

Na osnovu člana 29. b, 29. c, 29. e st.2 i 29. g Zakona o bankama ("Službene novine Federacije BiH" broj 39/98, 32/00, 48/01, 41/02, 58/02, 13/03, 19/03, 28/03 i 66/13), člana 27. Statuta Raiffeisen Bank dd Bosna i Hercegovina, te Odluke Nadzornog odbora o sazivanju Skupštine Banke od 10.12.2014. godine, Raiffeisen BANK dd Bosna i Hercegovina objavljuje/

Pursuant to Articles 29 b, 29 c, 29 e, Paragraphs 2 and 29 g, of the Law on Banks (Official Gazette of the Federation of BiH, No. 39/98, 32/00, 48/01, 41/02, 58/02, 13/03, 19/03, 28/03 and 66/13), Article 27 of the Articles of Association of Raiffeisen Bank dd Bosna i Hercegovina, as well as the Supervisory Board Resolution to Convene the General Meeting of Shareholders of the Bank dated 10.12.2014, Raiffeisen BANK dd Bosna i Hercegovina hereby gives

**OBAVJEŠTENJE
O SAZIVANJU SKUPŠTINE DIONIČARA
RAIFFEISEN BANK DD BOSNA I HERCEGOVINA/
NOTICE OF CONVENTION OF THE GENERAL MEETING OF SHAREHOLDERS OF
RAIFFEISEN BANK DD BOSNA I HERCEGOVINA**

I

Skupština dioničara Raiffeisen BANK dd Bosna i Hercegovina (u daljem tekstu: Banka) saziva se za dan 10.02. 2015. godine, sa početkom u 8,30 sati.

The General Meeting of Shareholders of Raiffeisen BANK dd Bosna i Hercegovina (hereinafter: the Bank) is convened to take place on 10.02.2015 at 8:30 a.m.

Zasjedanje Skupštine Banke održat će se u prostorijama Banke u Sarajevu, Zmaja od Bosne bb, sala za sastanke, 10. sprat.

The General Meeting of Shareholders of the Bank will be held on the Bank's premises at Zmaja od Bosne bb Street, Sarajevo, meeting room, 10th floor.

II

Za zasjedanje Skupštine utvrđuje se slijedeći dnevni red | *The following agenda is set out for the General Meeting of Shareholders*

1. Izbor radnih tijela Skupštine | *Election of the working bodies of the General Meeting of Shareholders*
 - a) Predsjedavajućeg Skupštine | *the Chairman of the General Meeting of Shareholders*
 - b) Odbora za glasanje | *the Voting Committee*
 - c) Zapisničara | *the Minutes keeper*
 - d) Dva ovjerivača zapisnika | *two persons to verify the minutes*
2. Usvajanje zapisnika sa prethodne sjednice | *Adoption of the Minutes of the previous meeting*
3. Donošenje Odluke o izmjenama i dopunama Statuta Banke | *Adopting the Resolution on Amendments to the Bank's Articles of Association*
4. Donošenje Odluke o usvajanju Prečišćenog teksta Statuta Banke | *Adopting the Resolution on Approval of the Consolidated Text of the Bank's Articles of Association*
5. Donošenje odluke o usvajanju Politike naknada članovima Nadzornog odbora Raiffeisen Bank dd Bosna i Hercegovina | *Adopting the Resolution on Approval of the Remunerations Policy for the Members of the Supervisory Board of Raiffeisen Bank dd Bosna i Hercegovina*
6. Donošenje odluke o naknadama članovima Nadzornog odbora Raiffeisen Bank dd Bosna i Hercegovina za 2014. godinu | *Adopting the Resolution on remunerations for the members of the Supervisory Board of Raiffeisen Bank dd Bosna i Hercegovina for the year 2014*

7. Donošenje Odluke o usvajanju Politika i procedura o procjeni članova Nadzornog odbora Banke (v.2.0.)/*Adopting the Resolution on Approval of the Fit & Proper Policy and Procedure for the Supervisory Board Members of the Bank (v.2.0.)*
8. Donošenje Odluke o razrješenju predsjednika i članova Nadzornog odbora Banke zbog isteka mandata/*Adopting the Resolution on discharging the chairman and the members of the Supervisory Board of the Bank, due to expiry of the term of office*
9. Izbor predsjednika i članova Nadzornog odbora Banke (pojedinačno)/*Election of the chairman and the members of the Supervisory Board of the Bank (individually)*
10. Donošenje Odluke o odobrenju elemenata ugovora o angažmanu predsjednika i članova Nadzornog odbora Banke/*Adopting the Resolution approving the elements of the Contract of Engagement as Chairman/Member of the Supervisory Board of the Bank*
11. Donošenje Odluke o odobrenju elemenata ugovora o angažmanu predsjednika i članova Odbora za reviziju Banke/*Adopting the Resolution approving the elements of the Contract of Engagement as Chairman /Member of the Audit Board of the Bank*
12. Donošenje Odluke o odobravanju izmjena i dopuna Statuta Raiffeisen Invest doo Sarajevo/*Adopting the Resolution approving the amendments to the Articles of Association of Raiffeisen Invest doo Sarajevo*

III

Dioničar ili grupa dioničara sa najmanje 5% ukupnog broja dionica s pravom glasa, ima pravo pismeno predložiti izmjenu dnevnog reda i prijedloga odluka skupštine najkasnije osam dana od dana objavljivanja ovog obavještenja./

Any shareholder or group of shareholders whose shares equal in aggregate at least 5% of total voting shares may request in writing a change in the agenda or in any proposal for a GSM resolution, at least eight days from the publication of this convention notice.

Raiffeisen SEE Region Holding GmbH, s registrovanim sjedištem na adresi Am Stadtpark 9, Beč, Republika Austrija, kao kvalificirani dioničar u smislu člana 31 b) Zakona o bankama, prije donošenja Odluke o sazivanju Skupštine Banke, dostavio je prijedlog za kandidate za predsjednika i članove Nadzornog odbora sa dokumentacijom kojom se dokazuje postojanje propisanih uslova, odnosno nepostojanje smetnji za izbor kandidata za članove Nadzornog odbora Banke u smislu odredaba Uputstva za licenciranje i druge saglasnosti Agencije za bankarstvo Federacije BiH. Za predsjednika i članove Nadzornog odbora Banke predloženi su: Karl Sevelda, Peter Lennkh, Ferenc Berszan, Peter Jacenko i Johannes Kellner.

Before the Resolution to Convene the General Meeting of Shareholders was taken, Raiffeisen SEE Region Holding GmbH, with registered address at Am Stadtpark 9, Vienna, Austria, as a qualifying shareholder within the meaning of Article 31b) of the Law on Banks, had submitted a proposal of the candidates for chairman and members of the Supervisory Board, together with the documentation proving that the legal requirements are met and that there are no obstacles for the election of the candidates to the Supervisory Board within the meaning of the provisions of the Instructions for Licensing and Other Approvals of the Banking Agency of the Federation of Bosnia and Herzegovina. The candidates for election to the Supervisory Board, as chairman and members, are: Karl Sevelda, Peter Lennkh, Ferenc Berszan, Peter Jacenko and Johannes Kellner.

Nadzorni odbor Banke sačinjavaju predsjednik i četiri člana koje imenuje Skupština Banke.

The Supervisory Board shall be composed of the chairman and four members appointed by the General Meeting of Shareholders.

IV

Pravo odlučivanja na Skupštini ima dioničar koji se na listi dioničara kod Registra vrijednosnih papira u Federaciji BiH nalazio 45 dana prije dana održavanja Skupštine. /

Any shareholder appearing on the shareholder list kept with the Securities Registry of the Federation of Bosnia and Herzegovina at least 45 days before the date of the General Meeting shall be entitled to participate in the decision-making process at the General Meeting.

Skupština može odlučivati ukoliko su zastupljeni, lično ili putem punomoćnika, dioničari sa više od 50% dionica s pravom glasa./

The General Meeting can make valid decisions if shareholders holding more than 50% of voting shares are present or represented at the General Meeting.

Skupštini mogu prisustvovati dioničari ili punomoćnici dioničara koji su podnijeli prijavu za učešće u radu i odlučivanju Skupštine u roku koji ne može biti duži od tri dana prije dana određenog za održavanje Skupštine.

Entitled to take part at the General Meeting are shareholders or proxy holders who have submitted their notice of attendance and decision-making at the General Meeting at least three days before the General Meeting.

Prijava se podnosi lično, poštanskom pošiljkom na adresu Zmaja od Bosne bb, Sarajevo ili putem faksa broj 033/287 304.

The notice of attendance shall be sent personally, either by post to Zmaja od Bosne bb, Sarajevo, or using fax no. 033/287 304.

Punomoćnik dioničara mora imati ovlaštenje za zastupanje dioničara potpisano od dioničara - fizičkog lica ili zastupnika dioničara - pravnog lica i ovjereno od nadležnog organa.

A shareholders' proxy holder must have a power of attorney to represent the shareholder. The power of attorney must be signed by the shareholder, in case of a natural person, or by a representative of the shareholder, in case of a legal person, and certified by a competent authority.

Punomoćnik je dužan predati Odboru za glasanje pismeno ovlaštenje za zastupanje dioničara (original punomoći).

A proxy holder shall submit to the Voting Committee his/her power of attorney (in original copy) to represent the shareholder.

Glasanje na Skupštini vrši se putem glasačkih listića, zaokruživanjem na glasačkom listiću odgovora "za" ili "protiv" prijedloga odluke ili imena kandidata pri izboru organa Banke.

Votes at the General Meeting of Shareholders are taken by ballots, by marking the option "IN FAVOUR" or "AGAINST" the proposal for resolution or, respectively, the name of the candidate who stands for election into a body of the Bank.

V

Dioničari imaju pravo, od dana objavljivanja obavještenja o sazivanju Skupštine, izvršiti uvid u sve isprave i materijale koje se odnose na prijedlog odluka uvrštenih u dnevni red Skupštine. Punomoćnici dioničara su dužni prilikom uvida u materijal za Skupštinu dati na uvid urednu punomoć. Uvid u materijale može se izvršiti u Sekretarijatu Banke u ulici Zmaja od Bosne bb, svakog radnog dana od 8:00-16:00.

Shareholders have the right to review all the documents and materials supporting the proposals put onto the agenda for the General Meeting, and can exercise that right as of the date of announcing this convention notice. Proxy holders representing shareholders must present a proper proxy to be able to review the supporting documents. The supporting documents will be held available for insight in the Bank's Secretariat at Zmaja od Bosne bb, every business day from 8am to 4pm.

NADZORNI ODBOR/ SUPERVISORY BOARD