

Pursuant to Article 13.1. of the Articles of Association of UniCredit Banka Slovenija d.d., the Management Board of UniCredit Banka Slovenija d.d. hereby convenes a

**GENERAL MEETING OF SHAREHOLDERS
OF UNICREDIT BANKA SLOVENIJA d.d.
on Wednesday, 8 September 2010 at 13:00 h,
in the business quarters of UniCredit Banka Slovenija d.d.,
Šmartinska 140, 1000 Ljubljana**

For the purposes of the meeting, the Management Board proposes to the General Meeting of Shareholders the following

AGENDA:

1. OPENING OF GENERAL MEETING, ESTABLISHMENT OF QUORUM AND ELECTION OF WORKING BODIES

Proposed resolution:

It is established that the General Meeting has a quorum.

Mr. Rok Rozman is elected Chairman of the General Meeting.

Mr. Mitja Širaj is appointed vote counter.

The presence of the invited notary public is established.

2. APPOINTMENT OF MEMBER OF THE SUPERVISORY BOARD

Resolution proposal:

"The General Meeting of Shareholders of UniCredit Banka Slovenija d.d. appoints Mr. Heinz Tschiltsch, born on February 22nd, 1955 as Supervisory Board member until April 24th, 2011."

3. MISCELLANEOUS

The materials for the General Meeting containing the proposed resolution with explanations are available to shareholders for inspection at the head office of UniCredit Banka Slovenija d.d., Šmartinska 140, from August 6th, 2010 onward. The General Meeting of the Bank may be attended by shareholders of the Bank to the benefit of whom registered shares are entered in the share register or on the securities accounts managed by KDD (Central Securities Clearing Corporation) at the end of the fourth day prior to the General Meeting. Shareholders are required to report their attendance at a General Meeting of the Bank at the end of the fourth day prior to the date set for the General Meeting at the Secretary's Office of the Bank's Management. Shareholders may also be represented at general meetings of the Bank by a proxy, subject to the presentation of a written authorization.

Shareholders, which altogether hold at least 20% of the share capital, may, after publishing the convocation, request new items on the agenda in a written form. A request shall be accompanied by a written proposal of a resolution which shall be decided on, or if the General Meeting does not

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| UniCredit Banka Slovenija d.d. Šmartinska 140 SI-1000 Ljubljana Tel.: +386 1 5876 600 Faks: + 386 1 5876 684 | Registrirana pri Okrožnem sodišču v Ljubljani št.reg.vl. 1/10521/00, Osnovni kapital družbe 16.258.321,26 EUR, Matična številka 5446546, Identifikacijska številka za DDV SI59622806, Poravnalni račun 01000-0002900092. |
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adopt a resolution, it shall include an explanation of the item. A request must be sent to the bank seven days after convening the General Meeting at the latest.

Shareholders may present a written counter-proposal to each item on the agenda. A counter-proposal is published and communicated in accordance with article 296 of the Companies Act (ZGD-1), if a shareholder sends to the bank a reasonably grounded proposal in seven days after publication of the convocation and if a shareholder gives notice that he shall object to the proposal of the Management Board and that he shall prepare other shareholders to vote for his proposal.

A shareholder attending the General Meeting has a right to request reliable information from the Management Board of the Bank about matters related to the bank, if they in connection with the agenda. Questions with the same content may be answered in a joint answer. A right to be informed is applicable to legal and business relationships with related parties.

Ljubljana, August 6th 2010

Management Board of the Bank

dr. France Arhar

Janko Medja, MBA

Francesco Vercesi

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