

Na osnovu člana 335. Zakona o privrednim društvima (Sl.glasnik RS br. 36 i 99/2011), čl. 65. Zakona o tržištu kapitala (Sl.glasnik RS br. 31/2011) i Statuta društva, Nadzorni odbor HK“Sandžaktrans“a.d. Novi Pazar saziva vanrednu sednicu Skupštine i svim akcionarima dana \_\_\_\_\_.2013. godine upućuje sledeću:

Based on Article 335 of the Companies Law (Official Gazette of the Rep. of Serbia No. 36 and 99/2011), Article 65 of the Law on the Law on the Capital Market (Official Gazette of the Rep. of Serbia No. 31/2011) and the Company Articles of Association, the Supervisory Board of HK Sandžaktrans“ a.d. Novi Pazar summons a regular meeting of the Shareholders Assembly, sending out the following invitation to all shareholders as of \_\_\_\_\_ 2013:

## POZIVNICU

### ZA VANREDNU SKUPŠTINU AKCIONARA HK“SANDŽAKTRANS“AD. NOVI PAZAR

koja će se održati na dan \_\_\_\_\_. 2013.godine sa početkom u 10,00 časova u sedištu društva u Novom Pazaru, ul. Omladinska bb, sa sledećim:

- Imenovanje zapisničara i Komisije za glasanje
- 1. Razmatranje i usvajanje zapisnika sa redovne sednice Skupštine akcionara održane dana 27.06.2013. godine
- 2. Donošenje Odluke o usvajanju izveštaja o potrebi sprovođenja postupka promene pravne forme;
- 3. Donošenje Odluke o promeni pravne forme;
- 4. Donošenje Odluke o izmenama i dopunama osnivačkog;
- 5. Donošenje odluke o razrešenju Predsednika i članova Nadzornog odbora;
- 6. Donošenje Odluke o razrešenju izvršnih direktora Društva;
- 7. Donošenje Odluke o razrešenju generalnog direktora;
- 8. Donošenje Odluke o imenovanju izvršnih direktora Društva
- 9. Donošenje odluke o povlačenju akcija sa regulisanog tržišta odnosno MTP;
- 10. Donošenje odluke o prestanku svojstva javnog društva;
- 11. Donošenje odluke o izboru ovlašćenog revizora-revizorske kuće za reviziju finansijskih izveštaja društva za 2013.godinu;

Predlaže se Skupštini da donese odluke po navedenim tačkama dnevnog reda po kojima glasaju prisutni akcionari koji poseduju akcije sa pravom glasa.

Ukupan broj glasova kojima raspolažu akcionari u Skupštini HK“Sandžaktrans“a.d. Novi Pazar iznosi 53.794.

Odluke po svim tačkama se donose običnom većinom glasova prisutnih akcionara koji imaju pravo glasa, osim za tačku 9. i 10. gde se odluke donose tročetvrtinskom većinom prisutnih akcionara.

## INVITATION

### FOR THE GENERAL MEETING OF SHAREHOLDERS ASSEMBLY OF HK ‘SANDŽAKTRANS’ A.D NOVI PAZAR

The meeting will be held on \_\_\_\_\_ 2013, starting at 10:00 a.m., in the Company premises located at Omladinska bb, Novi Pazar and will have the following Agenda:

- Appointment of secretary of the meeting and Voting Committee
- 1. Discussing and approving the Protocol of the regular meeting of Shareholders Assembly held on 27th June 2013;
- 2. Making a decision approving the report stipulating the initiation of procedure to change the legal form of incorporation;
- 3. Making a decision to change the legal form;
- 4. Making a decision on amendments and additions to the Articles of Association;
- 5. Making a decision regarding dismissal of the President and the members of Supervisory Board;
- 6. Making a decision regarding the dismissal of the Executive Managers of the Company;
- 7. Making a decision on the dismissal of the General Manager;
- 8. Making a decision to appoint the Executive Managers of the Company;
- 9. Making a decision to withdraw shares from the regulated market, i.e. the MTP;
- 10. Making a decision to regulate the termination of the features of a public company;
- 11. Making a decision on appointing authorised auditing house to perform the audit of the company financial reports for 2013;

A recommendation is herewith made for Shareholders Assembly to pass corresponding decisions based on items stated above, which shall be voted upon by the present shareholders – owners of shares with the voting right.

The total number of votes held by the shareholders in the Shareholders Assembly of HK “Sandžaktrans “ a.d. Novi Pazar is 53,794.

The decisions pertaining to all the items on the Agenda are passed based on the simple majority of votes of the present shareholders with the right to vote, except for items 9 and 10, where the decisions are made based on the three-quarter majority of votes of the present shareholders.

Akcionar ima pravo da učestvuje u radu skupštine odnosno pravo glasa i pravo na učešće u raspravi o pitanjima koja se odnose na predloženi dnevni red i dobijeno punomoćje.

Dan na koji se utvrđuje lista akcionara za sastav skupštine /dan akcionara/ je 26.07.2013.godine. Samo akcionari koji su akcionari Društva na taj dan imaju pravo učešća u radu skupštine.

Jedan ili više akcionara koji poseduju najmanje 5% akcija sa pravom glasa može da se raspravlja, kao i dodatne tačke o kojima se prediaže da skupština donese od- luku, pod uslovom da obrazlože taj prediog ili da dostave tekst odluke koju predla- žu.

Predlog za dopunu dnevnog reda daje se pisanim putem, uz navođenje podataka o podnosiocima zahteva, a može se uputiti Društvu najkasnije 10 /deset/ dana pre dana održavanja skupštine.

Ako Nadzorni odbor ne prihvati uredno dostavljeni predlog za dopunu dnevnog reda u roku od tri dana od dana prijema predloga, podnosilac predloga ima pravo da u daljem toku od tri dana zahteva da nadležni sud u vanparničnom postupku naloži Društvu da predložene tačke stavi na dnevni red skupštine.

Akcionar ima pravo da putem punomoćja ovlasti određeno lice da učestvuje u radu.

Punomoćje za glasanje daje se u pisanoj formi i sadrži naročito:

- ime, jedinstveni matični broj i prebivalište akcionara koji je domaće fizičko lice, odnosno ime, broj pasoša ili drugi identifikacioni broj i prebivalište akcionara koji je strano fizičko lice, odnosno poslovno ime, matični broj i sedište akcionara koji je domaće pravno lice, odnosno poslovno ime, broj registracije ili drugi identifikacioni broj i sedište akcionara koji je strano pravno lice,
- ime punomoćnika sa svim podacima iz tačke 1. ovog stava,
- broj, vrstu i klasu akcija za koje se punomoćje izdaje.

Ako fizičko lice daje punomoćje za glasanje ono mora biti overeno u skladu sa zako- nom kojim se uređuje overa potpisa.

Ako je punomoćnik pravno lice, ono pravo glasa vrši preko svog zakonskog zastupnika ili drugog za to posebno ovlašćenog lica, koje može isključivo biti član organa tog pravnog lica ili njegov zaposleni.

Uvid u materijal za sednicu Skupštine može se izvršiti u poslovnim prostorijama.

Ovaj poziv istovremeno se smatra i Obaveštenjem u vezi sa održavanjem skupštine akcionara u skladu sa Zakonom o tržištu kapitala.

A shareholder has the right to participate in sessions of the Shareholders Assembly and the right to participate in the discussion pertaining to issues concerning the suggested agenda and the corresponding power of attorney.

It is herewith decided that the list of shareholders for the Assembly shall be concluded as of 26<sup>th</sup> June 2013/ the day of shareholders. Only the shareholders who are the Company shareholders as of this date can participate in the Assembly session.

One or more shareholders possessing at least 5% shares with the right to vote is/are allowed to participate in the discussion related to the items on the agenda and/or any additional items that the Assembly is to decide on, provided that proposal stated therein is adequately explained or presented as a written decision.

Proposals concerning additions to the agenda must include data of the party submitting the request and must be submitted in writing, not later than 10 (ten) days prior to the day of holding the Assembly meeting.

Provided that the Supervisory Board fails to respond and approve a properly submitted proposal requesting an amendment to the agenda within three days from the day of receiving the proposal therein, the party submitting the request may demand that the court in charge conducts out-of-the court proceedings, ordering the Company to include the proposal therein in the agenda for the Assembly.

A shareholder has the right to issue a power of attorney, appointing a representative for the Assembly meeting.

The power of attorney empowering a voting representative must be composed in writing and include:

- name, personal ID number and residential address of the shareholder who is a citizen of Serbia, or the name and number of passport or other identification particulars of a shareholder who is a foreign citizen, i.e. the business name, registration number and address of head office of a shareholder who is a Serbian legal entity, or the business name, registration number or other identification particulars and head office address of a shareholder who is a foreign legal entity. .
- name of authorised representative, supported with all the information stated in point one of this item,
- number, type and class of shares covered by the power of attorney.

If the power of attorney is issued by an individual, it must be duly verified in accordance with the law regulating the official verification of signatures.

If the authorised party is a legal entity, the power to vote is effected through its appointed representative or other legally empowered proxy, who must exclusively be a member of a legal entity's organ or its employee.

The working materials for the Assembly meeting shall be made available for inspection at the business premises.

This Invitation will be also accepted as the official communiqué pertaining to the meeting of the Shareholders

Ovaj poziv biće objavljen na internet stranici društva,  
internet stranici registra.

Assembly, in accordance with the Law on the Capital  
Market.

This Invitation shall be posted at the Company Internet  
pages, as well as the Internet pages of the Register.

PREDSEDNIK NADZORNOG ODBORA / PRESIDENT OF SUPERVISORY BOARD

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Zeev Horen

Ovim potvrđujem da je engleski prevod teksta na desnoj strani ovog dokumenta u potpunosti  
veran originalu na srpskom jeziku, koji je dat na levoj strani dokumenta.  
Ljubomir Vasojević, prof. Stalni sudski tumač za engleski jezik.  
Cara Lazara 27, 32000 Čačak. Rešenje br. 740-06-1783/08-03 od 30. 10. 2008., Ministarstvo  
pravde Rep. Srbije

I hereby certify that the English version of the text, given on the right-hand side of this document, is a  
true translation of the original Serbian version, given on its left-hand side.  
Ljubomir Vasojević MA, Certified Court Translator for English.  
Cara Lazara 27, 32000 Čačak. Licence No. 740-06-1783/08-03 of 30<sup>th</sup> October 2008, issued by the  
Ministry of Justice, Republic of Serbia