

Na osnovu čl. 12. stav 3., 265, 398.st.1.tačka 8. I člana 592.stav 1.i 7. Zakona o privrednim društvima ("Sl. glasnik RS", br. 36/2011), i člana 3. Poslovnika o radu Upravnog odbora, Upravni odbor VEOLIA TRANSPORT LITAS AD POŽAREVAC je za Godišnju Skupštinu, utvrdio sledeći: / Pursuant to the articles 12.paragraph 3, 265,398.paragraph 1,point 8, and article 592.paragraph 1.and 7. of the Law on business companies ("Official Gazette of the Republic of Serbia", No.36/2011,99/2011), and article 3. of the VEOLIA TRANSPORT LITAS AD POŽAREVAC Board of Directors Internal Rules, the Board of Directors of the Company has prepared for the Annual Assembly session the following:

PREDLOG USAGLAŠENOG  
OSNIVAČKOG AKTA VEOLIA TRANSPORT LITAS AD POŽAREVAC/ **DRAFT OF THE VEOLIA  
TRANSPORT LITAS AD POŽAREVAC HARMONIZED ARTICLES OF ASSOCIATION**

**I OSNOVNE ODREDBE / GENERAL PROVISIONS**

**Član 1 / Article 1.**

Usvajanjem ovog Akta privredno društvo VEOLIA TRANSPORT LITAS AD POŽAREVAC upisano u Registar Okružnog suda u Požarevcu 1989.godine, a pre-registrovano u Registar privrednih subjekata Agencije za privredne registre Rešenjem BD.19932/2005 od 13.05.2005.godine, Matični broj:07163851, PIB :101974022 usaglašava svoj Osnivački akt i nastavlja sa radom na neodređeno vreme, kao javno akcionarsko društvo (u daljem tekstu: Društvo). /From the day of effectiveness of this Act VEOLIA TRANSPORT LITAS AD POZAREVAC, entered into Register of Commercial Court in Pozarevac in 1989, and registered into the Registry of business entities by the Agency for business registers Resolution no.BD. 19932/2005 dated May 13, 2005, Registry code 07163851, tax identification number 101974022, harmonizes its Articles of Association and continues to work for an unlimited duration as a public joint stock company (hereinafter: the company).

Akcije i Akcionari Društva su one hartije od vrednosti i ona lica koja su u tom svojstvu upisana u Centralni registar hartija od vrednosti, saglasno zakonu kojim se uređuje tržište hartija od vrednosti. / Shares and shareholders of the Company are those securities and those persons who are registered as such in the Central Registry of Securities, in accordance with the law which regulates securities markets.



II POSLOVNO IME I SEDIŠTE DRUŠTVA / **BUSINESS NAME AND HEAD OFFICE OF THE COMPANY**

**Član 2 / Article 2.**

Puno poslovno ime društva na srpskom jeziku, pod kojim društvo posluje glasi : AKCIONARSKO DRUŠTVO ZA LINIJSKI I TURISTIČKI AUTOBUSKI SAOBRAĆAJ VEOLIA TRANSPORT LITAS POŽAREVAC, ĐURE ĐAKOVICA. /**Full business name of the company in Serbian language, under which the company conducts its business is: AKCIONARSKO DRUŠTVO ZA LINIJSKI I TURISTIČKI AUTOBUSKI SAOBRAĆAJ VEOLIA TRANSPORT LITAS POŽAREVAC, ĐURE ĐAKOVICA 3:**

Skraćeno poslovno ime Društva, na srpskom jeziku glasi: VEOLIA TRANSPORT LITAS AD POŽAREVAC. /**Short name of the company in Serbian language is:VEOLIA TRANSPORT LITAS AD POŽAREVAC .**

Puno poslovno ime društva na engleskom jeziku glasi : JOINT STOCK COMPANY FOR LINE AND TOURIST BUS TRANSPORTATION VEOLIA TRANSPORT LITAS POZAREVAC,DJURE DJAKOVICA 3./ **Full name of the company in English is: JOINT STOCK COMPANY FOR LINE AND TOURIST BUS TRANSPORTATION VEOLIA TRANSPORT LITAS POŽAREVAC,DJURE DJAKOVICA 3**

Skraćeno poslovno ime Društva, na engleskom jeziku glasi : JOINT STOCK COMPANY VEOLIA TRANSPORT LITAS POŽAREVAC./ **Short name of the company in English is: JOINT STOCK COMPANY VEOLIA TRANSPORT LITAS POŽAREVAC.**

**Član 3 / Article 3.**

Sedište Društva je u Požarevcu, ul.Đure Đakovića br.3 / **The registered office of the company is in Požarevac, Đure Đakovića street no.3.**

**Član 4 / Article 4.**

O promeni poslovnog imena i sedišta Društva donosi se odluka u skladu sa statutom Društva. / **Decision on change of company's business name and registered office shall be adopted in accordance with the company's by-laws.**

### III DELATNOST DRUŠTVA / III ACTIVITIES OF A COMPANY

#### Član 5 / Article 5.

Pretežna delatnost Društva je 4931, Gradski I prigradski kopneni prevoz putnika./ **Prevailing business of a company is 4931 – Urban and suburban passenger land transport.**

Pored pretežne delatnosti Društvo može da obavlja i druge delatnosti u skladu sa statutom Društva i zakonom. / **In addition to the Prevailing business, the company may engage other activities in accordance with company's by-laws and the Law.**

O promeni delatnosti donosi se odluka u skladu sa statutom Društva ./ **Decision on change of company's activity shall be adopted in accordance with the by-laws.**

### IV POLOŽAJ DRUŠTVA / IV STATUS OF THE COMPANY

#### Član 6 / Article 6.

Društvo se organizuje i posluje kao javno akcionarsko društvo. / **The company shall be organized and operated as public joint stock company.**

### V OSNOVNI KAPITAL I AKCIJE / V BASIC CAPITAL AND SHARES

#### Član 7 / Article 7.

Osnovni kapital Društva na dan 31.12.2011. godine utvrđen je u iznosu od 681.746.094,60 dinara . /**Basic capital of the Company on December 31,2011. is determined in the total amount of 681.746.094,60 dinars.**

Društvo je izdalo ukupno 620.957 običnih akcija, svaka nominalne vrednosti od 1.000,00 dinara / **The Company issued a total of 620.957 ordinary shares, each with nominal value of 1.000,00 dinars.**

Akcije Društva CFI kod ESVUFR, ISIN broj RSLITSE 49604, su u celosti uplaćene i registrovane u Centralnom registru . /**Shares of the Company, the CFI code ESVUFR, ISIN number RSLITSE 49604, are fully paid and register in the Central Registry.**

#### Član 8 / Article 8.

Pored akcija Društvo može izdavati i druge hartije od vrednosti, u skladu sa zakonom / **In accordance with the law, the company may issue securities other than shares.**

Član 9 / **Article 9.**

Svi akcionari Društva su, prema broju i nominalnoj vrednosti akcija, ravnopravni / **All shareholders of the company are equal, according to the number and nominal value of shares.**

Nadležni organ Društva stara se o doslednoj primeni principa ravnopravnosti, ostvarivanju i zaštiti prava akcionara / **The competent authority of the Company shall ensure consistent application of equality principle, realization and protection of shareholder rights.**

Član 10 / **Article 10.**

Akcionari Društva mogu ostvarivati pravo prečeg upisa pri izdavanju novih akcija Društva, osim ako odlukom nadležnog organa, u skladu sa statutom to pravo ne bude isključeno, odnosno ograničeno. / **The Company's shareholders shall have a preemptive rights to acquire newly issued shares of the company's stock, upon the issuance of such shares, unless the decision of the competent body of the company in accordance with its by-laws, excludes or limits that rights.**

Član 11 / **Article 11.**

Osnovni kapital Društva može se povećati, odnosno smanjiti na osnovu odluke nadležnog organa Društva, u skladu sa statutom Društva / **Based on the decision of the competent body of the Company, in accordance with the Company's by-laws the basic capital may be increased or reduced.**

Član 12 / **Article 12.**

Društvo može imati i odobrene akcije, u skladu sa statutom Društva / **The Company may have approved shares, in accordance with the Company's by-laws .**

VI UPRAVLJANJE DRUŠTVOM / **VI MANAGEMENT OF THE COMPANY**

Član 13 / **Article 13.**

Statutom Društva uređuje se upravljanje Društvom / **The management of the Company is regulated by the Company's by-laws .**

Statutom Društva određuje se da li je upravljanje Društvom jednodomno ili dvodomno, s tim da se izmenom statuta može promeniti postojeći način upravljanja / **Whether the management system is one tire or two tire, shall be determined by the Company's**

**by-laws, which provisions can be changed by modifying the existing system of management.**

Kodeksom korporativnog upravljanja bliže se određuju pojedina pitanja od značaja za ostvarivanje upravljanja Društvom / **Specific issues of importance for the management of the Company shall be determined by the Code of Corporate Governance.**

## VII UNUTRAŠNJA ORGANIZACIJA DRUŠTVA / VII INTERNAL ORGANIATION OF THE COMPANY

### Član 14/ Article 14.

Organizacija poslovanja Društva uređuje se i uspostavlja odlukom nadležnog organa Društva, u skladu sa statutom Društva / **The organization of the Company shall be established by a decision of the Company's competent body, in accordance with the Company's by-laws .**

## VIII ZAVRŠNE ODREDBE / VIII FINAL PROVISIONS

### Član 15 / Article 15.

Stupanjem na snagu ovog Osnivačkog akta prestaje da važi Osnivački akt društva usvojen na sednici Skupštine 29.11.2006.godine,zaveden u Društvu pod br.11369 od 08.12.2006.godine, kao i sve izmene i dopune tog akta / **On the date when this Articles of Association come into effect, Company's articles of Association adopted on the session held on November 29,2006, under no.11369 dated December 8,2006, like all the Amendments to that Act shall no longer be in effect.**

### Član 16 / Article 16.

Sve odluke, pravni poslovi i radnje preduzeti do dana stupanja na snagu ovog Osnivačkog akta, ostaju punovažni, odnosno primenjuje se kako glase, u skladu sa statutom Društva / **All the decisions, legal transactions and actions taken before adoption of this Articles of Association, shall remain valid and legally effective in accordance with the Company's by-laws.**

### Član 17 / Article 17.

Organi Društva predviđeni statutom izabraće se bez odlaganja, u skladu sa statutom / **Bodies of the Company envisaged by the Company's by-laws shall be elected without delay, in accordance with the Company's by-laws.**

Član 18 / **Article 18.**

Ovaj Osnivački akt predstavlja trajan akt Društva, odnosno neće se menjati, odnosno neće prestati da važi osim u slučajevima koji su predviđeni Zakonom / **The Articles of Association is an ongoing Act of the Company, which shall not be changed and shall not cease to be valid, except in cases provided by the Law.**

Član 19 / **Article 19.**

Osnivački akt stupa na snagu donošenjem odluke skupštine o njegovom usvajanju / **The Articles of Association shall come into force on the date of the Assembly's decision on its adoption.**

Članovi Upravnog odbora /  
**Board of Directors member**

Predsednik Upravnog odbora /  
**Board of Directors chairman**

Veolia Transport Litas ad Požarevac

\_\_\_\_\_  
Zoran Janković

Datum/ **date:**\_\_\_\_\_

\_\_\_\_\_  
Claes Gotthold

Datum/ **date:**\_\_\_\_\_

\_\_\_\_\_  
Dejan Bogunović

Datum/ **date:**\_\_\_\_\_