**Obavještenje o sazivanju I (prve) vanredne Skupštine akcionara MFI Partner Plus AD Podgorica**

**Notice on covening of I (first) extraordinary General Meeting of Shareholders of MFI Partner Plus JSC Podgorica**

**Podgorica, 31.12.2024. godine**

Na osnovu člana 136 a u vezi člana 149 i 151 Zakona o privrednim društvima ( "Službeni list CG", br.​​ [65/2020](https://pn2.propisi.net/Account/Login?skipAuto=True" \o "" \t "_top),​​ [146/2021](https://pn2.propisi.net/Account/Login?skipAuto=True)​​ i​​ [4/2024](https://pn2.propisi.net/Account/Login?skipAuto=True)), akcionarima Mikrokreditne finansijske institucije Partner Plus AD Podgorica (u daljem tekstu: MFI Partner Plus AD), dostavlja se

**OBAVJEŠTENJE O SAZIVANJU I VANREDNE SKUPŠTINE AKCIONARA MFI PARTNER PLUS AD PODGORICA**

**I**

Na osnovu Odluke Odbora direktora MFI Partner Plus AD Podgorica od 31.12.2024. godine, I vanredna Skupština akcionara MFI Partner Plus AD će se održati dana 31. januara 2025. godine u sjedištu MFI Partner Plus AD Podgorica, smještenom u Bulevaru Džordža Vašingtona 56, prvi sprat sa početkom u 11:00 časova.

U skladu sa odredbama člana 145 stav 1 tačka 2 Zakona o privrednim društvima, akcionarima MFI Partner Plus AD je omogućeno da se u rad I vanredne Skupštine akcionara aktivno uključe i sa druge lokacije, elektronskim putem preko sljedećeg linka:

https://teams.microsoft.com/l/meetupjoin/19%3ameeting\_NjMyNzg0YzAtZDQ0Mi00NzNlLWEyOTUtMThkMGRmZTFjNmM0%40thread.v2/0?context=%7b%22Tid%22%3a%2277fc7d5e-5b16-46af-bb23-3faf39980c0f%22%2c%22Oid%22%3a%225607461b-6202-4f08-8ba6-39aefe93dbae%22%7d

**II**

Odlukom Odbora direktora od 31.12.2024. godine utvrđen je sljedeći

***Dnevni red I vanredne Skupštine akcionara MFI Partner Plus AD Podgorica***

1. Usvajanje zapisnika sa I (konstitutivne) Skupštine akcionara
2. Informacija o poslovanju i rezultatima MFI u periodu od septembra do decembra 2024. godine
3. Informacija o izmjenama regulative i obavezama MFI Partner Plus AD
4. Donošenje Odluke o dokapitalizaciji MFI Partner Plus AD
5. Donošenje Odluke o izmjenama i dopunama Statuta
6. Razno

**III**

Prema listi vlasnika hartija od vrijednosti koju izdaje Centralno klirinško depozitarno društvo a.d. (CKDD) ukupan broj emitovanih i otplaćenih akcija MFI Partner Plus AD je 730 akcija. Sve akcije MFI Partner Plus AD su redovne, obične akcije sa pravom glasa. Jedna obična akcija vrijedi jedan glas.

Kvorum I vanredne Skupštine akcionara čine akcionari koji posjeduju više od polovine ukupnog broja akcija sa pravom glasa, a koji su prisutni ili zastupani od strane punomoćnika ili su glasali putem glasačkih listića.

**IV**

U skladu sa odredbama člana 143 stav 7 Zakona o privrednim društvima, odluke po tačkama 1, 4 i 5 Dnevnog reda I vanredne Skupštine akcionara donose se većinom prisutnih ili zastupanih akcionara ili putem glasačkih listića.

**V**

U skladu sa članom 143 Zakona o privrednim društvima glasački listić sadrži podatke o nazivu društva, datumu i mjestu održavanja skupštine akcionara društva, pitanja o kojima se glasa, ime, odnosno naziv akcionara, broj glasova akcionara, mogućnost glasanja "za" ili "protiv" po svakom pitanju o kome se glasa. Glasački listić sadrži i uputstvo o načinu glasanja i o uslovima za proglašenje glasanja važećim, odnosno nevažećim.

**VI**

Akcionar ima pravo da opunomoći drugo lice da glasa kao njegov punomoćnik na Skupštini akcionara ili da obavlja druge pravne radnje. Punomoćje mora biti ovjereno kod nadležnog organa koji vrši ovjeru potpisa (notar, sud i dr).

Punomoćnik je dužan da jedan primjerak punomoćja dostavi neposredno prije održavanja I vanredne Skupštine akcionara, radi evidentiranja punomoćja u listu prisutnih ili zastupanih akcionara na Skupštini.

Akcionari koji su zaključili Sporazum o glasanju, dužni su da postupe u skladu sa odredbama člana 144 stav 6 Zakona o privrednim društvima, odnosno da primjerak Sporazuma dostave neposredno prije održavanja Skupštine akcionara, radi upisa u evidenciju.

**VII**

Obavještenje o sazivanju I vanredne Skupštine akcionara sa predlozima odluka koje treba razmotriti na Skupštini, formom glasačkog listića i punomoćja, biće objavljeno na internet stranici MFI Partner Plus AD: www.partner-plus.me na dan slanja ovog obavještenja akcionarima.

U skladu sa članom 136 stav 1 i 2 Zakon o privrednim društvima, Obavještenje iz prethodnog stava biće dostavljeno akcionarima putem redovne i elektronske pošte na ranije utvrđene adrese za komunikaciju MFI i njenih akcionara.

**VIII**

Materijal za I vanrednu Skupštinu akcionara biće dostupan akcionarima u poslovnim prostorijama MFI, u rokovima i na način utvrđen Zakonom.

U Podgorici, 31. decembar 2024. godine

Based on Article 136 and in connection with Article 149 and 151 of the Law on Business Companies ("Official Gazette of Montenegro", No. 65/2020, 146/2021 and 4/2024), to the shareholders of Microcredit Financial Institution Partner Plus AD Podgorica (hereinafter: MFI Partner Plus AD), are delivered

**NOTICE OF CONVENING AND EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF MFI PARTNER PLUS AD PODGORICA**

**I**

Based on the Decision of the Board of Directors of MFI Partner Plus AD Podgorica dated December 31, 2024, the 1st Extraordinary Shareholders' Meeting of MFI Partner Plus AD will be held on January 31, 2025 at the headquarters of MFI Partner Plus AD Podgorica, located at 56 Bulevar Džordža Vašingtona, first floor, starting at 11:00 a.m CET.

In accordance with the provisions of Article 145 paragraph 1 point 2 of the Law on Business Companies, shareholders of MFI Partner Plus AD are enabled to actively participate in the work of the 1st Extraordinary Shareholders' Assembly from another location, electronically through the following link:

https://teams.microsoft.com/l/meetupjoin/19%3ameeting\_NjMyNzg0YzAtZDQ0Mi00NzNlLWEyOTUtMThkMGRmZTFjNmM0%40thread.v2/0?cont ext=%7b%22Tid%22%3a%2277fc7d5e-5b16-46af-bb23-3faf39980c0f%22%2c%22Oid%22%3a%225607461b-6202-4f08-8ba6-39aefe93dbae%22%7d

that will be sent to all shareholders before the General Meeting.

**II**

By the decision of the Board of Directors dated December 31, 2024 the following was determined:

***Agenda of the 1st Extraordinary General Meeting of Shareholders of MFI Partner Plus AD Podgorica***

1. Approval of the minutes of the 1st (constituent) Shareholders' General Meeting

2. Information on operations and results of MFIs in the period from September to December 2024

3. Information on changes to regulations and MFI's obligations

4. Adoption of the Decision on capital increase of MFI Partner Plus AD

5. Adoption of the Decision on changes and additions to the Article of Assosiation

6. Miscellaneous

**III**

According to the List of securities owners issued by the Central Clearing and Depository Registry (CKDD) the total number of issued and paid-off shares of MFI Partner Plus AD is 730 shares. All shares of MFI Partner Plus AD are regular, common shares with voting rights. One ordinary share is worth one vote.

Quorum of the I Extraordinary General Meeting of Shareholders consists of shareholders who own more than half of the total number of shares with the right to vote, and who are present or represented by proxies or who voted via ballots.

**IV**

In accordance with the provisions of Article 143 paragraph 7 of the Law on Business Companies, decisions under items 1, 4 and 5 of the Agenda of the 1st Extraordinary General Meeting of Shareholders are made by the majority of present or represented shareholders or by means of ballots.

**V**

In accordance with Article 143 of the Law on Business Companies, the ballot paper contains information about the name of the company, the date and place of the meeting of shareholders of the company, the issues to be voted on, the name and title of the shareholder, the number of votes of the shareholder, the possibility of voting "for" or "against" on every issue that is voted on. The ballot paper also contains instructions on how to vote and on the conditions for declaring a vote valid or invalid.

**VI**

A shareholder has the right to authorize another person to vote as his proxy at the Shareholders' Meeting or to perform other legal actions. The power of attorney must be certified by the competent authority that performs signature certification (notary, court, etc.).

The proxy is obliged to deliver one copy of the power of attorney immediately before the holding of the 1st Extraordinary General Meeting of Shareholders, in order to record the power of attorney in the list of shareholders present or represented at the Assembly.

Shareholders who concluded the Voting Agreement are obliged to act in accordance with the provisions of Article 144 paragraph 6 of the Law on Business Companies, i.e. to submit a copy of the Agreement immediately before the Shareholders' Assembly, for registration in the records.

**VII**

The notice on convening the 1st Extraordinary General Meeting of Shareholders with proposals for decisions to be considered at the General Meeting, in the form of a ballot and proxy, will be published on the website of MFI Partner Plus AD: www.partner-plus.me on the day this notice is sent to shareholders.

In accordance with Article 136 paragraph 1 and 2 of the Law on Business Companies, the Notice from the previous paragraph will be delivered to shareholders via regular mail and electronic mail to previously established addresses for communication between the MFI and its shareholders.

**VIII**

The material for the 1st Extraordinary Shareholders' Meeting will be available to shareholders at the business premises of the MFI, within the time limits and in the manner established by the Law.

In Podgorica, December 31, 2024

***GLASAČKI LISTIĆ Br. / Ballot No.***

***\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_***

 ***(Akcionar/Shareholder)***

 **Broj akcija / Number of shares: \_\_\_\_\_\_**

 **Broj glasova / Number of votes: \_\_\_\_\_\_**

***I (PRVA) VANREDNA SKUPŠTINA AKCIONARA***

***MFI PARTNER PLUS AD PODGORICA***

***I (THE FIRST) EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF***

***MFI PARTNER PLUS JSC PODGORICA***

**Datum, mjesto i vrijeme: 31. decembar 2025. godine, Podgorica, Sjedište MFI, Bulevar Džordža Vašingotna 56, prvi sprat, s početkom u 11:00 časova**

(https://teams.microsoft.com/l/meetupjoin/19%3ameeting\_NjMyNzg0YzAtZDQ0Mi00NzNlLWEyOTUtMThkMGRmZTFjNmM0%40thread.v2/0?cont ext=%7b%22Tid%22%3a%2277fc7d5e-5b16-46af-bb23-3faf39980c0f%22%2c%22Oid%22%3a%225607461b-6202-4f08-8ba6-39aefe93dbae%22%7d)

**Date, Place and Time: December 31, 2025, in Podgorica, MFI’s HQ, Bulevar Džordža Vašingtona 56, the 1st floor, starting at 11:00 o’clock**

((https://teams.microsoft.com/l/meetupjoin/19%3ameeting\_NjMyNzg0YzAtZDQ0Mi00NzNlLWEyOTUtMThkMGRmZTFjNmM0%40thread.v2/0?context=%7b%22Tid%22%3a%2277fc7d5e-5b16-46af-bb23-3faf39980c0f%22%2c%22Oid%22%3a%225607461b-6202-4f08-8ba6-39aefe93dbae%22%7d)

***Napomena/Note:***

*Akcionar ima pravo da opunomoći drugo lice da glasa kao njegov punomoćnik na Skupštini akcionara ili da obavlja druge pravne radnje. Punomoćje mora biti ovjereno kod nadležnog organa koji vrši ovjeru potpisa (notar, sud i dr).*

*A shareholder has the right to authorize another person to vote as his proxy at the General Meeting of Shareholders or to perform other legal actions. Power of Attorney must be certified by a competent authority that verifies the signatures (notary, court, etc.).*

**Akcionar / Shareholder:\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

**Broj akcija / Number of shares: \_\_\_\_\_\_\_\_**

 **Broj glasova / Number of votes: \_\_\_\_**

|  |  |
| --- | --- |
| ***Dnevni red XXIX vanredne Skupštine akcionara MFI:***1. Usvajanje zapisnika sa I (konstitutivne) Skupštine akcionara
2. Informacija o poslovanju i rezultatima MFI u periodu od septembra do decembra 2024. godine
3. Informacija o izmjenama regulative i obavezama MFI Partner Plus AD
4. Donošenje Odluke o dokapitalizaciji MFI Partner Plus AD
5. Donošenje Odluke o izmjenama i dopunama Statuta
6. Razno
 | ***Agenda of XXIX*** ***extraordinary General Meeting of Shareholders*** ***of the MFI:***1. Approval of the minutes of the 1st (constituent) Shareholders' General Meeting
2. Information on operations and results of MFIs in the period from September to December 2024
3. Information on changes to regulations and MFI's obligations
4. Adoption of the Decision on capital increase of MFI Partner Plus AD
5. Adoption of the Decision on changes and additions to the Article of Assosiation
6. Miscellaneous
 |

**TAČKA 1 DNEVNOG REDA / ITEM 1 OF THE AGENDA**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Akcionar / Shareholder | „Za“ /“In favor“ | „Protiv“ /„Against“ | Broj glasova / Number of votes | Svojeručni potpis / Signature |
|  |  |  |  |  |

**TAČKA 4 DNEVNOG REDA / ITEM 2 OF THE AGENDA**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Akcionar / Shareholder | „Za“ /“In favor“ | „Protiv“ /„Against“ | Broj glasova / Number of votes | Svojeručni potpis / Signature |
|  |  |  |  |  |

**TAČKA 5 DNEVNOG REDA / ITEM 2 OF THE AGENDA**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Akcionar / Shareholder | „Za“ /“In favor“ | „Protiv“ /„Against“ | Broj glasova / Number of votes | Svojeručni potpis / Signature |
|  |  |  |  |  |

**Glasanje se vrši upisivanjem znaka X u polje za koje se glasač/akcionar izjašnjava. Drugačije popunjen listić će se smatrati nevažećim.**

**Voting is done by putting an X in the box that a voter / shareholder chooses. A ballot filled in differently shall be considered invalid.**

**PUNOMOĆJE**

Za glasanje na I vanrednoj Skupštini akcionara MFI Partner Plus AD Podgorica

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(naziv/ime i prezime akcionara)

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(sjedište / adresa)

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(matični broj / JMBG ili broj pasoša)

**OVIM PUNOMOĆJEM OVLAŠĆUJEM PUNOMOĆNIKA**

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(ime i prezime)

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(adresa, prebivalište)

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(matični broj / JMBG ili broj pasoša)

da u moje/naše ime, na I (prvoj) vanrednoj Skupštini akcionara MFI Partner Plus AD Podgorica, koja će se održati dana 31. januara 2025. godine, vrši pravo glasa sadržano u \_\_\_\_\_\_\_ akcija (**unijeti broj akcija koje akcionar posjeduje**) MFI Partner Plus AD Podgorica, čiji sam/smo pravi i stvarni vlasnik, po svim tačkama Dnevnog reda I vanredne Skupštine akcionara.

**\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

Datum i mjesto izdavanja punomoćja Potpis lica koje daje punomoćje

**Napomene:**

* Punomoćje za glasanje koje izdaje fizičko lice mora biti ovjereno.
* Sastavni dio punomoćja koje izdaje fizičko lice čine ovjerene kopije ličnih dokumenata izdavaoca punomoćja i njegovog punomoćnika.
* Punomoćje za glasanje koje izdaje pravno lice mora biti ovjereno pečatom pravnog lica i potpisom ovlašćenog lica u pravnom licu. Sastavni dio ovog punomoćja čini ovjerena kopija ličnog dokumenta punomoćnika pravnog lica.
* Ukoliko punomoćje ne sadrži uputstvo ili nalog za ostvarivanje prava glasa, punomoćnik ostvaruje pravo glasa savjesno i u najboljem interesu akcionara
* Punomoćje za glasanje se mora predati najkasnije na dan održavanja Skupštine, prije početka održavanja Skupštine.
* Akcionar može u svako vrijeme opozvati ovo punomoćje

**POWER OF ATTORNEY**

For voting at the 1st Extraordinary Assembly of Shareholders of MFI Partner Plus AD Podgorica

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(name/name and surname of the shareholder)

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(headquarters / address)

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(identity number / JMBG or passport number)

**WITH THIS POWER OF ATTORNEY, I AUTHORIZE THE ATTORNEY**

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(name and surname)

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(address, residence)

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(identity number / JMBG or passport number)

that on my/our behalf, at the 1st (first) Extraordinary Shareholders' Meeting of MFI Partner Plus AD Podgorica, which will be held on January 31, 2025, exercise the right to vote contained in \_\_\_\_\_\_\_ shares (enter the number of shares the shareholder owns) MFI Partner Plus AD Podgorica, of which I am/we are the real and actual owner, according to all items of the agenda of the Extraordinary Assembly of Shareholders.

**\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

Date and place of issuing the power of attorney Signature of the person giving the power of attorney

**Notes:**

- Voting power of attorney issued by a natural person must be certified.

- An integral part of the power of attorney issued by a natural person are certified copies of personal documents of the issuer of the power of attorney and his attorney.

- Voting power of attorney issued by a legal entity must be certified with the seal of the legal entity and the signature of an authorized person in the legal entity. An integral part of this power of attorney is a certified copy of the personal document of the attorney of legal entity.

- If the power of attorney does not contain an instruction or order for exercising the right to vote, the proxy exercises the right to vote conscientiously and in the best interest of the shareholder.

- Voting power of attorney must be submitted no later than on the day of the Assembly, before the start of the Assembly.

- The shareholder can revoke this power of attorney at any time

***Prilog I***

***Dnevni red I vanredne Skupštine akcionara MFI:***

1. Usvajanje zapisnika sa I (konstitutivne) Skupštine akcionara
2. Informacija o poslovanju i rezultatima MFI u periodu od septembra do decembra 2024. godine
3. Informacija o izmjenama regulative i obavezama MFI Partner Plus AD
4. Donošenje Odluke o dokapitalizaciji MFI Partner Plus AD
5. Donošenje Odluke o izmjenama i dopunama Statuta
6. Razno

***Appendix I***

***Agenda of I extraordinary General Meeting of Shareholders***

***of the MFI:***

1. Approval of the minutes of the 1st (constituent) Shareholders' General Meeting
2. Information on operations and results of MFIs in the period from September to December 2024
3. Information on changes to regulations and MFI's obligations
4. Adoption of the Decision on capital increase of MFI Partner Plus AD
5. Adoption of the Decision on changes and additions to the Article of Assosiation
6. Miscellaneous