

To:
Financial Supervision Commission
Investment Activity Supervision Department
16 Budapest Str.
Sofia

CD:
Bulgarian Stock Exchange – Sofia Ad
6 Tri Ushi Str.
Sofia

CC:
Central Depository
6 Tri Ushi Str., floor. 4
Sofia

Re: Notice for Extraordinary General Meeting of Shareholders of First Investment Bank AD

Dear Sirs,

We hereby inform you that First Investment Bank AD (Fibank AD), having its seat and management address at 37, Dragan Tsankov Blvd., Iztok Region, Sofia, Bulgaria, registered in the Commercial Register and Non-Profit Legal Entities Register kept by the Registry Agency under UIC 831094393, acting by and through the Executive Directors Svetozar Aleksandrov Popov and Chavdar Geogiev Zlatev, pursuant to Article 26, para. 1 of the By-Laws of First Investment Bank AD, Sofia in conjunction with Article Article 223 of the Commercial Act and Article 115, Paras. 1 and 2 of the Public Offering of Securities Act, the Managing Board of First Investment Bank AD is hereby convening an Extraordinary General Meeting of Shareholders (EMS). The EMS shall take place on 18 November 2019 at 11:00 AM at the Sredets Hall of Sofia Hotel Balkan, 5, Sveta Nedelya Square, Sofia. The Agenda shall be as follows:

1. Appointment of registered auditors for 2019;

Draft resolution: *The GMS, 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 2019, and to certify the annual financial statements of the Bank for 2019.*

Registration of shareholders for participation in the annual EMS shall take place between 9:45 AM and 10:50 AM, before the meeting begins.

The Managing Board of First Investment Bank AD declares that the total number of shares and voting rights of the shareholders in the company as at the date of resolution of the Managing Board to summon the annual ordinary general meeting of shareholders, amounts to 110 000 000 (one hundred and ten million) dematerialized registered voting shares. Each share entitles its holder to the right to participate in the Extraordinary General Meeting of Shareholders and to have one vote.

Shareholders having held at least 5 per cent of the capital of First Investment Bank AD for more than 3 months may, after the notice is posted in the Commercial Register and Non-Profit Legal Entities Register, request the inclusion of items and propose draft resolutions on items already on the

agenda of the general meeting; they can do so by submitting a list of items which they want included on the agenda and the proposed resolutions no later than 03 November 2019 for posting in the Commercial Register and Non-Profit Legal Entities Register. Once posted in the Commercial Register and Non-Profit Legal Entities Register the items shall be considered included in the agenda. No later than the following working day shareholders shall present the list of issues, the proposed draft resolutions and the written materials at the company's management address and to the Financial Supervision Commission and the Central Depository.

During the general meeting, the shareholders shall have the right to raise questions pertaining to all items on the agenda, as well as other issues, related or not to the agenda.

During the general meeting, the shareholders shall have the right 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.

Legal entities or individuals registered as shareholders or vote holders of First Investment Bank AD in the Register of the Central Depository no later than 14 days before the date of the Extraordinary General Meeting – 04 November 2019 as per a list issued by Central Depository AD shall be entitled to vote at the EMS. Only persons listed as shareholders or vote holders at the date quoted in the previous sentence shall have the right to attend the general meeting and vote.

In order to register and attend the Extraordinary General Meeting, shareholders and their proxies shall identify themselves: private individuals shall do so by presenting an identification document. Shareholders that are legal entities shall be allowed to participate in the Meeting after they present the original or a notarized copy of a certificate of good standing or a certificate for registration in a relevant register. Legal representatives shall identify themselves by presenting a document for personal identification.

Rules for voting by proxy.

In cases where a shareholder is represented at the general meeting by proxy pursuant to Art. 29, para. 1 of the company's By-Laws, a power of attorney issued for the specific meeting and certified by a notary public and drafted in accordance with Article 116, para. 1 of the Public Offering of Securities Act needs to be presented by the proxy together with a document for personal identification. In cases where the legal entity is not represented by its legal representative, the proxy shall present an identification document, an original or a notarized copy of a certificate of good standing of the company and a power of attorney issued for the specific meeting and certified by a notary public and drafted in accordance with Article 116, para. 1 of the Public Offering of Securities Act. In cases where a shareholder is represented by a proxy legal entity, the latter shall present an identity document of its legal representative, a certificate of good standing of the proxy legal entity in the original, and a power of attorney issued for the specific meeting and certified by a notary public and drafted in accordance with Article 116, para. 1 of the Public Offering of Securities Act.

Powers of Attorney shall be enclosed with the other General Meeting instruments.

Delegation to another person of any of the powers given to the proxy according to the power of attorney shall be null and void, as shall be the power of attorney given in violation of the provisions of Article 116, Paragraph 1 of the Public Offering of Securities Act.

Rules for Instruments Drafted in a Foreign Language

Should a shareholder or a shareholder's proxy deposit instruments (Power of Attorney, Certificate of Good standing, or another instrument used to identify the shareholder) drafted in a language other than Bulgarian, such instruments are to be accompanied by a translation in Bulgarian and legalised in accordance with the requirements of current legislation; the signature of the translator must be verified by the Consular Affairs Directorate at the Ministry of Foreign Affairs of the Republic of Bulgaria.

The Managing Board of First Investment Bank AD provides a sample power of attorney in hard copy and digital copy along with the materials for the general meeting. The sample power of attorney

is also available on the Bank's website - www.fibank.bg. Upon request, a sample power of attorney may also be presented after the summoning of the ordinary general meeting of shareholders.

First Investment Bank AD will receive and accept valid notices and powers of attorney by electronic means at the following email address shareholders.meeting@fibank.bg; electronic messages need to be signed with a qualified electronic signature (QES) by the authorizer and accompanied by an electronic copy of the power of attorney which is also signed with a qualified electronic signature by the authorizer. The terms and conditions for receiving powers of attorney by electronic means are also published on First Investment Bank's website – www.fibank.bgq_section_„Investors“. Voting by correspondence or by electronic means is not permissible according to the By-laws of First Investment Bank AD.

The written materials on the agenda for the General Meeting will be made available to shareholders pursuant to Art. 224 of the Commercial Code and Art. 27 of the By-Laws of First Investment Bank AD, no later than 30 (thirty) days before the date of the GMS, each working day between 9:00 AM and 5:00 PM on the premises of First Investment Bank AD at 37, Dragan Tsankov Blvd, Sofia, Bulgaria. The notice and the written materials on the agenda for the general meeting will be published on First Investment Bank's website www.fibank.bg_section_„Investors“ for the period from the posting of the notice in the Commercial Register to the adjourning of the general meeting.

All shareholders of First Investment Bank AD are invited to participate in the Extraordinary General Meeting of Shareholders, either personally or through a proxy.

In case of a lack of quorum at the opening hour of the EMS, it shall be postponed until 11.00 AM on 03 December 2019, with the place and agenda remaining unchanged in compliance with Article 115, para. 12 of the Public Offering of Securities Act and Art. 227, para. 3 of the Commercial Act. New items may not be included in the agenda pursuant to Article 223a of the Commercial Act.

(signed)
Svetozar Popov
Executive Director

(signed)
Chavdar Zlatev
Executive Director

A G E N D A

FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF FIRST INVESTMENT BANK AD

to be held on 18 November 2019 at 11:00 am at the Sredets Hall of Sofia Hotel Balkan, 5, Sveta
Nedelya Square, Sofia

1. Appointment of registered auditors for 2019.

**NOTICE AND AGENDA
FOR THE EXTRAORDINARY MEETING OF SHAREHOLDERS
OF FIRST INVESTMENT BANK AD**

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Shareholders having held at least 5 per cent of the capital of First Investment Bank AD for more than 3 months may, after the notice is posted in the Commercial Register and Non-Profit Legal Entities Register, request the inclusion of items and propose draft resolutions on items already on the agenda of the general meeting; they can do so by submitting a list of items which they want included on the agenda and the proposed resolutions no later than 03 November 2019 for posting in the Commercial Register and Non-Profit Legal Entities Register. Once posted in the Commercial Register and Non-Profit Legal Entities Register the items shall be considered included in the agenda. No later than the following working day shareholders shall present the list of issues, the proposed draft resolutions and the written materials at the company's management address and to the Financial Supervision Commission and the Central Depository.

During the general meeting, the shareholders shall have the right to raise questions pertaining to all items on the agenda, as well as other issues, related or not to the agenda.

During the general meeting, the shareholders shall have the right 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.

Legal entities or individuals registered as shareholders or vote holders of First Investment Bank AD in the Register of the Central Depository no later than 14 days before the date of the Extraordinary General Meeting – 04 November 2019 as per a list issued by Central Depository AD shall be entitled to vote at the EMS. Only persons listed as shareholders or vote holders at the date quoted in the previous sentence shall have the right to attend the general meeting and vote.

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In cases where a shareholder is represented at the general meeting by proxy pursuant to Art. 29, para. 1 of the company's By-Laws, a power of attorney issued for the specific meeting and certified by a notary public and drafted in accordance with Article 116, para. 1 of the Public Offering of Securities Act needs to be presented by the proxy together with a document for personal identification. In cases where the legal entity is not represented by its legal representative, the proxy shall present an identification document, an original or a notarized copy of a certificate of good standing of the company and a power of attorney issued for the specific meeting and certified by a notary public and drafted in accordance with Article 116, para. 1 of the Public Offering of Securities Act. In cases where a shareholder is represented by a proxy legal entity, the latter shall present an identity document of its legal representative, a certificate of good standing of the proxy legal entity in the original, and a power of attorney issued for the specific meeting and certified by a notary public and drafted in accordance with Article 116, para. 1 of the Public Offering of Securities Act.

Powers of Attorney shall be enclosed with the other General Meeting instruments.

Delegation to another person of any of the powers given to the proxy according to the power of attorney shall be null and void, as shall be the power of attorney given in violation of the provisions of Article 116, Paragraph 1 of the Public Offering of Securities Act.

Rules for Instruments Drafted in a Foreign Language

Should a shareholder or a shareholder's proxy deposit instruments (Power of Attorney, Certificate of Good standing, or another instrument used to identify the shareholder) drafted in a language other than Bulgarian, such instruments are to be accompanied by a translation in Bulgarian and legalised in accordance with the requirements of current legislation; the signature of the translator must be verified by the Consular Affairs Directorate at the Ministry of Foreign Affairs of the Republic of Bulgaria.

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First Investment Bank AD will receive and accept valid notices and powers of attorney by electronic means at the following email address shareholders.meeting@fibank.bg; electronic messages need to be signed with a qualified electronic signature (QES) by the authorizer and accompanied by an electronic copy of the power of attorney which is also signed with a qualified electronic signature by the authorizer. The terms and conditions for receiving powers of attorney by electronic means are also published on First Investment Bank's website – www.fibank.bg section „Investors“. Voting by correspondence or by electronic means is not permissible according to the By-laws of First Investment Bank AD.

The written materials on the agenda for the General Meeting will be made available to shareholders pursuant to Art. 224 of the Commercial Code and Art. 27 of the By-Laws of First Investment Bank AD, no later than 30 (thirty) days before the date of the GMS, each working day between 9:00 AM and 5:00 PM on the premises of First Investment Bank AD at 37, Dragan Tsankov Blvd, Sofia, Bulgaria. The notice and the written materials on the agenda for the general meeting will be published on First Investment Bank's website www.fibank.bg section „Investors“ for the period from the posting of the notice in the Commercial Register to the adjourning of the general meeting.

All shareholders of First Investment Bank AD are invited to participate in the Extraordinary General Meeting of Shareholders, either personally or through a proxy.

In case of a lack of quorum at the opening hour of the EMS, it shall be postponed until 11.00 AM on 03 December 2019, with the place and agenda remaining unchanged in compliance with Article 115, para. 12 of the Public Offering of Securities Act and Art. 227, para. 3 of the Commercial Act. New items may not be included in the agenda pursuant to Article 223a of the Commercial Act.

(signed)
Svetozar Popov
Executive Director

(signed)
Chavdar Zlatev
Executive Director

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 Extraordinary General Meeting of Shareholders (EMS) of First Investment Bank AD which shall be held on 18 November 2019 at 11:00 AM at the Sredetz Hall of Sofia Hotel Balkan, 5, Sveta Nedelya Square, Sofia, or, in case of a lack of quorum - on 03 December 2019 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:

- 1. Appointment of registered auditors for 2019;

Draft resolution: *The GMS, 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 2019, and to certify the annual financial statements of the Bank for 2019.*

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 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:

Authorizer(s):

.....2019

City of