

Invitation for Subscription and Payment of NLB Shares in the Third Tranche of the Public Offering of Shares of Nova Ljubljanska banka d.d., Ljubljana (Advertisement)

Nova Ljubljanska banka d.d., Ljubljana, Trg Republike 2, 1520 Ljubljana (abbreviated name: NLB d.d.; hereinafter: NLB, the Bank or the Issuer) hereby invites interested investors to subscribe shares that were not subscribed and paid-in in the first and in the second tranche of the public offering of NLB shares.

According to the Prospectus for the public offering of NLB shares (hereinafter: prospectus), published on 16 April 2008 in the SEOnet information system and on the Issuer's website www.nlb.si, the offer for subscription and payment of NLB shares has been taking place in three tranches.

In the first tranche, shares were offered to existing shareholders that were registered in the Share Register on the date the Securities Market Agency issued the resolution on the approval of the prospectus. In the second tranche, shares were offered to the public. The existing shareholders subscribed and paid-in 471,696 NLB shares, the public, however, subscribed and paid-in 20,845 shares, which in total represents a 54.84 % portion of all NLB shares offered by the prospectus.

Shares available for the third tranche of the offering

The remaining shares, totalling **405,663**, not subscribed and paid-in by the public in the second tranche of the offering (shares available for the third tranche of the offering), are being offered solely to qualified investors referred to in Article 44, Point 1 of the Market in Financial Instruments Act (ZTFI).

According to Article 44, Point 1 of the ZTFI, qualified investors are legal entities from an EU Member State that have obtained a licence or are the subject of supervision related to operations in financial markets and that include:

- credit institutions,
- investment companies,
- other supervised financial companies,
- insurance companies, reinsurance companies and pensions companies,
- collective investment undertakings and companies managing these undertakings,
- pension funds and entities managing these funds,
- entities trading in goods and derivatives for goods.

Subscription of shares

With regard to conditions determined by the prospectus, in the third tranche each investor may subscribe and pay in an unlimited number of shares available for sale in the third tranche of the offering. The selling price of a share is **EUR 334.00**.

Shares may be subscribed at one subscription point, namely at **Poslovalnica za hitre storitve in svetovanje (Quick Service and Consulting Branch), Trg republike 2, Ljubljana**.

The offering shall last for 5 working days, from **10 June to 16 June 2008**. Shares may be subscribed during regular working hours of the above stated branch, namely from 8 a.m. until 6 p.m. (weekdays only), except for the last working day of the offering, when shares may be subscribed only until 1 p.m.

Share payment

Shares must be paid in by no later than the working day following the filling in of the subscription form, except for the shares subscribed on the last working day of the offering, i.e. on 16 June 2008, which must be paid in by the end of that day.

Shares shall be deemed subscribed only if fully paid. Shares shall be paid in cash, in EUR, to the transaction account of the Issuer.

Shares shall be deemed paid if the relevant amount for the payment of shares is in due time credited to the transaction account of the Issuer stated in the subscription form.

Allocation of shares

In the case of oversubscription and overpayment of shares in the third tranche of the offering, given the number of shares available for the third tranche of the offering, shares shall be allocated to the investor who subscribes and pays in shares in the third tranche of the offering in proportion (pro rata) to the number of shares subscribed and paid in by an individual investor, taking into account the total number of shares subscribed and paid in by all investors in the third tranche of the offering.

If according to the calculation of the number of allocated shares it is impossible to distribute all shares available or if there is an insufficient number of shares available, the Issuer reserves the right to apply such rounding as will enable the distribution of all shares available. If in spite of applying the rounding referred to in the previous sentence, it is still not possible to distribute all available shares, the Issuer reserves the right to allocate shares according to the order of their subscription and payment.

Due to a potential oversubscription and overpayment of shares exceeding the number of shares available to subscribers through the public offering, there is a risk of a subscriber and payer of shares not becoming the owner of the full number of shares paid in.

Additional information

Interested investors may obtain additional information concerning the public offering of NLB shares on the:

- telephone number **+ 386 1 477 20 00**,
- website **www.nlb.si**,
- e-mail address **services@nlb.si**.

Announcement of results of the third tranche of the offering

Within four working days of the close of the third tranche of the offering, namely by 20 June 2008 at the latest, the Issuer shall publish the results of the third tranche of the offering in the SEOnet system, the Delo newspaper and on its website.

This notification is published in the SEOnet information system and on the Issuer's website www.nlb.si on 30 May 2008, and on 31 May 2008 in the newspaper Delo.