

Комисия за финансов надзор  
Управление „Надзор на инвестиционната  
дейност“  
гр. София  
ул. „Будапеща“ № 16

Българска фондова борса – София АД  
гр. София  
ул. „Три уши“ № 6

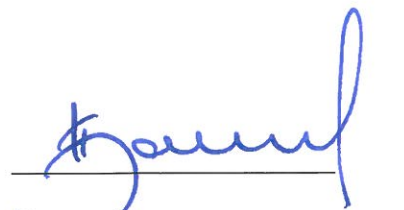
Централен депозитар АД  
ул. „Три уши“ № 6, ет. 4  
гр. София

Обществеността чрез Екстри Нюз

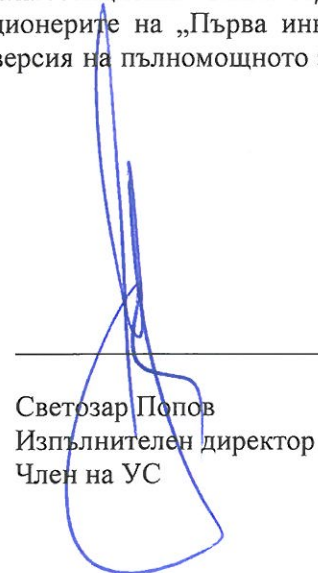
Относно: Коригиран текст на английския текст на пълномощно за участие в редовното годишно общо събрание на акционерите на ПИБ АД.

Уважаеми господа,

Във връзка с подадените на 15 юни 2020 г. от Първа инвестиционна банка АД покана и материали за свикване на редовно общо събрание на акционерите на „Първа инвестиционна банка“ АД, Ви изпращаме коригиран файл на английската версия на пълномощното за участие в общото събрание.

  
Никола Бакалов  
Главен изпълнителен директор  
Председател на УС



  
Светозар Попов  
Изпълнителен директор  
Член на УС

## POWER OF ATTORNEY

The undersigned

.....  
.....  
.....  
(name, surname, family name, personal identification number and identity card / personal identity card №....., issued on ..... by ....., respectively - name, surname, family name, personal identification number and identity card / personal identity card №....., issued on ..... by ....., acting in and for ..... (company, number, batch, volume and page of inscription in the Trade Register and BULSTAT or Unified Identification Number (UIN), with seat and registered office), in the capacity of shareholder having..... (.....) dematerialized registered shares of the capital of First Investment Bank AD, UIN 831094393

pursuant to article 226 of the Commercial Code (CC) in conjunction with Article 116 of the Public Offering of Securities Act (POSA)

### DO HEREBY AUTHORISE

.....  
.....  
.....  
(name, surname, family name, personal identification number, place of residence and address, personal identity card № ....., issued on ..... by ....., respectively Company, number, batch, volume and page of inscription in the Trade Register and BULSTAT or Unified Identification Number (UIN), with seat and registered office .....

to represent me jointly / severally at the Annual Ordinary General Meeting of Shareholders (GMS) of First Investment Bank AD which shall be held on 15 July, 2020 at 11:00 AM at the Sredetz Hall of Sheraton Sofia Hotel Balkan, 5, Sveta Nedelya Square, Sofia, or, in case of a lack of quorum - on 30 July 2020 at 11.00 AM, at the same place and under the same agenda, and to vote with ..... (.....) shares of the capital of First Investment Bank AD held by me (by the company) on the items on the agenda as indicated below:

The Agenda shall be as follows:

1. Management Report of First Investment Bank AD for 2019;

**Draft resolution:** *The General Meeting of Shareholders approves the consolidated and non-consolidated Management Report of the Bank for 2019;*

2. Report of the registered auditors for the performed joint audit of the annual financial statements of the Bank for 2019;

**Draft resolution:** *The General Meeting of Shareholders approves the Report of the registered auditors for the performed joint audit of the annual financial statements of the Bank for 2019;*

3. Approval of the Annual Financial Statements of the Bank for 2019 (consolidated and non-consolidated);

**Draft resolution:** *The General Meeting of Shareholders approves the Annual Financial Statement of the Bank for 2019 – consolidated and non-consolidated;*

4. Decision on the profit distribution of First Investment Bank AD for 2019;

**Draft resolution:** *The General Meeting of Shareholders decides that the entire profit of the Bank for 2019 shall be retained as other general reserves;*

5. Adoption of resolution not to pay dividends and not to make any other deductions from the 2020 profit;

**Draft resolution:** *The General Meeting of Shareholders resolves that no dividends shall be paid to the shareholders and no other deductions from the profit of the Bank for the year 2020 shall be made with a view to including the 2020 profit in the CET 1 capital of the Bank;*

6. Relief from responsibility of the members of the Management and Supervisory Board of First Investment Bank AD for their activities in 2019;

**Draft resolution:** *The General Meeting of Shareholders relieves from responsibility the members of the Supervisory Board of Fibank AD Evgeni Krastev Lukanov, Maya Lyubenova Georgieva, Jordan Velichkov Skorchev, Georgi Dimitrov Mutafchiev, Radka Veselinova Mineva and Jyrki Ilmari Koskelo, as well as all members of the Management Board of Fibank AD in 2019: Nedelcho Vasilev Nedelchev, Svetozar Alexandrov Popov, Chavdar Georgiev Zlatev, Jivko Ivanov Todorov, Nadia Vasileva Koshinska and Sevdalina Ivanova Vasileva, member of the Management Board until 08.11.2019, for their activities in 2019;*

7. Report of the Bank's Investor Relations Director for 2019;

**Draft resolution:** *The General Meeting of Shareholders approves the Report of the Bank's Investor Relations Director for 2019;*

8. Report of the Internal Audit Director for 2019;

**Draft resolution:** *The General Meeting of Shareholders approves the Report of the Internal Audit Director for 2019;*

9. Report of the Audit Committee for its activities in 2019;

**Draft resolution:** *The General Meeting of Shareholders approves the Report of the Audit Committee for its activities in 2019;*

10. Appointment of registered auditors for 2020;

**Draft resolution:** *The General Meeting of Shareholders, after prior consultation with the Bulgarian National Bank under Art. 76 para. 4 and in conjunction with Art. 76, para 6 of the Law on Credit Institutions, appoints BDO Bulgaria OOD, UIC 831255576 and Mazars OOD, UIC 204638408 as auditing companies to perform an independent financial audit of the financial statements (individual and consolidated) of First Investment Bank AD under the terms of Art. 76, para. 1 of the Law on Credit Institutions for 2020, and to certify the annual financial statements (individual and consolidated) of the Bank for 2020;*

11. Re-election of a current member of the Supervisory Board of the Bank for a new term;

**Draft resolution:** *Due to the expiration on 27.07.2020 of the term of office of Jyrki Ilmari Koskelo as current member of the Supervisory Board of the Bank, the General Meeting of Shareholders re-elects Jyrki Ilmari Koskelo as a member of the Supervisory Board of First Investment Bank AD for a new term of 5 (five) years from 27.07.2020;*

12. Re-election of a member of the Audit Committee of the Bank and determination of her term of office;

**Draft resolution:** *The General Meeting of Shareholders re-elects Rositsa Yordanova Asova as an independent member of the Audit Committee for a new term of 3 (three) years;*

13. Adoption of resolution determining the amount of managerial bonds to be furnished by members of the Supervisory and Management Board of the Bank.

**Draft resolution:** *The General Meeting of Shareholders determines the amount of managerial bonds to be furnished by members of the Supervisory and Management Board of First Investment Bank AD in the amount of the three-month gross compensation of the respective member of the Supervisory Board or the Management Board, in accordance with Article 116c, paragraph 3 of the POSA. The guarantee shall be in BGN and shall be furnished within the term specified in Article 116c, paragraph 2 of the POSA.*

Voting – (express instructions must be given as to how to vote on each of the proposed draft resolutions on items in the agenda. Where voting instructions are not given for the proposed draft resolutions, the proxy shall have the right, at his/her discretion, to decide whether to vote and how).

The authorization includes/ not includes the right of the proxy during the general meeting, to propose resolutions to each item included in the agenda by observing the law. The deadline to exercise this right is until the end of the discussions under the respective item and before the general meeting casts its vote.

The authorization hereunder extends / does not extend to items which are included in the agenda under the terms of Article 231, paragraph 1 of the Commercial Code and which are not announced or promulgated in accordance with Article 223 and Article 223a of the Commercial Code. In the cases under article 231, paragraph 1 of the Commercial Code, the proxy may not / may decide at his/her own discretion whether and how to vote.

Pursuant to article 116, paragraph 4 of the POSA, delegation to another person of any of the above listed powers shall be null and void.

Date:

.....2020

City of .....

Authorizer(s):

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