual basis
  - only to the external members of the Supervisory Bodies of NLB Banka AD Skopje (members who are not employed in NLB d.d. or in the Members of the NLB Group)
2. The payment is determined as follows:
  - The member of the Supervisory Board shall receive a Base Pay for performing the function in the amount of EUR 6.000 net annually (Base Pay).
  - The President of the Supervisory Board is entitled to receive an additional payment for performing the president function in the amount of 25% of the Base Pay (Top-up Payment).
  - The member of another Committee (who is also a Supervisory Board member) has the right to receive top-up payment for performing the function, which is 10% of the Base Pay (Member of a Committee Payment), whereby the payment is paid for membership of up to two committees, regardless if an individual member of the Supervisory Board is a member of more than two committees.
  - In addition to a Member of a Committee Payment, the President of the Committee (who is also a Supervisory Board member) is entitled to receive an additional payment for performing the president function in the amount of 15% of the Base Pay (President of a Committee Payment), whereby this payment is paid for a function in up to one committee, regardless if an individual Supervisory Board member performs this function in more than one committee.
  - A member of the Committee (who is not a Supervisory Board member) shall receive base pay for the performing of the function in the amount of EUR 3.000 net annually (Committee Base Pay).
  - The President of the Committee (who is not a Supervisory Board member) is entitled to receive additional payment for the performance of the president function in the amount of 15% of the Committee Base Pay (Committee Top-up Payment).

3. The external members of the Supervisory Board and Committees shall receive the above payment in proportionate monthly payments to which they are entitled as long as they perform the function. The monthly payment is one twelfth of the above annual amounts. If they perform the function for less than one month, they are entitled to a proportional payment calculated based on the number of days they have performed each function.
  4. With the adoption of this decision, decision no.0201-839 dated 22.04.2010 and its amendments with no. 0201-214 dated 23.07.2013 ceases to be valid.
  5. The decision enters into force on the day it is made.
2. The decision enters into force after its adoption by the Shareholders Assembly.

In Skopje, 29.04.2021

The decision shall be submitted to:  
Secretariat

Chairman  
of the Annual Shareholders Assembly  
of NLB Banka AD Skopje