

# Market Profile January 2018 Bosnia & Herzegovina



## Global Securities Services

Life is full of ups and downs.  
We're there for both.





# Contents

1. OVERVIEW	4
2. REGULATION AND SUPERVISION	6
3. TRADING	8
4. CLEARING	11
5. SETTLEMENT	12
6. PAYMENT SYSTEM	15
7. SECURITIES LENDING	16
8. CORPORATE ACTIONS	17
9. PROXY VOTING	18
10. INCOME COLLECTION	19
11. TAXATION	20
12. DISCLOSURE REQUIREMENTS	22
13. ACCOUNT MANAGEMENT	23
14. DISCLAIMERS	24

# 1. OVERVIEW

## 1.1 Geopolitical Data

Time Zone:	GMT + 1	
Daylight Saving Time:	YES	
Currency:	B&H Mark (BAM)	
Banking Holidays:	<a href="#">link</a>	
EU Membership:	NO	
Schengen Zone:	NO	

## 1.2 G30 Compliance

Trade comparison by T+1 for direct market participants	YES
Trade comparison for indirect participants	NO
Central securities depository	YES
Trade netting system	YES
Delivery vs. payment	YES
Same day funds	YES
Rolling settlement T+2	YES
Securities lending and borrowing	YES
ISIN	YES

## 1.3 Country Ratings

Rating Agency	Issuer Default Rating Foreign Currency, LT	Outlook
Fitch	NR (not rated)	NR (not rated)
Moody's	B3	Stable
Standard & Poor's	B	Stable

## 1.4 Political Overview

Bosnia and Herzegovina is a parliamentary democracy with a bicameral parliament (House of Representatives and House of Peoples), a three-member rotating presidency, a Council of Ministers, and a Constitutional Court.

The Chair of the Presidency of Bosnia and Herzegovina rotates among three members, each elected as the Chair for an eight-month term within their four-year term as a member. The Chair of the Council of Ministers is nominated by the Presidency and approved by the House of Representatives. The Parliamentary Assembly is the law-making body in Bosnia and Herzegovina. It consists of two houses: the House of Peoples and the House of Representatives. The Constitutional Court of Bosnia and Herzegovina is the supreme, final arbiter of legal matters.

Bosnia and Herzegovina has several levels of political structuring. According to the Dayton Agreement, it consists of two entities: the Federation of Bosnia and Herzegovina (FBiH) and the Republic of Srpska (RS).

## 1.5 Economic Overview

Exports were the main growth driver in 2017, supported by buoyant private consumption. However, investment has lagged leading real GDP to increase by 2.8% in 2017. The outlook for 2018 is more favorable, with real GDP likely to expand by 3.3%. Stronger growth is possible if investment picks which requires stepped-up foreign funding and a resumption of IMF lending. The expected acceleration in domestic demand will likely cause the C/A deficit to widen in 2018, but should help cut the fiscal deficit as the primary balance increases. The political environment could deteriorate further in 2018 ahead of October elections.

## 2. REGULATION AND SUPERVISION

---

### 2.1 Regulatory/Supervisory Bodies

Supervision of financial markets is carried out by the following institutions:

- Ministry of Finance:

The Ministry of Finance and Treasury of Bosnia and Herzegovina are involved in the implementation of legislation, regulations and administrative supervision. The Ministry monitors the situation in all economic areas and activities, especially concerning the implementation of laws and regulations, and issues recommendations on the implementation of laws and regulations to other entities.

At the political entity level, the Ministry of Finance of FBiH and the Ministry of Finance of RS are involved in the preparation of draft laws on finance and financial policy, supervision of regulations regarding the tax and contribution system and policies, the banking system, capital market, property and personal insurance, non-depository financial institutions, foreign transactions, credit relationships and external debt, etc.

- Central Bank:

The Central Bank of Bosnia and Herzegovina maintains the monetary stability by issuing domestic currency according to the currency board arrangement. The Central Bank defines and monitors the implementation of monetary policy, supports and maintains payment and settlement systems, and coordinates the activities of the entity banking agencies.

- Securities Commission:

- Securities Commission of the Federation of BiH

Is responsible for passing regulations on the conditions and methods of securities issuances and the conditions and rules of securities trading; enforcement of standards of disclosure of the business operations of securities trading participants to investors and the public; standards of corporate governance and standards of protecting the rights of investors and enforcement of laws and other regulations on securities issuance and trading; control of operations of the stock exchange, Registry of Securities, professional intermediaries, depository banks and fund management companies and investment funds; taking measures from the authority of the Commission, pursuant to the law and other regulations; performance of other activities and tasks pursuant to the law and other regulations.

- Securities Commission of the Republic of Srpska

Is responsible for passing regulations on the RS securities market operation; prescribing the conditions, issuing method and trading of securities; issuing licenses for the establishment of investment funds and investment fund management companies and other authorized participants in the securities market as well as supervising their operations; monitoring compliance with rules for ordinary trading and fair competition in securities trading; organizing, undertaking and supervising measures for ensuring the efficient functioning of the securities market and the protection of investors' interests; prescribing elements of mandatory disclosure to investors and the public; suspending the issuance and trading of particular securities and undertaking other activities in case of manipulation; implementing activities if provisions and regulations of the law have been violated, issuing fines for violations and undertaking other measures for which the Commission is authorized; providing information on the activities of the securities market and disseminating such information; cooperating with cognate international organizations.



## 2.2 Key Market Regulations

Below you will find a list of the key market regulations. For a complete list with up to date information on the acts please refer to the GSS Website (<http://gss.unicreditgroup.eu>) or contact your local GSS Relationship Manager.

Regulation	Main Focus
Law on Companies in FBiH	Regulates creation of companies, capital issues, management and legal forms, issue of new shares, corporate actions etc.
Law on Companies in RS	Regulates creation of companies, capital issues, management and legal forms, issue of new shares, corporate actions etc.
Law on Securities Market in FBiH	Regulates issuance of securities, authorized market participants, stock exchange and CSD activities.
Law on Securities Market in RS	Regulates issuance of securities, authorized market participants, stock exchange and CSD activities.
Law on Investment Funds in FBiH	Defines activities and establishment of investment funds and fund management companies.
Law on Investment Funds in RS	Defines activities and establishment of investment funds and fund management companies.
Law on Takeover of Shareholding Companies in FBiH	Regulates takeover of shareholding companies in FBiH.
Law on Takeover of Shareholding Companies in RS	Regulates takeover of shareholding companies in RS.
Rulebook on Securities Intermediation Services	Regulates custody and depository services in the market of FBiH.
Rulebook on Custody Operations	Regulates custody services in the market of RS.

## 2.3 Self-regulatory Organisations

The Banks Association of Bosnia and Herzegovina is a non-governmental, non-political and non-profit Association that has been established by commercial banks, voluntarily based on their initiative. It was founded in 2004 by all registered banks in Bosnia and Herzegovina. The Association is financed by its bank members and represents their common interests by:

- Defining mutual goals of its members and other participants in the banking business and adjusting individual interests towards one joint interest;
- Promoting and applying best practices in the banking business based on the best ethical, professional and technical standards of the profession;
- Promoting transparency and fair business competition in banking;
- Initiating a permanent dialogue and partnership in the business sector with the regulatory and other public institutions in order to improve business competition in the economy of Bosnia and Herzegovina;
- Strengthening the banking sector, supporting the financial system's stability and enhancement of the business environment to further the economic and social development of Bosnia and Herzegovina;
- Compliance with and harmonisation of interests, initiatives and activities of the Association and its members with the interests, initiatives and activities of other similar business associations and organizations in Bosnia and Herzegovina, as well as corresponding with international professional and business associations;
- Actively contributing to the process of Bosnia and Herzegovina's EU membership application and also global economic integration.

## 3. TRADING

---

### 3.1 Commonly Traded Instruments

EQUITIES		MONEY MARKET INSTRUMENTS	
<input checked="" type="checkbox"/>	ordinary shares	<input type="checkbox"/>	certificate of deposits
<input checked="" type="checkbox"/>	preferred shares	<input checked="" type="checkbox"/>	commercial papers
<input type="checkbox"/>	employee shares	<input type="checkbox"/>	REPO transactions
<input type="checkbox"/>	interest bearing shares		
GOVERNMENT DEBT		CORPORATE DEBT	
<input checked="" type="checkbox"/>	government bonds	<input checked="" type="checkbox"/>	corporate bonds
<input type="checkbox"/>	treasury bonds	<input type="checkbox"/>	mortgage bonds
<input checked="" type="checkbox"/>	treasury bills	<input type="checkbox"/>	convertible bonds
<input type="checkbox"/>	treasury notes	<input type="checkbox"/>	exchangeable
<input checked="" type="checkbox"/>	municipal bonds		
DERIVATIVES		OTHER INSTRUMENTS	
<input type="checkbox"/>	options	<input type="checkbox"/>	exchange traded funds
<input type="checkbox"/>	futures	<input type="checkbox"/>	investment funds
<input type="checkbox"/>	warrants	<input type="checkbox"/>	eurobonds
		<input type="checkbox"/>	depository receipts
		<input type="checkbox"/>	commodities



### 3.2 Sarajevo Stock Exchange – SASE

Legal name	Sarajevska berza - burza d.d. Sarajevo
Website	<a href="http://www.sase.ba">http://www.sase.ba</a>
Ownership structure	5.01% Central Registry Agency, Turkey 5.01% IMKB TAKAS VE SAKLAMA BANKASI A.S. (Takasbank) 9.89% Istanbul Stock Exchange 80.09% Local brokers and banks, legal entities and natural persons
Trading members	Brokers and banks Following types of membership are available: Direct membership
Traded instruments	Equities, bonds (corporate bonds, government bonds, municipal bonds, treasury bills), commercial papers
Traded method	Two trading algorithms are used on SASE: Continuous Trading Method (MFTS - Multi-Fixing Trading Schedule) and auctions. The Continuous Trading Method (MFTS) is applied to the Official market, the Free market Sub-segments ST1 and ST2, the Free Market for bonds and the Free market for other securities, while the Auction Trading Method is applied to less liquid securities listed on the Free market Sub-segment ST3 and to shares of companies in bankruptcy proceedings.
Settlement agent	Registry of Securities in FBiH (RVP)
Clearing agent	Registry of Securities in FBiH (RVP)
Trading hours	All securities from 09:00 to 13:30
Settlement cycle	T+2 All securities
Indices	BIFX (Bosnian Investment Fund Index); SASX-10 (the main index of SASE); SASX-30 (index of the Primary Free Market of SASE). SASX-BBI (SASE Islamic Index in cooperation with BBI)- SASX-FN (Sarajevo Stock EXchange Fundamentals)
Number of listed instruments	280 Equities 47 Bonds
Annual trading turnover	EUR 272.3 million
Annual number of transactions	5.0 thousand
Domestic market capitalisation	EUR 2.6 billion
Main index annual change	SASX-10: -18.5%

### 3.3 Banja Luka Stock Exchange – BLSE

Legal name	Banjalucka berza hartija od vrijednosti a.d. Banja Luka
Website	<a href="http://www.blberza.com">http://www.blberza.com</a>
Ownership structure	43.16% Green Blue JSC Banja Luka 56.84% Local brokers and banks
Trading members	Brokers and banks Following types of membership are available: Direct membership
Traded instruments	Equities, bonds (corporate bonds, government bonds, municipal bonds, treasury bills)
Traded method	The trading methods used on the BLSE uses are: Continuous trading and single price auction (fixing).
Settlement agent	Central Registry of Securities JSC Banja Luka (CRHOV)
Clearing agent	Central Registry of Securities JSC Banja Luka (CRHOV)
Trading hours	All securities from 08:30 to 13:00
Settlement cycle	T+2 All securities except T-bills T+0 T-bills
Indices	BIRS (Stock Exchange Index of Republic of Srpska); ERS10 (Index of Electric Energy Sector of the Republic of Srpska); FIRS (Investment Funds Index of Republic of Srpska).
Number of listed instruments	277 Equities 76 Bonds
Annual trading turnover	EUR 248.9 million
Annual number of transactions	13.5 thousand
Domestic market capitalisation	EUR 2.1 billion
Main index annual change	BIRS -0.6%

#### 3.3 OTC Trading

OTC trading for money market instruments (Treasury bills issued by the Government, banks or other financial institutions; commercial bills; certificates of deposit issued by banks or other financial institutions) and financial derivatives is regulated by the Federation of BiH. However, trading on this market has not been practiced so far.

## 4. CLEARING

---

Clearing and settlement is performed by the Registry of Securities in the Federation of BiH for trades executed on the Sarajevo Stock Exchange and the Central Registry of Securities Banja Luka for trades executed on the Banja Luka Stock Exchange.

Both CSDs have opened special purpose cash accounts with the Central Bank of Bosnia and Herzegovina, which are used for clearing and settlement of securities related transactions. Members of the clearing and settlement system (custody banks and brokers) transfer funds to these cash accounts in accordance with market deadlines (by 10:00 on T+2).

## 5. SETTLEMENT

---

### 5.1 Registry of Securities in the Federation of BiH - RVP

Legal name	Registar vrijednosnih papira u Federaciji BiH
17f-7 eligibility	YES
Website	<a href="http://www.rvp.ba">http://www.rvp.ba</a>
Ownership structure	75.04% Federation of BiH, Securities Commission 24.96% Local banks and broker
Scope of services	The activities performed by the Registry are defined by the Law on the Securities Market of FBiH and the Law on Registry of Securities. The Registry performs operations related to registering, safekeeping and maintaining data on securities and transfer operations in accordance with the law regulating the issuance and trading of securities. It also performs clearing and settlement operations.
Accounts held	The Registry opens and maintains the following account types: <ul style="list-style-type: none"> <li>● Account of the securities owners</li> <li>● Client account</li> <li>● Custodial account</li> <li>● Brokerage account</li> <li>● Escrow account</li> </ul>
Eligible instruments	All securities defined by the Securities Market Law
Level of dematerialisation	According to Article 4 of the Law on the Securities Market in FBiH, all securities are issued in dematerialised form as electronic records, kept on securities accounts within the information system of the Registry of Securities.
Stock Exchange Settlement	<ul style="list-style-type: none"> <li>● Standard T+2 mandatory settlement for equities and bonds</li> <li>● SASE delivers a report on matched transactions to the Registry of Securities in FBiH on T+0</li> <li>● The Registry submits to each member a report on the amount of net debts/claims by 9:00 on T+1</li> <li>● Members are required to pay the net debt amount into the clearing and settlement account of the Registry latest by 10:00 on T+2</li> <li>● On T+2 the Registry transfers securities from seller's account into buyer's account, as well as funds from its account with the Central Bank to the seller's cash account</li> <li>● Settlement is final by 13:00 on T+2</li> </ul>
OTC Settlement	Regulated by the by-laws, but not practiced yet. It is expected to be introduced in the following period.
Settlement Protection	A Guarantee Fund is established at CSD level, comprised of member contributions (fixed portion/equal contribution for each member in addition to the variable portion). The fund is used to meet the liabilities of a member by first using that member's contribution and then utilising other members' contributions. The defaulting member is required to repay the funds utilised in addition to a default interest payment and a monetary fee. The fund would be activated on T+2 to meet the net financial obligations relating to securities settlement. Please note that custody banks are members of the clearing and settlement system and are liable for settlement.

<b>Investor Protection</b>	<p>According to Article 35 of the Rulebook on Securities Intermediation Services, issued by the Securities Commission of FBiH which regulates the custody business in FBiH, “securities in the account with the custody bank are the client’s property and shall not be included in the property of the custody bank, its assets if in liquidation, or in its bankruptcy estate, nor can they be used for seizures related to claims against the custody bank”.</p> <p>In accordance with Article 197 of the Law on Securities Market “securities and monetary assets of the owner of the securities and members of the Depository shall not constitute its property and shall not be part of bankruptcy or liquidation estates and shall not be subject to enforcement against the Depository”.</p>
----------------------------	--

<b>Identified Risk</b>	None
------------------------	------

## 5.2 Central Registry of Securities JSC Banja Luka - CRHOV

<b>Legal name</b>	Centralni registar hartija od vrijednosti a.d. Banja Luka
<b>17f-7 eligibility</b>	YES
<b>Website</b>	<a href="http://www.crhovrs.org">http://www.crhovrs.org</a>
<b>Ownership structure</b>	<p>33.00% Shares fund of RS JSC Banja Luka</p> <p>24.50% Banja Luka Stock Exchange</p> <p>42.50% Local brokers and banks</p>
<b>Scope of services</b>	<p>The Central Registry performs the following activities:</p> <ul style="list-style-type: none"> <li>● Registration and safekeeping of securities, i.e. data on securities, security holders and all transactions pertaining to transfer of ownership;</li> <li>● Registration and keeping data referring to defining ownership or other rights contained in securities;</li> <li>● Maintaining security holder accounts and issuing certificates on account balances;</li> <li>● Transfer, depositing, settlement and clearing based on transactions;</li> <li>● Other operations of the registry, depository and clearing of securities regulated by the Securities Commission.</li> </ul>
<b>Accounts held</b>	<p>The Central Registry opens and maintains the following account types:</p> <ul style="list-style-type: none"> <li>● Account of an issuer</li> <li>● Account of the securities owner</li> <li>● Custody account</li> <li>● Other accounts necessary for the activities of the Central Registry, in accordance with the law, the Commission's regulations and general acts of the Central Registry</li> </ul>
<b>Eligible instruments</b>	All securities defined by the Securities Market Law
<b>Level of dematerialisation</b>	RS is a fully dematerialised market. (According to Article 2 of the Law on the Securities Market in RS “a security shall be a transferable document in dematerialized form – electronic form”.)

<b>Stock Exchange Settlement</b>	<ul style="list-style-type: none"> <li>● Standard T+2 mandatory settlement for equities and bonds.</li> <li>● BLSE delivers report on matched transaction to the Central Registry of Securities in RS on T+0.</li> <li>● The Central Registry submits to each member a report on the amount of net debts/claims latest by 09:00 on T+1.</li> <li>● Members are obliged to pay the amount of net debt into the clearing and settlement account of the Central Registry latest by 10:00 on T+2.</li> <li>● On T+2 the Central Registry transfers securities from seller's account into buyer's account, as well as funds from its account with the Central Bank to the seller's cash account.</li> <li>● Settlement is final on T+2.</li> </ul>
<b>OTC Settlement</b>	N/A
<b>Settlement Protection</b>	<p>A Guarantee Fund is established on CSD level, comprised of member contributions (fixed portion/equal contribution for each member in addition to the variable portion). The fund is used to meet the liabilities of a member by first using that member's contribution and then utilising other members' contributions. The defaulting member is required to repay the funds utilised plus a default interest payment and a monetary fee. The fund would be activated on T+2 to meet the net financial obligations relating to securities settlement. Please note that custody banks are members of the clearing and settlement system and liable for settlement.</p>
<b>Investor Protection</b>	<p>According to the Law on Securities Market of RS Article 130, securities in the account with the custody bank are the client's property and shall not be included either in the property of the custody bank, its assets if in liquidation, or in its bankruptcy estate, nor can they be used for seizures related to claims against the custody contract.</p> <p>In accordance with the Law of the Securities Market, Article 206, "securities and funds of owners and members of the Registry shall not be included either in the Registry's property, or in its bankruptcy or liquidation estate, nor can they be used for distraint levied on the Registry".</p>
<b>Identified Risk</b>	None.

## 6. PAYMENT SYSTEM

---

### 6.1 General Information

The Central Bank of Bosnia and Herzegovina established an overall payment system, which was accompanied by the installation of electronic equipment, enabling interconnectivity of commercial banks and the Central Bank. Payments operations are performed by using two subsystems: Real Time Gross Settlement (RTGS) and Gyro Clearing.

Transaction account numbers consist of four parts, with a total of sixteen digits.

The structure is as follows: XXX YYY ZZZZZZZZ KK.

The first part contains the bank number which is assigned based on the Central Bank of Bosnia and Herzegovina accounting number system. The second part contains the branch or sub-branch number of the bank which is assigned based on the location of the bank. The third part contains the client account number which is assigned by the bank. The fourth part contains control numbers which are assigned based on an algorithm of the Central Bank of Bosnia and Herzegovina.

The IBAN consists of the country code, two control numbers and the transactional account number (20 alphanumerical characters). The IBAN for Bosnia and Herzegovina is BA39.

### 6.2 Limitations, Deadlines, Cut-off times

Securities related payments are executed through the RTGS payment system maintained by the Central Bank. Settlement is mandatory. For trades executed on both stock exchanges, funds must be paid into the clearing and settlement account of the Registry at the latest by 10:00 on T+2.



## 7. SECURITIES LENDING

---

### 7.1 Securities Lending

According to the Law on Securities Market in the FBiH, Article 88, securities lending/borrowing is permitted with the written permission of the securities owner. Lending is done between participants and the precondition is a valid agreement and an explicit written permission of the securities owner.

According to the Law on Securities in the RS, Article 126, “a stock exchange intermediary may grant and raise loans in securities only with the written consent of the securities owner”.

Transactions related to securities lending can be concluded only for the purpose of settlement of transactions on the stock exchange and any other regulated public market. The Securities Commissions of the FBiH and the RS prescribe closer conditions for securities lending and reporting to the Commission.

### 7.2 Short Selling

Short selling is not available.

## 8. CORPORATE ACTIONS

---

### 8.1 Common Corporate Action Events

MANDATORY EVENTS	VOLUNTARY EVENTS
<input checked="" type="checkbox"/> dividend, cash	<input type="checkbox"/> exercise of rights
<input type="checkbox"/> dividend, option	<input checked="" type="checkbox"/> issue, priority
<input checked="" type="checkbox"/> dividend, stock	<input type="checkbox"/> exchange offer
<input checked="" type="checkbox"/> interest payment	<input checked="" type="checkbox"/> tender offer
<input checked="" type="checkbox"/> issue, bonus	<input type="checkbox"/> repurchase offer
<input type="checkbox"/> issue, rights	<input checked="" type="checkbox"/> shareholders meeting
<input checked="" type="checkbox"/> maturity	
<input type="checkbox"/> maturity final	
<input checked="" type="checkbox"/> merger	
<input type="checkbox"/> pari-passu	
<input type="checkbox"/> redemption, early	
<input checked="" type="checkbox"/> redemption, partial	
<input type="checkbox"/> spin-off	
<input checked="" type="checkbox"/> split	
<input type="checkbox"/> split, reverse	

### 8.2 Dating Conventions

Settlement is mandatory in the market. The standard T+2 settlement cycle applies to both markets in BiH. Entitlements are based on a settled position on record date.

### 8.3 Sources of C/A Information

There is no centralised source of information on corporate actions in Bosnia and Herzegovina. Various sources of information are used such as stock exchanges' websites, CSDs' websites, daily newspapers and extensive communication with issuers.

### 8.4 Local C/A Specifics

N/A

## 9. PROXY VOTING

---

### 9.1 General Characteristics

All corporate action entitlements are based on the settled position on the record date. In case of an AGM, the issuer defines the record date in the public announcement. According to the Law on Companies, the record date for the AGM in FBiH is 30 days prior to the date of the AGM. In RS the record date is determined as follows: the right to participate in and vote during the meeting is based on the list of shareholders issued by the Central Registry of Securities 10 days before the meeting. The record date should be published in the announcement of the shareholder meeting.

Rights of shareholders are exercised at the general meetings, which are usually held on an annual basis. The meeting agenda must be communicated to the shareholders before the AGM. Announcement on ordinary shareholders meetings in FBiH must be published in at least one newspaper widely spread in FBiH at the latest 21 days prior to the meeting. Announcements on extraordinary shareholders meetings must be published at the latest 14 days prior to the meetings. Announcements in RS are published in a way regulated by the company's statute at least 30 days prior to the ordinary shareholder meeting or at least 15 days prior to the extraordinary meeting.

Proxy voting is allowed based on written instructions and authorisation from the owner (a notarised Power of Attorney is required).

### 9.2 Announcement

In FBiH, the announcement of an AGM must be published in at least one daily newspaper widely distributed throughout FBiH, stating the meeting agenda, 21 days prior to the ordinary meeting and 14 days prior to the extraordinary meeting. Shareholders or groups of shareholders that control more than 5% of the voting shares have the right to propose a change in the meeting agenda within at least 8 days from the announcement date in the daily newspapers.

In the RS, convening of the assembly is to be announced at least 30 days prior to its holding for ordinary meetings or at least 15 days prior to the extraordinary meeting. Announcements are published in a way regulated by the company's statute. Shareholders or groups of shareholders that own at least 10% of the voting shares have the right to propose two new agenda points.

### 9.3 Voting Process

Proxy voting is allowed based on a written Power of Attorney and the client's instruction. For meeting attendance, a member of the GSS team will be present. Please note that documentation requirements can vary from issuer to issuer. The sub-custodian notifies the client of special documentation requirements for participation in the shareholder meeting, as well as all other details which may affect participation. The sub-custodian also forwards available documentation which refers to participation in the shareholding meeting.

The sub-custodian also assists in cases where the client wants to nominate a representative other than a UniCredit Bank representative to attend and vote at the meeting.

## 10. INCOME COLLECTION

---

### 10.1 Dividend payments

Dividends are generally payable on an annual basis (in cash or in shares). Dividend distributions are usually announced at the annual general shareholder meetings. Entitlements are determined according to settled positions as of record date. In the FBiH the record date is determined by the date of the written decision on payment of the dividend (the same date as the date of the written act). In the RS the record date must be included in the written decision on payment of the dividend. Dividends are distributed according to ownership records in the CSD on the record date. The client's account is credited on the same day of the actual receipt of funds. Funds are available for use the same day in accordance with the established cut-off times.

<b>Announcements</b>	Record date and any special procedures are usually set at the AGM of the issuer.
<b>Dating Conventions</b>	Shareholders are entitled to receive a dividend according to the settled position on the record date.
<b>Payment Execution</b>	Payment is executed on an actual basis. Pay date is not fixed.

### 10.2 Interest & Maturity Payments

All information about fixed income instruments, e.g. interest calculation details, record and payment dates for the whole lifecycle of the instruments, etc. are provided in the issue prospectus or in its terms. Entitlements are based on settled position on the record date. The amount is credited to the custodian's account and then booked on the client's cash account. The payment is done on actual basis.

<b>Announcements</b>	Interest and maturity payment details are provided in the issue prospectus/decision.
<b>Dating Conventions</b>	Entitlements are based on a settled position on the record date.
<b>Payment Execution</b>	Payment is executed on an actual basis.

# 11. TAXATION

## 11.1 Withholding Tax

According to the Law on Corporate Income Tax in the FBiH all foreign investors (non-resident legal entities) are liable for 5% withholding tax on dividend income, 10% on interest income arising from corporate bonds and 10% on the difference between the selling price and the purchase value of shares.. Interest income derived from government bonds is tax exempt.

According to the Law on Corporate Income in the Republic of Srpska, withholding tax applies on dividend income at the rate of 10% and interest income arising from corporate bonds at the rate of 10%. Interest income from government bonds and local self-governments is exempt from withholding tax.

### Tax Rates

Federation of BiH		Tax Rate
Type of Income		
Dividend – foreign legal entities		5%
Dividend – individuals & domestic legal entities		0%
Interest on government bonds		0%
Interest on Corporate bonds – individuals & domestic legal entities		0%
Interest on Corporate bonds – foreign legal entities		10%
Income arising from shares trading– foreign legal entities		10%

  

Republic of Srpska		Tax Rate
Type of Income		
Dividend – individuals & domestic legal entities		0%
Dividend – foreign legal entities		10%
Interest on government and local self-governments		0%
Interest on Corporate bonds – individuals & domestic legal entities		0%
Interest on Corporate bonds – foreign legal entities		10%

### Relief at Source

FBiH: In case where a DTT determines a lower tax rate or application of withholding tax exemption, the client must provide the following documents:

- Declaration for purposes of tax relief at source signed and stamped by the investor and the competent authority in the investor's country, or
- Declaration for purposes of tax relief at source signed and stamped by the investor and Certificate of Tax Residence (not older than one year) if verification by the competent authority is not possible

RS: In case where a DTT determines a lower tax rate or application of withholding tax exemption, the client must provide the following document:

- Certificate of Tax Residence;
- Signed and stamped Statement on Income and Income Beneficiary; The Statement is not required if the income is only taxable in the country of tax residence of the beneficiary of the income (the owner of the shares) - the Certificate of Tax Residence is sufficient in such case.

### Tax Reliefs

Tax reclaims are handled on a best-effort basis. Each claim is treated on an individual basis supported by the local custodian. No standardised legal procedures have been put in place by the law.

### 11.2 Capital Gains Tax

FBiH: The Law on Corporate income in FBiH effective as of 5 March 2016 introduced the tax on income arising from trading with shares by foreign legal entities at the rate of 10%. The tax is applied to the difference between the selling price and the purchase value of shares. Although it has characteristics of the capital gains tax, the tax is declared as WHT.

RS: Amendments to the Law on Personal Income in RS which entered into force on 1 February 2011 have introduced the Capital Gains Tax at the rate of 10% on capital gains arising from the sale of stakes in legal entities, shares and other securities received by both resident and non-resident individuals. The Law on Personal Income in RS which came into force on 1 September 2015 introduced the Capital Gains Tax at the rate of 10% with respect to debt securities as well held by both resident and non-resident private persons, except the first trade with War Damage bonds issued by the Republic of Srpska.

<b>Tax Rates</b>	Republic of Srpska 10% - domestic and foreign individuals
------------------	--

<b>Relief at Source</b>	N/A
-------------------------	-----

<b>Tax Reliefs</b>	N/A
--------------------	-----

### 11.3 Stamp Duty

There is no stamp duty applicable to securities related transactions.

<b>Tax Rates</b>	N/A
------------------	-----

<b>Tax Reliefs</b>	N/A
--------------------	-----

### 11.4 Other Taxes

VAT was introduced in BiH on 1 January 2006, replacing the sales tax on goods and services. It was introduced at a single rate of 17%. Financial and cash services are exempt. However, the VAT rate of 17% applies to safekeeping fees (according to the Law on VAT in BiH, Article 25).

### 11.5 Tax Reclamation Process

Tax reclaims are handled on a best-effort basis. Each claim is treated on an individual basis supported by the local custodian. No standardised legal procedures have been put in place by the law.

### 11.6 Double Taxation Treaties

Due to the amount of data, for the most up to date DTTs please refer to our website: <http://gss.unicreditgroup.eu>  
DTTs are listed in the /MARKET/DOCUMENTS section.

## 12. DISCLOSURE REQUIREMENTS

---

### 12.1 Obligations for Issuers

Both Securities Commissions have published rulebooks on reporting which regulate the disclosure requirements for issuers. In addition to the regulator's requirements, the Stock Exchange Rules also require issuers to publish financial reports on a regular basis and inform the public on any significant events which occur.

### 12.2 Obligations for Investors

According to the Law on the Securities Market in the FBiH, Article 248, the securities owner is required to publish a notification in case of acquiring more than 5% of all voting rights, or if the stake exceeds or falls below 1/10, 1/5, 1/4, 1/3, 1/2 and 2/3 of all voting rights. The securities owner must notify the Securities Commission in writing within eight days. Also, the notification must be published in a daily newspaper distributed throughout the FBiH.

According to the Law on Securities in the RS, Article 290, the Registry shall notify an issuer and the Commission in writing and to make public the data on the acquisition of shares in the following cases:

- If a person acquired 5% or more shares with voting rights or rights incorporated in such shares;
- If a person's ownership of any class of shares of the issuer with voting rights increases up to or over 5%, or a level divisible by 5% of that class of shares;
- If a person's ownership of shares with voting rights decreases to a level dividable by 5% or less than 5% of that class of shares.

The Registry must notify/publish such data three days after the transaction took place.

### 12.3 Violation Consequences

The Securities Market Law in the FBiH foresees a monetary fine in the amount of BAM 15,000 - BAM 200,000 for legal entities in case the disclosure is not published and the Securities Commission is not informed in accordance with Article 248. A fine in the amount of BAM 500 - BAM 10,000 shall be imposed on a private individual if the owner of the shares does not publish data on the acquisition of shares and does not inform the Securities Commission in the way described in Article 248.



## 13. ACCOUNT MANAGEMENT

---

### 13.1 Common Account Structures

Custodians offer the following possibilities for a securities account structure:

- In the name of the underlying client (segregated account) - available in FBiH and RS.
- In the name of the custody bank (omnibus account) - available in FBiH and RS.

#### Segregated Accounts

Segregated accounts at CSD level are opened in the name of the beneficial owner. Account opening documentation identifying the beneficial owner must be presented to the CSD when opening a segregated account on the CSD system.

#### Nominee/Omnibus Accounts

Omnibus accounts at CSD level are opened in the name of the sub-custodian only. The CSD in the Republic of Srpska offers the possibility of having multiple omnibus accounts at the CSD level. In the Federation of BiH the sub-custodian can have only one omnibus account. Please note that only client assets are held on the omnibus account. The nominee principle is recognised in Bosnia and Herzegovina.

### 13.2 KYC/AML Requirements

In accordance with the Law on The Prevention of Money Laundering and The Prevention of Terrorism Financing both Banking Agencies laid down decisions on minimal standards of banks activities in order to prevent money laundering and terrorism financing. The Ministry of Security also laid down The Rulebook on risk assessment, data, information, documentation, identification methods and other indicators necessary for effective implementation of The Law on The Prevention of Money Laundering and Terrorism Financing.

Furthermore, in accordance with local legal requirements and AML/CFT Policy of the UniCredit Group, a separate Know Your Client Policy is laid down and implemented, as a basis for all relationships with clients.

# 14. DISCLAIMERS

This publication is presented to you by:  
 Corporate & Investment Banking  
 UniCredit Bank d.d.  
 Kardinala Stepinca bb  
 88000 Mostar  
 Bosnia and Herzegovina ("UniCredit")

The information in this publication is based on carefully selected sources believed to be reliable, however the information contained in this document has not been independently verified. Except in the case of fraudulent misrepresentation, no representation or warranty (express or implied) is made by UniCredit or by any of its officers, employees, affiliates or agents as to the accuracy, completeness or sufficiency of this document and no responsibility or liability is accepted by such persons for any loss whatsoever arising from or in connection with use of or reliance on this document and such liability is expressly disclaimed. Any opinions herein reflect our judgement at the date hereof and are subject to change without notice. UniCredit is under no obligation to keep current the information contained in this publication. Any reports provided herein are provided for general information purposes only and cannot substitute the obtaining of independent financial, legal and tax advice. Receivers of this publication should obtain the advice of their banker/broker/advisors about any investments/product/activity concerned prior to evaluating them. Recipients of this document are solely responsible for making their own independent appraisal of and investigations into the products, investments and transactions herein referred to. UniCredit is not responsible for providing legal, tax, accounting, or other specialist advice and recipients of this document should make its own arrangements accordingly. Nothing in this publication is intended to create contractual obligations, nor can it be construed as an offer, solicitation or recommendation for the purchase or sale of any security or investment whatsoever.

Distribution of this document or information contained in this document to any person other than an original recipient (or to such recipient's advisors) is prohibited. Reproduction of this document, in whole or in part, or disclosure of any of its contents, without prior written consent of UniCredit, is prohibited. This document should be read in its entirety, it remains the property of UniCredit and on request must be returned and any copies destroyed.

This document shall not create any form of fiduciary or adviser/client relationship and UniCredit may only be regarded by you as acting on your behalf as following the execution of an engagement letter on mutually satisfactory terms.

UniCredit is a member of the UniCredit Group of companies ("UniCredit Group"). Any member of the UniCredit Group, together with their directors, officers and employees may have traded for their own account as principal, underwritten an issue or have a long or short position in any instrument mentioned in this material or related instrument.

Any projection, forecast, estimate or other "forward-looking" statement in this document is for illustrative purposes only and is not a reliable indicator of future performance. Actual events or conditions may differ materially from assumptions and some risks and uncertainties may not have been taken into account. The document may include information related to past performance or simulated past performance. Past performance or simulated past performance is not a reliable indicator of future performance. No representation or warranty is made, and no liability is accepted, by UniCredit or by any of its officers, employees, affiliates or agents in respect of the achievability or reasonableness of any forward-looking statements contained in this document.

This publication is not intended for distribution to, or use by, any person or entity in any jurisdiction or country where such distribution or use would be contrary to law or regulation.

UniCredit may be solicited in the course of its involvement in the transaction contemplated herein, by other investment clients to provide other services. Furthermore, UniCredit may allocate securities to its own proprietary book or to any member of UniCredit Group. This represents a potential conflict of interest. UniCredit has internal arrangements designed to ensure that it will give unbiased and full advice to its clients including valuation and pricing of a securities issue and has internal systems, controls and procedures to identify and to manage potential conflicts of interest.

If this presentation has been sent to you in electronic form, you are reminded that documents transmitted via this medium may be altered or changed during the process of electronic transmission and consequently neither UniCredit nor any of its holding companies, subsidiaries, associated undertakings or controlling persons, respective directors, officers, partners, employees, advisors, agents and/or representatives accept any liability or responsibility whatsoever in respect of any difference between the document sent to you in electronic format and the original version prepared by UniCredit. This publication is a financial promotion within the scope of the rules of Consob.

Corporate & Investment Banking of UniCredit consists of UniCredit Bank AG, Munich, UniCredit Bank Austria AG, Vienna, UniCredit S.p.A., Rome and other members of the UniCredit. UniCredit Group and its subsidiaries are subject to regulation by the European Central Bank. In addition UniCredit Bank AG is regulated by the Federal Financial Supervisory Authority (BaFin), UniCredit Bank Austria AG is regulated by the Austrian Financial Market Authority (FMA) and UniCredit S.p.A. is regulated by both the Banca d'Italia and the Commissione Nazionale per le Società e la Borsa (CONSOB).

UniCredit S.p.A. - joint stock company - with the Registered Office in Rome: Via Alessandro Specchi, 16 - 00186 Roma, the Head Office in Milan: Piazza Gae Aulenti 3 - Tower A - 20154 Milano. Fiscal Code, VAT number and Registration number with the Company Register of Rome: 00348170101 - Registered in the Register of Banking Groups and Parent Company of the UniCredit Banking Group, with. cod. 02008.1; Cod. ABI 02008.1 - Member of the National Interbank Deposit Guarantee Fund and of the National Compensation Fund

## Note to UK Residents:

In the United Kingdom, this publication is being communicated on a confidential basis only to clients of Corporate & Investment Banking of UniCredit (acting through UniCredit Bank AG, London Branch) who (i) have professional experience in matters relating to investments being investment professionals as defined in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 ("FPO"); and/or (ii) are falling within Article 49(2) (a) – (d) ("high net worth companies, unincorporated associations etc.") of the FPO (or, to the extent that this publication relates to an unregulated collective scheme, to professional investors as defined in Article 14(5) of the Financial Services and Markets Act 2000 (Promotion of Collective Investment Schemes) (Exemptions) Order 2001 and/or (iii) to whom it may be lawful to communicate it, other than private investors (all such persons being referred to as "Relevant Persons"). This publication is only directed at Relevant Persons and any investment or investment activity to which this publication relates is only available to Relevant Persons or will be engaged in only with Relevant Persons. Solicitations resulting from this publication will only be responded to if the person concerned is a Relevant Person. Other persons should not rely or act upon this publication or any of its contents.

The information provided herein (including any report set out herein) does not constitute a solicitation to buy or an offer to sell any securities. The information in this publication is based on carefully selected sources believed to be reliable but we do not make any representation as to its accuracy or completeness. Any opinions herein reflect our judgement at the date hereof and are subject to change without notice.

We and/or any other entity of Corporate & Investment Banking of UniCredit may from time to time with respect to securities mentioned in this publication (i) take a long or short position and buy or sell such securities; (ii) act as investment bankers and/or commercial bankers for issuers of such securities; (iii) be represented on the board of any issuers of such securities; (iv) engage in "market making" of such securities; (v) have a consulting relationship with any issuer. Any investments discussed or recommended in any report provided herein may be unsuitable for investors depending on their specific investment objectives and financial position. Any information provided herein is provided for general information purposes only and cannot substitute the obtaining of independent financial advice.

UniCredit Bank AG London Branch, Moor House, 120 London Wall, London, EC2Y 5ET, is subject to regulation by the European Central Bank (ECB) and is authorised by Bundesanstalt für Finanzdienstleistungsaufsicht (BaFin) and subject to limited regulation by the Financial Conduct Authority and Prudential Regulation Authority. Details about the extent of our regulation by the Financial Conduct Authority and Prudential Regulation Authority are available from us on request.

Notwithstanding the above, if this publication relates to securities subject to the Prospectus Directive (2005) it is sent to you on the basis that you are a Qualified Investor for the purposes of the directive or any relevant implementing legislation of a European Economic Area ("EEA") Member State which has implemented the Prospectus Directive and it must not be given to any person who is not a Qualified Investor. By being in receipt of this publication you undertake that you will only offer or sell the securities described in this publication in circumstances which do not require the production of a prospectus under Article 3 of the Prospectus Directive or any relevant implementing legislation of an EEA Member State which has implemented the Prospectus Directive.

**Note to US Residents:**

The information provided herein or contained in any report provided herein is intended solely for institutional clients of Corporate & Investment Banking of UniCredit acting through UniCredit Bank AG, New York Branch and UniCredit Capital Markets LLC (together "UniCredit") in the United States, and may not be used or relied upon by any other person for any purpose. It does not constitute a solicitation to buy or an offer to sell any securities under the Securities Act of 1933, as amended, or under any other US federal or state securities laws, rules or regulations. Investments in securities discussed herein may be unsuitable for investors, depending on their specific investment objectives, risk tolerance and financial position.

In jurisdictions where UniCredit is not registered or licensed to trade in securities, commodities or other financial products, any transaction may be effected only in accordance with applicable laws and legislation, which may vary from jurisdiction to jurisdiction and may require that a transaction be made in accordance with applicable exemptions from registration or licensing requirements.

All information contained herein is based on carefully selected sources believed to be reliable, but UniCredit makes no representations as to its accuracy or completeness. Any opinions contained herein reflect UniCredit's judgement as of the original date of publication, without regard to the date on which you may receive such information, and are subject to change without notice.

UniCredit may have issued other reports that are inconsistent with, and reach different conclusions from, the information presented in any report provided herein. Those reports reflect the different assumptions, views and analytical methods of the analysts who prepared them. Past performance should not be taken as an indication or guarantee of further performance, and no representation or warranty, express or implied, is made regarding future performance.

We and/or any other entity of Corporate & Investment Banking of UniCredit may from time to time, with respect to any securities discussed herein: (i) take a long or short position and buy or sell such securities; (ii) act as investment and/or commercial bankers for issuers of such securities; (iii) be represented on the board of such issuers; (iv) engage in "market-making" of such securities; and (v) act as a paid consultant or adviser to any issuer.

The information contained in any report provided herein may include forward-looking statements within the meaning of US federal securities laws that are subject to risks and uncertainties. Factors that could cause a company's actual results and financial condition to differ from its expectations include, without limitation: Political uncertainty, changes in economic conditions that adversely affect the level of demand for the company's products or services, changes in foreign exchange markets, changes in international and domestic financial markets, competitive environments and other factors relating to the foregoing. All forward-looking statements contained in this report are qualified in their entirety by this cautionary statement.

UEFA and its affiliates, member associations and sponsors (excluding UniCredit and UniCredit Bank AG) do not endorse, approve or recommend the Product and accept no liability or responsibility whatsoever in relation thereto.

**Corporate & Investment Banking**

UniCredit Bank d.d.

as of 31 January, 2018

UniCredit Bank d.d.  
Corporate & Investment Banking  
[www.unicredit.ba](http://www.unicredit.ba)

Kardinala Stepinca bb  
88000 Mostar  
Bosnia and Herzegovina

Life is full of ups and downs.  
We're there for both.

