

Na osnovu članova 12, 246, 247 i 329 Zakona o privrednim društvima ("Sl. glasnik RS", br. 36/2011, 99/2011, 83/2014 - dr. zakon i 5/2015 i 44/2018, 95/2018 i 91/2019) (u daljem tekstu: „**Zakon**“) Skupština akcionara privrednog društva PGP RAPID AD APATIN, sa registrovanim sedištem na adresi Industrijska zona bb, 25260 Apatin, Republika Srbija, matični broj: 08027714, PIB 100964966 (u daljem tekstu: „**Društvo**“) na redovnoj sednici dana 28.06.2021. donosi

### **ODLUKU O IZMENAMA I DOPUNAMA STATUTA PGP RAPID AD APATIN**

#### **Član 1.**

Menja se član 1. Statuta i sada glasi:

„Ovim Statutom uređuju se pitanja od značaja za organizovanje i rad Proizvodno građevinskog preduzeća "Rapid" akcionarsko društvo iz Apatina (u daljem tekstu: Društvo), a naročito:

- poslovno ime i sedište;
- delatnost;
- osnovni kapital;
- vrste i klase akcija;
- vreme trajanja i pravna forma;
- organi Društva, njihov delokrug i rad;
- zastupanje Društva i
- druga pitanja od značaja za Društvo.“

#### **Član 2.**

Menja se član 2. Statuta i sada glasi:

„Društvo je osnovano odlukom Narodnog

In accordance with provisions 12, 246, 247 and 329 of the Company Law ("Official Gazette of the Republic of Serbia", nos. 36/2011, 99/2011, 83/2014, 5/2015, 44/2018, 95/2018 and 91/2019) (hereinafter referred to as: the „**Law**“) General Meeting of PGP RAPID AD APATIN, with registered address at Industrijska zona bb, 25260 Apatin, Republic of Serbia, corporate identification no. 08027714, TIN 100964966 (hereinafter referred to as: the "**Company**") in regular session held on 28.06.2021. renders:

### **DECISION ON AMENDMENTS AND SUPPLEMENTS TO THE STATUTE OF PGP RAPID AD APATIN**

#### **Article 1**

Article 1 of the Statute is amended to read as follows:

“This Statute governs important matters related to organization and operation of the company Proizvodno građevinskog preduzeća "Rapid" akcionarsko društvo iz Apatina (hereinafter referred to as: Company), particularly:

- business name and registered office;
- business activity;
- initial capital;
- types and classes of shares;
- duration and legal form;
- corporate bodies of the Company, scope, and their activities;
- representation of the Company and
- other important matters related to the Company.“

#### **Article 2**

Article 2 of the Statute is amended to read as follows:

odbora gradske opštine Apatin od 18. avgusta 1953. godine pod nazivom: Preduzeće za eksploataciju, prodaju i preradu trske "Trska" koji je vremenom menjan do sadašnjeg naziva.

Odlukom organa upravljanja od 23. maja 1991. godine Društvo je organizovano u postojećoj pravnoj formi te ovaj datum predstavlja datum osnivanja Društva ovog oblika.

Društvo je upisano u Registar privrednih subjekata kod Agencije za privredne registre broj: BD 40719/2005, matični broj: 08027714, PIB: 100964966."

### **Član 3.**

Menja se član 3. Statuta i sada glasi:

„Poslovno ime Društva glasi: Proizvodno građevinsko preduzeće "Rapid" akcionarsko društvo Apatin.

Skraćeno poslovno ime Društva glasi: PGP "Rapid" a.d. Apatin."

### **Član 4.**

Menja se član 4. Statuta i sada glasi:

„Sedište Društva je na adresi: Apatin, Industrijska zona 66."

### **Član 5.**

Menja se član 5. Statuta i sada glasi:

„Pretežna delatnost kojom se Društvo bavi je: 23.32 - proizvodnja opeke, crepa i građevinskih proizvoda."

"The Company was incorporated by the decision of the People's Committee of the city municipality of Apatin dated August 18, 1953, under the business name: Preduzeće za eksploataciju, prodaju i preradu trske "Trska", which has over time changed to the current name.

By the decision of the managing body dated 23 November 1991, the Company was organized in the existing legal form, hence said date represents the date of establishment of the Company in this form.

The Company has been registered in the Register of Business Entities held with the Serbian Business Registers Agency no. BD 40719/2005, corporate identification no. 08027714, TIN: 100964966."

### **Article 3**

Article 3 of the Statute is amended to read as follows:

"Full business name of the Company is: Proizvodno građevinsko preduzeće "Rapid" akcionarsko društvo Apatin.

Abbreviated business name of the Company is: PGP "Rapid" a.d. Apatin."

### **Article 4**

Article 4 of the Statute is amended to read as follows:

"Registered seat of the Company is at the address: Apatin, Industrijska zona bb."

### **Article 5**

Article 5 of the Statute is amended to read as follows:

"Prevailing business activity of the Company is: 23.32 - manufacture of bricks, tiles, and construction products."

<p style="text-align: center;"><b>Član 6.</b></p> <p>Menja se član 6. Statuta i sada glasi:</p> <p>„Osim pretežne delatnosti, Društvo obavlja i sledeće delatnosti:</p> <ul style="list-style-type: none"> <li>- 23.62 proizvodnja proizvoda od gipsa namenjenih za građevinarstvo;</li> <li>- 23.69 proizvodnja ostalih proizvoda od betona, gipsa i cementa;</li> <li>- 41.20 izgradnja stambenih i nestambenih zgrada;</li> <li>- 42.99 izgradnja ostalih nepomenutih građevina;</li> <li>- 43.11 rušenje objekata;</li> <li>- 43.12 pripremanje gradilišta;</li> <li>- 43.31 malterisanje;</li> <li>- 43.32 ugradnja stolarije;</li> <li>- 43.33 postavljanje podnih i zidnih obloga;</li> <li>- 43.39 ostali nepomenuti specifični građevinski radovi.“</li> </ul>	<p style="text-align: center;"><b>Article 6</b></p> <p>Article 6 of the Statute is amended to read as follows:</p> <p>“In addition to the prevailing business activity, the Company may perform the following activities:</p> <ul style="list-style-type: none"> <li>- 23.62 manufacture products made of gypsum intended for construction purposes;</li> <li>- 23.69 manufacture of other products from concrete, gypsum, and cement;</li> <li>- 41.20 construction of residential and non-residential buildings;</li> <li>- 42.99 construction of other buildings;</li> <li>- 43.11 demolition;</li> <li>- 43.12 site preparation;</li> <li>- 43.31 plastering;</li> <li>- 43.32 installation of carpentry;</li> <li>- 43.33 installation of floor and wall coverings;</li> <li>- 43.39 other specific construction works.”</li> </ul>
<p style="text-align: center;"><b>Član 7.</b></p> <p>Menja se član 7. Statuta i sada glasi:</p> <p>„Društvo može da promeni pretežnu delatnost, izmenom ovog Statuta.</p> <p>O ostalim delatnostima, dodavanju ili prestanku obavljanja, može se odlučiti bez promena ovog Statuta, odlukom izvršnog odbora.“</p>	<p style="text-align: center;"><b>Article 7</b></p> <p>Article 7 of the Statute is amended to read as follows:</p> <p>“The Company may change its prevailing business activity by amending this Statute.</p> <p>By decision of the Executive Board, without amendments to this Statute, it can be decided on other activities, addition, or termination thereof.”</p>
<p style="text-align: center;"><b>Član 8</b></p> <p>Menja se član 8. Statuta i sada glasi:</p> <p>„Osnovni kapital Društva utvrđen i upisan u Centralnom registru na dan usvajanja ovog Statuta iznosi</p>	<p style="text-align: center;"><b>Article 8</b></p> <p>Article 8 of the Statute is amended to read as follows:</p> <p>“The Initial capital of the Company</p>

<p>267.625.040,00 dinara.</p> <p>Iznos osnovnog kapitala je upisan u novčanom obliku i uplaćen u celosti.”</p> <p style="text-align: center;"><b>Član 9.</b></p> <p>Menja se član 9. Statuta i sada glasi:</p> <p>„Društvo je ukupno izdalo 326.372 običnih akcija, nominalne pojedinačne vrednosti od 820,00 dinara.</p> <p>Svaka akcija ima jedan glas, prenos vlasništva nije ograničen, u potpunosti su uplaćene i registrovane u Centralnom registru dana 11. juna 2007. godine sa ISIN brojem: RSRAPIE17075 i CFI kodom: ESVUFR.”</p> <p style="text-align: center;"><b>Član 10</b></p> <p>Menja se član 10. Statuta i sada glasi:</p> <p>„Društvo može izdavati sledeće vrste akcija: obične i preferencijalne akcije.</p> <p>U okviru svake vrste akcija, akcije koje daju ista prava čine jednu klasu akcija.”</p> <p style="text-align: center;"><b>Član 11.</b></p> <p>Menja se član 11. Statuta i sada glasi:</p> <p>„Društvo je organizovano kao javno akcionarsko društvo.”</p> <p style="text-align: center;"><b>Član 12.</b></p> <p>Menja se član 12. Statuta i sada glasi:</p> <p>„Društvo je osnovano na neodređeno vreme.”</p>	<p>determined and registered in the Central Securities, Depository and Clearing House on the day of adoption of this Statute amounts to RSD 267,625,040.</p> <p>The amount of initial capital is registered in pecuniar form and paid-in fully.”</p> <p style="text-align: center;"><b>Article 9</b></p> <p>Article 9 of the Statute is amended to read as follows:</p> <p>“The Company issued a total of 326,372 ordinary shares, with individual nominal value of RSD 820.00.</p> <p>Each share brings one vote, ownership transfer is not limited, shares are paid-in fully and registered in the Central Securities, Depository and Clearing House on June 11, 2007 under ISIN number: RSRAPIE17075 and CFI code: ESVUFR.”</p> <p style="text-align: center;"><b>Article 10</b></p> <p>Article 10 of the Statute is amended to read as follows:</p> <p>“The Company may issue the following type of shares: ordinary and preferential shares.</p> <p>Within each type of shares, shares that give the same rights form one class of shares.”</p> <p style="text-align: center;"><b>Article 11</b></p> <p>Article 11 of the Statute is amended to read as follows:</p> <p>“The Company is organized as public joint-stock company.”</p> <p style="text-align: center;"><b>Article 12</b></p> <p>Article 12 of the Statute is amended to read as follows:</p>
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<p style="text-align: center;"><b>Član 13.</b></p> <p>Menja se član 13. Statuta i sada glasi:</p> <p>„Za obaveze preuzete u pravnom prometu prema trećim licima, kao i prema akcionarima i drugim učesnicima Društva, Društvo odgovara celokupnom svojom imovinom.</p> <p>Akcionari ne odgovaraju za obaveze Društva, osim u slučaju probijanja pravne ličnosti.“</p>	<p>“The Company is incorporated for an indefinite period of time.”</p> <p style="text-align: center;"><b>Article 13</b></p> <p>Article 13 of the Statute is amended to read as follows:</p> <p>“For obligations undertaken in legal transactions towards third parties, as well as towards shareholders and other participants of the Company, the Company is liable with all its assets.</p> <p>Shareholders are not liable for obligations of the Company, except in the case of piercing of corporate veil.”</p>
<p style="text-align: center;"><b>Član 14.</b></p> <p>Menja se član 14. Statuta i sada glasi:</p> <p>„Društvo može imati pečat i štambilj.</p> <p>Izgled, sadržinu i broj pečata i štambilja određuje generalni direktor.“</p>	<p style="text-align: center;"><b>Article 14</b></p> <p>Article 14 of the Statute is amended to read as follows:</p> <p>“A company may have a stamp and seal.</p> <p>The appearance, content and number of stamps and seals shall be determined by the CEO.”</p>
<p style="text-align: center;"><b>Član 15.</b></p> <p>Menja se član 15. Statuta i sada glasi:</p> <p>„Društvo može da ima svoj znak, koji simbolizuje pretežnu delatnost.</p> <p>Znak Društva određuje i menja skupština društva.“</p>	<p style="text-align: center;"><b>Article 15</b></p> <p>Article 15 of the Statute is amended to read as follows:</p> <p>“The Company may utilize a symbol, which represents its prevailing business activity.</p> <p>The General Meeting of the Company shall establish and change the symbol of the Company.”</p>
<p style="text-align: center;"><b>Član 16.</b></p> <p>Menja se član 16. Statuta i sada glasi:</p> <p>„Poslovna pisma i drugi dokumenti Društva namenjena trećim licima (<i>memorandum, faktura, narudžbenica i sl.</i>) sadrže poslovno ime, sedište, matični broj, PIB i druge podatke od značaja za komunikaciju (poslovni račun, telefon, faks, mail, veb stranica).“</p>	<p style="text-align: center;"><b>Article 16</b></p> <p>Article 16 of the Statute is amended to read as follows:</p> <p>“Business letters and other documents of the Company intended for third parties (<i>memorandum, invoice, purchase order,</i></p>

<p style="text-align: center;"><b>Član 17.</b></p> <p>Menja se član 17. Statuta i sada glasi:</p> <p>„Upravljanje Društvom je dvodomno.</p> <p>Društvo ima skupštinu, nadzorni odbor, izvršni odbor i generalnog direktora.</p> <p>Organi iz prethodnog stava ovog člana mogu obrazovati komisije odn. odbore kao svoja pomoćna i stručna tela.“</p> <p style="text-align: center;"><b>Član 18.</b></p> <p>Menja se član 18. Statuta i sada glasi:</p> <p>„Skupštinu čine akcionari Društva.</p> <p>Akcionar ima pravo da učestvuje u radu skupštine, što podrazumeva pravo da glasa o pitanjima o kojima glasa njegova klasa akcija i pravo na učešće u raspravi o pitanjima na dnevnom redu skupštine, uključujući i pravo na podnošenje predloga, postavljanje pitanja koja se odnose na dnevni red skupštine i dobijanje odgovora, u skladu sa Statutom i poslovníkom skupštine.“</p> <p style="text-align: center;"><b>Član 19.</b></p> <p>Menja se član 19. Statuta i sada glasi:</p> <p>„Akcionar koji poseduje najmanje 0,1% ukupnog broja akcija Društva može lično učestvovati u radu skupštine ili putem punomoćja za to ovlastiti drugo lice.</p> <p>Akcionari koji pojedinačno ne poseduju broj akcija iz prethodnog stava, imaju</p>	<p><i>etc.) contain business name, registered seat, corporate identification number, TIN and other information relevant for communication (bank account, telephone, fax, e-mail, website).“</i></p> <p style="text-align: center;"><b>Article 17</b></p> <p>Article 17 of the Statute is amended to read as follows:</p> <p>“Management of the Company is structured under two-tier system.</p> <p>The Company has the General Meeting, Supervisory Board, Executive Board and CEO.</p> <p>The bodies referred to in the previous paragraph of this Article may form committees as their auxiliary and expert bodies.”</p> <p style="text-align: center;"><b>Article 18</b></p> <p>Article 18 of the Statute is amended to read as follows:</p> <p>“The shareholders comprise the General Meeting of the Company.</p> <p>A shareholder is entitled to participate in the General Meeting, which includes the right to vote on matters voted on by his class of shares and the right to participate in discussions on matters on the agenda of the General Meeting, including the right to propose motions, ask questions and receive answers related to the agenda, in accordance with the Statute and Rules of procedure of the General Meeting.”</p> <p style="text-align: center;"><b>Article 19</b></p> <p>Article 19 of the Statute is amended to read as follows:</p> <p>“A shareholder who owns at least 0.1% of the total number of shares of the Company may personally participate in</p>
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pravo da u radu skupštine učestvuju preko zajedničkog punomoćnika."

#### **Član 20.**

Menja se član 20. Statuta i sada glasi:

„Društvo u pozivu za sednicu može akcionarima predložiti jedno ili više lica za punomoćnike, u skladu sa zakonom."

#### **Član 21.**

Menja se član 21. Statuta i sada glasi:

„Ako fizičko lice daje punomoć ono mora biti overeno u skladu sa zakonom kojim se uređuje overa potpisa ili od strane ovlašćenog lica Društva.

Punomoćje za glasanje može se dati i elektronskim putem, s tim što mora biti potpisano kvalifikovanim elektronskim potpisom u skladu sa zakonom kojim se uređuje elektronski potpis, uz obavezu akcionara da o datom punomoćju obavesti Društvo dostavljanjem punomoćja na zvaničnu e-mail adresu Društva."

#### **Član 22.**

Menja se član 22. Statuta i sada glasi:

„Punomoćje mora biti dostavljeno Društvu najkasnije onog dana koji prethodi periodu od tri radna dana pre dana održavanja skupštine."

#### **Član 23.**

the activity of the General Meeting or authorize another person as proxy.

Shareholders who do not individually own the abovementioned number of shares may participate in the activity of the General Meeting through a joint proxy."

#### **Article 20**

Article 20 of the Statute is amended to read as follows:

"In the call for the session, the Company may propose to the shareholders one or more persons as proxies, in accordance with the law."

#### **Article 21**

Article 21 of the Statute is amended to read as follows:

"If a natural person authorizes a proxy, such power of attorney must be certified in accordance with the law governing certification of signatures or by an authorized person of the Company.

The power of attorney for voting may also be given electronically, but it must be signed with a qualified electronic signature in accordance with the law governing electronic signatures, including the obligation of shareholder to notify the Company thereof by submitting power of attorney via official e-mail address of the Company."

#### **Article 22**

Article 22 of the Statute is amended to read as follows:

"The power of attorney must be delivered to the Company at the latest on the day preceding the period of three business days prior to the date of the session of the General Meeting."

Menja se član 23. Statuta i sada glasi:

„Aktionari mogu da glasaju pisanim putem bez prisustva sednici, na formularu za glasanje, uz overu svog potpisa na način predviđen za davanje punomoćja.“

#### **Član 24.**

Menja se član 24. Statuta i sada glasi:

„Skupština odlučuje o:

- 1) izmenama statuta;
- 2) povećanju ili smanjenju osnovnog kapitala, kao i svakoj emisiji hartija od vrednosti;
- 3) broju odobrenih akcija;
- 4) promenama prava ili povlastica bilo koje klase akcija;
- 5) statusnim promenama i promenama pravne forme;
- 6) sticanju i raspolaganju imovinom velike vrednosti;
- 7) raspodeli dobiti i pokriću gubitaka;
- 8) usvajanju finansijskih izveštaja kao i izveštaja revizora ako su finansijski izveštaji bili predmet revizije;
- 9) usvajanju izveštaja nadzornog odbora;
- 10) naknadama članovima nadzornog odbora, odnosno pravilima za njihovo određivanje, uključujući i naknadu koja se isplaćuje u akcijama i drugim hartijama od

#### **Article 23**

Article 23 of the Statute is amended to read as follows:

“Shareholders may vote in writing without attending the session, on the voting form, with certification of their signature in the manner stipulated for issuance of a power of attorney.”

#### **Article 24**

Article 24 of the Statute is amended to read as follows:

“The General Meeting shall decide on:

- 1) amendments to the statute;
- 2) increase or decrease of initial capital, as well as any issuance of securities;
- 3) number of approved shares;
- 4) changes in the rights or privileges of any class of shares;
- 5) status changes and changes in legal form;
- 6) acquisition and disposal of high value assets;
- 7) distribution of profits and coverage of losses;
- 8) adoption of financial statements and reports of the auditors if the financial statements have been audited;
- 9) adoption of the report of the Supervisory Board;



<p>vrednosti Društva;</p> <p>11)imenovanju i razrešenju članova nadzornog odbora,</p> <p>12)pokretanju postupka likvidacije, odnosno podnošenju predloga za stečaj Društva;</p> <p>13)izboru revizora i naknadi za njegov rad;</p> <p>14)drugim pitanjima određenim zakonom i ovim Statutom.“</p> <p style="text-align: center;"><b>Član 25.</b></p> <p>Menja se član 25. Statuta i sada glasi:</p> <p>„Sednice skupštine mogu biti redovne ili vanredne.“</p> <p style="text-align: center;"><b>Član 26.</b></p> <p>Menja se član 26. Statuta i sada glasi:</p> <p>„Redovna sednica skupštine održava se jednom godišnje, najkasnije u roku od šest meseci od završetka poslovne godine.</p> <p>Vanredna sednica skupštine održava se po potrebi, osim u slučaju kada se prilikom izrade godišnjih ili drugih finansijskih izveštaja koje Društvo izrađuje u skladu sa zakonom utvrdi da Društvo posluje sa gubitkom usled kojeg je vrednost neto imovine Društva postala manja od 50% osnovnog kapitala Društva, kada se obavezno saziva.“</p>	<p>10)compensations to the members of the Supervisory Board, i.e. the rules for their determination, including the compensation paid in shares and other securities of the Company;</p> <p>11)appointment and dismissal of members of the Supervisory Board,</p> <p>12)initiation of liquidation procedure, i.e. submitting of motion for initiating bankruptcy over the Company;</p> <p>13)election of the auditor and remuneration for his work;</p> <p>14)other issues determined by law and this Statute.“</p> <p style="text-align: center;"><b>Article 25</b></p> <p>Article 25 of the Statute is amended to read as follows:</p> <p>“The sessions of the General Meeting may be regular or extraordinary.”</p> <p style="text-align: center;"><b>Article 26</b></p> <p>Article 26 of the Statute is amended to read as follows:</p> <p>“The regular session of the General Meeting shall be held once a year, no later than six months from the end of the business year.</p> <p>An extraordinary session of the General Meeting may be held if needed, except when, during the preparation of annual or other financial statements prepared by the Company in accordance with the law, it is determined that the Company operates with a loss due to which the value of the net assets of the Company is less than 50% of the initial capital of the Company, in which cases the extraordinary session</p>
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<p style="text-align: center;"><b>Član 27.</b></p> <p>Menja se član 27. Statuta i sada glasi:</p> <p>„Redovnu sednicu Skupštine saziva Nadzorni odbor, upućivanjem poziva akcionarima koji imaju pravo na učešće u radu sednice skupštine, najkasnije 30 dana pre dana održavanja sednice.</p> <p>Vanrednu sednicu saziva Nadzorni odbor na osnovu svoje odluke ili po zahtevu akcionara koji imaju najmanje 5% osnovnog kapitala Društva, odnosno akcionara koji imaju najmanje 5% akcija u okviru klase koja ima pravo glasa po tačkama dnevnog reda koji se predlaže.</p> <p>Poziv za vanrednu sednicu upućuje se najkasnije 21 dan pre dana održavanja sednice.</p> <p>Poziv za sednicu se upućuje objavljivanjem na internet stranici Društva i subjekata određenih zakonom.</p> <p>Spisak akcionara koji imaju pravo na učešće u radu sednice skupštine utvrđuje se na dan akcionara koji pada na deseti dan pre dana održavanja sednice.“</p> <p style="text-align: center;"><b>Član 28.</b></p> <p>Menja se član 28. Statuta i sada glasi:</p> <p>„Kvorum za sednicu skupštine čini obična većina od ukupnog broja glasova klase akcija sa pravom glasa po predmetnom pitanju. Sopstvene akcije date klase, kao i akcije date klase čije je pravo glasa suspendovano, ne uzimaju se u obzir prilikom utvrđivanja kvoruma.</p>	<p>must be convened.“</p> <p style="text-align: center;"><b>Article 27</b></p> <p>Article 27 of the Statute is amended to read as follows:</p> <p>“The regular session of the General Meeting shall be convened by the Supervisory Board, by sending an invitation to the shareholders entitled to participate in the General Meeting, no later than 30 days prior to the date of the session.</p> <p>The extraordinary session shall be convened by the Supervisory Board based on its decision or upon request of shareholders who have at least 5% of the initial capital of the Company, or shareholders who have at least 5% of shares within the class of shares entitled to vote on the proposed agenda.</p> <p>The invitation for the extraordinary session shall be sent no later than 21 days before the day of the session.</p> <p>The invitation for the session shall be sent through publication on Company’s website and entities determined by law.</p> <p>The list of shareholders entitled to participate in the activity of the General Meeting shall be determined on the Shareholders day which falls on the tenth day prior to the day of the session.“</p> <p style="text-align: center;"><b>Article 28</b></p> <p>Article 28 of the Statute is amended to read as follows:</p> <p>“The simple majority of the total number of votes of the class of shares entitled to vote on the specific matter shall make a quorum for the session of the General</p>
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U kvorum se računaju i glasovi akcionara koji su glasali u odsustvu ili elektronskim putem.

Kvorum na sednici skupštine utvrđuje se pre početka rada skupštine."

### **Član 29.**

Menja se član 29. Statuta i sada glasi:

„Skupština donosi odluke običnom većinom glasova prisutnih akcionara koji imaju pravo glasa po određenom pitanju.

U obzir se uzimaju glasovi akcionara koji su glasali u odsustvu ili elektronskim putem."

### **Član 30.**

Menja se član 30. Statuta i sada glasi:

„Ako je sednica skupštine Društva odložena zbog nedostatka kvoruma, može biti ponovo sazvana sa istim dnevnim redom tako da se održi najkasnije 30, a najranije 15 dana računajući od dana neodržane sednice (ponovljena sednica).

Poziv za ponovljenu sednicu upućuje se akcionarima najkasnije deset dana pre dana predviđenog za održavanje ponovljene sednice objavljivanjem na internet stranici Društva i subjekata određenih zakonom.

Ako je dan održavanja ponovljene sednice unapred određen u pozivu za neodržanu sednicu, ponovljena sednica će biti održana na taj dan.

Dan iz stava 3. ovog člana ne može biti dan koji pada ranije od osmog ni kasnije od tridesetog dana računajući od dana neodržane sednice.

Meeting. Own shares of the subject class, as well as shares of the subject class whose voting rights have been suspended, shall not be considered when determining the quorum.

The quorum also includes the votes of shareholders who voted in absence or electronically.

The quorum at the session of the General Meeting shall be determined before start of the session."

### **Article 29**

Article 29 of the Statute is amended to read as follows:

"In the General Meeting decisions are rendered by a simple majority of votes of the present shareholders who have the right to vote on a particular issue.

The votes of shareholders who voted in absence or electronically shall be taken into account."

### **Article 30**

Article 30 of the Statute is amended to read as follows:

"The session of the General Meeting that is postponed due to lack of quorum, can be reconvened with the same agenda 15 days from the day of adjourned session (reconvened session) at the earliest, but no later than 30 days.

Call for reconvened session shall be sent to the shareholders no later than ten days before the day scheduled for reconvened session through publication on Company's website and the entities determined by law.

If the day of reconvened session is scheduled in advance in the call for adjourned session, the reconvened

Dan akcionara neodržane sednice važi i za ponovljenu sednicu.”

### **Član 31.**

Menja se član 31. Statuta i sada glasi:

„Kvorum za ponovljenu sednicu čini jedna trećina od ukupnog broja glasova akcija sa pravom glasa po predmetnom pitanju.

U kvorum se računaju i glasovi akcionara koji su glasali u odsustvu ili elektronskim putem.”

### **Član 32.**

Menja se član 32. Statuta i sada glasi:

„Odluke na ponovljenoj sednici donose se većinom glasova prisutnih akcionara uz glasove akcionara koji su glasali u odsustvu ili elektronskim putem, koja ne može biti manja od 1/4 od ukupnog broja glasova akcija.”

### **Član 33.**

Menja se član 33. Statuta i sada glasi:

„Na sednicama skupština može se odlučivati i raspravljati samo o tačkama dnevnog reda utvrđenih odlukom o sazivanju sednice skupštine.

Jedan ili više akcionara koji poseduju najmanje 5% akcija sa pravom glasa mogu nadzornom odboru, predložiti dodatne tačke za dnevni red sednice o kojima predlažu da se raspravlja, kao i dodatne tačke o kojima se predlaže da skupština donese odluku, ukoliko obrazlože taj predlog.

session shall be held on that day.

The day referred to in paragraph 3 of this Article may not be a day that falls earlier than the eighth day or later than the thirtieth day, counting from the day of adjourned session.

The Shareholders Day of the adjourned session remains valid for the reconvened session.”

### **Article 31**

Article 31 of the Statute is amended to read as follows:

“The quorum for reconvened session is one third of the total number of votes of the shares with the voting right on the subject matter.

The quorum also includes the votes of shareholders who voted in absence or electronically.”

### **Article 32**

Article 32 of the Statute is amended to read as follows:

“Decisions at the reconvened session shall be adopted by a majority vote of present shareholders together including votes of shareholders who voted in absence or electronically, which majority may not be less than 1/4 of the total number of votes.”

### **Article 33**

Article 33 of the Statute is amended to read as follows:

“Only the items on the agenda previously determined by the decision to convene the session of General Meeting, may be decided upon, and discussed about at the sessions of the General Meeting.

Predlog iz stava 2. ovog člana daje se pisanim putem, uz navođenje podataka o podnosiocima zahteva, a može se uputiti Društvu najkasnije 20 dana pre dana održavanja redovne, odnosno deset dana pre održavanja vanredne sednice skupštine."

#### **Član 34.**

Menja se član 34. Statuta i sada glasi:

„Predsednik skupštine je lice koje poseduje ili predstavlja najveći pojedinačni broj glasova običnih akcija u odnosu na ukupan broj glasova prisutnih akcionara sa običnim akcijama."

#### **Član 35.**

Menja se član 35. Statuta i sada glasi:

„Predsednik skupštine imenuje tri člana komisije za glasanje na dan održavanja sednice Skupštine.

Komisija za glasanje:

- utvrđuje broj glasova koji poseduju punomoćnici, po dostavljenim punomoćjima;
- utvrđuje ukupan broj glasova i broj glasova svakog od prisutnih akcionara i punomoćnika, kao i postojanje kvoruma za rad skupštine;
- utvrđuje valjanost svakog punomoćja i uputstva u punomoćju;

One or more shareholders holding at least 5% of voting shares may propose to the supervisory board to add on the agenda additional items to be discussed, as well as additional items to be decided upon, if such proposal is reasoned.

The proposal referred to in paragraph 2 of this Article shall be submitted in writing, with identification details of the requesting party, and must be submitted to the Company no later than 20 days before the day of the regular session of the General Meeting, or no later than ten days before the extraordinary sessions of the General Meeting."

#### **Article 34**

Article 34 of the Statute is amended to read as follows:

"The President of the General Meeting is the person who owns or represents the largest individual number of votes of ordinary shares in relation to the total number of votes of the present shareholders with ordinary shares."

#### **Article 35**

Article 35 of the Statute is amended to read as follows:

"The President of the General Meeting appoints three members of the voting committee on the day of the General Meeting session.

Voting Committee shall:

- determine the number of votes held by proxies, according to the provided powers of attorney;
- determine the total number of votes and number of votes of each of present shareholders and

<ul style="list-style-type: none"> <li>- utvrđuje spisak lica koja učestvuju u radu sednice, a posebno akcionara i njihovih punomoćnika, pri čemu posebno navodi koje akcionare ti punomoćnici zastupaju, osim u slučaju akcionara čije akcije kastodi banka drži u svoje ime a njihov račun;</li> <li>- broji glasove;</li> <li>- utvrđuje i objavljuje rezultate glasanja;</li> <li>- predaje glasačke listiće na čuvanje;</li> <li>- vrši i druge poslove u skladu sa ovim Statutom i poslovnikom skupštine."</li> </ul> <p style="text-align: center;"><b>Član 36.</b></p> <p>Menja se član 36. Statuta i sada glasi:</p> <p>„Nadzorni odbor ima tri člana.“</p> <p style="text-align: center;"><b>Član 37.</b></p> <p>Menja se član 37. Statuta i sada glasi:</p> <p>„Članove nadzornog odbora imenuje skupština akcionara.</p> <p>Mandat članova nadzornog odbora traje četiri godine od dana imenovanja.</p> <p>Ako mandat člana nadzornog odbora prestane pre isteka roka, preostali članovi mogu imenovati lice koja će vršiti dužnost člana nadzornog odbora dok skupština ne imenuje drugo lice (kooptacija), a najduže do isteka mandata člana čiji je mandat prestao.</p>	<p>proxies, as well as the existence of quorum for the session of the General Meeting;</p> <ul style="list-style-type: none"> <li>- determine the validity of each power of attorney and instructions in the power of attorney;</li> <li>- determine the list of persons participating in the session, especially the shareholders and their proxies, stating in particular which shareholders are represented by proxies, except in case of shareholders whose shares are held by the custody bank in its name and on their behalf;</li> <li>- count the votes;</li> <li>- determine and announce the voting results;</li> <li>- submit ballots for safekeeping;</li> <li>- perform other tasks in accordance with this Statute and the Rules of Procedure of the General Meeting."</li> </ul> <p style="text-align: center;"><b>Article 36</b></p> <p>Article 36 of the Statute is amended to read as follows:</p> <p>"The Supervisory Board has three members."</p> <p style="text-align: center;"><b>Article 37</b></p> <p>Article 37 of the Statute is amended to read as follows:</p> <p>"The members of the Supervisory Board are appointed by the General Meeting.</p> <p>Mandate of the members of the Supervisory Board lasts four years from the date of their appointment.</p> <p>If the mandate of a member of the</p>
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<p>Nadzorni odbor ne može kooptirati više od jednog člana nadzornog odbora.”</p> <p style="text-align: center;"><b>Član 38.</b></p> <p>Menja se član 38. Statuta i sada glasi:</p> <p>„Nadzorni odbor bira jednog od članova za predsednika odbora.”</p> <p style="text-align: center;"><b>Član 39.</b></p> <p>Menja se član 39. Statuta i sada glasi:</p> <p>„Član nadzornog odbora ima pravo na naknadu za rad.”</p> <p style="text-align: center;"><b>Član 40.</b></p> <p>Menja se član 40. Statuta i sada glasi:</p> <p>„Skupština može da razreši člana nadzornog odbora bez navođenja razloga.</p> <p>Član nadzornog odbora može u svako vreme da da ostavku.</p> <p>Ostavka se podnosi u pisanom obliku.”</p> <p style="text-align: center;"><b>Član 41.</b></p> <p>Menja se član 41. Statuta i sada glasi:</p> <p>„Nadzorni odbor:</p> <ol style="list-style-type: none"> <li>1. utvrđuje poslovnu strategiju i poslovne ciljeve Društva i nadzire njihovo ostvarivanje;</li> <li>2. nadzire rad izvršnih direktora;</li> </ol>	<p>Supervisory Board ends before expiration of its term, the remaining members may appoint a person who shall perform the duty of the missing member of the Supervisory Board until the General Meeting appoints another person (co-optation), but not longer than term of the member whose mandate has ended.</p> <p>The Supervisory Board may not co-opt more than one member of the Supervisory Board.”</p> <p style="text-align: center;"><b>Article 38</b></p> <p>Article 38 of the Statute is amended to read as follows:</p> <p>“The Supervisory Board elects one of its members as president of the Board.”</p> <p style="text-align: center;"><b>Article 39</b></p> <p>Article 39 of the Statute is amended to read as follows:</p> <p>“A member of the Supervisory Board is entitled to compensation for his work.”</p> <p style="text-align: center;"><b>Article 40</b></p> <p>Article 40 of the Statute is amended to read as follows:</p> <p>“The General Meeting may dismiss a member of the Supervisory Board without specifying the reason.</p> <p>A member of the Supervisory Board may resign at any time.</p> <p>The resignation is submitted in writing.”</p> <p style="text-align: center;"><b>Article 41</b></p> <p>Article 41 of the Statute is amended to read as follows:</p> <p>“The Supervisory Board:</p>
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<ol style="list-style-type: none"> <li>3. vrši unutrašnji nadzor nad poslovanjem Društva;</li> <li>4. ustanovljava računovodstvene politike Društva i politike upravljanja rizicima;</li> <li>5. utvrđuje finansijske izveštaje Društva i podnosi ih skupštini na usvajanje;</li> <li>6. daje i opoziva prokuru;</li> <li>7. saziva sednice skupštine i utvrđuje predlog dnevnog reda;</li> <li>8. izdaje odobrene akcije, ako je na to ovlašćen ovim statutom ili odlukom skupštine;</li> <li>9. utvrđuje emisionu cenu akcija i drugih hartija od vrednosti u skladu sa zakonom;</li> <li>10. utvrđuje tržišnu vrednost akcija u skladu sa zakonom;</li> <li>11. donosi odluku o sticanju sopstvenih akcija, u skladu sa zakonom;</li> <li>12. donosi odluku o raspodeli međuidivendi akcionarima, ako skupština svojom odlukom ovlasti nadzorni odbor na donošenje takve odluke;</li> <li>13. daje saglasnost izvršnih direktorima za preuzimanje poslova ili radnji u skladu sa zakonom, ovim statutom, odlukom skupštine i odlukom nadzornog odbora;</li> <li>14. vrši druge poslove i donosi odluke u skladu sa zakonom, statutom i odlukama skupštine."</li> </ol>	<ol style="list-style-type: none"> <li>1. determines the business strategy and business goals of the Company and supervises their realization;</li> <li>2. supervises the work of executive directors;</li> <li>3. performs internal supervision over the business of the Company;</li> <li>4. establishes accounting and risk management policies of the Company ;</li> <li>5. determines financial statements of the Company and submits them to the General Meeting for adoption;</li> <li>6. gives and revokes procura;</li> <li>7. convenes sessions of the General Meeting and determines proposal of the agenda;</li> <li>8. issues approved shares if authorized to do so by this statute or decision of the General Meeting;</li> <li>9. determines the emission price of shares and other securities in accordance with the law;</li> <li>10. determines the market value of shares in accordance with the law;</li> <li>11. decides upon acquiring own shares, in accordance with the law;</li> <li>12. decides upon distribution of interim dividends to shareholders, if authorized by the General Meeting;</li> <li>13. gives consent to the executive directors to undertake affairs or activities in accordance with the law, this statute, decision of the General Meeting and he decision of the supervisory board;</li> </ol>
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<p style="text-align: center;"><b>Član 42.</b></p> <p>Menja se član 42. Statuta i sada glasi:</p> <p>„Nadzorni odbor održava najmanje četiri sednice godišnje.</p> <p>Sednice nadzornog odbora mogu se održati odnosno glasanje obaviti i pisanim ili elektronskim putem, telefonom, telegrafom, telefaksom ili upotrebom drugih sredstava audio-vizuelne komunikacije.“</p> <p style="text-align: center;"><b>Član 43.</b></p> <p>Menja se član 43. Statuta i sada glasi:</p> <p>„Društvo ima tri izvršna direktora.</p> <p>Izvršni odbor čine izvršni direktori koji vode poslove Društva i zakonski su zastupnici Društva.</p> <p>Generalni direktor koordinira rad izvršnih direktora i organizuje poslovanje Društva.</p> <p>Generalni direktor predsedava sednicama izvršnog odbora.</p> <p>Generalni direktor zastupa Društvo samostalno sa ograničenim ovlašćenjima u zastupanju, uz supotpis jednog od izvršnih direktora.</p> <p>Ostali izvršni direktori zastupaju Društvo samostalno sa ograničenim ovlašćenjima u zastupanju, uz supotpis drugog izvršnog direktora ili generalnog direktora.“</p> <p style="text-align: center;"><b>Član 44.</b></p>	<p>14. performs other tasks and renders decisions in accordance with the law, statute, and decisions of the General Meeting.”</p> <p style="text-align: center;"><b>Article 42</b></p> <p>Article 42 of the Statute is amended to read as follows:</p> <p>“The Supervisory Board holds at least four sessions per year.</p> <p>Sessions of the Supervisory Board may be also conducted in writing or electronically, by telephone, telegraph, fax, or other means of audio-visual communication.”</p> <p style="text-align: center;"><b>Article 43</b></p> <p>Article 43 of the Statute is amended to read as follows:</p> <p>“The Company has three Executive Directors.</p> <p>The Executive Board consists of Executive Directors who conduct the business of the Company and are legal representatives of the Company.</p> <p>The CEO coordinates the work of Executive Directors and organize business activity of the Company.</p> <p>The CEO presides the sessions of the Executive Board.</p> <p>The CEO represent the Company independently with limited powers in representation i.e. the co-signature of one of the Executive Directors.</p> <p>Other Executive Directors represent the Company independently with limited powers in representation i.e. the co-signature of another Executive Director or</p>
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<p>Menja se član 44. Statuta i sada glasi:</p> <p>„Izvršne direktore imenuje nadzorni odbor Društva.</p> <p>Mandat izvršnog direktora traje četiri godine od dana imenovanja, s tim da može biti ponovo imenovan.</p> <p>Ako izvršni direktor u toku trajanja mandata prestane da ispunjava uslove da bude izvršni direktor Društva, smatra se da mu je prestao mandat danom prestanka ispunjenosti tih uslova.“</p> <p style="text-align: center;"><b>Član 45.</b></p> <p>Menja se član 45. Statuta i sada glasi:</p> <p>„Nadzorni odbor može razrešiti izvršnog direktora i pre isteka mandata na koji je izabran, bez navođenja razloga.“</p> <p style="text-align: center;"><b>Član 46.</b></p> <p>Menja se član 46. Statuta i sada glasi:</p> <p>„Izvršni direktor može u svako doba nadzornom odboru dati ostavku pisanim putem.</p> <p>Ostavka proizvodi dejstvo danom podnošenja, osim ako u njoj nije naveden neki kasniji datum.“</p> <p style="text-align: center;"><b>Član 47.</b></p> <p>Menja se član 47. Statuta i sada glasi:</p> <p>„Izvršni odbor:</p> <ol style="list-style-type: none"> <li>1. vodi poslove Društva i određuje unutrašnju organizaciju Društva;</li> </ol>	<p>CEO.“</p> <p style="text-align: center;"><b>Article 44</b></p> <p>Article 44 of the Statute is amended to read as follows:</p> <p>“Executive Directors are appointed by the Supervisory Board of the Company.</p> <p>The mandate of the Executive Director lasts four years from the date of appointment, whereby he may be reappointed.</p> <p>If the Executive Director ceases to meet the conditions required for the Executive Director during his mandate, it shall be considered that the mandate ended on the day these conditions ceased to exist.”</p> <p style="text-align: center;"><b>Article 45</b></p> <p>Article 45 of the Statute is amended to read as follows:</p> <p>“The Supervisory Board may dismiss the Executive Director before expiration of the mandate for which he has been elected, without specifying the reason.”</p> <p style="text-align: center;"><b>Article 46</b></p> <p>Article 46 of the Statute is amended to read as follows:</p> <p>“The Executive Director may resign at any time by submitting its resignation in writing to the Supervisory Board.</p> <p>Resignation shall be effective on the day of submission unless such later date is specified therein.”</p> <p style="text-align: center;"><b>Article 47</b></p> <p>Article 47 of the Statute is amended to read as follows:</p>
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<p>2. odgovara za tačnost poslovnih knjiga Društva;</p> <p>3. odgovara za tačnost finansijskih izveštaja Društva;</p> <p>4. priprema sednice skupštine Društva i predlaže dnevni red nadzornog odbora;</p> <p>5. izračunava iznose dividendi koji u skladu sa zakonom, statutom i odlukom skupštine pripadaju pojedinim klasama akcionara, određuje dan i postupak njihove isplate, a određuje i način njihove isplate u okviru ovlašćenja koja su mu data statutom ili odlukom skupštine ;</p> <p>6. izvršava odluke skupštine;</p> <p>7. vrši druge poslove i donosi odluke u skladu sa zakonom, statutom, odlukama skupštine i odlukama nadzornog odbora."</p> <p style="text-align: center;"><b>Član 48.</b></p> <p>Menja se član 48. Statuta i sada glasi:</p> <p>„Nadzorni odbor određuje naknadu za rad izvršnim direktorima /ili način njenog određivanja/ koji nisu u radnom odnosu i po tom osnovu ne ostvaruju zaradu.“</p> <p style="text-align: center;"><b>Član 49.</b></p>	<p>"Executive Board:</p> <ol style="list-style-type: none"> <li>1. conducts business operations of the company and determines internal organization of the Company;</li> <li>2. is responsible for accuracy of the Company's business books;</li> <li>3. is responsible for accuracy of the financial statements of the Company;</li> <li>4. prepares sessions of the General Meeting of the Company and proposes the agenda to the Supervisory Board;</li> <li>5. calculates the amounts of dividends that in accordance with the law, statute and decision of the General Meeting belong to specific classes of shareholders, determines the day and procedure for their payment, as well as the manner of their payment, within the powers to it granted by the Statute or decision of the General Meeting;</li> <li>6. executes decisions of the General Meeting;</li> <li>7. performs other tasks and renders decisions in accordance with the law, statute, decisions of the General Meeting and decisions of the supervisory board."</li> </ol> <p style="text-align: center;"><b>Article 48</b></p> <p>Article 48 of the Statute is amended to read as follows:</p> <p>"The Supervisory Board determines the compensation for work of Executive Directors /or manner of its determination / who are not employed and do not</p>
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<p>Menja se član 49. Statuta i sada glasi:</p> <p>„Izvršni odbor u vođenju poslova Društva postupa samostalno.</p> <p>Izvršni odbor odlučuje i postupa van sednica.</p> <p>Ako ne postoji saglasnost izvršnih direktora po određenom pitanju, generalni direktor može sazvati sednicu izvršnog odbora.“</p> <p style="text-align: center;"><b>Član 50.</b></p> <p>Menja se član 50. Statuta i sada glasi:</p> <p>„Kvorum za rad sednice izvršnog odbora jeste većina od ukupnog broja članova.“</p> <p style="text-align: center;"><b>Član 51.</b></p> <p>Menja se član 51. Statuta i sada glasi:</p> <p>„Društvo ima generalnog direktora.“</p> <p style="text-align: center;"><b>Član 52.</b></p> <p>Menja se član 52. Statuta i sada glasi:</p> <p>„Nadzorni odbor Društva imenuje generalnog direktora Društva.</p> <p>Mandat generalnog direktora traje četiri godine od dana imenovanja.“</p> <p style="text-align: center;"><b>Član 53.</b></p> <p>Menja se član 53. Statuta i sada glasi:</p> <p>„Generalni direktor:</p> <p style="padding-left: 20px;">- koordinira rad izvršnih direktora;</p>	<p>receive salary on that basis.“</p> <p style="text-align: center;"><b>Article 49</b></p> <p>Article 49 of the Statute is amended to read as follows:</p> <p>“The Executive Board independently manages affairs of the Company.</p> <p>The Executive Board decides and acts out of session.</p> <p>If Executive Directors fail to agree on certain matter, the CEO may convene the session of the Executive Board.”</p> <p style="text-align: center;"><b>Article 50</b></p> <p>Article 50 of the Statute is amended to read as follows:</p> <p>“The majority of the total number of members shall make the quorum for the session of the Executive Board.”</p> <p style="text-align: center;"><b>Article 51</b></p> <p>Article 51 of the Statute is amended to read as follows:</p> <p>“The Company has the CEO.”</p> <p style="text-align: center;"><b>Article 52</b></p> <p>Article 52 of the Statute is amended to read as follows:</p> <p>“The Supervisory Board appoints the CEO of the Company.</p> <p>The mandate of the CEO lasts four years from the date of appointment.”</p> <p style="text-align: center;"><b>Article 53</b></p>
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<ul style="list-style-type: none"> <li>- predlaže dnevni red i predsedava sednici izvršnog odbora;</li> <li>- organizuje poslovanje Društva;</li> <li>- zastupa Društvo;</li> <li>- odlučuje o tekućoj poslovnoj politici Društva;</li> <li>- zaključuje ugovore kojima se obezbeđuje poslovanje Društva;</li> <li>- odlučuje o drugim pitanjima koja su mu zakonom, ovim Statutom i drugim aktima Društva stavljena u nadležnost;</li> <li>- obavlja i druge poslove koji zakonom, ovim Statutom i drugim aktima Društva nisu stavljani u nadležnost drugih organa Društva."</li> </ul> <p style="text-align: center;"><b>Član 54.</b></p> <p>Menja se član 54. Statuta i sada glasi:</p> <p>„Za generalnog direktora može biti imenovano lice sa visokom stručnom spremom kod koje je predviđeno najmanje četvorogodišnje školovanje i najmanje tri godine radnog iskustva na poslovima rukovođenja.“</p> <p style="text-align: center;"><b>Član 55.</b></p> <p>Menja se član 55. Statuta i sada glasi:</p> <p>„Generalni direktor zastupa Društvo samostalno sa ograničenim ovlašćenjima u zastupanju, uz supotpis jednog od izvršnih direktora.</p>	<p>Article 53 of the Statute is amended to read as follows:</p> <p>"The CEO:</p> <ul style="list-style-type: none"> <li>- coordinates activity of Executive Directors;</li> <li>- proposes the agenda and presides the sessions of the Executive Board;</li> <li>- organizes business operations of the Company;</li> <li>- represents the Company;</li> <li>- decides on the current business policy of the Company;</li> <li>- executes agreements ensuring the business of the Company;</li> <li>- decides on other matters within competences entrusted to him by the law, Statute and other acts of the Company;</li> <li>- performs other activities that are not placed by law, this Statute, and other acts of the Company under competence of other corporate bodies of the Company."</li> </ul> <p style="text-align: center;"><b>Article 54</b></p> <p>Article 54 of the Statute is amended to read as follows:</p> <p>"A person with university degree obtained after at least four years of higher education and at least three years of relevant experience in management affairs may be appointed as CEO."</p> <p style="text-align: center;"><b>Article 55</b></p> <p>Article 55 of the Statute is amended to</p>
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Ostali izvršni direktori zastupaju Društvo samostalno sa ograničenim ovlašćenjima u zastupanju, uz supotpis drugog izvršnog direktora ili generalnog direktora."

#### **Član 56.**

Menja se član 56. Statuta i sada glasi:

„Društvo mogu da zastupaju i druga lica zaposlena u Društvu, na osnovu odluke nadzornog odbora, kojom se određuju i odgovarajuća ograničenja u zastupanju.

Lica iz stava 1. i 2. ovog člana upisuju se u registar kao lica ovlašćena za zastupanje Društva."

#### **Član 57.**

Menja se član 57. Statuta i sada glasi:

„Po usvajanju finansijskih izveštaja za poslovnu godinu dobit te godine raspoređuje se sledećim redom:

- za pokriće gubitaka prenesenih iz ranijih godina;
- za rezerve, ako su one predviđene posebnim zakonom (zakonske rezerve);
- za dividendu."

#### **Član 58.**

Menja se član 58. Statuta i sada glasi:

„Plaćanje dividende akcionarima može se odobriti odlukom o raspodeli dobiti usvojenoj na redovnoj sednici skupštine, kojom se određuje i iznos dividende

read as follows:

"The CEO represent the Company independently with limited powers in representation i.e. the co-signature of one of the Executive Directors.

Other Executive Directors represent the Company independently with limited powers in representation i.e. the co-signature of another Executive Director or CEO."

#### **Article 56**

Article 56 of the Statute is amended to read as follows:

"The Company may also be represented by other persons employed in the Company, pursuant to the decision of the Supervisory Board, that shall determine the appropriate limitations in representation.

The persons referred to in paragraphs 1 and 2 of this Article shall be registered as persons authorized to represent the Company."

#### **Article 57**

Article 57 of the Statute is amended to read as follows:

"Upon adoption of the financial statements, profit for that business year shall be distributed in the following order:

- to cover losses carried forward from previous years;
- for reserves if envisaged by special law (legal reserves);
- for dividend."

#### **Article 58**

<p>(odluka o isplati dividende).</p> <p>Posle donošenja odluke o isplati dividende akcionar kome treba da bude isplaćena dividenda postaje poverilac Društva za iznos te dividende.</p> <p>Dividenda na akcije isplaćuje se akcionarima u skladu sa pravima koja proizilaze iz vrste i klase akcija koje poseduju na dan dividende, a srazmerno broju akcija koje poseduju u ukupnom broju akcija te klase.“</p> <p style="text-align: center;"><b>Član 59.</b></p> <p>Menja se član 59. Statuta i sada glasi:</p> <p>„Statut je osnovni opšti akt Društva.</p> <p>Skupština odlučuje o izmeni statuta na predlog nadzornog odbora.</p> <p>Promena statuta, kao i drugih akata za koje je to zakonom propisano, registruje se u skladu sa zakonom o registraciji.</p> <p>Zakonski zastupnici nakon svake izmene statuta sačinjavaju prečišćeni tekst.“</p> <p style="text-align: center;"><b>Član 60.</b></p> <p>Menja se član 60. Statuta i sada glasi:</p> <p>„Opšti i pojedinačni akti Društva moraju biti u saglasnosti sa Statutom.“</p>	<p>Article 58 of the Statute is amended to read as follows:</p> <p>“The payment of dividend to shareholders may be approved by decision on profit distribution adopted during regular session of the General Meeting, which decision determines the amount of dividend (decision on payment of dividend).</p> <p>After the decision on payment of dividend is adopted, the shareholder entitled to such dividend becomes creditor of the Company for that amount.</p> <p>Dividend on shares shall be paid to shareholders in accordance with the rights arising from the type and class of shares they hold on the dividend day, and in proportion to the number of shares they hold in the total number of shares of that class.”</p> <p style="text-align: center;"><b>Article 59</b></p> <p>Article 59 of the Statute is amended to read as follows:</p> <p>“The Statute is the principal general act of the Company.</p> <p>The General Meeting decides on the amendments to the Statute on the motion of the Supervisory Board.</p> <p>Amendments to the Statute shall be registered in accordance with the law on registration, as well as amendments to other acts if prescribed by such law.</p> <p>After each amendment to the Statute, the legal representatives draft consolidated text thereof.”</p> <p style="text-align: center;"><b>Article 60</b></p> <p>Article 60 of the Statute is amended to read as follows:</p>
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<p style="text-align: center;"><b>Član 61.</b></p> <p>Menja se član 61. Statuta i sada glasi:</p> <p>„Ovaj Statut stupa na snagu danom donošenja.</p> <p>Odredba stava 2. Člana 21. primenjivaće se od dana određenog Zakonom za obaveznu primenu.</p> <p>Stupanjem na snagu ovog Statuta prestaje da Važi Odluka o usklađivanju osnivačkog akta PGP „Rapid“ iz Apatina sa Zakonom o privrednim društvima, usvojena 23. oktobra 2006. godine.“</p> <p style="text-align: center;"><b>Član 62.</b></p> <p>Na osnovu ove Odluke zakonski zastupnici Društva će sačiniti prečišćen tekst Statuta.</p> <p>Ova Odluka i prečišćen tekst Statuta se registruju u skladu sa propisima o registraciji.</p> <p style="text-align: center;"><b>Član 63.</b></p> <p>Ova odluka stupa na snagu danom donošenja, odmah nakon objavljivanja na oglasnoj tabli Društva.</p> <p>U Apatinu, dana 18.06.2021.</p> <p><b>PRESEDNIK SKUPŠTINE AKCIONARA</b></p> <p style="text-align: center;">_____ [•]</p>	<p>“General and individual acts of the Company shall be in line with the Statute.”</p> <p style="text-align: center;"><b>Article 61</b></p> <p>Article 61 of the Statute is amended to read as follows:</p> <p>“This Statute enters into force on the day of its adoption.</p> <p>Provision of the paragraph 2 of the Article 21 shall be applicable as of date determined by the Law.</p> <p>With entry into force of this Statute, the Decision on harmonization of the Articles of Association of PGP "Rapid" from Apatin with the Companies Act, adopted on October 23, 2006, ceases to be valid.”</p> <p style="text-align: center;"><b>Article 62</b></p> <p>Legal representatives of the Company shall draft consolidated text of the Statute in accordance with this Decision.</p> <p>This Decision and consolidated text of the Statute shall be registered in accordance with the laws governing registration.</p> <p style="text-align: center;"><b>Article 63</b></p> <p>This Decision enters into force on the day of adoption, immediately after its publication on Company’s bulletin board.</p> <p>In Apatin, on 18.06.2021.</p> <p style="text-align: center;"><b>CHAIRMAN OF THE GENERAL MEETING</b></p> <p style="text-align: center;">_____ [•]</p>
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