

In order to enable transparent and nondiscriminatory new shareholder admission process, Board of Directors of SEE CAO approved:

## Procedure for becoming new shareholder

### Article 1

SEE CAO is entitled to provide services of coordinated cross-border capacity allocation (further on: "Service") to all of its shareholders transmission system operators (TSOs).

### Article 2

SEE CAO shall provide same Service under the same conditions to all service users either they are its shareholders or not.

### Article 3

In order to becoming new shareholder, TSO shall submit the application (Appendix 1) indicating:

- its intention to become a shareholder
- Request for delivery of the SEE CAO Articles of Association
- Request for delivery of the standard form of Letter of intent for due diligence for establishing Company's value in order to propose capital increase of the Company and to acquire corresponding Company's share equal to the shares owned by other shareholding TSOs, with clearly stated preference of the option:
  - to be performed by competent auditor or consultant  
(acknowledging obligation of own financing)
  - or
  - to be performed on its own  
(acknowledging obligation of covering all of its related expenses)
- Request for delivery of the standard form of the Confidentiality agreement for due diligence

### Article 4

After receiving requested Articles of Association, standard form of Letter of intent for due diligence and standard form of the Confidentiality agreement for due diligence, TSO willing to become a new shareholder should confirm acceptance of requested documents in written form (Appendix 2).

### Article 5

Proposal of share value to be subscribed and paid by new shareholder TSO has to be accepted by all shareholding TSOs.

### **Article 6**

Following agreement on the share value, formal registration new shareholder will be performed in accordance with Montenegrin law and internal procedures of SEE CAO.

Appendix 1

## Application Form

Applicant for new Shareholder:

Company name:

Address:

EIC code:

VAT:

Company Identification No.:

Subject: Application to become a new shareholder of SEE CAO

- We would like to become a new shareholder of SEE CAO.
- We would like to ask for due diligence establishing Company's value in order to propose capital increase of the Company and to acquire corresponding Company's share equal to the shares owned by other shareholding TSOs \_\_\_\_\_  
*(to be performed by competent auditor or consultant which we will pay / to be performed on our own paying for all of related expenses)*

By signing and submitting this Application form Applicant confirms it understands and agrees to the above.

In order to complete documentation for becoming a new shareholder we are asking for delivery of:

- SEE CAO Articles of Association
- standard form of Letter of intent for due diligence for establishing Company's value in order to propose capital increase of the Company and to acquire corresponding Company's share equal to the shares owned by other shareholding TSOs
- standard form of the Confidentiality agreement for due diligence

For Applicant

Signature:

Name:

Title:

Date:

## Appendix 2

### Application Form

Applicant for new Shareholder:

Company name:

Address:

EIC code:

VAT:

Company Identification No.:

By signing and submitting this Application form Applicant confirms it understands and agrees to the documents indicated below which together with this Application form comprise the basic elements for becoming a shareholder:

1. SEE CAO Articles of Association
2. Letter of intent for due diligence for establishing Company's value in order to propose capital increase of the Company and to acquire corresponding Company's share equal to the shares owned by other shareholding TSOs
3. Confidentiality agreement for due diligence

For Applicant

Signature:

Name:

Title:

Date: