Pursuant to the sixth paragraph of Article 304 of the Companies Act (ZGD-1), the Management Board of Nova Ljubljanska banka d.d., Ljubljana hereby publishes

# the results of the voting at the 15<sup>th</sup> Annual General Meeting of Shareholders of NLB d.d., Trg republike 2, 1520 Ljubljana

which was held on Wednesday, 30 June 2010, at 1 p.m. in the conference room E1-2, 2<sup>nd</sup> lobby of Cankarjev dom in Ljubljana (entrance from the passage under Maximarket).

The total number of NLB shares with voting rights represented at the General Meeting was 7,213,241 or 81.31%.

The notary public Miro Košak from Ljubljana attended the General Meeting which was chaired by Mr Anton Ribnikar.

#### **Adopted resolutions**

1. Opening, establishment of quorum and election of the working bodies of the General Meeting of Shareholders

The working bodies of the Annual General Meeting of Shareholders shall be elected as follows:

- Marko Jerič, member of the Credentials Committee,
- Jure Košar, member of the Credentials Committee.

The resolution was unanimously passed.

 Presentation of the 2009 Annual Report and the Supervisory Board's Report on the results of examining the 2009 Annual Report and Information on the receipts of the members of the Management Board and Supervisory Board in 2009

The General Meeting of Shareholders of NLB d.d. hereby acknowledges the adopted 2009 Annual Report and the report by the Supervisory Board of NLB d.d. on the results of examining the 2008 Annual Report. Furthermore, the General Meeting of Shareholders of NLB d.d. hereby acknowledges the Information on the receipts of the members of the Management Board and Supervisory Board in the previous year.

- 3. Decision on the allocation of net accumulated profit for 2009 and granting a discharge from liability to the Management and Supervisory Boards
- 3.1. The General Meeting of Shareholders of NLB d.d. is hereby informed that the net accumulated profit for 2009 totals EUR 0.00. NLB d.d. recorded an operating loss of EUR 23,621,000.00 in 2009

and, when it prepared its financial statements, it covered the net loss for the financial year by revenue reserves.

3.2. A discharge from liability is hereby granted to the Management and Supervisory Boards for the 2009 financial year.

At first, the shareholders voted on the procedural proposal submitted by the National association of minor shareholders on separate recorded voting on the granting of discharge for each member of the Management Board and the Supervisory Board. A total of 7,213,236 shares participated in the voting but the proposal was not passed, since 2,615 or 0.036% of shares voted in favour and 7,210,621 or 99.964% of votes were cast against the proposal.

After the voting, the shareholders voted on the proposed resolution under Items 3.1 and 3.2, in which 7,213,236 of shares with voting rights participated; 7,212,721 shares or 99.993% voted in favour and 515 shares or 0.007% of votes were cast against the proposal.

#### 4. Authorised capital

The third paragraph of Article 5 of the Articles of Association of NLB d.d. shall be replaced by a new text so as to read as follows:

"The Bank's Management Board is authorised to increase, during the period of five years after the entry in the Companies Register of the amendment to the Articles of Association adopted at the General Meeting of Shareholders held on 30 June 2010, the Bank's share capital once or several times by no more than EUR 37,163,879.15 (thirty-seven million one hundred and sixty-three thousand eight hundred and seventy-nine euros 15/100) (authorised capital), subject to the approval of the Supervisory Board and not subject to the additional resolution of the General Meeting of Shareholders. For the amount of the authorised capital equalling the increased share capital, a total of no more than 4,452,976 (four million four hundred and fiftytwo thousand nine hundred and seventy-six) new ordinary or preference shares may be issued at the issue price specified by the Management Board subject to the approval of the Supervisory Board. The new shares shall be issued with the pertaining rights, under the terms and conditions and in the manner specified in a relevant Management Board's resolution on capital increase and issue of new shares. New shares can be issued against payment in cash, contribution in kind or real takeover, if this is in accordance with the regulations applicable at the time of adopting the resolution on increasing the share capital and on issuing new shares arising from the authorised capital. New shares shall be issued against contributions in kind only if the shares are paid by the Republic of Slovenia against its receivable and on the basis of realisation of guarantee referred to in Article 86.a of the Public Finance Act. The auditor shall not be obliged to audit the issue of shares against contributions in kind if the respective legal provisions have been met. In the case new shares are issued against contributions in kind, the pre-emptive right to the new shares shall be excluded."

The resolution was not adopted. A total of 7,213,237 votes were cast, of which 4,490,603 or 62.255% in favour of and 2,722,634 or 37.745% against the proposal.

#### 5. Appointment of the auditor for the 2010 financial year

The auditing company PricewaterhouseCoopers d.o.o. Ljubljana shall be appointed the auditor of NLB d.d. for 2010.

The resolution was unanimously passed.

### 6. Discussion of the Internal Audit's Report for 2009 and the opinion of the Supervisory Board

The Annual General Meeting of Shareholders of NLB d.d. hereby acknowledges the adopted Internal Audit's Report on Internal Auditing for 2009 and the opinion of the Supervisory Board of NLB d.d.

#### 7. Election of a substitute member of the Supervisory Board

The Annual General Meeting of Shareholders of NLB d.d. hereby establishes that Stanislava Zadravec Caprirolo, Member of the Supervisory Board, submitted her letter of resignation on 16 November 2009.

The elected substitute member of the Supervisory Board shall be Mr Jurij Detiček his term of office shall expire on the same date as the term of office of the originally elected Supervisory Board members who were elected at the 14<sup>th</sup> Annual General Meeting of NLB d.d. held on 30 June 2009.

The resolution was unanimously passed.

## 8. Determination of session fees of the members of the Supervisory Board and the committees of the Supervisory Board

The shareholder Republic of Slovenia submitted a counterproposal:

As of 30 June 2010, the members of the Supervisory Board shall be entitled to session fees, namely members EUR 412.50 gross and the Chairman of the Supervisory Board EUR 536.25 gross for attending a regular or extraordinary meeting, and 80% of the regular session fee for attending a correspondence meeting. The session fee of the Supervisory Board members or any external members for attending a committee of the Supervisory Board or an ad hoc working body of the Supervisory Board shall be 2/3 of the session fee of the Chairman of the Supervisory Board for the chairman of a committee or working body and 2/3 of the session fee of a member of the Supervisory Board for a member thereof. Chairman and members shall be entitled to 80% of the regular session fee for attending a correspondence meeting of a committee or working body of the Supervisory Board.

On the day this resolution is adopted, the resolution on the determination of the Supervisory Board members' session fees which was adopted at the 14<sup>th</sup> Annual General Meeting of Shareholders of NLB d.d. of 30 June 2009, shall cease to be valid.

The resolution was passed; a total of 7,213,236 votes were cast, of which 7,019,927 or 97.320% in favour of and 193,309 or 2.680% against the proposal.

There were no announced legal challenges at the General Meeting.

Ljubljana, 1 July 2010

Management Board of NLB d.d.