

Konkretni odgovori za resnične koristi.







Zgodbe naših strank predstavljajo rdečo nit letošnjega letnega poročila, saj prikazujejo konkretne rešitve, ki jih zagotavljamo vsak dan.

Te pripovedi smo pridobili iz prve roke in jih zbrali s pomočjo sodelavcev, ki so strankam ponudili uporabne nasvete in koristi.

Vsaka izmed teh zgodb prinaša pristen glas o tem, kako pozitivno vplivamo na naše deležnike. Svet spreminjamo tako, da prepoznavamo vsakodnevne izzive in priložnosti ter tako, da prispevamo h gospodarski, družbeni in kulturni blaginji skupnosti, ki jim služimo.

Ustvarjalni koncept tega poročila odraža našo zavezanost, saj ponazarja dva dela, ki sodita skupaj. To je povezava med resničnimi potrebami naših strank in praktičnimi rešitvami, ki jih ponujamo.

Menimo, da biti poslovna banka pomeni biti vključen v smiseln dialog s tistimi, s katerimi pridemo v stik. To nam omogoča, da zagotovimo preproste, hitre in učinkovite odgovore, ki popolnoma ustrezajo potrebam naših strank.

V letnem poročilu boste našli nekaj takšnih zgodb. Upamo, da bo naslednja vaša.

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Finančni kazalniki

	2012	2011
Izkaz finančnega položaja (v 1.000 EUR)		
Bilančna vsota	2.815.367	2.945.636
Vloge nebančnega sektorja	1.227.789	957.016
Vloge pravnih in drugih oseb, ki opravljajo dejavnost	784.264	601.181
Vloge prebivalstva	443.525	355.835
Kreditni nebančnemu sektorju, merjeni po odplačni vrednosti	2.269.317	2.356.239
Kreditni pravnim in drugim osebam, ki opravljajo dejavnost	1.495.493	1.539.200
Kreditni prebivalstvu	773.824	817.039
Kapital	251.623	240.888
Oslabitev finančnih sredstev	113.405	85.479
Rezervacije	2.443	1.553
Obseg zunajbilančnega poslovanja	3.844.597	4.574.606
Izkaz poslovnega izida (v 1.000 EUR)		
Čisti obrestni prihodki	55.970	59.916
Čisti neobrestni prihodki	21.306	22.998
Stroški dela	(23.928)	(22.756)
Drugi administrativni stroški	(12.908)	(13.591)
Amortizacija	(4.586)	(5.239)
Oslabitev in rezervacije	(35.544)	(23.327)
Poslovni izid pred obdavčitvijo	310	18.001
Davek od dohodka pravnih oseb	763	(3.260)
Izkaz drugega vseobsegajočega donosa (v 1.000 EUR)		
Drugi vseobsegajoči donos pred obdavčitvijo	12.924	(26.128)
Davek iz dohodka pravnih oseb od drugega vseobsegajočega donosa	(3.262)	5.226
Zaposleni		
Število zaposlenih na dan 31. december	601	609
Delnice		
Število delničarjev	27	26
Nominalna vrednost delnic (v EUR)	4,17	4,17
Knjigovodska vrednost delnic (v EUR)	51,48	49,28
Število delnic	4.888.193	4.888.193
Kapital		
Količnik kapitalske ustreznosti	13,5 %	11,0 %
Kvaliteta sredstev in prevzetih obveznosti		
Oslabitev finančnih sredstev, merjenih po odplačni vrednosti, in rezervacije za prevzete obveznosti / razvrščene aktivne bilančne in razvrščene zunajbilančne postavke	3,6 %	2,7 %
Profitabilnost		
Obrestna marža	1,9 %	2,0 %
Marža finančnega posredništva	2,6 %	2,8 %
Donos na aktivo pred davki (ROA)	0,0 %	0,6 %
Donos na kapital pred davki (ROE)	0,1 %	7,9 %
Donos na kapital po davkih	0,4 %	6,4 %
Stroški poslovanja		
Operativni stroški / povprečna aktiva	1,4 %	1,4 %
Likvidnost		
Likvidna sredstva / kratkoročne finančne obveznosti do nebančnega sektorja, merjene po odplačni vrednosti	29,9 %	37,2 %
Likvidna sredstva / povprečna aktiva	9,1 %	8,6 %

Nagovor izvršnega direktorja skupine UniCredit



FEDERICO GHIZZONI
Izvršni direktor skupine UniCredit

“ V letu 2012 smo ukrepali, da bi zavarovali našo prihodnost kot trdna evropska poslovna banka. ”

Spoštovani delničarji,

Leto 2012 je bilo težko za evropsko gospodarstvo in skupina UniCredit ni bila imuna na takšne razmere. Kljub temu pa verjamem, da si bomo to leto zapomnili kot prelomno za našo Skupino, saj smo v letu 2012 ukrepali, da bi zavarovali našo prihodnost kot trdna evropska poslovna banka.

V letu 2012 smo utrdili kapitalski položaj, poenostavili poslovanje, zmanjšali stroške, okrepili našo kulturo upravljanja s tveganji, vpeljali inovativne produkte in nove pobude, ki vodijo k bolj produktivni in uspešni prihodnosti.

Leto smo začeli z izpolnitvijo prvega cilja iz našega 3-letnega strateškega načrta – okrepiti temelje Skupine s pomočjo izboljšanja kapitalskega položaja. Bili smo edina banka v Evropi, ki je v tem času uspešno izpeljala dokapitalizacijo.

Dosegli smo dober likvidnostni položaj v državah, v katerih poslujemo, predvsem z zmanjšanjem vrzeli pri komercialnem financiranju za več kot 45 milijard evrov. To smo delno dosegli s povečanjem našega neposrednega financiranja v Italiji in na drugih ključnih trgih.

Uvedli smo vrsto ukrepov za izboljšanje prihodkov in poenostavitev strukture Skupine. Ena ključnih pobud je bilo preoblikovanje našega poslovnega modela na način, ki nas približuje strankam.

Okvir, v katerem to dosegamo, je tako imenovani projekt GOLD (Group Organization Leaner Design), večletni načrt reorganizacije, s ciljem postati bolj učinkoviti, manj kompleksni in bolj osredotočeni na stranke.

Projekt GOLD poenostavlja poslovanje, saj posameznim državam ponuja več avtoritete pri sprejemanju odločitev, kar nam omogoča, da bolj tesno sodelujemo s strankami ter oblikujemo storitve, ki so bolj "krojene po meri strank". Na ta način je poslovanje z nami lažje, ter zagotavlja bolj jasno verigo upravljanja. Naše komercialne mreže imajo s tem hitrejši dostop do trga. Končno pa omogoča tudi državam, v katerih delujemo, da podpirajo razvoj lokalnega trga.

Eden izmed številnih načinov, kako to počnemo, je uporaba naših znanj in mrež tako, da pomagamo strankam razširiti poslovanje na mednarodno raven. S to pobudo smo najprej začeli v Italiji, zdaj pa jo širimo v druge države, v katerih poslujemo.

Okrepili smo našo notranjo kontrolo in tudi kulturo upravljanja s tveganji, tako da poenostavimo način poslovanja, ob tem pa prinesemo še večjo preglednost. To bo postavilo temelje za povečano dobičkonosnost ter bolj trajnostne odnose s strankami.

Inovacije ostajajo naša ključna prioriteta. Oblikujemo produkte in storitve, ki si jih naše stranke želijo ali jih potrebujejo. Hkrati pa razvijamo nove, bolj praktične kanale, preko katerih lahko poslujejo z nami. Z omogočanjem strankam, da uporabijo svoje mobilne telefone, tablice ali računalnike za upravljanje s svojimi financami postajamo bolj preprosta in učinkovitejša banka. To nam bo po drugi strani pomagalo zmanjšati stroške in zagotoviti trajnost.

Prav tako razvijamo bolj integriran pristop k letnemu poročanju. Naš cilj je pripraviti tako finančne kot tudi nefinančne podatke v eni publikaciji, kar je v skladu s trajnostno komponento našega strateškega načrta. Uresničevanje načrta nakazuje pozitivne rezultate.

Tako smo naše neposredno financiranje povečali za 22 milijard evrov, pri čemer smo beležili dobre rezultate v Nemčiji in v regiji SVE z dobičkom pred obdavčitvijo v višini okoli 4,2 milijarde evrov.

Naša divizija Poslovanje s podjetji in investicijsko bančništvo je beležila realno rast ter še izboljšala svoj profil na dolžniških kapitalskih trgih. Z vlogo glavnega organizatorja pri izdaji več kot 65 milijard evrov obveznic denominiranih v evrih je naša divizija postala druga najboljša v Evropi.

Verjamem, da so nas koraki, ki smo jih naredili, da zgradimo bolj enostavno in močnejšo banko, pozicionirali tako, da lahko dosežemo trajnostno poslovanje in rast v prihodnjem letu. Zahvaljujoč našim izjemnim zaposlenim smo dobro pripravljeni za doseganje teh ciljev. Njihovo trdo delo v 22 državah, kjer smo prisotni, ter inovativni produkti, disciplina, povezana s stroški, in kultura upravljanja s tveganji prispevajo k doseganju prepričljivih konkurenčnih prednosti.

Prepričam sen, da bomo zaradi vseh teh razlogov v letu 2013 še naprej uspešni pri izvajanju naše strategije in uresničevanju naše želje, da postanemo ena izmed najtrdnjših bank v Evropi.

S spoštovanjem,



Federico Ghizzoni
Izvršni direktor skupine UniCredit

Nagovor predsednika uprave



MAG. STEFAN VAVTI

Predsednik uprave UniCredit Banka Slovenija d.d.

“ V primerjavi s celotnim slovenskim bančnim sektorjem, ki je že tretje leto zapored beležil kumulativne izgube in nizko stopnjo kapitalске ustreznosti, je Banka dosegla nadpovprečne rezultate poslovanja. ”

Leto 2012 se je izkazalo za večji izziv, kot je bilo pričakovano, ne le v Sloveniji, temveč tudi v Evropi in drugod po svetu. Sistemska tveganja na različnih ravneh se niso zmanjšala, temveč so se v nasprotju s pričakovanji povečala. Kriza evro območja se je torej le še dodatno poglobila, gospodarska aktivnost se je nadaljevala v okrnjenem obsegu, povsod po svetu pa so naraščale geopolitične napetosti. Vse to je imelo negativen učinek na realno gospodarstvo.

V Sloveniji so ključno vlogo odigrali še dodatni dejavniki. Težave pri oblikovanju vlade po predčasnih volitvah, pričakovane reforme trga dela, pokojninske reforme, kot tudi potreba po fiskalni konsolidaciji, so pripomogli k nižji gospodarski aktivnosti in posledično recesiji. Negativne posledice najvišje

stopnje brezposelnosti od osamosvojitve in bolehnega gospodarstva so bile opazne tudi na bilancah bank.

Kljub težavnim makroekonomskim razmeram je UniCredit Banka Slovenija d.d. v letu 2012 dosegla sprejemljive rezultate. Slednji so bili veliko boljši od povprečja celotnega bančnega sektorja, navkljub dejstvu, da je Banka morala absorbirati visoke kreditne rezervacije in oslabitve naložb. Poleg tega je Banka v letu 2012 povečala bazo depozitov strank za 29,3 odstotkov in izboljšala diverzifikacijo virov financiranja.

V primerjavi s celotnim slovenskim bančnim sektorjem, ki je že tretje leto zapored beležil kumulativne izgube in nizko stopnjo kapitalске ustreznosti, je Banka dosegla nadpovprečne rezultate poslovanja.

Za to gre posebna zahvala našim strankam, našim lastnikom, ki so podpirali širitev poslovne mreže v teh težavnih časih, s ciljem zagotavljanja organske rasti, in seveda tudi našim izredno motiviranim in kompetentnim sodelavcem.

Da smo na pravi poti, dokazujejo tudi priznanja neodvisnih inštitucij. Ponovno smo prejeli nagrado Horus za svoje družbeno odgovorne aktivnosti v kategoriji velikih podjetij, revija EMEA Finance nam je dodelila naslov najboljše banke, po anketi Euromoney smo postali najboljša banka za zasebne stranke, ki uporabljajo storitve privatnega bančništva, po rezultatih ankete o ugledu, ki je bila izpeljana med slovenskimi menedžerji, pa smo naredili preskok iz 57. na 35. mesto.

Kljub izzivom, s katerimi se bomo soočali v prihodnjih letih, sem prepričan, da bo naša Banka še naprej pridobivala zaupanje vedno večjega števila posameznikov in podjetji ter si izborila položaj najboljšega ponudnika storitev in izdelkov na domačem trgu z dosegom na širšem evropskem območju.

S spoštovanjem,



Mag. Stefan Vavti
Predsednik uprave
UniCredit Banka Slovenija d.d.

Predstavitev UniCredit Banka Slovenija d.d.

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SI - 1000 Ljubljana
Slovenija

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Brezplačna telefonska številka: 080 88 00
Faks: + 386 1 5876 684

Spletna stran: www.unicreditbank.si
Elektronska pošta: info@unicreditgroup.si

Osnovna dejavnost: drugo denarno posredništvo
Šifra dejavnosti: K/64.190
Leto ustanovitve: 1991

Predsednik nadzornega sveta: Gianni Franco Giacomo Papa
Registrirana: pri Okrožnem sodišču v Ljubljani
št. reg. vl. 1/10521/00

Osnovni kapital: 20.383.764,81 EUR
Matična številka: 5446546

Identifikacijska številka: SI59622806
Poravnalni račun pri Banki Slovenije: 01000-0002900092
Swift: BACXSI22

Organi upravljanja Banke

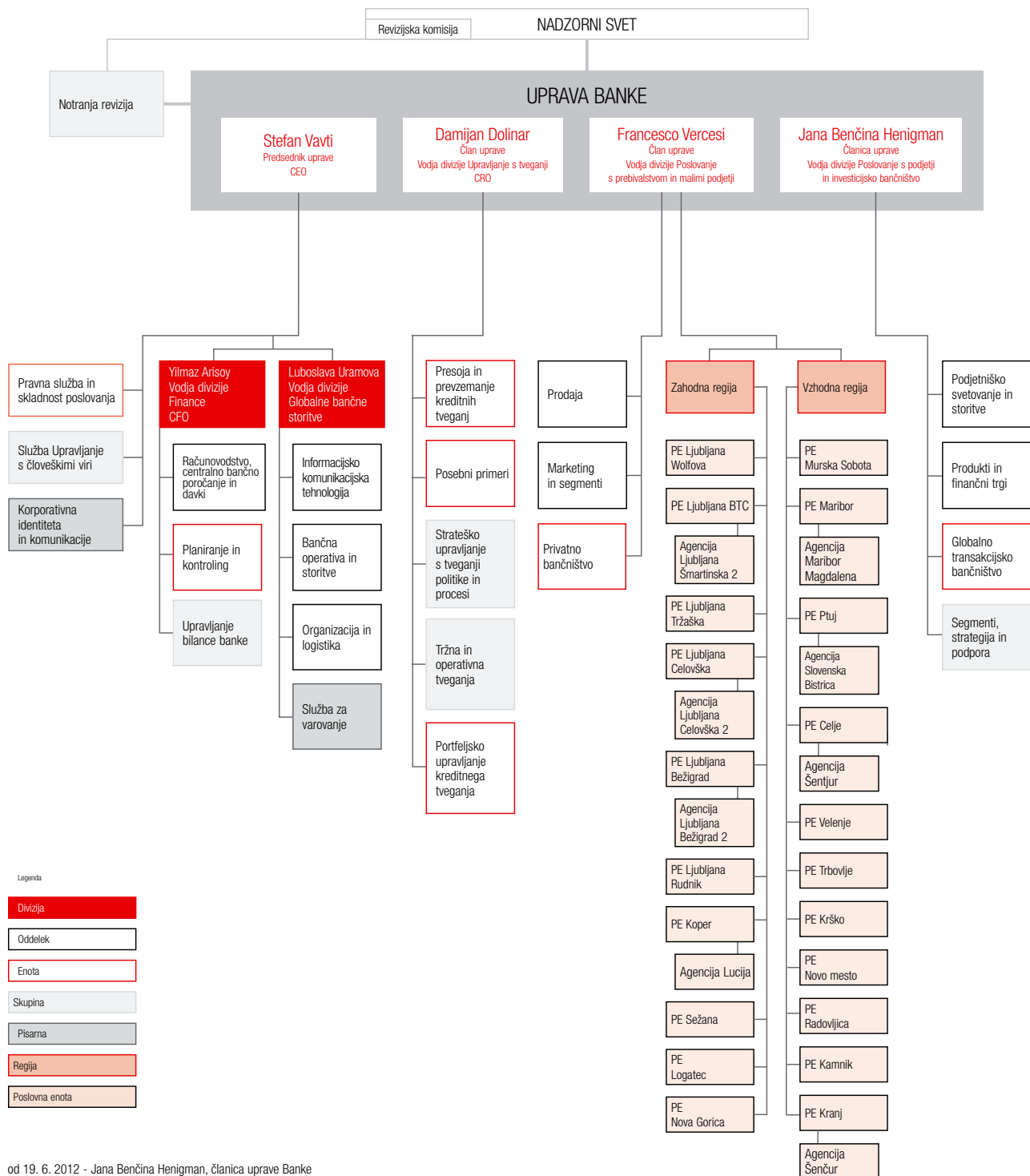
Nadzorni svet

Član	Funkcija	Datum nastopa	Datum prenehanja funkcije
Gianni Franco Giacomo Papa	Predsednik nadzornega sveta	21. april 2011	n.a.
Martin Klauzer	Član nadzornega sveta	24. april 2007	n.a.
Franco Andreetta	Član nadzornega sveta	9. februar 2009	n.a.
Giuseppe Verrascina	Član nadzornega sveta	9. februar 2009	n.a.
Heinz Karl Tschiltsch	Član nadzornega sveta	8. september 2010	n.a.
Alessio Pomasan	Član nadzornega sveta	29. april 2010	30. november 2012

Uprava

Član	Funkcija	Datum nastopa	Datum prenehanja funkcije
Dr. France Arhar	Predsednik uprave	1. junij 2003	31. maj 2012
Mag. Stefan Vavti	Predsednik uprave	17. julij 2012	n.a.
Janko Medja, MBA	Član uprave	16. september 2008	1. april 2012
Francesco Vercesi, MBA	Član uprave	20. oktober 2009	n.a.
Mag. Jana Benčina Henigman	Članica uprave	19. junij 2012	n.a.
Mag. Damijan Dolinar, CFA	Član uprave	5. julij 2011	n.a.

Organizacijska shema



od 19. 6. 2012 - Jana Benčina Henigman, članica uprave Banke
 od 17. 7. 2012 - Stefan Vavti, predsednik uprave Banke
 od 1. 9. 2012 - Luboslava Uramova, vodja divizije Globalne bančne storitve

POSLUŠANJE



Spreminjanje sveta od kjerkoli, tudi iz taksija

“ Nekega dne sem se, medtem ko sem vozil svoj taksi, zapletel v pogovor s potniki in ugotovil, da delajo v UniCredit Bank. Povedal sem jim, da sem njihova stranka ter da sem lastnik več taksijev. Razložil sem tudi, da se trudim razširiti posel, zato sem zaprosil za kredit, vendar še čakam odgovor, ali je bila moja prošnja odobrena. Naslednjega dne me je ena izmed potnic poklicala s povratnimi informacijami, ki sem jih potreboval. Res se je zavzela za to, da mi pomaga rešiti problem, jaz pa ne bi mogel biti bolj zadovoljen z njeno pomočjo. Zahvalil sem se ji ter dejal, da ji bom vedno na razpolago, tako kot je bila ona meni, če bo potrebovala taksi na Dunaju – tudi za vožnjo do Milana. ”

Voznik taksija, stranka UniCredit Bank na Dunaju



Poslovna mreža

Poslovna enota Ljubljana BTC

Šmartinska cesta 140
SI - 1000 Ljubljana
Tel.: 01 5876 600

Agencija Ljubljana Šmartinska

Šmartinska cesta 53
SI - 1000 Ljubljana
Tel.: 01 6011 120

Poslovna enota Ljubljana Bežigrad

Dunajska cesta 47
SI - 1000 Ljubljana
Tel.: 01 2528 430

Agencija Ljubljana Bežigrad

Dunajska cesta 177
SI - 1000 Ljubljana
Tel.: 01 6011 100

Poslovna enota Ljubljana Celovška

Celovška cesta 150
SI - 1000 Ljubljana
Tel.: 01 5000 546

Agencija Ljubljana Celovška

Celovška 111
SI - 1000 Ljubljana
Tel.: 01 2528 460

Poslovna enota Ljubljana Rudnik

Ukmarjeva 4
SI - 1000 Ljubljana
Tel.: 01 2836 000

Poslovna enota Ljubljana Tržaška

Tržaška cesta 19
SI - 1000 Ljubljana
Tel.: 01 2410 364

Poslovna enota Ljubljana Wolfova

Wolfova 1
SI - 1000 Ljubljana
Tel.: 01 5876 472

Poslovna enota Celje

Prešernova 8
SI - 3000 Celje
Tel.: 03 4252 479

Poslovna enota Kamnik

Ljubljanska cesta 4b
SI - 1241 Kamnik
Tel.: 01 8396 500

Poslovna enota Koper

Pristaniška 12
SI - 6000 Koper
Tel.: 05 6101 010

Poslovna enota Kranj

Na skali 1
SI - 4000 Kranj
Tel.: 04 2018 180

Poslovna enota Krško

Ulica 11. novembra 53
SI - 8273 Leskovec pri Krškem
Tel.: 07 6006 070

Poslovna enota Logatec

Tržaška cesta 32
SI - 1370 Logatec
Tel.: 01 7591 940

Agencija Lucija

Obala 112
SI - 6320 Portorož
Tel.: 05 6006 080

Poslovna enota Maribor

Ulica škofa Maksimilijana Držečnika 6
SI - 2000 Maribor
Tel.: 02 2285 320

Agencija Maribor Magdalena

Žolgarjeva ulica 19
SI - 2000 Maribor
Tel.: 02 6005 650

Poslovna enota Murska Sobota

Trg zmage 5
SI - 9000 Murska Sobota
Tel.: 02 5341 440

Poslovna enota Nova Gorica

Tolminskih puntarjev 2b
SI - 5000 Nova Gorica
Tel.: 05 3383 140

Poslovna enota Novo mesto

Glavni trg 20
SI - 8000 Novo mesto
Tel.: 07 3737 400

Poslovna enota Ptuj

Ulica heroja Lacka 1
SI - 2250 Ptuj
Tel.: 02 7980 340

Poslovna enota Radovljica

Gorenjska cesta 24
SI - 4240 Radovljica
Tel.: 04 5971 630

Poslovna enota Sežana

Partizanska 37a
SI - 6210 Sežana
Tel.: 05 7314 589

Agencija Slovenska Bistrica

Trg svobode 21
SI - 2310 Slovenska Bistrica
Tel.: 02 8051 972

Agencija Šenčur

Poslovna cona A 2
SI-4208 Šenčur pri Kranju
Tel.: 04 6002 160

Agencija Šentjur

Cesta Leona Dobrotinška 3
SI - 3230 Šentjur pri Celju
Tel.: 03 6005 680

Poslovna enota Trbovlje

Ulica 1. junija 2
SI - 1420 Trbovlje
Tel.: 03 5612 565


Poslovna enota Velenje

Šaleška 20a
SI - 3320 Velenje
Tel.: 03 8987 300



NACRTOVANJE

**Lažji dostop do stanovanjskih kreditov,
ki jih subvencionira država**



“Zagrebačka banka mi je pomagala rešiti osebne in poslovne finančne izzive. Prej sem delal v Zagrebu, kjer sem tudi živel v podnajemniškem stanovanju. Ko sem našel novo službo v mojem rojstnem kraju – Splitu, mi je Banka omogočila stanovanjski kredit, subvencioniran s strani države, s pomočjo katerega sem se lahko preselil nazaj in kupil hišo. Moj osebni bančnik je bil zelo strokoven in angažiran, moj zahtevek za kredit pa je bil obdelan hitro in takoj odobren.”

Goran Dlaka, stranka Zagrebačke banke na Hrvaškem

Dosežki in dogodki v letu 2012

JANUAR

Obiskali otroke v Kranjski Gori na taboru, podprtem z novoletno donacijo

Konec leta 2011 je UniCredit Banka Slovenija d.d. del novoletne donacije namenila za tabor otrok z manj priložnostmi. Nekaj sodelavcev je v začetku leta 2012 obiskalo otroke na dogodku, kjer so zanje pripravili predstavo »Kranjska Gora ima talent«. Ob tej priložnosti so sodelavci Banke otrokom podarili tudi igrače in učne pripomočke, ki so jih zbrali skupaj z nekaterimi strankami in poslovnimi partnerji.

Zbirali hrano in oblačila za Rome ter plastične zamaške za otroke z zdravstvenimi težavami

Ponovno smo združili moči za tiste, ki živijo na robu družbe. Tokrat smo sredstva namenili za Rome, ki jih je v svojem eseju opisala Meta Krese – dobitnica nagrade »Poročanje za SVE«, ki jo vsako leto podeljuje skupina UniCredit v sodelovanju z APA (Avstrijsko tiskovno agencijo). Poln kombi oblačil, igrač, trajnih živil in sladkarij smo odpeljali romskim družinam v naselje pri Škocjanu na Dolenjskem.

Sodelavci UniCredit Banka Slovenija d.d. redno pomagamo tudi z zbiranjem odpadnih plastičnih zamaškov, ki jih odkupi podjetje za predelavo plastike. Slednje namenja izkupiček otrokom in mladostnikom z zdravstvenimi težavami iz vse Slovenije za nakup prilagojenih invalidskih pripomočkov, ki jim jih starši zaradi težke socialne situacije ne morejo zagotoviti.

Pripravili paket storitev za upokojene

Z novim letom smo ponudbo obogatili s paketom bančnih storitev za upokojence. Paket Senior je namenjen vsem upokojemcem, ki na račun pri UniCredit Banka Slovenija d.d. prejema pokojnino, vsebuje pa cenejše plačevanje položnic (do osem položnic mesečno brez nadomestila), elektronsko banko brez nadomestila, brezplačno vodenje transakcijskega računa s plačilno kartico BA Maestro in brezplačno vodenje varčevalnega računa.

Agencija Šenčur odprla svoja vrata

Banka se je s svojimi storitvami približala prebivalcem Šenčurja in okolice. Svojo 29. enoto smo odprli v poslovni coni Cubis in s tem dopolnili ponudbo lokacije s finančnim posredništvom.

FEBRUAR

Starše povabili na delavnico vedenja v prometu

Da bi bili dober zgled svojim otrokom, smo sodelavce povabili na delavnico »Rdeča luč za starše«. Skupaj s strokovnjaki zavoda Varna pot, ki je bil tudi prejemnik donacije Banke, smo odprli teme osveščanja o varnosti, toleranci in dvigu kulture v prometu ter udeležence spodbudili k varni vožnji.

Ponovno med 101 najboljšim zaposlovalcem

V Dnevnikovem izboru najboljših slovenskih zaposlovalcev »Zlata nit 2011«, v katerem je sodelovalo 111 podjetij, je na vprašalnik o kakovosti odnosa med podjetjem in zaposlenimi odgovorilo nekaj več kot polovica sodelavk in sodelavcev Banke. UniCredit Banka Slovenija d.d. se je ponovno uvrstila na seznam 101 najboljšega zaposlovalca v državi.

Obvezniška sklada Pioneer Funds na vrhu lestvice »Top 10 skladi pri nas«

Revija Moje Finance je ocenila minulo delo upravljalcev ter tri- in petletno uspešnost 218 vzajemnih skladov, ki se tržijo pri nas, in jim podelila zvezdice. Med najboljšimi 10 skladi pri nas, izračunano glede na donos na enoto tveganja, je sklad Pioneer Funds – Euro Strategic Bond dosegel prvo mesto, Pioneer Funds – Emerging Markets Bond pa je zasedel drugo mesto.

MAREC

Očistili Slovenijo

Banka je tudi v letu 2012 z donacijo podprla vseslovenski projekt »Očistimo Slovenijo«. Čistilne akcije se je udeležilo veliko sodelavcev; kot posameznikov, z družinami ali v organiziranih skupinah.

Dan odprtih vrat za otroke sodelavcev

Otroke sodelavcev UniCredit Banka Slovenija d.d. smo povabili na zabavno in poučno delavnico o varnosti v prometu, ki smo jo pripravili v sodelovanju z zavodom Varna pot.

Dr. France Arhar imenovan za direktorja ZBS

Dr. France Arhar je bil imenovan za direktorja Združenja bank Slovenije s petletnim mandatom.

Razpisani trije programi mednarodnega študija

Skupina UniCredit je razpisala tri programe mednarodnega študija za podiplomske programe in magistririj poslovnih ved (MBA) v bančništvu za študijsko leto 2012 / 2013 in s tem možnost sofinanciranja študija izbranim kandidatom.

Dva slovenska otroke pospremila nogometne zvezdnike na stadion

Skupina UniCredit je uradna banka UEFA Champions League. UniCredit Banka Slovenija d.d. je zato organizirala nagradno igro za izbor dveh otrok, ki sta pospremila na igrišče nogometaše osmine finala. Za mesto spremljevalcev se je potegovalo 250 otrok iz vse Slovenije. Že tretje leto zapored je Banka izpolnila željo dvema otrokoma; na tekmi sta se 8-letna Patricija iz Ljubljane in 7-letni Jernej iz Krškega pridružila nogometašem FC Bayern München in FC Basel 1893 na stadionu Allianz Arena v Münchnu. Oba sta prejela darilni paket, ki vključuje vstop na nogometno igrišče z roko v roki z nogometnim zvezdnikom,

vstopnice za ogled tekme skupaj s staršema, nočitev z zajtrkom ter organiziran prevoz na relaciji Ljubljana – München – Ljubljana.

Javnosti predstavili rezultate poslovanja

Na tiskovni konferenci smo predstavili poslovne rezultate, ki smo jih dosegli v letu 2011. Prihodki iz naslova obrestnih in neobrestnih prihodkov so znašali 82,9 milijona evrov, dobiček pred obdavčitvijo 18,0 milijonov evrov, močno pa smo povečali tudi čiste obrestne prihodke na raven 59,9 milijona evrov. Neobrestni prihodki so bili višji na vseh produktnih področjih, v celoti za 4,2 % na letni ravni. Operativni stroški in amortizacija so dosegli raven 41,6 milijona evrov, kar je posledica povečanega števila zaposlenih in novih naložb zaradi programa širitve poslovne mreže in inflacije. Operativni dobiček je znašal 41,3 milijona evrov, oslabitve kreditov 23,9 milijona evrov, trdna struktura bilance stanja pa kaže tudi povečanje obsega poslovanja na področjih poslovanja s strankami, ki niso banke (2-odstotno povečanje kreditov strankam, 22,3-odstotno povečanje depozitov strank).

Mag. Jana Benčina Henigman nova članica uprave

Janko Medja, član uprave, odgovoren za področje poslovanja s podjetji in investicijsko bančništvo, se je odločil, da bo poiskal izzive zunaj skupine UniCredit, kjer je bil zaposlen od februarja 2000. S prvim aprilom je tako vodja poslovanja s podjetji in investicijskega bančništva postala Mag. Jana Benčina Henigman, ki se je skupini UniCredit pridružila leta 2001.

APRIL

Imenovan nov predsednik uprave Banke

Nadzorni svet je za novega predsednika uprave Banke imenoval mag. Stefana Vavtija, ki ima dolgoletne izkušnje v skupini UniCredit. Pred imenovanjem na funkcijo predsednika uprave je bil od leta 2004 do leta 2009 član uprave UniCredit Banka Slovenija d.d., odgovoren za poslovanje s prebivalstvom in podjetji ter podporo prodaji, leta 2009 pa je postal vodja privatnega bančništva za področje regije SVE.

Raziskave potrdile zadovoljstvo strank

Raziskava zadovoljstva med 750 strankami Banke s področja poslovanja s prebivalstvom in malimi podjetji ter 650 strankami konkurenčnih bank o mnenju, potrebah in pričakovanjih glede poslovanja z banko, na podlagi katerih si Banka prizadeva produkte in storitve čim bolj približati ciljem strank, je pokazala, da kar 60 % strank (dvakrat več v primerjavi s trgov) ne bi zapustilo Banke niti v primeru ugodnejše ponudbe konkurenčnih bank. Velika večina zadovoljnih komitentov (81 %) je ali pa še bo Banko priporočila znancem. Slednje potrjuje tudi raziskava o pridobivanju strank (Client Acquisition Survey), ki je pokazala, da se je kar 70 % novih strank za Banko odločilo na podlagi priporočila obstoječih zadovoljnih strank.

Razpis za novinarsko nagrado

Avstrijska tiskovna agencija APA in Bank Austria sta že deveto leto zapored povabili novinarje k oddaji prispevkov za posebno evropsko novinarsko nagrado »Pisanje za SVE«. Novinarji iz celotne Evrope, vključno s severno in južno Evropo, jugovzhodno Evropo, Rusijo ter Skupnostjo neodvisnih držav, so bili povabljeni k oddaji svojih prispevkov o življenju v Evropi in v evropskih državah, upih, skrbeh in sanjah prebivalcev Evrope, ki prispevajo k tesnejšim vezem med državami in k premagovanju predsodkov.

Na skupščini delničarjev med drugim o razporeditvi bilančnega dobička

Na skupščini delničarjev UniCredit Banka Slovenija d.d. je bil sprejet načrt razvoja in temelji poslovne politike za leto 2012 po predlogu uprave Banke. Skupščina se je seznanila s poročilom nadzornega sveta glede letnega poročila Banke za leto 2011 in sprejela letno poročilo notranje revizije o notranjem revidiranju za leto 2011 z mnenjem nadzornega sveta Banke. Sprejela je tudi predlog uporabe bilančnega dobička v letu 2011, v višini 7.370.417,46 EUR, se ne razdeli delničarjem ampak se v celoti razporedi v druge rezerve iz dobička. Skupščina Banke je obenem podelila razrešnico članom uprave in nadzornega sveta za leto 2011 in za revizorja za poslovno leto 2012 imenovala revizijsko družbo KPMG Slovenija d.o.o.

MAJ

UniCredit Banka Slovenije d.d. prejela naziv najboljša banka v Sloveniji

Revija EMEA Finance je že četrto leto zapored podelila nagrade za dosežke evropskih bank. UniCredit Banka Slovenija d.d. je za leto 2011 prejela dve priznanji; za najboljšo banko v Sloveniji in za najboljšo investicijsko banko v Sloveniji. Banka je naziv najboljša banka v Sloveniji prejela tudi za leto 2010.

Otroški dom na Rakitni dobil novo podobo

UniCredit Banka Slovenija d.d. je z novoletno donacijo podprla programe otroške terapije s pomočjo konj, novost v ponudbi Mladinskega klimatskega zdravišča Rakitna. Pomagati smo želeli še bolj. Že nekaj let zapored zaposleni prenavljamo otroška letovišča in svoj letni piknik združujemo z dobrodelnostjo. Tako je približno 200 sodelavcev soboto preživelo delovno. Skupaj s kolegi iz UniCredit Leasing in CAIB, ki sta prav tako članici finančne skupine UniCredit, smo dokazali, da smo spretni tudi zunaj bančnih zidov. Zavihali smo rokave in nadedli novo podobo jedilnici, plezalni steni, jahalnici ter uredili okolico znanega otroškega letovišča. Notranjost doma na Rakitni, ki omogoča počitek in sprostitvev otrokom s težavami z dihalni ter mladostnikom s težavami na področju hranjenja in čustvovanja, bodo krasili motivi domačih živali, ki so jih narisali najbolj ustvarjalni sodelavci. Poslovni partner Helios je daroval barve, delovnim skupinam pa sta se pri delu pridružila tudi dva njihova zaposlena.

Dosežki in dogodki v letu 2012

JUNIJ

Najboljše športnice prihajajo iz UniCredit Banka Slovenija d.d.

UniCredit Banka Slovenija d.d. na letnih igrah slovenskih bančnikov vsako leto beleži odlične rezultate. Timski duh, ki ga Banka živi, se odraža v poslovnih rezultatih, ki jih dosegajo v primerjavi s konkurenco na trgu, pa tudi na športnih igriščih. Na kvalifikacijah izbrani sodelavci, ki so bančne barve zastopali v letu 2012, so dokazali, da sodijo v sam vrh v mnogih disciplinah. Sodelavke Banke so to leto (kot tudi že večkrat prej) prejele naziv najboljše športnice izmed slovenskih bančnic, sodelavci so dosegli drugo mesto, skupno pa so se uvrstili na drugo mesto.

Prepoznavnost in ugled Banke močno zrasla

Stopnja prepoznavnosti Banke v poslovni javnosti se je po ugotovitvah raziskave, ki jo že od leta 2002 pripravlja dr. Miro Kline, precej povečala. UniCredit Banka Slovenija d.d. se je na lestvici uglednih in prepoznavnih podjetij z 57. mesta, ki ga je dosegla v letu 2011, povzpela na 35. mesto.

JULIJ

Banka Slovenije potrdila nova člana uprave

Mag. Stefan Vavti, predsednik uprave, ter mag. Jana Benčina Henigman, članica uprave, sta za opravljanje funkcije prejela tudi uradno potrditev – licenco Banke Slovenije.

AVGUST

Koncert godal v Trenti

V Trenti sta zadonela zaključna koncerta mladih glasbenikov, udeležencev Mednarodnega glasbenega foruma pod pokroviteljstvom skupine UniCredit. Brezplačen študijski seminar pod pokroviteljstvom Dunajske filharmonije, ki je namenjen najbolj nadarjenim študentom godal iz celega sveta. Že trinajsto leto je bil razpis za udeležbo na seminarju objavljen v 40 državah, kjer skupina UniCredit deluje.

SEPTEMBER

UniCredit dan

Stranke postavljamo v središče naše pozornosti, zato smo se na UniCredit dan osredotočili na njihove resnične potrebe in v skupinah razmišljali, kako doseči pozitiven vpliv nanje z vsakodnevnimi dejanji.

Zbirali rabljene knjige, igrače in družabne igre

Obudili smo akcijo »Stara igrača in knjiga za nov nasmeh«, s katero smo povabili sodelavce, stranke in naključne obiskovalce, da na sedež Banke prinesejo rabljene igrače, knjige in šolske potrebščine za otroke z manj priložnostmi.

Višje na lestvici podjetij, ki delujejo trajnostno

Na lestvici ene najbolj prestižnih mednarodnih agencij za ocenjevanje trajnostnega delovanja podjetij, imenovani Dow Jones Sustainability

Index, se je skupina UniCredit povzpela za nekaj mest višje. Indeksne komponente z izboljšanjem skupne ocene Skupine so bile v letu 2012 bistveno višje kot leto prej (77/100 v letu 2011), in sicer 83/100. Povprečni indeks v bančni industriji pa znaša 59/100.

Razpis za najboljše doktorske disertacije

Univerzitetni sklad, ki deluje pod okriljem skupine UniCredit, je za zaposlene v skupini UniCredit že tretje leto zapored razpisal nagrado za dve doktorski disertaciji iz področja ekonomije ali financ.

OKTOBER

Srečanja z upravo Banke

V začetku oktobra smo organizirali tri srečanja sodelavcev z upravo Banke, in sicer na treh lokacijah po Sloveniji, da bi sodelavcem omogočili dostop v čim večjemu številu. Približno polovica sodelavcev je izkoristila možnost srečanja in prejema informacij iz prve roke tudi za dodatna vprašanja, na katera je uprava odgovarjala v drugem delu srečanj. Na njih je bilo med drugim predstavljeno novo vodstvo Banke, razmere in pričakovanja na trgu ter ključne usmeritve za prihodnje delo.

Najboljši pri upravljanju z denarnimi sredstvi

Rezultati ankete, ki jo je izvedla mednarodna finančna revija Euromoney na področju upravljanja z denarnimi sredstvi, so pokazali, da je skupina UniCredit prva izbira številnih mednarodnih podjetij, ki poslujejo v srednji in vzhodni Evropi. Sodelujoči v anketi so Skupini prav tako dodelili vodilni položaj v Italiji in Nemčiji, kjer se je uvrstila med tri najboljše ponudnike storitev upravljanja z denarnimi sredstvi. Poleg tega je bila izglasovana kot »Najboljša banka za upravljanje z denarnimi sredstvi« v sedmih državah članicah: v Bosni in Hercegovini, na Češkem, Hrvaškem, Madžarskem, na Poljskem ter Romuniji in Sloveniji. Pri izboru je sodelovalo več kot 17.000 mednarodnih podjetij.

Nagrada za projekte socialnega podjetništva

UniCredit fundacija je odprla razpis "Nagrade za socialno podjetništvo 2012" v Sloveniji. Namenjen je organizacijam za podporo obstoječi dejavnosti, ki ustvarjajo dohodek in potrebujejo dodatne naložbe, da bi dosegle trajnostno vrednost. Projekti, ki vključujejo ali podpirajo ekološko in organsko pridelavo, so imeli prednost. Fundacija je kasneje izbrala tri najboljše projekte in vsakemu od njih namenila nagrado v višini do 18.000 EUR. Z dodatno pobudo "Vaša izbira, vaš projekt – Slovenija", je Fundacija v nadaljevanju povabila sodelavke in sodelavce lokalne banke h glasovanju za projekt, za katerega menijo, da je izmed treh izbranih najboljši. Projekt z največ glasovi je prejel dodatnih 6.000 evrov.

NOVEMBER

Fundacija skoraj podvojila donirana sredstva

Že peto leto je fundacija UniCredit podprla individualne donacije

sodelavcev. V sklopu projekta »Gift Matching« vsem projektom, ki jih oddajo sodelavci Skupine, Fundacija doda enak odstotek glede na sredstva, ki jih donirajo sodelavci. Fundacija je k zbranim sredstvom v tem letu dodala 80 % doniranega zneska.

Z rabljenimi oblačili pomagali do novih delovnih mest

Na sedežu Banke smo zbrali približno 80 vreč rabljenih oblačil za Društvo za socialno podjetništvo za program Tovarna dela – tekstil. Na ta način smo pomagali pri zagonu projekta, ki je omogočil zaposlitev brezposelnim tekstilnim delavkam, starejšim od 50 let, in mladim oblikovalcem, iskalcem prve zaposlitve.

DECEMBER

Namesto nakupa novoletnih daril podprli program Šolski eko vrt

Ob zaključku leta smo namesto nakupa novoletnih daril za poslovne partnerje sredstva namenili programu Šolski eko vrt, ki malčke osvešča o pomenu kakovostne prehrane in jih spodbuja k pridelavi ekoloških vrtnin. Želimo si, da bi število šol, kjer naši najmlajši sami pridelujejo hrano, iz sedanjih 150 še dodatno zraslo.

Dedek Mraz obiskal otroke sodelavcev

Otroke sodelavcev smo povabili na ogled predstave Mojca in Kaličopko, kjer jih je obiskal tudi Dedek Mraz. Namesto daril smo otrokom podarili vrednostne bone za nakup darila. Ob tej priložnosti smo jih povabili, da del prejetih bonov delijo z nekom, ki imam manj od njih samih. Kar nekaj otrok se je odločilo, da del ali pa celo vse bone podari otrokom iz družin z manj možnostmi pod okriljem Zveze prijateljev mladine Moste – Polje.

Gospodarsko okolje v letu 2012

V letu 2012 smo v Sloveniji zabeležili 2,3-odstotni padec obsega bruto domačega proizvoda (BDP). Slednji se je skrčil že drugo leto zapored, pri čemer je gospodarska situacija občutno slabša kot pred enim letom. Slabo stanje potrjuje sicer gonilo BDP, industrijska proizvodnja, ki je v letu 2012 padla za 0,3 %, kar je pa bistveno bolje od evro območja, kjer smo v istem obdobju zabeležili 1,7-odstotni padec. Po drugi strani so sektorji, odvisni od domačega povpraševanja, dosegali nove negativne rekorde. Tudi gradbeništvo dosega novo dno, saj je gradbena aktivnost v letu 2012 upadla za 9,9 % na letni ravni. Nominalni prihodi storitev zasebnega sektorja odvisnih od domačega povpraševanja še naprej padajo zaradi usihajoče domače potrošnje. Stopnja registrirane brezposelnosti je narasla na 12,0 %. Kljub slabim gospodarskim razmeram je inflacija v letu 2012 znašala 2,7 % na letni ravni.

Varčevalni ukrepi vlade so imeli viden učinek na proračunski primanjkljaj države, ki je ob koncu leta 2011 znašal 6,4 % BDP, medtem ko je v letu 2012 znašal 3,7 % BDP. Zniževanje primanjkljaja je ob upadajočem BDP posledica izrazitega zniževanja državne potrošnje (-1,6 % medletno), pri čemer se tudi prihodi iz davkov še naprej krčijo (-1,2 %). Dolg države je ob koncu leta dosegel že 54,1 % BDP. Bonitetna ocena države se je v letu 2012 spet poslabšala, in sicer s strani vseh treh vodilnih bonitetnih agencij. Slednje kot razlog za poslabšanje bonitetne ocene navajajo problematičen bančni sektor, napovedi nizke gospodarske rasti in dolgoročno nevzdržno fiskalno sliko. Omeniti pa je treba, da je po uvedbi varčevalnih ukrepov vlade sledilo samo še eno znižanje bonitetne ocene (s strani agencije Moody's iz ocene A2 na

oceno Baa2), kjer je bil kot dodatni razlog naveden še onemogočen dostop države do mednarodnega zadolževanja, kar pa je vlada demantirala z uspešno izdajo obveznice v ZDA. Donosi državnih obveznic so predvsem v prvem delu leta ohranjali izredno visoke ravni in najvišjo raven dosegli v avgustu, jeseni pa so se donosi začeli zniževati in se do konca leta bistveno znižali. Pri tem je prav znižanje kreditnega pribitka prispevalo večino učinka, ki je denimo pri obveznici 2021 znašal skoraj 3 odstotne točke (7,77 avgusta / 5,18 decembra). Občuten padec donosov je posledica več dejavnikov, vsekakor pa so neposredno vplivali pristop vlade do reform in zaježitve proračunskega primanjkljaja, rešitev vprašanja financiranja Grčije in odločitev ECB, da vpelje OMT intervencije na trgu obveznic za države, ki zaprosijo za pomoč.

Bilančna vsota bančnega sektorja se še naprej krči, v letu 2012 je padec znašal 6,3 %. Glavna razloga sta še naprej razdolževanje bank in šibka kapitalna ustreznost, ki ju na aktivni strani spremlja krčenje posojilne aktivnosti (-6,5 % medletno, posojila nebančnemu sektorju). Posojila nefinančnim družbam so v 2012 upadla za kar 10,2 %, posojila gospodinjstvom pa za 2,7 %, predvsem zaradi potrošniškega kreditiranja, ki se je na medletni ravni znižalo za 8,9 %, medtem ko stanovanjska posojila ohranjajo šibko rast. Banke so se v letu 2012 razdolžile za 3,6 milijarde evrov. Skupni rezultat bančnega sektorja v letu 2012 je bila izguba v višini kar 769 milijonov evrov, k čemur prispevajo nižji neto obrestni prihodi (-12,9 %) in še vedno naraščajoče neto oslabitve in rezervacije, ki so v 2012 znašale 1,6 milijonov evrov, kar je 32 % več kot v letu 2011.

Izbrani makroekonomski kazalci za Slovenijo za obdobje 2012 - 2015

	2012	2013*	2014*	2015*
BDP (realna rast v %)	(2,3)	(1,9)	0,2	1,2
Stopnja brezposelnosti (v %)	12	13,4	13,6	13,2
Izvoz (realna rast v %)	0,3	1,2	3,3	4,9
Uvoz (realna rast v %)	(4,3)	(0,7)	2,4	4,4
Zasebna potrošnja (realna rast v %)	(2,9)	(4,0)	(1,3)	0,5
Državna potrošnja (realna rast v %)	(1,6)	(2,9)	(0,6)	(0,1)
Inflacija (dec. / dec.)	2,7	1,9	1,7	2,1
Inflacija (povprečje leta)	2,6	2,1	1,6	1,9

Predpostavke UMAR in napovedi izbranih ustanov za gospodarsko rast v letih 2013 in 2014

(v %)	2013			2014		
	UMAR	IMF	UniCredit	UMAR	IMF	UniCredit
EMU	(0,3)	(0,2)	(0,1)	1,0	1,0	1,2
Nemčija	0,5	0,6	0,8	1,5	1,4	1,5
ZDA	1,9	2,0	1,9	2,8	3,0	2,7
Velika Britanija	0,9	1,0	0,9	1,7	1,9	1,4
Rusija	3,7	3,7	3,6	3,9	3,8	3,9

Viri: UMAR, spomladanska napoved gospodarskih gibanj 2013; IMF, World Economic Outlook, UniCredit, Weekly Focus, Bloomberg, Banka Slovenije, Bilten, leto 2012 SURS.

* napoved

Poslanstvo, vizija, vrednote in strategija

Naša zavzetost je naša prednost

Naše najmočnejše orodje je trdna in neomajna zavzetost – za naše stranke, za naše sodelavce, za naše vlagatelje, za lokalne skupnosti, v katerih delujemo, pa tudi zavzetost za spoštovanje naših temeljnih vrednot, spoštovanje kulture, doseganje visoke kakovosti v vsem, kar počnemo, in zavzetost za trajnosten uspeh našega podjetja.

Skupina UniCredit je ena vodilnih mednarodnih finančnih ustanov s trdnimi koreninami v 22 evropskih državah ter s celovito mednarodno prisotnostjo na približno 50 trgih, več kot 160.000 zaposlenimi in več kot 9.500 poslovnimi enotami.

Uživamo koristi močne evropske identitete, obsežne mednarodne navzočnosti in široke baze strank. Naš strateški položaj v zahodni in vzhodni Evropi daje Skupini enega najvišjih tržnih deležev v regiji.

Predano vlagamo v graditev novih odnosov s strankami in prevzemamo aktivno vlogo v lokalnih skupnostih. Ob zasledovanju poti trajnostne rasti je Banka v zadnjih nekaj letih nenehno zaposlovala nove ljudi in tako postajala zanesljiv in privlačen delodajalec za lokalno okolje.

Poslanstvo in vizija

Zavezali smo se uresničevanju novega poslanstva: Sodelavci finančne skupine UniCredit se zavzemamo za ustvarjanje vrednosti za naše stranke. Kot vodilna evropska banka si prizadevamo za razvoj skupnosti, v katerih živimo, za svoje sodelavce pa želimo ustvariti prijazno delovno okolje. Stremimo k odličnosti in si nenehno prizadevamo, da bi bilo poslovanje z nami enostavno. Te zaveze nam omogočajo oblikovanje trajnostne vrednosti za naše deležnike.

Naša vizija je osredotočati se na ljudi kot posameznike, kar bomo dosegli s prizadevanjem, da povečamo njihov potencial ter jim pomagamo uresničiti njihove načrte in ideje.

Trdno verjamemo, da ima vsak posameznik pravico in odgovornost oblikovati lastno prihodnost. Finančna znanja zaposlenih v Banki lahko pomagajo posameznikom in podjetjem pri oblikovanju njihove prihodnosti kot tudi pri doseganju polnega potenciala. Banka si prizadeva dosegati dobičkonosno in trajnostno rast na način, ki prinaša koristi družbi kot tudi vsem našim deležnikom.

Vrednote

Naš skupek vrednot – delimo si jih vsi zaposleni v finančni skupini UniCredit – temelji na poštenosti kot pogoju trajnosti, kar omogoča, da dobiček preoblikujemo v vrednoto za vse naše deležnike. Ta skupek vrednot izhaja iz naše Listine o vrednotah, ki predstavlja

osnovo vsega, kar počnemo. Naše vrednote so:

- Poštenost – imamo enoten visok standard za vse, kar počnemo; lta se uporablja za vse enako in brez diskriminacije;
- Zaupanje – delimo skupen kodeks vrednot, ki je podlaga vsemu, kar počnemo. Ta je trden temelj našega ugleda in gradi zaupanje v podjetje, ki je ključnega pomena za dobičkonosno, trajnostno rast;
- Spoštovanje – nenehno si prizadevamo pridobiti spoštovanje, po drugi strani pa ga z veseljem izražamo tistim, ki si ga zaslužijo.
- Preglednost – trudimo se, da je vse, kar počnemo, vedno pošteno, relevantno in odkrito;
- Vzajemnost – aktivno si prizadevamo pomagati posameznikom v naši okolici, pri čemer verjamemo, da bomo tudi sami deležni enake pomoči;
- Svoboda delovanja – gojimo kulturo odprtosti, ki našim delavcem omogoča uresničevanje njihovega potenciala ter jih spodbuja k doseganju višjih ciljev za naše stranke in deležnike.

Privrženost tem vrednotam razumemo kot predpogoj za ohranjanje zaupanja do Banke ter njenega ugleda.

Stranka v središču pozornosti

V skladu z našim poslanstvom je glavni cilj Banke zadovoljiti potrebe vsake posamezne stranke v skladu z idejo, da je celotno poslovanje lokalno, skozi neomejene ali standardizirane produkte. Pri oblikovanju in razvoju izdelkov skušamo iz članstva v Skupini doseči ekonomijo obsega na strani prihodkov kot tudi na stroškovni strani in pri dobičku. Posledično tudi organiziranost Banke sledi standardom Skupine in omogoča prenos znanj in dobrih praks. Naša konkurenčna prednost je tudi v tem, da lahko servisiramo stranke skozi široko mrežo bank, ki so vodilne na lokalnih trgih.

Sposobni smo podpreti mednarodne stranke Skupine, ki so prisotne na slovenskem trgu, kot tudi slovenske stranke pri njihovih prizadevanjih za širitev poslovanja v tujini. Na področju trgovanja in investicijskega bančništva so naša konkurenčna prednost kompetence in povezovanje z oddelkom trgovanja in investicijskega bančništva znotraj finančne skupine UniCredit.

Pri upravljanju s sredstvi si pomagamo z znanjem podjetja Pioneer Investments, ki je eden vodilnih igralcev v globalnem merilu.

Globalna divizija bančnih storitev v okviru finančne skupine UniCredit nam zagotavlja podporo pri ohranjanju stroškovne učinkovitosti in pri odkrivanju sinergij skozi harmonizacijo informacijske tehnologije, nabavo na ravni Skupine in načrtovanje procesov.

Poslanstvo, vizija in Strategija

Trajnostni uspeh

V UniCredit Banka Slovenija d.d. smo prepričani, da je mogoče finančne cilje doseči le s trajnostnim razvojem ob upoštevanju naslednjih načel:

- Prizadevamo si graditi dolgoročne odnose s strankami in v našem sistemu nagrajevanja upoštevati zadovoljstvo strank;
- Raznolikost: želimo uporabiti najrazličnejše talente naših zaposlenih, ne glede na njihovo starost, spol, versko opredelitev, zdravje ali spolno usmeritev;
- Družbena odgovornost: želimo biti predan in koristen član lokalnih skupnosti, kar uresničujemo tudi z našimi donatorskimi in sponzorskimi dejavnostmi;
- Ekološka trajnost: pri poslovanju dajemo velik pomen ekološki trajnosti. Spodbujamo in podpiramo zavedanje o medsebojni odvisnosti okoljevarstvenih tematik in bančništva;
- Izobraževanja, spodbude in sistem nagrajevanja so namenjeni temu, da naši zaposleni uberejo podjetniško pot in pri tem ustvarjajo ravnotežje med delom in prostim časom.

Upravljanje na osnovi dodane vrednosti

Celotno upravljanje in delovanje Banke temelji na upoštevanju naštetih vrednot. V skladu z usmeritvijo finančne skupine UniCredit je Banka vzpostavila sistem ekonomske dodane vrednosti (EVA—Economic value added) kot glavno merilo uspešnosti poslovanja. EVA meri prispevek dobička nad stroški kapitala in se ne uporablja le na ravni celotne Banke pač pa tudi pri posameznih odločitvah o kreditih. EVA je danes standardno merilo uspešnosti poslovanja, ki združuje tako rast na podlagi razvoja sredstev, uteženih s tveganjem, in potrebne razporeditve kapitala kot tudi izboljšanja dobičkonosnosti kot gonilne sile vrednosti.

Banka si zato prizadeva vlagati kapital v tiste poslovne segmente, produkte in storitve, kjer je mogoče doseči najvišjo dodano vrednost. Preglednost oblikovanja vrednosti in / ali upadanja vrednosti je ključnega pomena za trajnostne rezultate.

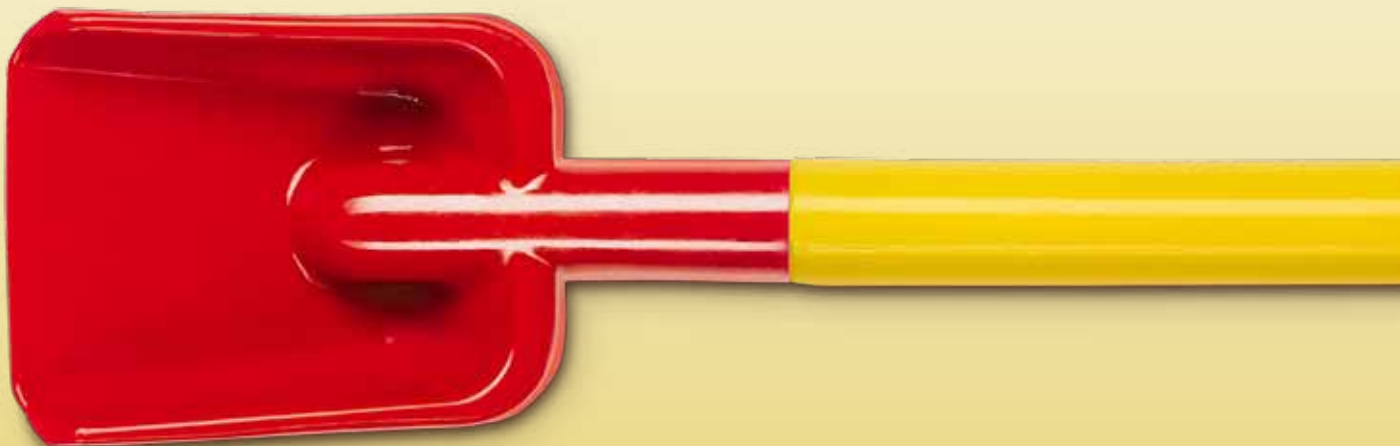
BREZSKRBNOST

Brez skrbi tudi na počitnicah

“ Ko sem na počitnicah v tujini izgubil mojo VISA kartico, me je nujna storitev izplačila gotovine, ki mi jo je ponudila UniCredit Bank, rešila pred tistim, kar bi lahko postala katastrofalna situacija. Storitev sem uporabil dvakrat, med obiskom Pariza in Moskve, in je preseгла moja pričakovanja, saj mi je omogočila, da sem plačal stroške hotela, zabave in druge stroške. Navdušen sem bil nad kakovostjo in hitrostjo storitve – gotovino sem imel pri sebi v manj kot eni uri. Ta izkušnja me je prepričala, da me je moja banka 100-odstotno pripravljena podpreti kadarkoli, tudi v najtežjih situacijah.

Zdaj vem, da lahko pri UniCredit Bank računam na strokoven nasvet in uporabne rešitve, ne glede na to kaj potrebujem.”

Yurov Valeriy Anatolievich,
stranka UniCredit Bank v Ukrajini



Finančni rezultati

V letu 2012 se je čisti dobiček poslovnega leta za Banko iz 14,8 milijona evrov v letu 2011 zmanjšal na 1,1 milijona evrov in odraža enkratni učinek trajne slabitve lastniških deležev v znesku 9,4 milijona evrov. Čisti dobiček poslovnega leta bi brez tega učinka znašal 10,4 milijona evrov.

Izkaz poslovnega izida za leto 2012

Čisti prihodki od obresti so se znižali za 6,6 % na letni ravni na 56,0 milijonov evrov. Ta padec je predvsem posledica nadaljevanja obdobja nizkih obrestnih mer ter visokih odhodkov za depozite. Po podatkih iz poročila Banke Slovenije iz februarja 2013 je bančni sektor v letu 2012 zabeležil upad čistih prihodkov od obresti v višini 12,9 %.

Čiste opravnine so se povečale za 4,0 % na 21,7 milijona evrov. Na povečanje je vplivalo večje število strank kot tudi povečano zavedanje in potreba trga po zavarovanju poslovnih transakcij z garancijami.

Čisti prihodek Banke iz trgovalne dejavnosti, varovanja pred tveganji (hedging) in pošteno vrednosti je zrasel za 1,5 milijona evrov na 1,5 milijona evrov kot posledica ugodnih pozicij pri trgovanju z izvedenimi finančnimi instrumenti.

Drugi čisti prihodki poslovanja so se znižali za 3,5 milijona evrov, kar je posledica direktnih odpisov kreditov, kar se poroča kot znižanje prihodka iz poslovanja.

Stroški poslovanja so se znižali za 0,4 % na 41,4 milijona evrov na račun stroškovne učinkovitosti. Dodatni prihranki so nastali na področju naložb v opredmetena in neopredmetena sredstva, kar neposredno vpliva na nižjo amortizacijo v višini 0,7 milijona evrov. Po drugi strani so se stroški plač povečali za 1,2 milijona evrov, kar lahko pripisemo povečanemu številu zaposlenih. Slednje se je v preteklem letu odrazilo le deloma.

Oslabitev sredstev, rezervacije za garancije in prevzete obveznosti so se povečale za 52,4 % na letni ravni in znašajo 35,6 milijona evrov. Povečanje v višini 12,2 milijona evrov je v večji meri posledica trajnih oslabeitev naložb v deleže podjetij, na katere je potrebno gledati kot na enkratni učinek, za katerega ni pričakovati, da bi se nadaljeval v naslednjem letu. Če izključimo ta enkratni učinek v višini 9,4 milijona evrov, bi se slabitev in rezervacije za garancije in tveganja povečali za 12,2 % oziroma za 2,9 milijona evrov v primerjavi z letom poprej.

Zaradi zgoraj naštetih dejavnikov je dobiček pred obdavčitvijo znašal 0,3 milijona evrov in predstavlja padec v višini 17,7 milijona evrov v primerjavi s preteklim letom.

Davek od dohodka je znašal 0,8 milijona evrov, kar odraža nizko osnovno raven dobička, pozitiven odložen davek kot tudi povračila davka za pretekla obdobja.

Posledično je Banka ustvarila dobiček po obdavčitvi v višini 1,1 milijona evrov za celotno leto 2012. Po rezultatih iz poročila Banke Slovenije iz februarja 2013 je celoten bančni sektor v letu 2012 ustvaril skupno izgubo v višini 664 milijonov evrov.

Vseobsegajoči donos Banke, ki poleg dobička po obdavčitvi vsebuje še popravke zaradi prevrednotenja, je znašal 10,8 milijona evrov in se je na letni ravni izboljšal za 16,9 milijona evrov. Izboljšanje gre pripisati predvsem povečani pošteni vrednosti državnih obveznic, ki so razvrščene med razpoložljive za prodajo.

Izkaz finančnega položaja za leto 2012

Ob koncu leta 2012 je bilančna vsota Banke znašala 2,8 milijarde evrov, kar predstavlja zmanjšanje za 4,4 % v primerjavi s koncem leta 2011.

V letu 2012 so krediti strankam upadli za 3,7 % na raven 2,3 milijarde evrov. Na takšen razvoj so večinoma vplivala predčasna odplačila v zadnjem četrtletju.

Finančna sredstva razpoložljiva za prodajo so narasla za 6,4 %, v glavnem zaradi povečanja obsega obveznic za namen zagotavljanja likvidnosti.

Zaradi visokih stroškov likvidnosti Banka posega po vseh razpoložljivih opcijah na trgu, s čimer likvidnost upravlja optimalno in dobičkonosno.

Depoziti strank so zrasli za 278 milijonov evrov (29,3 %) in so ob koncu leta 2012 dosegli raven 1,2 milijarde evrov. Posledično se je izboljšalo razmerje med krediti in depoziti Banke, in sicer iz 2,48 ob koncu leta 2011 na 1,85.

Po stanju ob koncu leta 2012 je delniški kapital znašal 252 milijonov evrov, kar predstavlja letno rast v višini 4,5 % ob zabeleženemu dobičku po obdavčitvi v višini 1.073 milijonov evrov. Na povečanje kapitala je v največji meri vplival pozitiven vseobsegajoči donos.

Struktura kapitala se je izboljšala, zato je količnik kapitalske ustreznosti narasel iz 11,0 % v preteklem letu na 13,5 % ob koncu leta 2012, kar predvsem omogoča odobravanje novih kreditnih poslov in pokriva morebitno poslabšanje bonitete strank.

V začetku leta 2012 je Banka odprla še eno novo poslovno enoto, tako da mreža Banke trenutno šteje 29 enot.

Uresničevanje specifičnih potreb strank z enotnim nadomestilom

PRILAGODLJIVOST



“Tudi, ko gre za razmeroma enostavne bančne transakcije kot so plačila, vemo, da UniCredit Bank najde rešitve, ki so obojestransko ugodne. Njihov prilagojen plačilni sistem »flat fee« nam pomaga razumeti in načrtovati naše mesečne stroške, poleg tega pa prihrani čas tudi našemu računovodji.”

Pauls Ābele, vodja financ, računovodstva in IT,
član uprave podjetja AS “Latvijas Finieris”,
stranka UniCredit Banke v baltičkih državah

Poslovanje Banke na različnih segmentih

Poslovanje s prebivalstvom in malimi podjetji

SPLOŠEN PREGLED

Na področju poslovanja s prebivalstvom in malimi podjetji je bilo leto 2012 z vidika makroekonomske nestabilnosti bančnega sektorja polno izzivov. Med pomembnejšimi izzivi je bila zagotovitev uspešnega poslovanja osmih novih poslovnih enot iz leta 2011. V januarju je Banka odprla še zadnjo, 29. poslovno enoto in tako zaključila projekt načrtovanega širjenja poslovne mreže. Zadnja odprta poslovna enota je v Šenčurju, kjer smo tudi prvič postavili enoto, usmerjeno v pridobivanje strank segmenta pravnih oseb, tako da smo poleg storitev za mala in srednja podjetja strankam ponudili tudi storitve UniCredit Leasing d.o.o.

Tako kot pretekla leta je Banka na področju poslovanja s prebivalstvom in malimi podjetji naredila pomemben napredek pri razvoju in pridobivanju novih strank. Najbolj aktivno je raslo število strank segmenta mala podjetja, kjer se je število strank povečalo za 2.753 oziroma za 38 % v primerjavi z letom 2011. Na področju poslovanja s prebivalstvom pa je Banka pridobila povečala bazo obstoječih strank iz preteklega leta za 10 %.

Rezultati raziskave zadovoljstva strank so pokazali, da smo uspeli obdržati izjemno visoko raven in kakovost storitev ter v primerjavi s konkurenco še povečati razliko iz preteklih let. Verjamemo, da rezultati raziskave kažejo, da smo s pristopom, ki poleg dobre ponudbe storitev in produktov, temelji predvsem na partnerskem odnosu s stranko, na pravi poti. Z namenom obdržati in na posameznih področjih še izboljšati zadovoljstvo naših strank smo konec leta pripravili in prvič tudi formalno zapisali standarde poslovanja s strankami in jih za vse zaposlene v prodajni mreži izdali v obliki priročne brošure.

Na področju izobraževanja in usposabljanja zaposlenih smo v letu 2012 začeli z izvajanjem Retail bančne šole, ki je namenjena vsem zaposlenim v poslovni mreži in je sestavljena iz devetih stopnjujočih se modulov.

Največje uspehe pa smo v letu 2012 zagotovo zabeležili pri rasti na področju depozitov, kjer smo v primerjavi s preteklim letom zabeležili 27,6-odstotno rast obsega in se tako uvrstili na prvo mesto glede na prirast depozitov na trgu.

SEGMENTI IN PRODUKTI

Segment poslovanja s prebivalstvom

V segmentu poslovanja s prebivalstvom je Banka v letu 2012 s pestro in konkurenčno ponudbo depozitov bistveno izboljšala tržni delež na področju depozitov ter razmerje med krediti in depoziti. Stranke so najpogosteje izbrale fleksi depozit, kratkoročni depozit z avtomatskim podaljševanjem na 3, 6 ali 12 mesecev za obdobje treh

let, saj jim omogoča ugodno obrestno mero in dostop do sredstev brez stroškov pred vsakokratnim avtomatskim podaljšanjem.

Strankam, ki so za svoja presežna sredstva iskale ugodno in varno dolgoročno naložbo, je Banka v sodelovanju s partnersko zavarovalnico ERGO Živiljenjska zavarovalnica d.d. ponudila naložbeno življenjsko zavarovanje Moj Garant III z garantirano glavnico in fiksnim 48-odstotnim donosom na vplačana sredstva. Za potrebe rednega mesečnega varčevanja smo varčevalcem glede na njihove potrebe in nagnjenost k tveganju v sodelovanju s Pioneer Asset Management S.A. ponudili različne naložbene košarice (konzervativna, uravnotežena in dinamična).

Na področju potrošniškega kreditiranja je Banka konec leta predstavila novost na slovenskem trgu, in sicer t.i. kredit zvestobe, pri katerem Banka stranko, ki redno odplačuje vse kreditne obroke, nagrajuje z znižanjem obrestne mere do 4-krat letno. V letu 2012 je Banka prenovila tudi avtomobilski kredit, ki mu je v sodelovanju z zavarovalnico Generali d.d. dodala možnost sklenitve avtomobilskega zavarovanja.

Pri stanovanjskih kreditih je Banka razširila ponudbo s stanovanjskim kreditom s fiksno obrestno mero z rokom odplačila do 20 let, saj se v pogojih nizkih referenčnih obrestnih mer vedno več strank odloča za fiksne mesečne obroke za celotno obdobje odplačila kredita.

Banka je tudi v letu 2012 beležila visoko rast prodaje kreditnih kartic, pri čemer po priljubljenosti še posebej izstopa VISA kartica, ki zaradi vključenega zavarovanja imetnikom prinaša veliko ugodnosti.

V letu 2012 je Banka posebno pozornost posvetila razvoju sodobnih tržnih poti. Strankam, ki uporabljajo spletno banko, smo omogočili prejemanje in plačevanje e-računov, izvedli pa smo tudi vrsto ukrepov za izboljšanje uporabniške izkušnje strank. Delež strank, ki uporabljajo spletno banko in mobilno banko, se hitro povečuje, posebej pa so stranke navdušene nad Mobilno banko Go!, ki jim omogoča, da osnovne bančne storitve na zelo enostaven in uporabniku prijazen način opravljajo kjerkoli in kadarkoli. Banka je strankam in komitentom drugih bank na nekaterih bankomatih omogočila tudi avtomatsko plačilo UPN nalogov z ugodno provizijo.

Segment malih podjetij

V segmentu malih podjetij, v katerem je Banka v letu 2012 zabeležila nadpovprečno rast po številu novih strank, smo posebno pozornost posvetili prenovi bančnih paketov in oblikovali privlačne in konkurenčne pakete Podjetnik, ki združujejo storitve, ki jih podjetniki in mala podjetja najpogosteje uporabljajo. Glavno vodilo prenove paketov je bila enostavnost in preglednost. Paketom smo dodali tudi številne ugodnosti partnerskih podjetij, ki so posebej zanimive za podjetnike na začetku svoje podjetniške poti.

Strateška partnerstva

Sredi leta 2012 je Banka sklenila partnersko sodelovanje z Zdravniško zbornico Slovenije, na podlagi katerega članom Zdravniške zbornice ponujamo posebej prilagojene produkte in storitve. Pri tem velja posebej omeniti bančni paket Elitni Zdravnik ter bančni paket Platinum za zdravnike z zasebno prakso ter plačilno kreditno kartico VISA – ZZS. Prav tako smo za potrebe članov Zdravniške zbornice Slovenije razvili zdravstveni kredit, ki je namenjen kritju stroškov za zdravje in zdravljenje pri zdravnikih in zobozdravnikih zasebnikih, članih Zdravniške zbornice Slovenije.

Privatno bančništvo

Privatno bančništvo predstavlja najvišji segment strank (fizičnih oseb), ki imajo pri Banki vsaj 400.000 evrov sredstev, naloženih v bančnih depozitih in naložbenih produktih ali storitvah.

Glavno vodilo v privatnem bančništvu je iskanje optimalne razporeditve celotnega premoženja po naložbenih razredih za posamezno stranko, glede na njene finančne cilje in pričakovanja. Pri določanju ustrezne razporeditve premoženja ter primerne reakcije na spremenjene razmere na finančnih trgih, ima Banka veliko podporo in konkurenčno prednost v programu Globalna naložbena strategija skupine UniCredit (GIS – Global Investment Strategy). Ta za vsak posamezni profil stranke določa, kakšna bi bila v danem trenutku najbolj primerna razporeditev po različnih naložbenih razredih (delnice, obveznice in depoziti, alternativne naložbe). Po tej strategiji se v okviru skupine UniCredit upravlja z več kot 150 milijardami evrov sredstev.

V letu 2012 je Banka v Privatnem bančništvu povečala celoten obseg sredstev strank za 34 odstotkov ter samo število strank za 16 odstotkov. Struktura sredstev je sledeča: 38 odstotkov v naložbah (preko storitve gospodarjenja s premoženjem ali borznega posredništva) ter 62 odstotkov v depozitih.

Pomemben dosežek je tudi kontinuirano izboljševanje zadovoljstva strank v zadnjih treh letih. Samo v letu 2012 je Banka v Privatnem bančništvu dosegla povečanje TRI*M indeksa iz 77 na 85 ter CAI (Customer Advisory Index) iz 70 na 85 točk. To je izjemen rezultat pri konceptu Privatnega bančništva, saj rezultat 70 točk in več predstavlja odličnost.

Povzetek dogodkov na finančnih trgih

Leto 2012 se je začelo z rastjo, ob polovici leta je kazalo na ponovitev nekoliko težavnejšega leta pred tem, vendar pa so na koncu leta praktično vsi naložbeni razredi beležili dokaj visoke stopnje rasti. Ne glede na rast tečajev pa je bilo leto za gospodarstva, predvsem v Evropi, zelo zahtevno. Poleg tega je bilo leto tudi v znamenju varčevalnih ukrepov v nekaterih državah, pri čemer je trg nagradil najbolj prizadevne.

Delniški tečaji so tako leto končali večinoma pozitivno. Med evropskimi trgi so delnice v evrskem območju pridobile v povprečju

dobrih 13 odstotkov vrednosti. Med najhitreje rastočimi trgi v Evropi je bil nemški delniški trg, kjer so se delnice v povprečju podražile za dobrih 29 odstotkov. Ob prejetju novega paketa pomoči in sprejemu novih varčevalnih ukrepov so se močno, za 30 odstotkov, podražile tudi delnice v Grčiji. Kar zadeva ostale trge, so ameriške delnice pridobile na vrednosti (v evrih) dobrih 11 odstotkov, medtem pa so se tečaji delnic na razvijajočih trgih zvišali za 13 odstotkov. Japonske delnice so predvsem zaradi dobrega zaključka leta pridobile (v evrih) dobrih 7 odstotkov vrednosti. Za podoben odstotek so se podražile tudi delnice na Ljubljanski borzi, merjene z delniškim indeksom SBI TOP.

Poleg delnic je bilo preteklo leto dobro tudi za obveznice. Tako se je vrednost košarice evropskih državnih obveznic, merjena z indeksom IBOXX Sovereign Eurozone, zvišala za več kot 10 odstotkov. Za podoben odstotek so se podražile tudi podjetniške obveznice z najboljšimi bonitetnimi ocenami na obeh straneh Atlantika. Še nekoliko bolje pa so se odrezale visokodonosne obveznice, ki jih izdajajo večinoma zelo zadolženi izdajatelji.

OBETI

V letu 2013 si bomo prizadevali ohraniti sloves zaupanja vredne banke, ki s svojo lokalno prisotnostjo pomaga prebivalstvu in malim podjetjem pri uresničevanju njihov želja in potreb. Ambiciozno zastavljene cilje bomo dosegli z nadaljnjim pridobivanjem novih strank.

Obstoječim in novim strankam bomo zagotovili visoko kakovost naših storitev, kar bomo dosegli s stalnim izboljševanjem ponudbe in delovanja v skladu s postavljenimi standardi odnosov s strankami.

Poslovanje s podjetji in investicijsko bančništvo

SPLOŠEN PREGLED

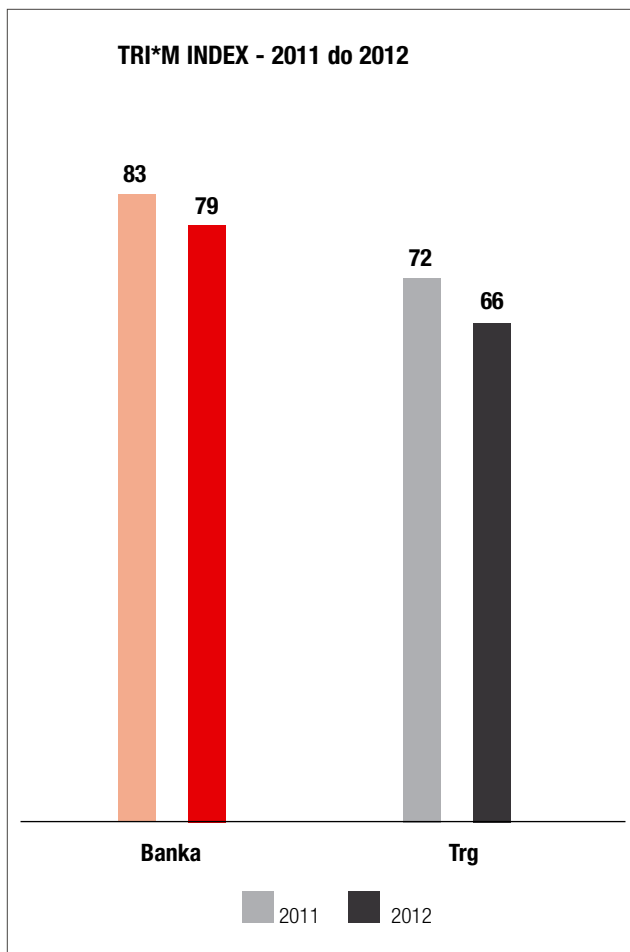
V letu 2012 se ekonomsko okolje še ni stabiliziralo, slovensko gospodarstvo se je, kot kaže, ponovno skrčilo. Bonitetna ocena Slovenije se je znižala kar dvakrat, krčil pa se je tudi obseg kreditov bančnega sektorja nebančnemu. Navedeno se je odrazilo tudi v rezultatu slovenskega bančnega sistema, ki je v 2012 že tretje leto zapored posloval z izgubo, ki je bila skoraj dvakrat večja od tiste, ustvarjene v 2011.

Ne glede na nadaljevanje zaostrenih razmer je področje Poslovanje s podjetji in investicijsko bančništvo UniCredit Banka Slovenijad.d. tudi v letu 2012 poslovalo uspešno.

Najpomembnejši vidik uspešnosti predstavlja zadovoljstvo strank, ki ga je Banka tudi v letu 2012 merila z anketo zadovoljstva. Posebej

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nas veseli, da je ta ponovno pokazala, da so stranke z našimi storitvami in pristopom zadovoljne veliko bolj kot s storitvami ostalih bank na našem trgu. Rezultati ankete potrjujejo, da je naš pristop k bančništvu, ki temelji na usmerjenosti k strankam, partnerskemu odnosu in zaupanju, pravičen.



Zadovoljstvo strank je moč dosegati s pravimi storitvami, vendar le ob močni podpori, motivirane in znanja polne ekipe sodelavcev. Zato smo tudi v letu 2012 s pomočjo internih dogodkov skrbeli za obveščeno sodelavcev o aktualnih usmeritvah in strategiji tako Banke kot tudi področja Poslovanje s podjetji in investicijsko bančništvo, nadaljevali pa smo tudi z interno akademijo Poslovanje s podjetji in investicijsko bančništvo. S pomočjo slednje skrbimo za prenos različnih znanj med sodelavci.

Za razgibano komunikacijo in razvoj idej bomo skrbeli tudi v letu 2013. Zato smo z začetkom leta uvedli novo orodje za zbiranje idej med sodelavci in na ta način skušali doseči, da se sliši še več dobrih idej in razvije še več uporabnih produktov za stranke. Prepričani smo, da se tovrstne naložbe v razvoj zaposlenih odražajo tudi v še večjem zadovoljstvu naših strank.

Usmerjenost k strankam ter zadovoljni zaposleni so naši glavni cilji, h katerim smo stremeli tudi v letu 2012. Hkrati predstavljajo osnovo za dobre poslovne rezultate, ki jih je področje Poslovanje s podjetji in investicijsko bančništvo doseglo tudi v tem letu. To potrujemo s 57,5 milijona evrov prihodkov, ustvarjenih v tem letu, predvsem pa z 9-odstotno rastjo povprečnega obsega kreditov in kar 35-odstotno rastjo povprečnega obsega depozitov naših strank glede na leto 2011 ter posledično bistvenim izboljšanjem razmerja med krediti in depoziti naše divizije. Zadovoljni smo, da smo tudi v zaostrenih gospodarskih razmerah sodelovali s strankami, ki imajo dobre projekte in tako ob nadaljevanju kreditnega krča v Sloveniji obseg financiranja zadržali na 1,5 milijarde evrov. Še posebej pa smo ponosni na 567 milijonov evrov zbranih depozitov strank področja Poslovanje s podjetji in investicijsko bančništvo. Verjamemo namreč, da nadaljevanje visoke rasti obsega depozitov potrjuje dobre partnerske odnose z našimi strankami, hkrati pa predstavlja pomemben znak zaupanja, ki ga stranke izkazujejo Banki.

SEGMENTI IN PRODUKTI

Področje Poslovanje s podjetji in investicijsko bančništvo sestavljajo trije sklopi bančnih storitev, namenjenih potrebam podjetij. V okviru področja dela Podjetniško svetovanje in storitve Banka podjetjem nudi financiranje in druge klasične bančne produkte. Globalno transakcijsko bančništvo ponuja storitve s področja upravljanja z denarnimi sredstvi in zunanega trgovskega financiranja ter skrbniške storitve, v okviru področja dela Produkti in finančni trgi pa Banka nudi bančne storitve finančnim ustanovam, borzno posredovanje, zakladniške produkte, trguje za svoj račun in ponuja storitve podjetniških financ ter projektne financiranja.

Podjetniško svetovanje in storitve

V letu 2012 se je nadaljevalo krčenje kreditiranja podjetij v slovenskem prostoru. Gospodarstvo še ni končalo s prestrukturiranjem financiranja, ki je ob pešanju gospodarske aktivnosti še toliko bolj pomembno, a hkrati pomeni tudi večji izziv. V UniCredit Banka Slovenija d.d. verjamemo, da dosledno upoštevanje visokih kreditnih standardov, ki zahtevajo dovolj visoko boniteto podjetij, kakovost ponujenih zavarovanj, predvsem pa zadosten denarni tok, ki bo podjetjem omogočal poplačilo obveznosti do bank brez oviranja tekočega poslovanja, zagotavljamo ne le vzdržno poslovanje Banke, pač pa predvsem vzdržen razvoj in poslovanje podjetij, ki iščejo financiranje.

Z omenjenima ciljema pred očmi smo v preteklem letu skrbno izbirali projekte, ki jih je smiselno financirati. Veseli smo, da smo tudi ob upoštevanju visokih kreditnih standardov obseg posojil strankam Poslovanja s podjetji in investicijskega bančništva še povečali. Obseg teh kreditov smo namreč v letu 2012 v povprečju povečali za kar 9 %, kar ob 10 % upadu kreditiranja nefinančnih družb v Sloveniji na splošno po našem mnenju predstavlja poseben uspeh. S tem smo tudi v preteklem letu želeli pokazati, da iščemo prave projekte, ki jih je vredno financirati kot tudi ponovno potrditi, da želimo biti dober partner najboljšim strankam.

Financiranje je bilo za UniCredit Banka Slovenija d.d. pomembno tudi z vidika rezultata področja Poslovanje s podjetji in investicijsko bančništvo. Prihodki iz naslova financiranja naših strank so namreč predstavljali približno polovico vseh ustvarjenih prihodkov področja v letu 2012.

Globalno transakcijsko bančništvo

V UniCredit Banka Slovenija d.d. stremimo k stalnemu povečevanju zadovoljstva naših strank, zato so ključnega pomena razvoj, implementacija in nadgradnja produktov in rešitev, ki bi olajšale poslovanje strank. Pomemben del k temu prispeva področje globalnega transakcijskega bančništva, ki v svoji sredini združuje produktne specialiste za upravljanje z denarnimi sredstvi, trgovinsko in izvozno financiranje ter dokumentarne posle in skrbniške storitve.

V letu 2012 smo predstavili poslovni paket Modul, ki omogoča kombinacijo storitev po meri stranke. Poleg tega smo v preteklem letu uspešno nadaljevali z uvajanjem SEPA produktov in nadgradnjo storitev POS terminalov. S tovrstnimi aktivnostmi želimo našim strankam zagotoviti, da vse bančne storitve dobijo na enem mestu.

Na področju skrbniških storitev je UniCredit Banka Slovenija d.d. v letu 2012 nadaljevala uspešno pot in povprečni obseg sredstev pod skrbništvom povečala za kar 57 %. S tem smo ponovno dokazali, da stranke cenijo kakovost naših skrbniških storitev, ki jih postavljajo na vodilno mesto med bankami v Sloveniji na področju skrbniških storitev za tuje vlagatelje. Povprečno stanje sredstev strank pod skrbništvom je tako konec leta 2012 doseglo 5,2 milijarde evrov.

Iz naslova vseh storitev globalnega transakcijskega bančništva je UniCredit Banka Slovenija d.d. ustvarila za 15,7 milijona evrov prihodkov oziroma približno toliko kot v letu prej, kar potrjuje našo usmerjenost v razvoj inovativnih rešitev za potrebe strank.

Produkti in finančni trgi

Na področju Produkti in finančni trgi je bila UniCredit Banka Slovenija d.d. v letu 2012 – kljub nadaljevanju nestanovitnih razmer na finančnih trgih – uspešna. Z uspešnim poslovanjem in upravljanjem portfelja, prilagojenim tržnim razmeram, je Banka ponovno izboljšala svoj rezultat. Povečali smo prihodke iz naslova storitev, ki jih nudimo v okviru tega področja, prav tako pa se je povečal tudi rezultat iz trgovanja. Skupaj je Banka na področju Produkti in finančni trgi v letu 2012 ustvarila za 6,5 milijona evrov prihodkov, k čemur je pomembno prispevalo uspešno upravljanje s portfeljem obveznic Banke.

OBETI

Leto 2012 ni prineslo zmanjšanja negotovosti globalnega gospodarstva do želene mere. Zdi se, da se bo tudi leto 2013 nadaljevalo v luči številnih gospodarsko-političnih neznank in s tem prispevalo k nadaljnji nestanovitnosti. Predvsem pa kaže, da tudi prihodnje leto še ne bo prineslo težko pričakovanega gospodarskega okrevanja.

Strategija področja Poslovanje s podjetji in investicijsko bančništvo UniCredit Banka Slovenija d.d. bo ostala prilagojena zaostrenim tržnim razmeram. Pri tem bomo še naprej v središču pozornosti ohranjali nadaljevanje odličnih odnosov s komitenti, spodbujanje dobrih projektov, skrb za kadre in vzdržno rast. Ključni stebri strategije so trdni in bodo tudi v prihodnje ostali naslednji:

- ohranjanje stranke v središču naših naporov in pozornosti;
- ohranjanje zadovoljstva naših strank in hkrati nadaljevanje povečevanja zadovoljstva v primerjavi z drugimi bankami;
- ciljno pridobivanje novih strank;
- izboljševanje donosnosti poslovanja;
- zdrava in vzdržna rast tako z vidika prihodkov kot tudi z vidika bilančne vsote;
- razvoj in nadgradnja storitev in produktov, prilagojenih potrebam strank;
- razvijanje znanja zaposlenih, prenos dobrih praks znotraj Banke in skupine UniCredit ter povečevanje zadovoljstva zaposlenih;
- izboljševanje procesne učinkovitosti poslovanja;
- dosledno sledenje regulatornim zahtevam.

Bančna operativa in storitve

Leto 2012 je bilo v znamenju avtomatizacije in optimizacije procesov s ciljem zvišanja zadovoljstva strank in doseganja višje stroškovne učinkovitosti ob hkratnem znižanju operativnih tveganj iz naslova uvedenih sistemskih kontrol.

Izvedli smo centralizacijo določenih nalog s področja upravljanja računov strank ter s področja izvršb ter uspešno izpeljali številne manjše procesne optimizacije in s tem dosegli sinergijske učinke. Hkrati pa smo omogočili hitrejše odzivne čase in povečanje kakovosti storitev.

Z dodatnim izobraževanjem kadrov in z uvedbo nove aplikacije za reševanje reklamacij smo povečali hitrost in kakovost njihovega reševanja.

Z nadgradnjo sistemov za kontrolo in procesa elektronsko podprte dokumentacije smo zagotovili visok standard na področju izpolnjevanja zahtev zakonodaje s področja preprečevanja pranja denarja in financiranja terorizma. Na področju procesiranja izvršb je Banka investirala tudi v digitalizacijo arhiva in s tem zmanjšala operativne stroške, vezane na papirni arhiv.

Zaključili smo razvoj sistemske podpore za posredovanje podatkov zahtevanih s strani centrov za socialno delo v okviru skupnega projekta E-sociala ter razvili sistem za procesiranje novega plačilnega instrumenta – izvršnice.

Pri podpori kreditnemu poslovanju smo poleg več manjših izboljšav v večji meri optimizirali proces vodenja kreditov prebivalstva ter

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poenotili način elektronskega arhiviranja knjigovodske dokumentacije z arhiviranjem pogodbeno dokumentacije.

Na področju zakladništva in borznega posredovanja smo s ciljem doseganja večje učinkovitosti in kakovosti razvili več sistemskih in procesnih kontrol. V letu 2012 smo implementirali sistemsko podporo pri pripravi pogodb, povezanih z zakladniškimi produkti in produkti denarnega trga ter sistemsko podporo za avtomatizacijo knjiženja zakladniških poslov denarnega trga.

Plačilni promet so v letu 2012 ponovno zaznamovale zakonske spremembe. Tako smo v sklopu uvedbe enotnega območja plačil v evrih (SEPA) izvedli migracijo direktnih bremenitev v SEPA direktne bremenitve.

Pri podpori elektronskemu bančništvu smo s prenovo, avtomatizacijo in optimizacijo procesov povečali kontrolo podatkov, zmanjšali možnost procesnih napak ter ob zmanjšanju stroškov ohranili visoko zadovoljstvo strank. Pri elektronski banki za pravne osebe smo nadaljevali s prilagoditvijo SEPA zahtevam z izvedeno migracijo SEPA direktnih bremenitev.

Na področju POS pridobiteljstva smo poleg osnovnih kartičnih produktov uspešno končali implementacijo vseh gostujočih kartičnih produktov (Diners, American Express, Karanta). Z obširno avtomatizacijo POS procesiranja pa smo, kljub implementaciji novih produktov, uspeli skrajšati čas obdelave zahtevkov znotraj Banke.

Na področju podpore kartičnemu poslovanju smo uspeli bistveno skrajšati čas, ki ga za procesiranje zahtevkov porabijo svetovalci, vzpostavili smo kontrole za preprečevanje napak, okrepili smo integracijo med kartičnimi sistemi in sistemi elektronskega bančništva ter s tem olajšali poslovanje strankam, saj lahko več sprememb uredijo na enem mestu, v svoji Online b@nki.

Varovanje informacij in informacijskega sistema

Leto 2012 je bilo tudi na področju varnosti pestro in polno izzivov. Še enkrat se je potrdilo, kako pomembno je imeti vzpostavljen dober, zanesljiv in fleksibilen sistem varovanja.

Posamezni ukrepi s področij kot so informacijsko-komunikacijska tehnologija (ICT), fizična in tehnična varnost, preprečevanje zlorab, neprekinjeno poslovanje ter nenehno prilagajanje teh področij trenutnim trendom groženj zagotavljajo ustrezno raven varovanja.

Tu lahko izpostavimo aktivnosti in ukrepe, ki jih je Banka pričela izvajati za doseganje zahtev iz regulative PCI DSS (Payment Card

Industry Data Security Standard). Slednja ureja področje varnosti, povezano s kartičnimi produkti.

Banka se je v letu 2012 intenzivno ukvarjala s posodabljanjem in nadgrajevanjem ICT infrastrukture, ki zagotavlja boljšo učinkovitost ICT sistema, dvig varnosti ter omogoča boljšo sledljivost dogodkov (*Audit Trail - revizijska sled*).

Aktivnosti so potekale tudi, kar zadeva konsolidacijo storitev na področju izvajanja tehničnih varnostnih storitev ter ustvarjanje varčevalnih učinkov ob ohranjanju enake ravni varnosti.

Tudi v letu 2012 smo nadaljevali z izobraževanjem zaposlenih na področju varnosti. Poseben poudarek smo namenili usmerjenemu varnostnemu izobraževanju zaposlenih v prodajni mreži, katerih delovno okolje zaradi spremenjenih ekonomskih razmer postaja vse bolj zahtevno in stresno.

Popolne varnosti ni, zato je delo na področju varnosti nenehno proces, kateremu bo Banka zavezana tudi v prihodnje.

Obvladovanje poslovnih tveganj

Upravljanje s tveganji

Eden izmed ključnih gradnikov poslovanja UniCredit Banka Slovenija d.d. je kultura upravljanja s tveganji. Verjamemo, da se naši visoki cilji glede kazalcev dobičkonosnosti, ugleda, kakovosti in nenazadnje kulture upravljanja s tveganji medsebojno močno prepletajo. Z namenom trajnostnega doseganja visokih ambicij se Banka pri svojem delu osredotoča na vsa omenjena področja. Pri tem ustrezna kultura upravljanja s tveganji ni le eden izmed ciljev, temveč je ključni potreben pogoj za doseganje ciljev Banke na vseh področjih. S tega vidika upravljanje s tveganji zadeva vso Banko in vse zaposlene na vseh področjih.

S strokovno-upravljaljskega vidika osrednjo vlogo pri upravljanju s tveganji v Banki nosi divizija Upravljanje s tveganji. Med tveganji, ki jim posvečamo še posebno pozornost, so med drugim kreditno tveganje, tržna tveganja, likvidnostno tveganje, operativno tveganje, strateško tveganje, tveganje ugleda in poslovno tveganje. Podroben opis upravljanja s tveganji z organizacijskega in postopkovnega vidika ter z vidika pomembnejših kazalnikov upravljanja s tveganji je podan v poglavju Celovito upravljanje s tveganji.

Okolje, v katerem je v letu 2012 poslovala UniCredit Banka Slovenija d.d., je bilo skladno s pričakovanji zahtevnejše kot kadarkoli pred tem. Zaradi prevelike zadolženosti gospodarstva in hkratnega pešanja gospodarske aktivnosti se je v bančnem sistemu nadaljevalo povečevanje obsega slabih naložb ter omejene priložnosti za rast prihodkov. Obenem se je nadaljeval pritisk likvidnostnih nihanj v evropskem prostoru, manjša zainteresiranost tujega refinanciranja slovenskega bančnega prostora pa je povzročila povečano tekmovanje med bankami za pridobivanje depozitov s strani prebivalstva in gospodarstva. Ob hkratnem nižanju evropskih referenčnih obrestnih mer, so se obrestne škarje med aktivo in pasivo bančnih bilanc pričele zapirati.

V takšnem okolju je UniCredit Banka Slovenija d.d. v letu 2012 oblikovala za 35,5 milijonov evrov slabitev in rezervacij za kreditno tveganje, kar je 51,7 % več kot v letu 2011 in 9,0 % nad planom za leto 2012. Povečanje je posledica splošnega poslabšanja gospodarskega okolja.

Ne glede na težke gospodarske razmere se v Banki kažejo pozitivni učinki preventivnih in korektivnih ukrepov, ki so se pričeli izvajati že v letih 2008 in 2009 in se nadaljujejo tudi danes. Tako je Banka nadaljevala s krepitvijo in povečanjem pooblastil organizacijskih enot, ki se ukvarjajo z zgodnjim odkrivanjem opozorilnih signalov in enot, ki se ukvarjajo s prestrukturiranjem in izterjavo in so ločene od komercialne aktivnosti Banke.

Pristop na podlagi notranjih bonitetnih sistemov (v nadaljevanju IRB pristop) k ocenjevanju kapitalskih potreb za kreditno tveganje s svojimi strogimi pravili nastanka dogodka neplačila omogoča

Banki hitrejšo identifikacijo morebitnih slabšanj v portfelju in hitrejšo odzivanje. Klasifikacija kreditne aktive, ki jo Banka uporablja, pa je zaradi konzervativnosti strožja od regulatornih zahtev, kar zagotavlja dodatno varnost pri poslovanju Banke.

Banka je v 2011 in 2012 izpopolnila proces spremljanja in pripoznavanja zavarovanj pri oceni kapitalskih potreb. Vsi omenjeni ukrepi so prispevali k temu, da so kljub težkim gospodarskim razmeram, kazalniki varnosti Banke ob koncu 2012 boljši kot v preteklosti. Tako je Tier 1 količnik kapitalске ustreznosti ob koncu 2012 znašal 12,2 %, količnik kapitalске ustreznosti pa 13,5 %, kar predstavlja 1,7-kratnik regulatorne kapitalске zahteve po prvem stebru in 1,3-kratnik kapitalске zahteve po drugem stebru. To pomeni, da je Banka pripravljena za morebitno nadaljnjo rast in morebitne nadaljnje pretrese na trgu.

V letu 2012 je Banka namenila tudi posebno pozornost zagotavljanju večje likvidnostne neodvisnosti. Posledično pomembni likvidnostni kazalci prav tako kažejo izboljšanje. Tako je razmerje med krediti in vlogami strank, ki niso banke 31. 12. 2012 znašalo 1,85 v primerjavi z 2,64 dne 31. 12. 2011. Količnik strukturne likvidnosti nad enim letom je konec leta 2012 znašal 1,03.

Trenutno stanje v gospodarskem okolju in še posebej kratkoročne napovedi so še vedno izpostavljene pomembnim negotovostim. Leto 2012 je bilo zahtevno. Leto 2013 najverjetneje ne bo nič lažje.

Zato se bo Banka še naprej osredotočala na ustrezna prestrukturiranja problematičnih izpostavljenosti in upravljanje tveganju prilagojene aktive, obenem pa bo nadaljevala z izboljševanjem svojih kreditnih procesov kot tudi z aktivnostmi spremljanja kreditnega portfelja. Na področju tržnih in operativnih tveganj se bo Banka še naprej osredotočala na ohranjanje visoke ravni spremljanja tveganj v skladu z veljavno zakonodajo in predpisi kot tudi razvojem znotraj skupine UniCredit.

Strategija prevzemanja tveganj v letu 2013 bo temeljila na previdnem povečevanju izpostavljenosti z namenom generiranja zadostnih prihodkov za ohranjanje in povečevanje sposobnosti Banke za pokrivanje pričakovanih in nepričakovanih izgub.

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UniCredit Banka Slovenija d.d. si kot del skupine UniCredit prizadeva biti samoiniciativna in aktivna na področju družbene odgovornosti tudi in še posebej v času nestanovitnih razmer na trgu. Zdaj je pravi čas za vzpostavitev in dodatno graditev zaupanja in dokaz, da Banka strankam stoji ob strani tudi v težjih časih. Naša prednost je zavzetost pri iskanju najboljših rešitev za vse deležnike. Enakopravnost, preglednost, spoštovanje, vzajemnost in svoboda delovanja pa so tiste vrednote, ki jim pri svojem družbeno odgovornem delovanju še posebej vestno sledimo.

Za Banko je ključno, da si v javnosti – tako lokalno kot tudi znotraj Skupine – ustvarja zaupanje, ga s svojimi dejanji utrjuje in tudi na primeren način komunicira. Še toliko bolj je slednje pomembno v časih, ko so razmere na trgih spremenljive in ko poslovni partnerji iščejo najbolj varne in stabilne rešitve ter sogovornike.

Gradimo dobro klimo v podjetju, saj želimo najboljšim sodelavcem ponuditi dovolj izzivov in udobno delovno okolje. Naše delovanje nadgrajujemo v skladu z vrednotami, ki smo jih zapisali v Listini o vrednotah, ki je skupna vsem članicam finančne skupine UniCredit.

Odnos do sodelavcev

V UniCredit Banka Slovenija d.d. se zavedamo, da so zaposleni vir moči, energije in znanja, ki prispevajo k doseganju dolgoročnih ciljev Banke ter zadovoljstvu strank in sodelavcev. Zato njihovem razvoju posvečamo veliko pozornost.

KOMUNICIRANJE S SODELAVCI

Naši sodelavci odsevajo delovanje Banke navzven in so ključni dejavniki graditve ugleda v očeh ostalih deležnikov. Z aktivnostmi, ki smo jih izvajali tudi v letu 2012, smo jim želeli pokazati, da je njihov prispevek pomemben, dobrodošel in cenjen.

Primerljivost naših aktivnosti na področju skrbi za sodelavce postavljamo ob bok tudi drugim podjetjem. Nagrada »Top 10 izobraževalcev«, ki smo jo prejeli v letu 2012 že drugo leto zapored, je posledica vlaganja v znanje sodelavcev, nagrada »Ugleden delodajalec« pa posledica ravnanja s procesom iskanja in selekcije kadrov na trgu.

Z interno komunikacijo smo poudarjali povezanost prodajnih in neprodajnih enot ter skupno zavezanost k istemu cilju – uresničevanju ciljev Banke. Z aktivno komunikacijo in izvedbo projektov kot so UniCredit dan (v preteklosti pod imenom Dan Listine o vrednotah), s programom izobraževanja perspektivnih kadrov UniQuest, s programoma za identifikacijo in razvoj ključnih kadrov Banke – EDP (Executive Development Plan) za vodje in TMR (Talent Management Review) za talente z vodstvenim potencialom, z obveščanjem o možnostih izobraževanja in zaposlitve v Banki in Skupini ter z drugimi projekti (od teh jih je kar nekaj potekalo v vseh

državah, kjer je Skupina prisotna), smo tkali povezave tudi s skupino UniCredit.

O aktualnih temah smo zaposlene tudi v letu 2012 obveščali s pismi uprave, z osebnimi pismi, elektronsko pošto, preko intranetne strani Banke ter osebno, na srečanjih sodelavcev z različnih ravni Banke. Jeseni so v treh mestih potekala srečanja zaposlenih z upravo in ključnimi vodji Banke z namenom predstavitve poslovnih rezultatov, okolja, trendov ter pomembnih smernic za prihodnost. Predstavniki najvišjega vodstva Banke so bili vsakokrat na razpolago tudi za dodatna vprašanja, mnenja in komentarje sodelavcev, ki so se srečanj udeležili. Srečanj se je na prostovoljni osnovi v popoldanskem času udeležila približno polovica sodelavcev, anketa med njimi pa je pokazala, da so tovrstna srečanja pozitivno sprejeta. V športno-dobrodelnem vzdušju, v katerem smo preživeli poletno neformalno srečanje sodelavce Banke, UniCredit Leasinga in UniCredit CAIB Slovenija d.d., vseh treh članic Skupine v Sloveniji, se je tudi letos približno 200 bančnic in bančnikov podalo na Rakitno, na prenavljanje otroškega letovišča.

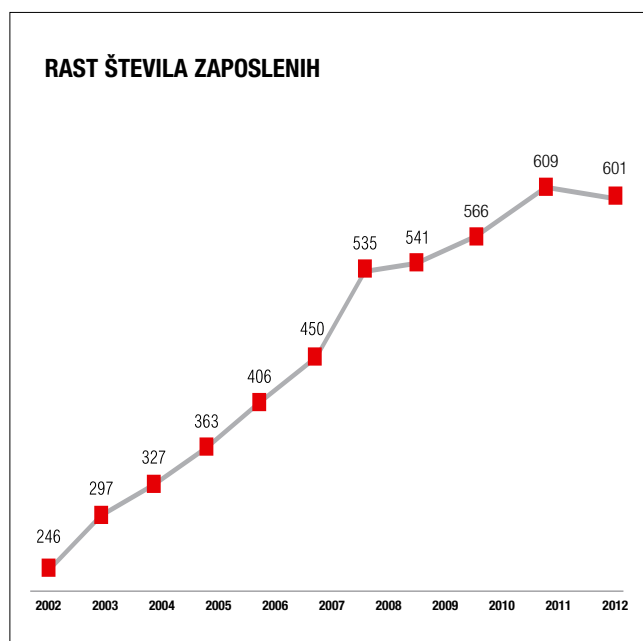
Federicco Ghizzoni, izvršni direktor Skupine, je vse sodelavce preko video povezave nagovoril ob vsaki predstavitvi poslovnih rezultatov (četrtletno) in ob pomembnejših temah, sodelavci pa so ob vsaki priložnosti imeli možnost posredovanja dodatnih vprašanj ali predlogov. Na portalu Onegate, intranetu Skupine, so sodelavci iz vseh 22 držav lahko kadarkoli dostopali do novic in drugih informacij, vezanih na delovanje holdinga in članic. Aktivno smo se vključevali tudi v pripravo publikacije »CEE Newsletter«, ki izhaja mesečno v vseh državah srednje in vzhodne Evrope, kjer so članice Skupine, in med drugim vključuje intervjuje s sodelavci in primere najboljših poslovnih praks.

Nadaljevali smo z izdajo trimesečnih internih novic o aktualnem dogajanju v Banki, imenovanih KomUNikacije, mesečnih novic s področja HR programov in projektov za vse zaposlene ter četrtletno posebne izdaje za vodje. Pričeli smo z rednimi izdajami posebnih bančnih novičk za različne skupine zaposlenih, ki so tako ali drugače dalj časa odsotni: »Novičke za porodnice«, namenjene sodelavkam in sodelavcem na porodniškem dopustu, »Bančne novičke« za sodelavce, ki so dalj časa odsotni zaradi zdravstvenih težav in »Expat novičke«, namenjene tistim, ki svojo kariero nadaljujejo v obliki napotitve v tujini. Na ta način želimo ohraniti stik z zaposlenimi, z njimi deliti koristne informacije in aktualna dogajanja v Banki ter jim omogočiti čim lažjo ponovno vključitev v delovno okolje. Prav tako smo – z željo, da bi se novi sodelavci in sodelavke čim lažje in hitreje vključili v naše okolje – pripravili priročnik za novozaposlene z imenom UniCredit Bank »Survival Kit«, ki vsebuje ključne informacije o Banki. Glede na to, da smo del mednarodne mreže in so nekateri novi zaposleni k nam napoteni s strani članic skupine UniCredit, smo za njihovo dobrodošlico v Banki in Sloveniji pripravili podoben priročnik v angleškem jeziku (UniCredit Bank »Expat Survival Kit«), da jim čim bolj olajšamo prehod ter približamo novo delovno okolje, kulturo in navade.

RAST ŠTEVILA ZAPOSLENIH IN ZAPOSLOVANJE

Eno pglavitnih načel, ki usmerjajo naša ravnanja na področju zaposlovanja, je zagotavljanje kandidatom za zaposlitev enake možnosti zaposlovanja ne glede na spol ali drugo osebno okoliščino.

V zadnjih petih letih (od leta 2007 do 2012) se je število zaposlenih v UniCredit Banka Slovenija d.d. povečalo za skoraj 150 sodelavcev oziroma za 33 %. V letu 2012 beležimo 1,3-odstotno znižanje števila zaposlenih, ki je predvsem posledica optimizacije dela. Mesečno smo v povprečju dodatno angažirali 46 študentov.

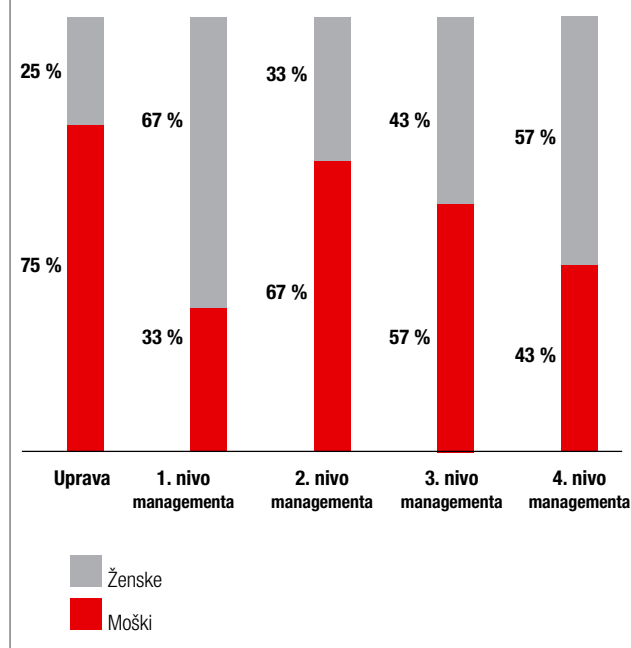


Povprečna starost zaposlenih v Banki je bila 38 let, kar pomeni, da je populacija v povprečju 3 % starejša glede na leto 2011. Strukturo zaposlenih po spolu sestavlja 63 % žensk in 37 % moških, pri čemer je razmerje glede na leto 2011 spremenjeno za 1 odstotno točko v korist žensk. Skrbimo tudi za raznolikost med zaposlenimi, kar se kaže med drugim v mešani strukturi zaposlenih (med njimi je namreč 7 tujcev ali 1,1 %, kar je posledica programov razvoja zaposlenih znotraj Skupine) in strukturi vodij po spolu, saj je v vodstvenih strukturah na vseh ravneh 51,4 % žensk in 48,6 % moških. Razmerje vodilnih zaposlenih po spolu je na lanskoletni ravni.

V letu 2012 je devet zaposlenih znanja in izkušnje pridobivalo v okviru začasne napotitve na delo v tujini (8 sodelavcev v Republiki Avstriji in 1 sodelavec v Republiki Srbiji).

Skupaj 96,4 % sodelavk in sodelavcev je bilo zaposlenih po kolektivni pogodbi, preostali po individualni.

KADROVSKA STRUKTURA PO SPOLU



V letu 2012 se nam je skupaj pridružilo 39 novih sodelavcev, 46 jih je Banko zapustilo (od tega dve upokojitvi in ena smrt). Z novimi zaposlenimi smo sklenili 22 pogodb za določen čas, 7 pogodb za pripravništvo, ostale za nedoločen čas. Povprečno je imela Banka mesečno preko leta 71 zaposlenih za določen čas in 3 zaposlene pripravnike, kar je v povprečju 12 % zaposlenih za določen čas. Odstotek zaposlenih za določen čas se je v primerjavi s koncem leta 2011 zmanjšal za 1 odstotno točko.

V Banki je bilo 135 zaposlenih skupaj več kot 10 let, od tega 37 več kot 20 let. V letu 2012 je bilo na porodniškem dopustu povprečno tekom celega leta 28 porodnic (4,6 % celotne populacije zaposlenih), skupno se je sodelavcem in sodelavkam rodilo 45 otrok. 22 sodelavcev oz. vsi upravičeni so koristili tudi očetovski dopust. Na podlagi Zakona o starševskem varstvu in družinskih prejemkih (Ur. l. RS, št. 110/2006) 26 zaposlenih delo opravlja s skrajšanim delovnim časom, pri čemer štirim zaposlenim za 4-urni delovni dan izplačujemo 55 % plače kot obliko olajšave pri usklajevanju družinskih in službenih obveznosti.

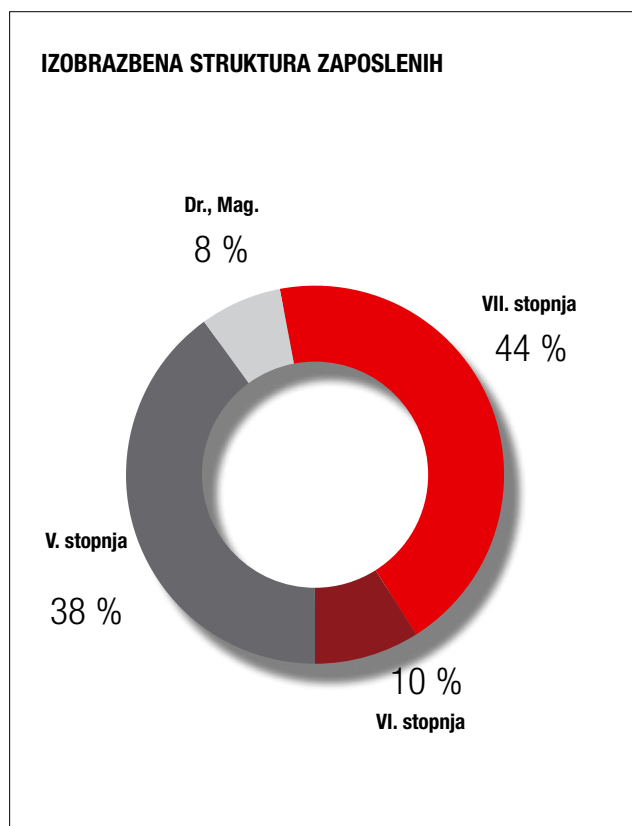
Stopnja fluktuacije je v letu 2012 znašala 6,9 % in je za 1,4 odstotne točke višja kot je bila v letu 2011.

IZOBRAZBENA STRUKTURA

Banka in njeni zaposleni posvečajo veliko pozornost znanju in izobrazbi, kar potrjuje podatek, da je bilo v Banki 8,2 % zaposlenih z magisterijem (povišanje za 1,5 odstotne točke glede na leto 2011),

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54 % zaposlenih z višjo, visoko strokovno oziroma univerzitetno izobrazbo (povišanje za 2 odstotni točki), 37,8 % zaposlenih je imelo srednjo izobrazbo (znižanje za 2,5 odstotne točke v primerjavi z letom 2011). Trend kaže na zviševanje izobrazbene strukture v prid visoke strokovne oziroma univerzitetne stopnje.



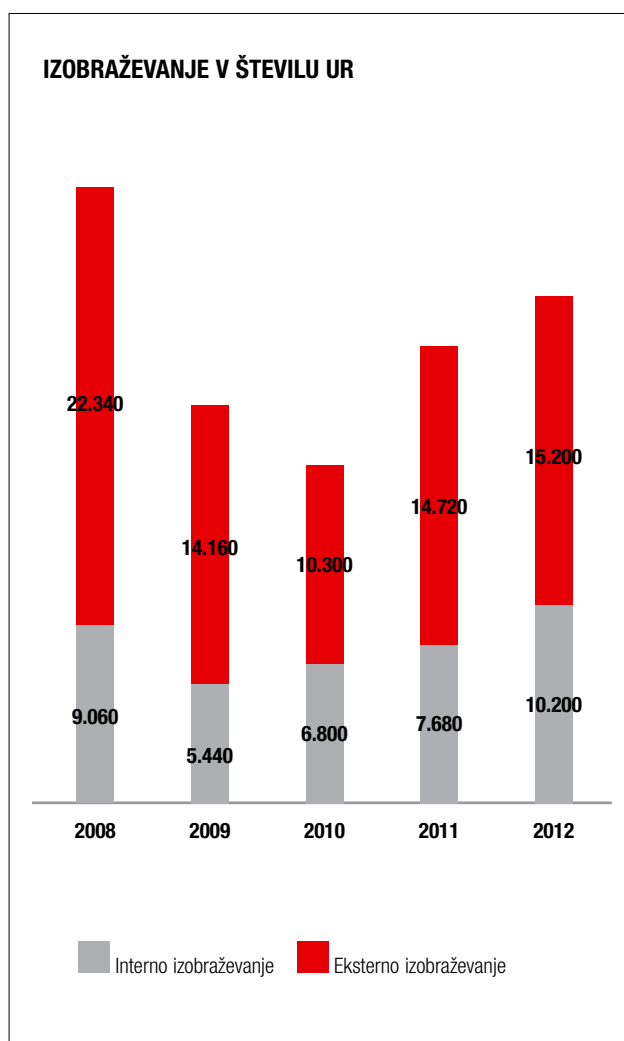
USPOSABLJANJE IN IZOBRAŽEVANJE

V letu 2012 je Banka za izobraževanje namenila 0,3 % sredstev od skupnih prihodkov, znesek, porabljen za izobraževanja, pa se je zmanjšal za 2,9 %. To je posledica manjšega obsega zaposlovanja glede na leto poprej, ko smo odprli devet novih poslovnih enot, zaradi česar smo morali izobraziti tudi nove sodelavce. Istočasno smo v letu 2012 v bistveno večji meri uvedli sodobno in stroškovno ugodnejšo obliko izobraževanja – spletno učenje.

Skupaj je bilo v letu 2012 izvedenih 25.400 ur izobraževanja (13,4 % več kot v letu 2011). V povprečju se je vsak zaposleni izobraževal preko 45 pedagoških ur (11 % več kot leta 2011), pri čemer je bil povprečni strošek za izobraževanje na zaposlenega 409 evrov. Vsebine izobraževanj so bile bančno strokovne, izvedli smo izobraževanja o komunikacijskih tehnikah, veščinah vodenja ter izpopolnjevanje jezikovnih znanj. V letu 2012 smo imeli sedem delavnic na temo obvladovanja stresa in preprečevanja izgorevanja na delovnem mestu, ki

se jih je udeležilo 22 % vseh zaposlenih. Vse sodelavce smo vključili v spletne tečaje s področja skladnosti poslovanja in upravljanja z delovno učinkovitostjo, nove sodelavce pa tudi v tečaj varnosti informacijskega sistema.

Delež internih izobraževanj je znašal dobrih 40 % (v skupnem seštevku izobraževanj 18 % več kot v letu 2011), pri čemer so bile pokrite naslednje vsebine: produktna in procesna izobraževanja (skupaj približno 46 % vseh internih izobraževanj), skladnost poslovanja (skupaj 36 % vseh internih izobraževanj), uvajalni seminar za novo zaposlene »Dobrodošli med najboljšimi« (skupaj 8 % vseh internih izobraževanj), izobraževanja za vodje (skupaj 6 % vseh internih izobraževanj), uvedba in uporaba novega sistema upravljanja z delovno učinkovitostjo (skupaj 2 % vseh internih izobraževanj) ter klasična oblika delavnice na temo preprečevanje pranja denarja in financiranja terorizma (skupaj 2 % vseh internih izobraževanj).



Uvajalni seminar »Dobrodošli med najboljšimi«, katerega namen je hitrejša in lažja vključitev novo zaposlenih sodelavcev ter spoznavanje vizije in strategije glavnih organizacijskih enot ter njihovih vlog v podjetju, poteka v Banki že od leta 2004. Seminar je bil od svojega začetka izveden že 36-krat, v letu 2012 se ga je v treh ponovitvah udeležilo 43 sodelavcev. Namenjenih mu je bilo več kot 3 % pedagoških ur vsega izobraževanja.

Tudi v letu 2012 smo izvajali program razvoja talentov, v sklopu katerega so mladi perspektivni sodelavci delovali na dveh aktualnih projektih: »Ambasadorji Performance Managementa« in »Retail Fee Business«. V okviru programa razvoja talentov je bila izpeljana dvodnevna delavnica, namenjena treningu medsebojne komunikacije in motivacije. Ponovno nas je v Sloveniji obiskal trener Skupine Kerr Wells, ki za potrebe bank v Skupini izvaja treninge vodenja in je za naše talente pripravil 3-dnevno delavnico z naslovom »Giving and Receiving Feedback«, za vodje in strokovnjake pa treninga »Negotiation Skills« in »Presentation Skills«. Svetovalci in analitiki s področja poslovanja s podjetji so sodelovali v zanimivi simulacijski poslovni igri »Decision Base« ter na 4-dnevni delavnici »Risk Assessment with Focus on Economic Development«, ki predstavlja temelje za delo sodelavcev, katerih naloga je presojanje tveganj pri poslovanju s podjetji.

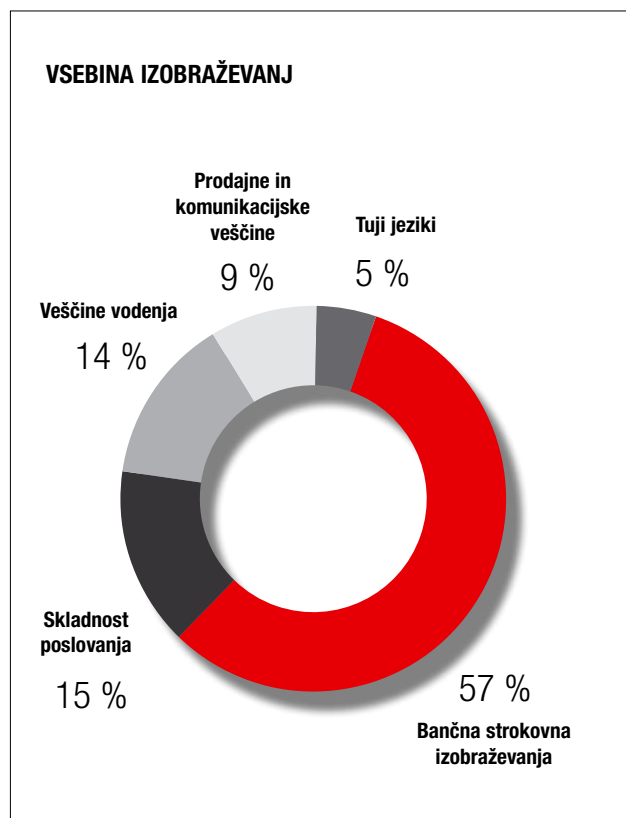
Na področju licenc je v preteklem letu 16 sodelavcev uspešno opravilo preizkus strokovnih znanj, potrebnih za opravljanje poslov zavarovalnega posredovanja. Skupno je imelo ob koncu leta 2012 v Banki dovoljenje za trženje vzajemnih skladov 103, za zavarovalno posredovanje 77, borzno licenco pa 16 sodelavcev.

V skupni kvoti izobraževalnih ur je bilo 57 % ur namenjenih bančnim strokovnim izobraževanjem, 15 % je bil delež izobraževanj s področja skladnosti poslovanja, 14 % predstavljajo usposabljanja o vodstvenih veščinah, 9 % ur pokriva izpopolnjevanje na področju prodajnih in komunikacijskih spretnosti, za učenje tujih jezikov pa je bilo namenjenih 5 % skupne kvote izobraževalnih ur.

RAZVOJ ZAPOSLENIH IN NAGRAJEVANJE

Banka že vrsto let sistematično skrbi za razvoj ključnih kadrov, in sicer s pomočjo dveh razvojnih programov, ki potekata na ravni Skupine in posamezne banke: Executive Development Plan – EDP (razvoj vodij) in Talent Management Review – TMR (razvoj talentov).

V letu 2012 smo identificirali 13 perspektivnih sodelavcev – talentov, kar predstavlja 2 % celotne populacije in jih tekom leta usposabljali in pripravljali za morebitne bodoče vodstvene vloge. Program razvoja talentov je tako v štirih letih uspešno zaključilo skupaj preko 10 % zaposlenih, od tega jih je v tem obdobju 27 % vertikalno napredovalo, 11 % pa zamenjalo divizijo; skupno 38 % udeležencev je tako po vstopu v program preizkusilo karierno spremembo.



Bistven del programa razvoja talentov je bilo tudi v 2012 delo na specifičnih realnih projektih, pri čemer smo izredno pozornost posvečali dejstvu, da talent sodeluje na projektu, katerega vsebine sicer ne pozna oz. se z njo pri svojem rednem delu še ni neposredno srečal. Poleg projektne dela smo v okviru programa s talenti opravili t.i. assesment center (ocenjevalni dan), individualni razvojni načrt ter dve skupinski delavnici na temo veščin vodenja.

V program razvoja ključnih kadrov (EDP) je bilo tako kot v letu prej vključenih 7 % zaposlenih, in sicer celotna vodstvena struktura vključno z identificiranimi možnimi nasledniki za posamezno funkcijo. Znotraj Skupine obstaja veliko možnosti za dodatno usposabljanje in izobraževanje v mednarodnih ekipah in mednarodnem okolju; program UniQuest je v prvi vrsti namenjen talentom, s ciljem poiskati in razvijati mlade strokovnjake iz celotne Skupine. V ta program se lahko prijavi vsak zaposleni, sprejem v program pa je posledica izpolnjevanja pogojev in opravljenega sprejemnega postopka oz. ocenjevanja. Izbrani kandidati eno leto delujejo na realnih poslovnih projektih Skupine. Iz naše Banke se je do sedaj v ta program uspelo uvrstiti šestim sodelavcem, od katerih dva, ki sta bila izbrana v letu 2012, nadaljujeta svoje učno popotovanje tudi v letu 2013.

Priročnost za razvoj perspektivnih kadrov in strokovnjakov omogoča tudi eden najnovejših programov Skupine »CEE has no boundaries«. Gre za projekt, ki je namenjen mednarodni mobilnosti talentov

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in pridobivanju oz. deljenju konkretnih delovnih izkušenj v smislu »on-the-job« učenja in razvoja. V letu 2012 so potekali tudi različni podiplomski in magistrski programi, ki ponujajo dodatna znanja na področju investicijskega in podjetniškega bančništva ter poslovanja s prebivalstvom, razpisani tudi za zunanje kandidate.

Bistvo vseh programov je kontinuiteta razvoja zaposlenih, njihovih sposobnosti in znanj ter skrb za zagotavljanje novih generacij sposobnih vodij in strokovnjakov za dolgoročno stabilnost in rast poslovanja Banke ter posledično celotne Skupine.

Za razvoj zaposlenih sistematično skrbimo tudi s pomočjo sistema »Performance management« (Upravljanje z delovno učinkovitostjo), ki je informacijsko podprt z lokalno aplikacijo in v osnovi sestavljen iz dveh delov – letnega osebnega (razvojnega) razgovora, v sklopu katerega vodja in zaposleni enkrat letno postavljata cilje, in ocenjevalnega razgovora, ki poteka dvakrat letno (polletna ocena in skupna celoletna ocena ob koncu leta), kjer je bistveno posredovanje povratne informacije o uspešnosti pri delu, še posebej pa pravilno in sistematično usmerjanje in razvijanje zaposlenih na pravih področjih. Aplikacija omogoča večjo učinkovitost izvedbe, skupek vseh informacij na enem mestu in večjo preglednost.

Letni razvojni pogovor predstavlja osnovo za razvoj zaposlenih in ga opredeljujemo kot konkurenčno prednost, saj je osnova za tak pogovor ocena kvantitativnih in kvalitativnih ciljev ter vedenj oziroma kompetenc. Rezultat vodenja s pomočjo »Performance Management« procesa je večja seznanjenost s cilji in strategijo Banke ter posameznimi organizacijskimi enotami, izmenjava pogledov na uspešnost pri delu in s tem večje zadovoljstvo zaposlenih.

Sistem »Performance Management« je med drugim povezan tudi s sistemom nagrajevanja, ki temelji na politiki prejemkov, katere glavne značilnosti so naslednje: opredeljeni so zaposleni s posebno naravo dela, določen je način in obdobje odložitve plačila za zaposlene s posebno naravo dela, poenoten je sistem spremljanja delovne uspešnosti za vse zaposlene (tako prodajnih kot neprodajnih delov Banke), enotna frekvenca spremljanja doseganja rezultatov, uvedba enotnega cilja za vsakega zaposlenega (Economic Value Added za leto 2012), enotna frekvenca in časovnica izplačil variabilnega dela plače na podlagi dosežene delovne uspešnosti za vse zaposlene.

V letu 2012 smo se zelo intenzivno posvečali komuniciranju pomembnosti, prednosti in uporabi sistema »Performance Management«. Da bi se sodelavke in sodelavci čim manj ukvarjali s tehniko in bistveno več z vsebino razgovorov, smo ob medletnem ocenjevanju kot dodatno pomoč vodjem in zaposlenim oblikovali in izvedli e-izobraževanje na temo upravljanja z delovno uspešnostjo, s katerim smo na kratko osvežili korake, ki so potrebni za izvedbo ocenjevalnih in letnih osebnih razgovorov.

V okviru TMR programa je v 2012 ena skupina talentov delovala na projektu Talenti – Ambasadorji procesa »Performance Management« in se tekom leta ukvarjala s promocijo procesa ter iskala načine za dvig razumevanja, motivacije in zavzetosti zaposlenih pri izvedbi. Med drugim so v sklopu širših delavnic na temo deljenja dobrih vodstvenih praks in izkušenj, ki smo jih konec leta organizirali za vodje, izvedli predstavitev glavnih poudarkov in vodje pred pričetkom novega cikla pozvali h kakovostni izvedbi razgovorov.

Verjamemo, da s sistemom »Performance Management« prispevamo k vzdržnosti poslovanja in zagotavljanju doseganja pozitivnih poslovnih rezultatov na dolgi rok.

SKRB ZA ZADOVOLJSTVO ZAPOSLENIH

V okviru skupine UniCredit že od leta 2006 izvajamo raziskavo o zadovoljstvu zaposlenih (People Survey), ki predstavlja ključen element našega modela upravljanja z zaposlenimi in njihovimi sposobnostmi ter znanji. Anketo izvajamo redno vsaki dve leti, v vmesnem času pa enkrat letno merimo »utrip« zadovoljstva zaposlenih s kratkimi raziskavami zadovoljstva. Tako leto za leto merimo napredek pri naših prizadevanjih za ohranitev in povečanje uspešnosti poslovanja ter za ustvarjanje prijetnega delovnega okolja, v katerem zaposleni lahko izražajo svoje potenciale, povratne informacije pa nam pomagajo izboljšati tudi kakovost odnosov in zadovoljstvo naših sodelavcev ter posledično strank.

Konec leta 2012 je potekala krajša raziskava o zadovoljstvu zaposlenih. Na ravni Skupine smo k sodelovanju povabili približno 37.000 sodelavcev iz vse Evrope. Anketa se je osredotočila predvsem na naš indeks zavzetosti, s posebnim poudarkom na področjih, ki so bila v letu poprej s strani sodelavcev opredeljena kot najbolj pomembna. To so področja, ki so bila posledično vključena v naše akcijske načrte za dvig zadovoljstva.

V letu 2012 smo na podlagi pridobljenih podatkov in analize ključnih gonilnikov zavzetosti za Banko iz predhodne raziskave izpostavili glavni področji, ki smo se jima posvečali v letu 2012 in se jima bomo še naprej posvečali v letu 2013: upravljanje z delovno učinkovitostjo (»Performance Management«) in vodenje. Rezultate raziskave o zadovoljstvu smo objavili na intranetni strani, o konkretnih razlogih za rezultate pa smo se pogovarjali na fokusnih delavnicah, ki jih je vodila služba Upravljanje s človeškimi viri. V okviru teh delavnic smo zbirali predloge, kaj lahko vsi skupaj naredimo za spremembo določenega vidika delovanja posameznika in Banke ter našega počutja v njej. Velik poudarek je bil na tem, da smo vsi soodgovorni za naše počutje in s tem tudi za delovanje celotne Banke. Tudi na podlagi rezultatov teh srečanj je potekal usmerjeni pogovor najvišjega vodstva (Uprava in vodje divizij) o kritičnih področjih, ki mu je sledila priprava akcijskega načrta s ključnimi aktivnostmi za spremembe.

Med aktivnostmi, ki so bile rezultat raziskave in del našega

akcijskega načrta za 2012, izpostavljamo izvedbo dveh delavnic za vodje na temo deljenja dobrih vodstvenih praks in izkušenj, kjer je bila diskusija na temo veščin vodenja in odpravljanje težav, s katerimi se vodje soočajo, prvenstvena učna metoda. Cilji, ki smo jih želeli doseči z delavnicami, so odličnost na področju vodenja s pomočjo izmenjave izkušenj in prenosa primerov dobrih praks med vodilnimi delavci naše Banke, saj vidimo naš potencial v znanju in izkušnjah naših sodelavcev, in spodbujanje medsebojnega sodelovanja in učenja v delovnem okolju.

V letu 2012 smo nadaljevali z dobrimi praksami, ki so izhajale iz preteklih raziskav; med drugimi smo organizirali zajtrk z upravo, kjer so svoje misli, poglede in predloge z upravo v mesecu novembru delili talenti, zaradi pozitivnih odzivov iz leta 2011 pa smo v poletnih mesecih nadaljevali tudi z izvajanjem kariernih razgovorov s posamezniki, ki so v okviru letnega razvojnega pogovora izrazili željo po napredovanju. Zaposlene redno obveščamo o izobraževalnih aktivnostih v prihodnjem mesecu, nadaljujemo z uvajanjem sistema »Human Resources Business Partners« (poslovnih partnerjev) posameznih divizij. HR Business Partner deluje kot skrbnik za posamezno divizijo za vsa kadrovska področja, zaradi česar postopki tečejo hitreje in bolj pregledno. Na ta način kadrovski strokovnjaki lažje in učinkoviteje, skupaj s kolegi iz poslovnih divizij, rešujejo izzive. Z namenom spoznavanja delovanja službe Upravljanje s človeškimi viri smo nadaljevali z organizacijo dni odprtih vrat HRMD ter neformalnimi druženji z naslovom »A prideš?«, kjer smo sodelavce iz različnih enot povabili na jutranjo kavo in neformalen klepet.

Ponosni smo na dejstvo, da smo lastniki certifikata Družini prijazno podjetje. Veliko pozornosti posvečamo družinam ter usklajevanju službenega in družinskega življenja naših sodelavcev. Med ukrepi, ki smo jih že izvedli, lahko omenimo otroški bonus; staršem prvošolčkov na prvi šolski dan omogočamo spremljanje otrok v šolo in koriščenje izrednega plačanega dopusta. Staršem, ki uvajajo otroka v vrtec, omogočamo fleksibilno organizacijo delovnega časa v tednu uvajanja. Poleg tega imajo sodelavke in sodelavci, če se odločijo za krajši delovni čas v skladu z zakonom, po vrnitvi s porodniškega dopusta možnost krajšega delavnikarja, pri čemer za 4-urni delovnik prejmejo 55-odstotno plačilo plače. Tekom leta smo za starše in otroke organizirali delavnice varnosti v cestnem prometu, konec leta pa smo najmlajše povabili na srečanje z Dedkom Mrazom.

V letu 2012 smo se povezali z dvema strokovnjakoma s področja poslovnega in osebnega svetovanja ter kot eno od redkih podjetij na trgu vsem sodelavcem Banke omogočili svetovanje s področja medosebnih odnosov v službenem in zasebnem življenju, v situacijah, ki niso nujno neposredno povezane z delovnim okoljem, vsekakor pa lahko vplivajo tudi na motivacijo, zavzetost in medsebojne odnose v delovnem okolju. Uvedli smo plačan dan za izvajanje prostovoljnega dela, skupina Women Initiative (WIN)

pa je pričela s proaktivnim delovanjem na področju spodbujanja in ustvarjanja poslovnih priložnosti za sodelavke v Banki. Naš namen za leto 2013 je približati ukrepe tudi zaposlenim brez družin oz. otrok in drugim segmentom zaposlenih ter na ta način ustvariti predvsem "zaposlenemu prijazno podjetje".

SKRB ZA VREDNOTE

Stranke postavljamo v središče naše pozornosti, zato smo se v letu 2012 v okviru UniCredit dneva v pogovoru o naših skupnih vrednotah (enakopravnost, zaupanje, spoštovanje, preglednost, svoboda delovanja, vzajemnost) še posebej osredotočili na njihove resnične potrebe in razmišljali, kako doseči pozitiven vpliv na stranke vsak dan. Na ta dan smo si na delavnicah izmenjevali primere iz prakse, kjer so zaposleni pripovedovali o delovanju v duhu vrednot naše Banke, trajnostnem delovanju in osredotočenosti na stranke, ki vodijo v dolgoročne odnose in pozitivne rezultate.

Institut ombudsmana, ki je v Banki uveljavljen od konca leta 2007 (v Skupini pa od leta 2006), omogoča zaposlenim neodvisno možnost vlaganja pritožb zaradi kršitev Listine o vrednotah, ki jih povzročijo dejanja ali obnašanja med zaposlenimi ali med zaposlenimi in Banko. Na ta način želimo pospešiti reševanje medosebnih konfliktov in težav, spodbujati sodelovanje na delovnem mestu ter ustvarjati sinergije v delovanju med članicami Skupine. Delovanje ombudsmana se nanaša na področje diskriminacije na delovnem mestu, diskriminacije na podlagi subjektivnih kriterijev, namenskega zadrževanja informacij, psihičnega nadlegovanja (mobbing), spolnega nadlegovanja, zasledovanja, zalezovanja in podobno.

Vlogo ombudsmanke Banke je leta 2011 prevzela Polona Zupančič Ban, za njeno namestnico pa je bila imenovana Mojca Gošler. Obe ombudsmanki Banko in zaposlene zelo dobro poznata, saj sta bili dolga leta naši sodelavki in tako lažje sodelujeta pri reševanju morebitnih primerov. V letu 2012 sta zabeležili devet primerov (enako število kot leta 2011), ki so se večinoma nanašali na vrednoti enakopravnost oziroma enakopravno obravnavanje. Večina primerov je bila uspešno rešenih.

SKRB ZA ZDRAVJE IN VARNOST SODELAVCEV

Načrtno spremljanje zdravstvenega stanja je naša obveza, zaveza ter hkrati izražena skrb za sodelavce. Tekom preteklega leta smo opravili 72 predhodnih oz. obdobjnih zdravniških pregledov, konec novembra pa že tradicionalno na sedežu Banke poskrbeli za možnost cepljenja proti gripi, ki se ga v povprečju udeleži 10 % zaposlenih. Banka vse zaposlene tudi kolektivno nezgodno zavaruje.

Vzgoja in izobraževanje v zvezi z varnostjo in zdravjem pri delu ter požarnim varstvom sta sestavna dela strokovnega usposabljanja vseh zaposlenih. Zato skladno z zakonodajo vsako leto organiziramo potrebna usposabljanja s tega področja, ki se jih morajo udeležiti vsi zaposleni čim prej po zaposlitvi in znanje obnavljati vsakih 5 let, v

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skladu z našo izjavo o varnosti z oceno tveganja. Tekom leta 2012 se ga je udeležilo 75 sodelavcev in sodelavk.

Odstotek odsotnosti zaradi bolezni se je v letu 2012 v primerjavi z letom 2011 zvišal, in sicer iz 4,2 % na 4,9 %. Povišanje pripisujemo izredno mladi strukturi zaposlenih in velikemu številu mladih družin z majhnimi otroci (delež nege za družinske člane predstavlja 15,7 % skupnih bolniških dni). Poleg omenjenega smo zaznali povečanje bolniških odsotnosti nad 30 dni (delež daljših bolniških predstavljaja kar 24,8 % skupnih bolniških dni).

Zaposleni imajo povprečno 25,7 dni dopusta, višina regresa za dopust pa je 65 % višja kot znaša najvišji znesek, ki je še oproščen plačevanja prispevkov.

Skrb za tretje življenjsko obdobje uresničujemo skozi možnost vključitve v dodatno pokojninsko zavarovanje, ki jo izkorišča 68 % zaposlenih. To je glede na starostno strukturo in seznanjenost o demografski situaciji v povezavi s pokojninskimi zgledi razumljivo.

V sklopu Banke delujoče športno-kulturno društvo Tilda je zaposlenim vse leto omogočalo cenejše ali brezplačno športno udejstvovanje, obisk kulturnih in športnih prireditev ter bonificirane cene za karte v termalnih kompleksih, konec leta pa organiziralo tudi novoletno druženje, ki se ga je udeležilo več kot 230 sodelavk in sodelavcev. V društvo je včlanjenih 446 zaposlenih, 12 študentov, 6 upokojencev v Banki ter 32 zaposlenih v UniCredit Leasing.

Odnos do strank

Leto 2012 so, tako kot tudi leto poprej, močno zaznamovale specifične razmere na finančnih trgih, katerim smo prilagodili svojo marketinško strategijo. Banka si je močno prizadevala približati se ciljnim segmentom, med drugim tudi z utrjevanjem pozicioniranja blagovne znamke kot k stranki usmerjene banke. Stranke se v času gospodarske krize soočajo z novimi izzivi in priložnostmi, prav tako pa tudi z več težavami, povezanimi s financami. Zato jim želimo vselej pozorno prisluhniti in ponuditi rešitve, ki resnično ustrezajo njihovim potrebam. Temu pravimo bančništvo po meri življenja, kar predstavlja pozicioniranje naše bančne Skupine. To umeščamo v vse stične točke z našimi strankami. Iz pozicioniranja blagovne znamke in iz poslanstva, ki močno poudarja zavezo, da ponudimo konkretne rešitve za potrebe naših strank, izhaja tudi pozicijski slogan - Življenje je polno vzponov in padcev. Tu smo za vas.

V segmentu poslovanja z prebivalstvom smo v ospredje postavili varčevalne, naložbene in zavarovalne produkte, potrošniške kredite in osebne bančne pakete, ki smo jih predstavili izbranim ciljnim segmentom s pomočjo celovitih tržno-komunikacijskih akcij in promocije na prodajnem mestu.

S prenovljeno ponudbo osebnih bančnih paketov smo uspešno izvedli migracijo strank od starih bančnih paketov k novim, ki se odlikujejo po celovitem naboru bančnih storitev, s čimer smo se približali različnim potrebam ciljnih strank, ki so v zadnjih letih postale zahtevnejše. Med drugim smo jim ponudili tudi plačilno-kreditno kartico VISA s privlačnim zavarovanjem in univerzalno mobilno aplikacijo Mobilna banka GO!, ki je enostavna in varna za uporabo na mobilnih telefonih. Na ta način smo se približali tudi najzahtevnejšim uporabnikom ter z obstoječimi strankami utrdili dolgoročen odnos, potencialne stranke pa smo skušali spodbuditi k zamenjavi banke.

Kot člani finančne skupine UniCredit smo spomladi 2012 zaključili tretjo sezono sponzorstva UEFA Champions League in jeseni 2012 vstopili v drugi 3-letni cikel sponzorstva. V športnem duhu smo se obstoječim in potencialnim strankam predstavili s celostno akcijo depozitov, ki je potekala v množičnih medijih. S pomočjo oglaševanja na televiziji, velikih plakatnih površinah in internetu smo širši javnosti predstavili ponudbo ter hkrati krepili zavedanje blagovne znamke in sponzorstva UEFA Champions League.

S številnimi nagradnimi igrami smo obstoječim in potencialnim strankam omogočili ogled nogometnih tekem. Strastni ljubitelji nogometa so se lahko potegovali za ekskluzivno doživetje – ogled finala UEFA Champions League v Münchnu in sodelovali v dveh nagradnih igrah »Uradni kovanec UEFA Champions League«, s katerima smo srečnima izžrebancema omogočili predajo uradnega kovanca sodniku na stadionu in ogled kvalifikacijske tekme v Milanu. Posebno izkušnjo smo pričarali tudi trem otrokom in njihovim staršem. Dva otroka sta marca 2012 v spremstvu staršev odpotovala na ogled tekme osmine finala UEFA Champions League v Milano, kjer sta na večerno tekmo pospremila največje nogometne zvezdnike, eden pa si je skupaj s staršem ogledal celo finale UEFA Champions League. Privrženci nogometa so se z našo blagovno znamko v letu 2012 redno spogledovali na nogometnih tekmah, predvsem preko televizijskih sprejemnikov, izbrane stranke in nagrajenci nagradnih iger pa tudi v živo.

V letu 2012 smo nadaljevali z implementacijo ekskluzivne storitve osebnega bančništva, ki je namenjena strankam z zahtevnejšimi finančnimi pričakovanji. Storitve temelji na osebni in celoviti obravnavi finančnih potreb strank, ki jim s strokovnimi nasveti osebnega bančnega svetovalca skušamo pomagati pri izbiri ustreznih bančnih in drugih finančnih produktov.

Poslovne enote so spomladi in jeseni gostile obstoječe stranke na ERGO dnevih varčevanja, ki smo jih organizirali z namenom, da strankam v sproščenem vzdušju predstavimo koristne varčevalne produkte, s katerimi lahko zaščitijo družino, svojim otrokom omogočijo šolanje v tujini ali pa sebi zagotovijo dodatno pokojnino. V času ERGO dni smo tako strankam približali prednosti

produktov zavarovalnice ERGO Življenjska zavarovalnica d.d. Ob tej priložnosti smo jim izračunali tudi njihovo pokojninsko vrzel.

Ponosni smo tudi na pričetek poslovnega sodelovanja z Zdravniško zbornico Slovenije. V sklopu sodelovanja smo za zdravnike, ki so člani Zdravniške zbornice Slovenije, pripravili posebno ponudbo izbranih bančnih storitev in jo predstavili v dveh paketih. Prvi je oblikovan za potrebe zdravnikov – fizičnih oseb, drugi pa za zdravnike z lastno prakso. Za stranke slednjih smo pripravili tudi kredit za zdravstvene storitve. Omenjena paketa bančnih storitev sta bila zdravnikom predstavljena preko najrazličnejših komunikacijskih kanalov, od paketa Dobrodošlice, ki ga novi člani prejmejo ob sprejemu v ZZS, direktne pošte, ki je bila poslana na naslove vseh članov, brošur, oglasov in PR člankov objavljenih v reviji ISIS, objave aktualnih informacij na intranetu ZZS ter prek e-pošte, predstavili pa smo se tudi na dveh dogodkih; enega smo organizirali za zdravnike, drugega pa za zdravnike z lastno prakso. V bodoče si bomo prizadevali, da bo naše sodelovanje še bolj tesno.

Ker se zavedamo, da so potrebe malih podjetij po bančnih storitvah različne, smo za segment malih podjetij zasnovali tri nove bančne pakete. Podjetniki in samostojni podjetniki lahko sedaj izbirajo med paketi Podjetnik Aktivni, Podjetnik Dinamični in Podjetnik Napredni, ki so prilagojeni obsegu in zahtevnosti storitev, ki jih potrebujejo. V sodelovanju s poslovnimi partnerji Domovanje.com, Amis d.o.o., PSD d.o.o., APO Vizija d.o.o., Datalab SI d.o.o., Tehinvest d.o.o. in Verlag Dashofer d.o.o. smo za nove in obstoječe poslovne stranke pripravili tudi številne dodatne ugodnosti. V letu 2012 smo za obstoječe poslovne stranke uvedli tudi t.i. Dneve odprtih vrat, ki so namenjeni temu, da se stranki približamo, bolje spoznamo potrebe strankinega poslovanja ter ji ob tem ponudimo svetovanje s področja financ.

Za poslovne partnerje divizije Poslovanje s podjetji in investicijsko bančništvo smo organizirali več dogodkov. Najodmevnejši dogodek za stranke so bili Finančni dnevi UniCredit Bank. Dvodnevni strokovni dogodek je potekal pod geslom »Delujmo drugače«, na njem pa smo gostili najuglednejše poslovne partnerje in nekatere najvidnejše predstavnike slovenskega gospodarstva. Prvi dan je bil namenjen predvsem finančnim direktorjem, ki so jih strokovnjaki UniCredit Bank najprej seznanili z makroekonomskim pregledom gospodarskega in bančnega sektorja ter ključnimi kazalniki izračunavanja bonitetne ocene poslovanja podjetja, popoldne pa so potekale praktične delavnice. Dotaknili smo se področij osebnih financ in finančnega planiranja, načinov spreminjanja strukture ratinga, zavarovanj tveganj ter z igro »Out of the box« spoznali, kako drugače razmišljajo zmagovalci. Naslednji dan, na katerega smo povabili še predsednike uprav, pa so nekateri ugledni poslovni partnerji predstavili svoje primere dobrih praks drugačnega delovanja in na okrogli mizi kresali različna mnenja o trenutni situaciji v Sloveniji in o možnostih, ki našo državo lahko popeljejo iz krize.

Priložnost za izmenjavo izkušenj in poslovnih praks ter druženje s stanovskimi kolegi je bil tudi tradicionalni pomladanski Zajtrk finančnih trgov, posvečen dogajanju na lokalnem in na mednarodnih finančnih trgih, ki pomembno vplivajo na poslovne rezultate. Udeležence smo seznanili z makroekonomsko situacijo in napovedjo razvoja poslovne klime ter gospodarskega okolja v prihodnje.

Na regijskih Finančnih druženjih z UniCredit Bank smo predstavili tržno situacijo in načine financiranja obratnega kapitala in izvoznih poslov ter najučinkovitejše storitve za upravljanje z denarnimi sredstvi.

V letu 2012 smo v ponudbo dodali tudi nov varčevalni produkt za podjetja, Premium depozitni račun, ki omogoča, da podjetje presežna denarna sredstva deponira kot kratkoročni nenamenski depozit, vezavo sredstev pa lahko prekine kadar koli brez predhodnega obveščanja Banke. Sredstva se obrestujejo po progresivni obrestni meri glede na vsakokratno višino stanja na računu. Ugodnosti ponuja tudi poslovni paket Modul, namenjen srednje velikim in mednarodnim podjetjem. Paket vključuje številne brezplačne bančne in strokovne storitve, podjetjem pa omogoča, da si ga sestavijo po svoji meri.

V ekskluzivni korporativni reviji Azimut, ki je namenjena predvsem managerjem in finančnim direktorjem, in že peto leto izhaja vsako četrtletje, združujemo strokovne teme za lažje finančno in poslovno odločanje, ter navdihujemo in odpiramo obzorja.

Dolgoletno in dobro uglašeno prijateljstvo s Slovensko filharmonijo smo tudi v letu 2012 zaokrožili s koncertom orkestra te častitljive glasbene ustanove. Ob tej priložnosti smo skupaj s poslovnimi partnerji prisluhnili zvokom domačih virtuozov, ki so nam pričarali nepozabno glasbeno doživetje.

Tako kot v preteklih letih smo se ciljnim segmentom v letu 2012 približali prek različnih komunikacijskih kanalov in jim predstavili zanimive in njihovim potrebam prilagojene bančne produkte. Z osebnim pristopom, jasnim pozicioniranjem blagovne znamke ter sodobnim tržnim komuniciranjem smo dokazali, da smo k potrošniku usmerjena banka. Življenje je polno vzponov in padcev, zato si močno prizadevamo razumeti potrošnika ter mu pomagati pri uresničevanju njegovih želja, ambicij in ciljev.

Odnosi z mediji

Zavedamo se, da so dobri odnosi z mediji pomembna sestavina dobrega ugleda in prepoznavnosti Banke v javnosti. Predstavniki sedme sile so še vedno tisti, ki jim javnost, s tem pa tudi naše obstoječe in potencialne stranke, zelo zaupa. Pri komunikaciji z njimi si prizadevamo za strokovnost, odzivnost ter proaktivnost z

Družbena odgovornost

vidika obveščanja javnosti o temah, ki bi jim bile zanimive. V letu 2012 smo prejeli 595 sklopov novinarskih vprašanj in se pojavili v 3.593 medijskih prispevkih.

APA in Bank Austria sta že deveto leto zapored povabili novinarje k oddaji prispevkov za posebno evropsko novinarsko nagrado Pisanje za SVE. Novinarje iz celotne Evrope, vključno s severno in južno Evropo, jugovzhodno Evropo, Rusijo ter Skupnostjo neodvisnih držav, smo povabili k oddaji svojih prispevkov o življenju v Evropi in v evropskih državah, upih, skrbih in sanjah prebivalcev Evrope, ki prispevajo k tesnejšim vezem med državami in k premagovanju predsodkov. V letu 2011 je prvo nagrado na natečaju prvič prejela Slovenka, Meta Krese, za svojo zgodbo o Romih.

Skzi celo leto smo medijem pošiljali sporočila za javnost o dogajanju v Banki, novih produktih, prejetih nagradah, dobrotelnih akcijah ipd. Novinarje smo povabili na nekatere dogodke za stranke, na katerih smo gostili vidne predstavnike Banke ali analitike skupine UniCredit ter jim na ta način odpirali vrata do informacij o dogajanju na finančnih trgih iz prve roke. Odgovorno opravljamo svojo vlogo izobraževalca javnosti o finančnih temah tudi s pomočjo povabil gospodarskih novinarjev na Euromoney konference, katerih sponzor je tudi Skupina, ki v sklopu konference vedno organizira tudi dobro obiskano tiskovno srečanje in predstavi rezultate analize katerega od zanimivih segmentov gospodarstva.

Spomladi smo novinarjem predstavili rezultate poslovanja Banke v letu 2011, navezali pa smo se tudi na širše finančno in gospodarsko okolje ter našo uspešnost v primerjavi z njim. Med drugim smo predstavnike medijev tudi tokrat pogostili z doma pripravljenimi sladicami. Zaradi menjav v samem vrhu Banke smo predstavnike sedme sile sredi leta povabili še na neformalen zajtrk, kjer so se jim novi člani uprave Banke predstavili, izrekli dobrodošlico in pripravljenost na sodelovanje v prihodnosti.

Odziv medijev kaže, da gremo pri pripravi naših aktivnosti v pravo smer. Večkrat ponudimo tudi širše informacije o temah, o katerih novinarji povprašujejo, ter jim na ta način pomagamo pri bolj strokovni pripravi prispevkov. Odpiramo jim vrata do strokovnjakov, uprave lokalne banke in predstavnikov Skupine, s tem pa tkemo pozitivne povezave s tem pomembnim segmentom naše družbe.

Sponzorstva in donacije

Želimo se odgovorno vključiti v okolje, v katerem delujemo, soustvarjati trajne vrednosti in graditi dolgoročno sodelovanje in partnerski odnos s strankami, s sodelavci, z lokalno skupnostjo in vlagatelji.

S sponzorstvi in donacijami je Banka sodelovala pri projektih s področja kulture in športa ter pomagala socialno prikrajšanim

otrokom in mladostnikom in podprla projekte trajnostnega in okoljsko ozaveščenega ravnanja.

Že vrsto let v družbeno odgovorne aktivnosti in z namenom krepitev prostovoljstva vključujemo tudi sodelavce Banke. Podprli smo odprtje novega Muzeja sodobne umetnosti Metelkova v Ljubljani, enajsto leto zapored smo z donacijo pomagali Slovenski filharmoniji, tokrat pri nakupu violine in koncertnega bas bobna za popolnejši zven tega orkestra.

Kot sponzor smo sodelovali pri mednarodnem festivalu uličnih gledališč, Ana Desetnica, ki z brezplačnimi predstavami za otroke in odrasle oživi ulice in trge v Ljubljani in številnih drugih krajih po Sloveniji. Nevrološki kliniki smo pomagali z donacijo za izobraževanje specialista v laboratoriju v tujini, s sponzorstvom podprli ples Združenja Manager, dogodke Ameriške gospodarske zbornice AmCham ter srečanje na temo družbene odgovornosti in filantropije v srednji in vzhodni Evropi.

Zavedamo se pomembnosti obnovljivih virov energije, zato smo podprli Kongres energetikov, na katerem je sodeloval tudi strokovnjak skupine UniCredit s temo »Obnovljivi viri energije – današnja vlaganja za trajnostni razvoj prihodnosti«. Banka je z donacijo pomagala pri uresničevanju aktivnosti društva slovenskih finančnih strokovnjakov z mednarodnim izpitom združenja CFA, bila sponzor nagrade UniCredit Alumni – IEDC Bled za posebne karijerne dosežke in prizadevanja za razvoj skupnosti in gospodarstva diplomantov poslovne šole Bled.

S sponzorstvom smo podprli izvedbo 35. Rallya Saturnus in UniCredit Pro Am Golf turnirjev v Sloveniji. Zavodu Varna pot smo pomagali pri uresničevanju preventivnega programa prometne varnosti za šolarje, oni pa so delavnico o varnosti v prometu pripravili tudi za naše zaposlene in otroke sodelavcev Banke. Neprofitnemu društvu, ki skrbi za klicni center Klic upanja je Banka z donacijo pomagala izpeljati strokovno izobraževanje prostovoljcev, ki prejemajo klice v stiski. Rdečemu križu smo nakazali sredstva za humanitarno pomoč žrtvam hudih poplav v Sloveniji. Center za enake možnosti mladih Fridolin že vrsto let pripravlja tabor Mlade korenine, namenjen mladostnikom iz socialno izključenih okolij, ki ga je Banka tudi v letu 2012 podprla z donacijo. Banka je s sponzorskimi sredstvi pomagala tudi društvu Deteljica, združenju staršev posvojiteljev za izvajanje aktivnosti.

Banka sodeluje in prispeva k humanitarnim projektom tudi posredno, z zbiranjem odpadnih kartuš za delovanje Rdečih noskov ter zbiranjem plastičnih zamaškov v vsej poslovni mreži za pomoč pri nakupu invalidskih vozičkov in pripomočkov za otroke in mladino.

V vseslovensko okoljsko akcijo »Očistimo Slovenijo« se je UniCredit Banka Slovenija d.d. vključila s sponzorskimi sredstvi, prav tako pa je ta dan v svojih okoljih na čistilni akciji sodelovalo preko sto

sodelavcev Banke z družinami. Banka se zaveda pomembnosti trajnostne in okoljsko osveščene rasti, zato je z letošnjo donacijo podprla program Šolski eko vrt, ki ga vodi nevladni Inštitut za trajnostni razvoj in je vključen v nacionalni projekt Slovenija znižuje CO2. Preko 150 šol in vrtcev po vsej Sloveniji je že vključenih v program ekološke pridelave hrane ter širjenja znanja o zdravi prehrani in odgovornosti za lastno zdravje med malčki in šolarji.

Dejavno smo se vključili tudi v humanitarni program Botrstvo v Sloveniji in 14 otrokom iz socialno šibkih družin z donacijo zagotovili enoletno botrstvo. Prav tako so Botrstvo v Sloveniji podprli sodelavci Banke z lastnimi prostovoljnimi prispevki. Za družine v težkih socialnih razmerah pod okriljem Zveze prijateljev mladine Ljubljana Moste Polje smo konec leta zbirali obstojna živila, Banka pa je k zbranim živilom dodala še donacijo za nakup hrane.

Sodelavci in naše stranke so konec leta 2012 zbirali rabljene knjige, družabne igre in igrače, ki smo jih podarili otrokom pod okriljem Zveze prijateljev mladine po vsej Sloveniji, vrtcem v lokalnem okolju ter Centru za socialno delo v Ljubljani.

S svojimi aktivnostmi smo kljub krčenju sredstev, ki smo jih imeli na voljo za sponzorske in donatorske dejavnosti, dokazali, da smo zgleden član družbe, kar nam je nenazadnje potrdila tudi nagrada za družbeno odgovorne aktivnosti – Horus, ki smo jo prejeli že tretje leto zapored.

Poročilo nadzornega sveta

Splošne ugotovitve

Nadzorni svet UniCredit Banka Slovenija d.d. je v letu 2012 spremljal in nadziral tekoče poslovanje Banke, dosežene finančne rezultate ter delo njene uprave skladno s svojimi pooblastili, pristojnostmi in dolžnostmi, opredeljenimi v statutu Banke in poslovniku nadzornega sveta Banke, kakor tudi na podlagi veljavnih določil Zakona o gospodarskih družbah in Zakona o bančništvu ter pripadajočih podzakonskih aktov. Na rednih sejah nadzornega sveta je uprava Banke člane nadzornega sveta obveščala o vseh pomembnih poslovnih dogodkih v Banki in o drugih aktivnostih, povezanih s poslovanjem Banke, o ekonomskem in političnem okolju, pomembnejših zakonskih spremembah, ki so vplivale na poslovanje Banke, ter o doseženih finančnih rezultatih Banke v primerjavi s sprejetim finančnim načrtom poslovanja. Uprava Banke je nadzorni svet redno obveščala tudi o pričakovanih finančnih rezultatih do konca finančnega leta in o njihovem uresničevanju.

V letu 2012 je prišlo do spremembe v sestavi nadzornega sveta Banke. Na podlagi odstopne izjave je 30. novembra 2012 prenehala funkcija članu nadzornega sveta Alessiu Pomasanu. Nadzorni svet Banke tako šteje pet članov, in sicer ga sestavljajo Gianni Franco Giacomo Papa (predsednik), Martin Klauzer (namestnik predsednika), Franco Andreetta, Heinz Karl Tschiltsch in Giuseppe Verrascina. Navkljub specifični lastniški strukturi, v kateri je skoraj 100-odstotni lastnik Banke UniCredit Bank Austria AG, večinski lastnik slednje pa UniCredit S.p.A., dva člana nadzornega sveta (Franco Andreetta in Giuseppe Verrascina) nista zaposlena v skupini UniCredit, ampak sta kot zunanja strokovnjaka s področja računovodstva in finančnega poslovanja tudi v letu 2012 prispevala k bolj kakovostnemu in preglednejšemu delu nadzornega sveta. Člani nadzornega sveta niso osebno, posredno ali neposredno udeleženi v lastniški strukturi niti niso v kakršnekoli poslovnem odnosu z Banko, tako da ne more prihajati do konflikta interesov. Skupina UniCredit ima sicer oblikovane ustrezne mehanizme za obvladovanje in reševanje morebitnih konfliktov interesov, če bi do njih kljub vsemu prišlo.

Nadzorni svet Banke se je v letu 2012 sestel in odločal na petih rednih sejah. Vsi člani nadzornega sveta so se udeležili prve, tretje in četrte seje nadzornega sveta, medtem ko je svojo udeležbo na drugi seji opravičil Gianni Franco Giacomo Papa in na peti seji Giuseppe Verrascina. Posamezni sklepi so bili v skladu z zakonskimi predpisi, pristojnostmi, opredeljenimi v statutu in upoštevajoč potrebe Banke po učinkovitosti dela, sprejeti tudi na dopisnih sejah nadzornega sveta in nato predstavljeni ter potrjeni na prvi naslednji redni seji nadzornega sveta.

Nadzorni svet je redno preverjal svoje delo, kar je še dodatno doprineslo k strokovnosti in kakovosti njegovega dela. Nadzorni svet tako ocenjuje, da je svoje delo v letu 2012 opravil s profesionalno skrbnostjo, skladno z veljavno zakonodajo ter notranjimi pravili skupine UniCredit.

Pomembnejše odločitve nadzornega sveta

Na svoji 50. redni seji, 6. marca 2012, je nadzorni svet med drugim sprejel letno poročilo o poslovanju Banke za leto 2011, na podlagi predloga revizijske komisije predlagal skupščini Banke imenovanje zunanjega revizorja, podal mnenje k letnemu poročilu notranje revizije o notranjem revidiranju za leto 2011, sprejel sklep o uporabi čistega dobička in soglašal s predlogom uprave za uporabo bilančnega dobička Banke za leto 2011. Seznanil se je z revizorjevimi poročili o pooblaščenih revizijskih družbah za leto 2011, na katerega ni imel pripomb, ter potrdil vse ostale dokumente, o katerih je nato odločala skupščina Banke 25. aprila 2012.

Nadzorni svet je na 51. redni seji, ki je potekala 26. aprila 2012, imenoval novo članico uprave, mag. Jano Benčina Henigman, in novega predsednika uprave, mag. Stefana Vavtija, ter potrdil rezultate Banke za prvo četrtletje. Na 52. redni seji, ki je potekala 18. julija 2012, je nadzorni svet podal soglasje k politiki prejemkov skupine UniCredit, veljavno tudi za Banko, ter potrdil polletne rezultate Banke. Dne 16. oktobra 2012 so člani nadzornega sveta na 53. redni seji potrdili spremembe organizacijske strukture Banke, pravila upravljanja skupine UniCredit, smernice notranjega revidiranja skupine UniCredit, vse veljavno tudi za Banko, ter rezultate Banke za tretje četrtletje. Na 54. redni seji 7. decembra 2012 je nadzorni svet potrdil spremembe organizacijske strukture Banke in pravila upravljanja skupine UniCredit, veljavna tudi za Banko.

Nadzorni svet je sodeloval pri sprejemanju vseh ukrepov in aktivnosti, ki so bili potrebni za uresničevanje skupne poslovne politike nadrejenih bančnih skupin. Potrdil je plan razvoja in temelje poslovne politike Banke za leto 2012. Prav tako je podrobno spremljal odzivnost Banke na aktualne razmere v gospodarstvu ter redno prejel obvestila notranje revizije o realizaciji programa dela, o njenih ugotovitvah ter o pregledih zunanjih nadzornih institucij. Posebej se je seznanil tudi s sprejeto zakonodajo za ustanovitev Slovenskega državnega holdinga in Družbe za upravljanje terjatev bank kot »slabo banko« z namenom krepitev stabilnosti bank v Republiki Sloveniji.

Delovanje revizijske komisije nadzornega sveta

Revizijska komisija nadzornega sveta Banke se je v letu 2012 sestala na petih rednih sejah (zaporedne številke sej od 20 do 24). Kot posvetovalno telo nadzornega sveta, ki ga sestavljajo predsednik Giuseppe Verrascina, član Franco Andreetta in neodvisni zunanji član Živko Bergant, ima revizijska komisija v okviru svojega delovanja ocenjevalno, (po)svetovalno in predlagalno funkcijo, pri čemer

pomaga nadzornemu svetu pri izpolnjevanju njegovih dolžnosti in pristojnosti v zvezi z naslednjimi vsebinami: s primernostjo in učinkovitostjo bančnih postopkov notranje kontrole, kar vključuje ugotavljanje in merjenje tveganj ter upravljanje s tveganji; s skladnostjo z zakonodajo, pravili in politikami, ki urejajo delovanje Banke; s primernostjo računovodskih standardov, ki se uporabljajo pri pripravi računovodskih izkazov; s primernostjo in neodvisnostjo zunanjih bančnih revizorjev ter z zagotavljanjem ustreznih strukture zaposlenih v oddelku notranje revizije.

Uporaba čistega in bilančnega dobička za leto 2012

Uprava Banke je nadzornemu svetu predložila v obravnavo sklep o uporabi čistega dobička poslovnega leta 2012 v višini 1.072.791,77 evrov in predlog sklepa o uporabi bilančnega dobička poslovnega leta 2012 v višini 536.395,89 evrov. Uprava Banke je predlagala, da se v skladu s sprejetimi srednjeročnimi načrti Banke in zaradi zagotavljanja ustreznih kapitalne ustreznosti Banke v času kriznih razmer na kapitalnih trgih, čisti dobiček Banke ne uporabi za razdelitev delničarjem ali drugim osebam, ampak se v celoti razporedi v druge rezerve Banke. Uprava Banke je tudi predlagala, da nadzorni svet in skupščina delničarjev v skladu s svojimi pristojnostmi sprejmeta predlagani sklep o uporabi bilančnega dobička poslovnega leta 2012. S sprejemom takega predloga bo omogočena nadaljnja stabilna rast Banke.

Nadzorni svet je sprejel sklep o uporabi čistega dobička za leto 2012, soglašal s predlogom uprave o uporabi bilančnega dobička za leto 2012 in priporočil skupščini delničarjev, da ga sprejme v predlagani obliki.

Letno poročilo 2012

Uprava Banke je pripravila letno poročilo o poslovanju UniCredit Banka Slovenija d.d. v letu 2012 in ga v zakonskem roku predložila nadzornemu svetu Banke v preveritev. Skupaj z letnim poročilom je bilo nadzornemu svetu predloženo tudi revizorjevo poročilo o reviziji računovodskega poročila in pregledu poslovnega poročila Banke za poslovno leto 2012 ter dodatno revizorjevo poročilo o izpolnjevanju pravil o upravljanju s tveganji v Banki iz prvega odstavka 211. člena Zakona o bančništvu, ki ju je sestavila pooblaščen revizorska družba KPMG Slovenija d.o.o.

Nadzorni svet je preveril letno poročilo, ki mu ga je v obravnavo predložila uprava Banke. Ugotovil je, da je letno poročilo sestavljeno v skladu s poročili in informacijami o poslovanju Banke v letu 2012 ter s poročili o ekonomskem in političnem okolju, v katerem Banka deluje, in so bila nadzornemu svetu predstavljena v poslovnem

letu. Letno poročilo je nadzorni svet primerjal tudi z revidiranimi računovodskimi izkazi za poslovno leto 2012 in ugotovil, da so finančni rezultati, predstavljeni v letnem poročilu, skladni z revizorjevim poročilom. Na podlagi poročil uprave Banke je nadzorni svet mnenja, da je uprava upoštevala ugotovitve in priporočila notranje revizije ter zunanjih nadzornikov v letu 2012 in opravila potrebne aktivnosti za njihovo izpolnitev oziroma zagotovila, da bodo vse potrebne aktivnosti opravljene. Nadzorni svet je mnenja, da sta skupaj z upravo Banke v poslovnem letu 2012 izpolnila vse zakonske zahteve. Na temelju rednega spremljanja poslovanja Banke in navedenih preverjanj je nadzorni svet potrdil letno poročilo o poslovanju Banke v letu 2012.

V revizorjevem poročilu o pregledu računovodskih izkazov za poslovno leto 2012, ki je bilo nadzornemu svetu predloženo skupaj z letnim poročilom, je podano tudi mnenje pooblaščenega revizorja, ki je izdal mnenje brez pridržka. Nadzorni svet je seznanjen z revizorjevim poročilom pooblaščenega revizorja za leto 2012 ter dodatnim revizorjevim poročilo o izpolnjevanju pravil o upravljanju s tveganji za leto 2012 in nanju nima pripomb.

Gianni Franco Giacomo Papa
Predsednik nadzornega sveta
UniCredit Banka Slovenija d.d.

Izjava o odgovornosti

Uprava je odgovorna za pripravo računovodskih izkazov za poslovno leto. Ti morajo resnično in pošteno prikazovati premoženjsko stanje UniCredit Banka Slovenija d.d. ob koncu poslovnega leta ter njen finančni in poslovni izid za to leto. Uprava mora računovodske izkaze pripraviti skladno z načelom časovne neomejenosti poslovanja, razen kadar to ni primerno.

Uprava je pri pripravi računovodskih izkazov v letnem poročilu za leto, ki se je končalo 31. decembra 2012, dosledno uporabila ustrezne računovodske usmeritve in jih podprla z utemeljenimi in previdnimi presojami in ocenami ter zagotovila skladnost z vsemi računovodskimi standardi, o katerih meni, da so pomembni.

Uprava je odgovorna zagotoviti, da Banka vodi računovodske evidence, ki z razumno natančnostjo razkrivajo finančni položaj Banke in s katerimi je mogoče zagotoviti, da so računovodski izkazi v vseh pomembnejših pogledih skladni s predpisi Vlade Republike Slovenije, predpisi in navodili Banke Slovenije ter z mednarodnimi standardi računovodskega poročanja. Uprava je v splošnem odgovorna tudi za sprejetje ukrepov, ki so razumno potrebni za zaščito premoženja Banke in za preprečevanje in odkrivanje prevar in drugih nepravilnosti.

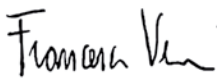
V imenu uprave



Mag. Stefan Vavti
Predsednik uprave



Mag. Damijan Dolinar, CFA
Član uprave



Francesco Vercesi, MBA
Član uprave



Mag. Jana Benčina Henigman
Članica uprave



Yilmaz Arisoy, MBA
Finančni direktor

Ljubljana, marec 2013

Poročilo neodvisnega revizorja



Poročilo neodvisnega revizorja

Delničarjem banke Unicredit Banka Slovenija d.d.

Poročilo o računovodskih izkazih

Revidirali smo priložene računovodske izkaze banke Unicredit Banka Slovenija d.d., ki vključujejo izkaz finančnega položaja na dan 31. decembra 2012, izkaz poslovnega izida, izkaz vseobsegajočega donosa, izkaz sprememb lastniškega kapitala in izkaz denarnih tokov za tedaj končano leto ter povzetek bistvenih računovodskih usmeritev in druge pojasnjevalne opombe.

Odgovornost posloводства za računovodske izkaze

Poslovodstvo je odgovorno za pripravo in pošteno predstavitev teh računovodskih izkazov v skladu z mednarodnimi standardi računovodskega poročanja, kot jih je sprejela EU in za tako notranje kontroliranje, kot je v skladu z odločitvijo posloводства potrebno, da omogoči pripravo računovodskih izkazov, ki ne vsebujejo pomembno napačne navedbe zaradi prevare ali napake.

Revizorjeva odgovornost

Naša odgovornost je izraziti mnenje o teh računovodskih izkazih na podlagi revizije. Revizijo smo opravili v skladu z mednarodnimi standardi revidiranja. Ti standardi zahtevajo od nas izpolnjevanje etičnih zahtev ter načrtovanje in izvedbo revizije za pridobitev sprejemljivega zagotovila, da računovodski izkazi ne vsebujejo pomembno napačne navedbe.

Revizija vključuje izvajanje postopkov za pridobitev revizijskih dokazov o zneskih in razkritjih v računovodskih izkazih. Izbrani postopki so odvisni od revizorjeve presoje in vključujejo tudi ocenjevanje tveganj pomembno napačne navedbe v računovodskih izkazih zaradi prevare ali napake. Pri ocenjevanju teh tveganj prouči revizor notranje kontroliranje, povezano s pripravljanim in poštenim predstavljanjem računovodskih izkazov družbe, da bi določil okoliščinam ustrezne revizijske postopke, ne pa, da bi izrazil mnenje o uspešnosti notranjega kontroliranja družbe. Revizija vključuje tudi ovrednotenje ustreznosti uporabljenih računovodskih usmeritev in utemeljenosti računovodskih ocen posloводства kot tudi ovrednotenje celotne predstavitve računovodskih izkazov.

Verjamemo, da so pridobljeni revizijski dokazi zadostna in ustrezna podlaga za naše revizijsko mnenje.

Mnenje

Po našem mnenju so računovodski izkazi v vseh pomembnih pogledih poštena predstavitev finančnega položaja banke Unicredit Banka Slovenija d.d. na dan 31. decembra 2012 ter njenega poslovnega izida in denarnih tokov za tedaj končano leto v skladu z mednarodnimi standardi računovodskega poročanja, kot jih je sprejela EU.

Poročilo o zahtevah druge zakonodaje

V skladu z zahtevo zakona o gospodarskih družbah potrjujemo, da so informacije v poslovnem poročilu skladne s priloženimi računovodskimi izkazi.

Mag. Simona Korošec Lavrič, univ. dipl. ekon.
pooblaščená revizorka

Ljubljana, 4. marec 2013

KPMG SLOVENIJA,
podjetje za revidiranje, d.o.o.

Boris Drobnič, univ. dipl. ekon.
pooblaščení revizor
partner

KPMG Slovenija, d.o.o.

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Računovodski izkazi

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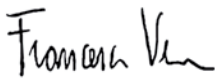
Izkaz finančnega položaja

EUR 1.000					
Vsebina	Pojasnilo	31. 12. 2012	31. 12. 2011 revidirani izkaz	Znesek prerazvrstitve med postavkami	31. 12. 2011
Denar v blagajni in stanje na računih pri centralni banki	1	27.760	62.796	-	62.796
Finančna sredstva, namenjena trgovanju	2, 3	44.428	67.988	-	67.988
Finančna sredstva, razpoložljiva za prodajo	2, 4	314.093	295.158	-	295.158
Izvedeni finančni instrumenti, namenjeni varovanju	2, 5	14.144	6.866	-	6.866
Kredit	6	2.364.631	2.446.322	-	2.446.322
Kredit bankam		85.936	90.083	-	90.083
Kredit strankam		2.269.317	2.356.239	-	2.356.239
Druga finančna sredstva		9.378		4.772	4.772
Finančna sredstva v posesti do zapadlosti	7	12.930	19.968	-	19.968
Opredmetena osnovna sredstva	8	10.747	12.727	-	12.727
Neopredmetena sredstva	9	19.236	17.317	-	17.317
Dolgoročne naložbe v kapital odvisnih, pridruženih in skupaj obvladovanih družb	10	253	-	-	-
Terjatve za davek od dohodkov pravnih oseb	11	6.974	11.609	-	11.609
Terjatve za davek		1.381	73	-	73
Odložene terjatve za davek		5.593	11.536	-	11.536
Druga sredstva	12	171	4.885	(4.772)	113
SKUPAJ SREDSTVA		2.815.367	2.945.636	-	2.945.636
Finančne obveznosti do centralne banke	13	251.823	-	-	-
Finančne obveznosti, namenjene trgovanju	2, 14	43.593	66.813	-	66.813
Izvedeni finančni instrumenti, namenjeni varovanju	2, 15	66.027	60.587	-	60.587
Finančne obveznosti, merjene po odplačni vrednosti	16	2.196.155	2.556.194	-	2.556.194
Vloge bank		576.933	1.178.074	-	1.178.074
Vloge strank		1.227.789	957.016	(7.392)	949.624
Kredit bank		346.820	390.924	-	390.924
Podrejene obveznosti		30.101	30.180	-	30.180
Druge finančne obveznosti		14.512	-	17.655	17.655
Rezervacije	17	2.443	1.553	-	1.553
Obveznosti za davek od dohodkov pravnih oseb	18	-	5.073	-	5.073
Obveznosti za davek		-	855	-	855
Odložene obveznosti za davek		-	4.218	-	4.218
Druge obveznosti	19	3.703	14.528	(10.263)	4.265
SKUPAJ OBVEZNOSTI		2.563.744	2.704.748	-	2.704.748
Osnovni kapital	20	20.384	20.384	-	20.384
Kapitalske rezerve	21	107.760	107.760	-	107.760
Presežek iz prevrednotenja	22	(18.737)	(28.399)	-	(28.399)
Rezerve iz dobička (vključno z zadržanim dobičkom)	23	141.679	133.773	-	133.773
Čisti dobiček poslovnega leta	24	537	7.370	-	7.370
SKUPAJ KAPITAL		251.623	240.888	-	240.888
SKUPAJ OBVEZNOSTI IN KAPITAL		2.815.367	2.945.636	-	2.945.636

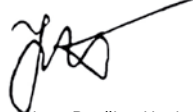
Pojasnila k računovodskemu izkazu so sestavni del slednjih in jih je treba brati skupaj z njimi.



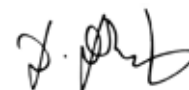
Mag. Stefan Vavri
Predsednik uprave



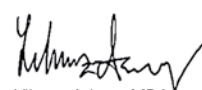
Francesco Vercesi, MBA
Član uprave



Mag. Jana Benčina Henigman
Članica uprave



Mag. Damijan Dolinar, CFA
Član uprave



Yilmaz Arisoy, MBA
Finančni direktor

Izkaz poslovnega izida in drugega vseobsegajočega donosa

Izkaz poslovnega izida

EUR 1.000 Vsebina	Pojasnilo	2012	2011
Prihodki iz obresti	25	107.637	128.106
Odhodki za obresti	26	(51.667)	(68.190)
Čiste obresti		55.970	59.916
Prihodki iz dividend	27	1.824	2.428
Prihodki iz opravnin (provizij)	28	26.477	25.971
Odhodki za opravnine (provizije)	29	(4.783)	(5.115)
Čiste opravnine (provizije)		21.694	20.856
Realizirani dobički / izgube iz finančnih sredstev in obveznosti, ki niso merjeni po pošteni vrednosti skozi izkaz poslovnega izida	30	(3.963)	23
Čisti dobički / izgube iz finančnih sredstev in obveznosti, namenjenih trgovanju	31	1.560	(3.822)
Spremembe poštene vrednosti pri obračunavanju varovanj pred tveganji	32	45	-
Čisti dobički / izgube iz tečajnih razlik	33	(39)	4.170
Čisti dobički / izgube iz odprave pripoznanja sredstev brez nekratkoročnih sredstev v posesti za prodajo	34	(116)	(417)
Drugi čisti poslovni dobički / izgube	35	302	(217)
Administrativni stroški	36	(36.836)	(36.347)
Amortizacija	37	(4.586)	(5.239)
Rezervacije	38	(917)	537
Oslabitve	39	(34.627)	(23.864)
Čisti dobički / izgube iz nekratkoročnih sredstev v posesti za prodajo	40	(1)	(23)
DOBIČEK IZ REDNEGA POSLOVANJA		310	18.001
Davek iz dohodka pravnih oseb	41	763	(3.260)
ČISTI DOBIČEK POSLOVNEGA LETA		1.073	14.741
Osnovni in popravljene dobiček na delnico (EUR)	24	0,22	3,24

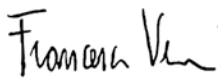
Izkaz drugega vseobsegajočega donosa

EUR 1.000 Vsebina	Pojasnilo	2012	2011
Čisti dobiček / izguba poslovnega leta po obdavčitvi		1.073	14.741
Drugi vseobsegajoči donos po obdavčitvi	22	9.662	(20.902)
Čisti dobički / izgube, pripoznani v presežku iz prevrednotenja v zvezi z varovanjem denarnih tokov (uspešni del varovanja)	22	(2.298)	(2.528)
Dobički / izgube, pripoznani v presežku iz prevrednotenja		(2.298)	(2.528)
Čisti dobički / izgube, pripoznani v presežku iz prevrednotenja v zvezi s finančnimi sredstvi razpoložljivimi za prodajo	22	15.222	(23.600)
Dobički / izgube, pripoznani v presežku iz prevrednotenja		5.861	(23.600)
Prenos dobičkov / izgub iz presežka prevrednotenja v poslovni izid		9.361	-
Davek iz dohodka pravnih oseb od drugega vseobsegajočega donosa	22	(3.262)	5.226
VSEOBSEGAJOČI DONOS POSLOVNEGA LETA PO OBDAVČITVI		10.735	(6.161)

Pojasnila k računovodskim izkazom so sestavni del slednjih in jih je treba brati skupaj z njimi.




Mag. Stefan Vavti
Predsednik uprave



Francesco Vercesi, MBA
Član uprave



Mag. Jana Benčina Henigman
Članica uprave



Mag. Damijan Dolinar, CFA
Član uprave



Yilmaz Arisoy, MBA
Finančni direktor

Izkaz sprememb lastniškega kapitala

2012

Vsebina	Presežek iz prevrednotenja						Zadržani dobiček / izguba vključno s čistim dobičkom / izgubo poslovnega leta	Skupaj kapital
	Osnovni kapital	Kapitalske rezerve	Varovanje denarnih tokov	Finančna sredstva razpoložljiva za prodajo	Rezerve iz dobička			
ZAČETNO STANJE V POSLOVNEM OBDOBJU	20.384	107.760	(9.402)	(18.997)	133.773	7.370	240.888	
Vseobsegajoči donos poslovnega leta po obdavčitvi	-	-	(2.260)	11.922	-	1.073	10.735	
Razporeditev čistega dobička v rezerve iz dobička	-	-	-	-	7.906	(7.906)	-	
KONČNO STANJE V POSLOVNEM OBDOBJU	20.384	107.760	(11.662)	(7.075)	141.679	537	251.623	
BILANČNI DOBIČEK POSLOVNEGA LETA						537	537	

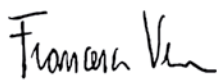
2011

Vsebina	Presežek iz prevrednotenja						Zadržani dobiček / izguba vključno s čistim dobičkom / izgubo poslovnega leta	Skupaj kapital
	Osnovni kapital	Kapitalske rezerve	Varovanje denarnih tokov	Finančna sredstva razpoložljiva za prodajo	Rezerve iz dobička			
ZAČETNO STANJE V POSLOVNEM OBDOBJU	16.258	61.885	(7.380)	(117)	119.829	6.574	197.049	
Vseobsegajoči donos poslovnega leta po obdavčitvi	-	-	(2.022)	(18.880)	-	14.741	(6.161)	
Vpis (ali vplačilo) novega kapitala	4.126	45.875	-	-	-	-	50.001	
Razporeditev čistega dobička v rezerve iz dobička	-	-	-	-	13.944	(13.944)	-	
Drugo (zaokroževanje)	-	-	-	-	-	(1)	(1)	
KONČNO STANJE V POSLOVNEM OBDOBJU	20.384	107.760	(9.402)	(18.997)	133.773	7.370	240.888	
BILANČNI DOBIČEK POSLOVNEGA LETA						7.370	7.370	

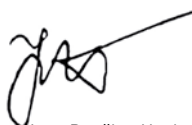
Pojasnila k računovodskim izkazom so sestavni del slednjih in jih je treba brati skupaj z njimi.



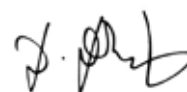
Mag. Stefan Vavti
Predsednik uprave



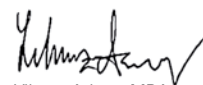
Francesco Vercesi, MBA
Član uprave



Mag. Jana Benčina Henigman
Članica uprave



Mag. Damijan Dolinar, CFA
Član uprave



Yilmaz Arisoy, MBA
Finančni direktor

Izkaz denarnih tokov

EUR 1.000 Vsebina	2012	2011
A. DENARNI TOKOVI PRI POSLOVANJU		
a) Čisti poslovni izid pred obdavčitvijo	310	18.001
Amortizacija	4.586	5.239
Oslabitve / (odprava oslabitve) finančnih sredstev po odplačni vrednosti	25.266	23.864
Oslabitve / (odprava oslabitve) finančnih sredstev, razpoložljivih za prodajo	9.361	-
Čisti (dobički) / izgube iz tečajnih razlik	39	(4.170)
Neto (dobički) / izgube iz finančnih sredstev v posesti do zapadlosti	(239)	1
Neto (dobički) / izgube pri prodaji opredmetenih osnovnih sredstev in naložbenih nepremičnin	107	74
Neto (dobički) / izgube pri prodaji neopredmetenih sredstev	-	353
Drugi (dobički) / izgube iz financiranja	3.673	29.418
Neto nerealizirani dobički v kapitalu oz. presežku iz prevrednotenja iz finančnih sredstev, razpoložljivih za prodajo (brez učinka odloženega davka)	13.362	(37.464)
Neto nerealizirani dobički v kapitalu oz. presežku iz prevrednotenja iz varovanja denarnih tokov pred tveganji (brez učinka odloženega davka)	-	(2.528)
Druge prilagoditve čistega poslovnega izida pred obdavčitvijo	752	(1.079)
Denarni tokovi pri poslovanju pred spremembami poslovnih sredstev in obveznosti	57.217	31.709
b) (Povečanja) / zmanjšanja poslovnih sredstev (brez denarnih ekvivalentov)	51.547	27.172
Čisto (povečanje) / zmanjšanje finančnih sredstev, namenjenih trgovanju	718	3.898
Čisto (povečanje) / zmanjšanje finančnih sredstev, razpoložljivih za prodajo	(13.066)	90.477
Čisto (povečanje) / zmanjšanje kreditov	71.231	(66.044)
Čisto (povečanje) / zmanjšanje izvedenih finančnih sredstev, namenjenih varovanju	(7.278)	(1.999)
Čisto (povečanje) / zmanjšanje drugih sredstev	(58)	840
c) Povečanja / (zmanjšanja) poslovnih obveznosti:	(118.418)	(68.069)
Čisto povečanje / (zmanjšanje) finančnih obveznosti do centralne banke	251.823	-
Čisto povečanje / (zmanjšanje) finančnih obveznosti, namenjenih trgovanju	33	(2.150)
Čisto povečanje / (zmanjšanje) vlog in najetih kreditov, merjenih po odplačni vrednosti	(371.349)	(54.815)
Čisto povečanje / (zmanjšanje) izvedenih finančnih obveznosti, namenjenih varovanju	1.637	(4.483)
Čisto povečanje / (zmanjšanje) drugih obveznosti	(562)	(6.621)
d) Denarni tokovi pri poslovanju (a+b+c)	(9.654)	(9.188)
e) (Plačani) / vrnjeni davek na dohodek pravnih oseb	(2.802)	139
f) Neto denarni tokovi pri poslovanju (d+e)	(12.456)	(9.049)
B. DENARNI TOKOVI PRI NALOŽBENJU		
a) Prejemki pri naložbenju	19.772	9.917
Prejemki pri prodaji opredmetenih osnovnih sredstev in naložbenih nepremičnin	28	-
Prejemki pri prodaji finančnih sredstev v posesti do zapadlosti	19.744	9.917
b) Izdatki pri naložbenju	(17.377)	(11.683)
(Izdatki pri nakupu opredmetenih osnovnih sredstev in naložbenih nepremičnin)	(409)	(5.897)
(Izdatki pri nakupu neopredmetenih sredstev)	(4.247)	(5.786)
(Izdatki pri nakupu naložb v kapital pridruženih, skupaj obvladovanih in odvisnih družb)	(253)	-
(Izdatki za nakup finančnih sredstev v posesti do zapadlosti)	(12.468)	-
c) Neto denarni tokovi pri naložbenju (a-b)	2.395	(1.766)
C. DENARNI TOKOVI PRI FINANCIRANJU		
a) Prejemki pri financiranju	-	50.001
Prejemki od izdaje delnic in drugih kapitalskih instrumentov	-	50.001
b) Izdatki pri financiranju	-	-
c) Neto denarni tokovi pri financiranju (a-b)	-	50.001
D. Učinki spremembe deviznih tečajev na denarna sredstva in njihove ustreznike	(653)	(517)
E. Čisto povečanje denarnih sredstev in denarnih ustreznikov (Af+Bc+Cc)	(10.061)	39.186
F. Denarna sredstva in njihovi ustrezniki na začetku obdobja	254.259	215.590
G. Denarna sredstva in njihovi ustrezniki na koncu obdobja (D+E+F)	243.545	254.259

Pojasnila k računovodskim izkazom so sestavni del slednjih in jih je treba brati skupaj z njimi.

Mag. Stefan Vavti
Predsednik uprave

Francesco Vercesi, MBA
Član uprave

Mag. Jana Benčina Henigman
Članica uprave

Mag. Damijan Dolinar, CFA
Član uprave

Yilmaz Arisoy, MBA
Finančni direktor

Povzetek računovodskih usmeritev

Splošne informacije

UniCredit Banka Slovenija d.d. je poslovna banka s sedežem v Sloveniji, ki nudi široko paleto finančnih storitev pravnim in fizičnim osebam. Banka je bila registrirana kot delniška družba 24. januarja 1991. Njen sedež je na Šmartinski cesti 140, Ljubljana, Slovenija. Dne 31. decembra 2012 je imela Banka skupno 29 poslovnih enot po vsej Sloveniji. Banka je hčerinska banka UniCredit Bank Austria AG. Matična banka Skupine je UniCredit S.p.A. s sedežem v Rimu, A. Specchi, 16, Italija.

UniCredit Banka Slovenija d.d. ima dovoljenje za opravljanje bančnih storitev po 7. členu Zakona o bančništvu (Uradni list RS, št. 131/06; v nadaljevanju: ZBan-1). Bančne storitve zajemajo sprejemanje depozitov od javnosti ter dajanje kreditov za svoj račun.

Banka ima dovoljenje za opravljanje vzajemno priznanih in dodatnih finančnih storitev.

Banka lahko opravlja naslednje vzajemno priznane finančne storitve po 10. členu ZBan-1:

- sprejemanje depozitov;
- dajanje kreditov, ki vključuje:
 - potrošniške kredite;
 - hipotekarne kredite;
 - odkup terjatev z regresom ali brez njega (factoring),
 - financiranje komercialnih poslov, vključno z izvoznim financiranjem na podlagi odkupa z diskontom in brez regresa dolgoročnih nezapadlih terjatev, zavarovanih s finančnim instrumentom (forfeiting);
- plačilne storitve;
- izdajanje in upravljanje drugih plačilnih instrumentov;
- izdajanje garancij in drugih jamstev;
- trgovanje za svoj račun ali za račun strank:
 - z instrumenti denarnega trga,
 - s tujimi plačilnimi sredstvi, vključno z menjalniškimi posli,
 - s standardiziranimi terminskimi pogodbami in opcijami,
 - z valutnimi in obrestnimi finančnimi instrumenti,
 - s prenosljivimi vrednostnimi papirji;
- sodelovanje pri izdaji vrednostnih papirjev in storitve, povezane s tem;
- svetovanje in storitve v zvezi z združitvami in nakupom podjetij;
- upravljanje z naložbami in svetovanje v zvezi s tem;
- investicijske ter pomožne investicijske storitve in posli.

Banka lahko opravlja naslednje dodatne finančne storitve po 11. členu ZBan-1:

- posredovanje pri prodaji zavarovalnih polic po zakonu, ki ureja zavarovalništvo;
- skrbniške storitve po zakonu, ki ureja investicijske sklade in družbe za upravljanje;
- posredovanje finančnega zakupa (leasinga) in
- posredovanje pri prodaji in odkupu investicijskih diamantov ter pri prodaji naložbenega zlata.

Objavljene računovodske izkaze je uprava Banke potrdila 5. februarja 2013.

Povzetek pomembnih računovodskih usmeritev

Povzetek pomembnih računovodskih usmeritev, ki so uporabljene pri pripravi računovodskih izkazov, navajamo v nadaljevanju. Navedeno računovodsko politiko Banka uporablja za tekoče in primerjalno leto.

IZJAVA O SKLADNOSTI

Računovodski izkazi Banke so bili pripravljani v skladu z Mednarodnimi standardi računovodskega poročanja (MSRP) in pojasnili, ki jih je objavil Odbor za mednarodne računovodske standarde (International Accounting Standards Board, IASB) in jih je sprejela Evropska unija.

PODLAGA ZA MERJENJE

Računovodski izkazi so pripravljani v skladu z MSRP, pri čemer so kot podlaga za merjenje uporabljene izvirne vrednosti, razen ob merjenju finančnih instrumentov, namenjenih trgovanju, finančnih sredstev, pripoznanih po pošteni vrednosti skozi izkaz poslovnega izida, finančnih sredstev, razpoložljivih za prodajo in vseh izvedenih finančnih instrumentov, kjer so kot podlaga za merjenje uporabljene njihove poštene vrednosti.

UPORABA OCEN IN PREDPOSTAVK

Pri pripravi računovodskih izkazov mora uprava pripraviti presoje, ocene in predpostavke, ki vplivajo na uporabo računovodskih usmeritev ter na izkazane zneske sredstev, obveznosti, prihodkov in odhodkov. Dejanski rezultati lahko odstopajo od ocen.

Banka redno pregleduje ocene in osnovne predpostavke zanje. Spremembe računovodskih ocen se pripoznajo v obdobju, v katerem je ocena spremenjena ter v prihodnjih obdobjih, na katera vpliva.

a) Opredelitev poštene vrednosti

Banka dnevno vrednoti izvedene finančne instrumente, finančna sredstva, namenjena trgovanju, kot tudi finančna sredstva, razpoložljiva za prodajo, na pošteno vrednost instrumenta. Opredelitev poštene vrednosti teh finančnih instrumentov zahteva uporabo metod vrednotenja, če tržna cena ni na razpolago. Za finančne instrumente, s katerimi se ne trguje pogosto in katerih cenovna transparentnost je nizka, je poštena vrednost manj objektivna in zahteva različno določene predpostavke, odvisne od več dejavnikov.

Glede na opredelitev poštene vrednosti, v skladu z MSRP 7 Banka razvršča finančna sredstva na tri ravni, ki so:

- Raven 1: Kot poštena vrednost se uporabi kotirana cena na delujočem trgu za identičen instrument.
- Raven 2: Poštena vrednost se določi na osnovi modelov vrednotenja, ki temeljijo predvsem na tržnih podatkih. Raven

Povzetek računovodskih usmeritev

2 vključuje tudi finančna sredstva, katerih poštena vrednost je določena na osnovi kotirane cene za identičen instrument, vendar zanje ne obstaja delujoč trg.

- Raven 3: Poštena vrednost se določi na osnovi modelov vrednotenja, ki ne temeljijo na zaznavnih tržnih podatkih. Vložek se šteje kot zaznavni vložek, če je tržna cena neposredno na razpolago ali jo je možno izpeljati iz tržne cene. Primeri vložkov za Raven 3 so denimo pretekle volatilitosti ali obrestne mere za valute ter zapadlosti, za katere niso na razpolago finančni instrumenti s tržno ceno. Če vrednost finančnega instrumenta temelji na dejavnikih, za katere tržna cena ni na razpolago, lahko ob koncu obdobja poročanja vrednost teh dejavnikov izberemo iz nabora razumnih možnih alternativ. Za namen priprave finančnih izkazov so razumne vrednosti, ki so izbrane za takšne vložke, za katere ni na voljo tržne cene, usklajene s prevladujočimi razmerami na trgu ter s pristopom Banke, kar zadeva kontrolo vrednotenja.

Ravni finančnih instrumentov merjenih po pošteni vrednosti so prikazane v Pojasnilu 2, spremembe teh instrumentov razvrščenih v raven 3 pa v Pojasnilu 4.

b) Oslabitev

Oslabitev finančnih sredstev po odplačni vrednosti

Oslabitev finančnega sredstva je razlika med knjigovodsko in poplačljivo vrednostjo. Poplačljiva vrednost je opredeljena kot sedanja vrednost (diskontirana vrednost) pričakovanih prihodnjih denarnih tokov ob uporabi izvirne efektivne obrestne mere (t.j. obrestna mera, ki natančno razobrestuje (diskontira) pričakovane prihodnje denarne tokove skozi obdobje pričakovane dobe finančnega sredstva ali, če je primernejše, skozi krajše obdobje na čisto knjigovodsko vrednost finančnega sredstva).

Pri izračunu oslabitev Banka lahko upošteva tudi pričakovane denarne tokove iz unovčitve prvovrstnih in primernih zavarovanj.

Glede na kriterije za razvrstitev v skupine je 100-odstotna oslabitev oblikovana za finančna sredstva in prevzete obveznosti, za katere se ocenjuje, da ne bodo poplačane, za finančna sredstva in prevzete obveznosti s sporno pravno podlago.

Posamično ocenjevanje oslabitev se izvaja za vsako finančno sredstvo oziroma prevzeto obveznost, ki je posamezno pomembna (t.j. pri pravnih osebah bančne izpostavljenosti nad 100.000 evrov in pri fizičnih osebah bančne izpostavljenosti nad 300.000 evrov), v nasprotnem primeru Banka izvaja skupinsko ocenjevanje oslabitev.

Za stranke iz segmenta poslovanja s podjetji, ki so posamično pomembne ali ki pomembno zamujajo s poravnavo obveznosti, se slabitve finančnih sredstev v UniCredit Banka Slovenija d.d. ocenjujemo posamično, za segmente poslovanja s prebivalstvom pa skupinsko, in sicer glede na primerno oceno sedanje vrednosti pričakovanega denarnega toka. Pri ocenjevanju denarnih tokov Banka presoja finančno poslovanje stranke kot tudi njeno preteklo

plačilno (ne)disciplino in način odplačevanja. Ocena vrednosti zavarovanja, ki se upošteva pri izračunu slabitev, temelji na izkušnjah Banke in pridobljenih cenitvah, če in ko je to mogoče. Banka uporablja tudi različne faktorje zavarovanja v smislu konzervativnega pristopa k vrednotenju razpoložljivih zavarovanj. Kvaliteta strank se ocenjuje mesečno in na podlagi tega se oblikuje oslabitve, postopek pa je urejen z internimi navodili in ima ustrezno informacijsko podporo. Organi, pristojni za upravljanje s kreditnim tveganjem, odobrijo vsako slabitev sredstev glede na vrednost, skladno z izračunano oceno denarnih tokov.

Pri strankah, kjer ni znakov za oblikovanje posamičnih oslabitev ali skupinskih specifičnih oslabitev pri fizičnih osebah, Banka uporablja skupinsko ocenjevanje za oblikovanje oslabitev na podlagi razvrščanja strank v bonitetne razrede. Te zajemajo kreditne izgube, ki se nanašajo na portfelj kreditov. Pri izračunavanju potrebe za skupinske slabitve vodstvo Banke upošteva tudi dejavnike, kot so kakovost posojil, velikost portfelja in ekonomske dejavnike, vključno z analizo pretekle plačilne discipline v teh razredih. Slabitve za nastale, vendar še ne izkazane izgube (IBNR) se izračunavajo na mesečni ravni, temeljijo pa na kakovosti portfelja in na tako imenovanem obdobju evidentiranja izgube (angl. loss detection period). IBNR (angl. Incurred but not reported) tako predstavljajo splošne oslabitve.

Banka interno razvršča stranke (pravne osebe) v 26 bonitetnih razredov v razponu od 1+ do 10 z ustreznimi pripadajočimi vrednostmi verjetnosti neplačila (angl. PD – probability of default).

V segmentu poslovanja s prebivalstvom je bilo v UniCredit Banka Slovenija d.d. v letu 2012 uvedeno spremljanje bonitete stranke na podlagi podatkov, pridobljenih iz njene vloge pri Banki in podatkov, pridobljenih za obstoječe stranke na podlagi njihovega poslovanja z Banko. Interno so stranke iz tega segmenta razvrščene v 11 bonitetnih razredov z ustreznimi pripadajočimi vrednostmi verjetnosti neplačila.

Banka za segmente poslovanja s prebivalstvom oblikuje posamične oslabitve portfeljsko, in sicer na mesečni ravni. Na podlagi kakovosti portfelja so izračunani kazalniki, ki so skladno s standardi pomembni za izračun pričakovanih izgub (angl. Expected loss) na nivoju posamezne stranke.

Potreba po morebitnih oslabitvah finančnih sredstev v posesti do zapadlosti se ugotavlja, če obstajajo nepristranski dokazi o oslabiljenosti, to so pomembne finančne težave izdajatelja, verjetnost, da bo izdajatelj šel v stečaj ter drugih pomembnih podatkih, ki kažejo, da obstaja izmerljivo zmanjšane ocenjenih prihodnjih denarnih tokov. Če taki dokazi obstajajo, se znesek izgube izmeri kot razlika med knjigovodsko vrednostjo sredstva in sedanjo vrednostjo pričakovanih prihodnjih denarnih tokov.

Oslabitev finančnih sredstev razpoložljivih za prodajo

Isti nepristranski dokazi kažejo tudi na oslabiljenost finančnih sredstev, ki so na razpolago za prodajo. Izguba zaradi oslabitve

se pripozna, kadar pride do pomembnega ali dolgotrajnega padca poštene vrednosti pod nabavno vrednost teh finančnih sredstev. Banka kot objektivni dokaz o oslavitvi finančnih naložb v kapitalske instrumente iz skupine finančnih sredstev, razpoložljivih za prodajo, šteje pomembno (40-odstotno znižanje poštene vrednosti glede na njihovo prvotno nabavno vrednost) ali dolgotrajnejše (če Banka 9 mesecev konstantno izkazuje izgubo v presežku iz prevrednotenja) zmanjšanje poštene vrednosti pod njihovo nabavno vrednostjo. Kadar Banka na taki podlagi ugotovi, da je finančna naložba oslabiljena, celotno izgubo iz vrednotenja tega instrumenta prenese v poslovni izid.

Več podrobnosti pa je navedenih v poglavju Bančna tveganja.

SPREMEMBE RAČUNOVODSKIH USMERITEV

Banka je v letu 2012 zaradi spremembe sheme izkaza finančnega položaja, ki jo predpiše Banka Slovenije, prerazvrstila:

- druga finančna sredstva s postavke Druga sredstva na postavko Krediti,
- druge finančne obveznosti s postavke Druge obveznosti na postavko Finančne obveznosti, merjene po odplačni vrednosti.

Zneski prerazvrstitev so vidni v Izkazu finančnega položaja v koloni Znesek prerazvrstitve med postavkami. V pojasnilu 6, podnaslov Druga finančna sredstva in v pojasnilu 16, podnaslov Druge finančne obveznosti je podrobneje pojasnjeno, kaj je bilo prerazvrščeno.

IZDANI, VENDAR ŠE NE UVELJAVLJENI STANDARDI IN POJASNILA

Za leto, ki se je končalo 31. decembra 2012, še niso veljali naslednji standardi in pojasnila:

- Dopolnitev k MSRP 7 Razkritja – Pobotanje finančnih sredstev in finančnih obveznosti

Dopolnitev vsebuje nove zahteve glede razkritij finančnih sredstev in finančnih obveznosti, ki so:

- pobotani v izkazu finančnega položaja ali
- predmet izvršljivih okvirnih pogodb o pobotu ali podobnih sporazumov.

Predvideva se, da zadevne spremembe ne bodo pomembno vplivale na računovodske izkaze, saj Banka ne izvaja obsežnejšega pobotanja finančnih sredstev in finančnih obveznosti.

- MSRP 10 – Konsolidirani računovodski izkazi in MRS 27 (2011) – Ločeni računovodski izkazi

MSRP 10 predvideva za izvedbo analize obvladovanja enoten model za vse vrste podjetij, vključno s podjetji, ki se v okviru SOP-12 trenutno obravnavajo kot podjetja za posebne namene. MSRP 10 uvaja nove zahteve glede ocene obvladovanja, ki se razlikujejo od obstoječih zahtev, kot jih določa MRS 27 (2008). Skladno z novim modelom naložbenik obvladuje prejemnika finančne naložbe, če:

- je izpostavljen ali upravičen do spremenljivih donosov iz vpletenosti oz. podjetja, v katero naložbi;

- ima možnost vplivati na zadevni donos na podlagi svojega obvladovanja podjetja, v katero naložbi oz. prejemnika finančne naložbe; ter
- obstaja povezava med močjo in donosom.

Spremenjen standard vsebuje tudi zahteve po razkritjih in zahteve v zvezi s pripravo konsolidiranih računovodskih izkazov. Te zahteve se prenesejo iz MRS 27 (2008).

Vpliv začetne uporabe sprememb je odvisen od določenih dejstev in okoliščin prejemnikov finančne naložbe znotraj Skupine na dan začetne uporabe. Pred začetno uporabo sprememb Banka torej ne more oceniti njihovega vpliva na računovodske izkaze.

- MSRP 11 – Skupni aranžmaji

MSRP 11 – Skupni aranžmaji nadomešča MRS 31, Naložbe v skupne podvige. MSRP 11 sicer ne uvaja bistvenih sprememb celovite definicije aranžmaja, ki je predmet skupnega obvladovanja, se pa definicija obvladovanja in posredno skupnega obvladovanja spremeni zaradi MSRP 10.

Nov standard določa dve vrsti aranžmajev, pri čemer ima vsak svoj računovodski model:

- skupna dejavnost je skupni aranžma, pri čemer imajo stranke, ki skupaj obvladujejo aranžma, pravice do sredstev in obveze iz obveznosti, povezanih z aranžmajem;
- skupni podvig je skupni aranžma, pri čemer imajo stranke, ki skupaj obvladujejo aranžma, pravice do čistih sredstev aranžmaja.

MSRP 11 je iz določil MRS 31 – Skupaj obvladovana podjetja učinkovito izločil primere, pri katerih je nosilec skupnega aranžmaja ločen od ostalih, ločitev pa se v nekaterih primerih izkaže kot neučinkovita. Ti aranžmaji se obravnavajo podobno kot skupaj obvladovana sredstva/delovanja skladno z MRS 31, in se odslej imenujejo skupne dejavnosti. Nadalje MRS 31 za skupaj obvladovana podjetja oz. skupne podvige ukinja možnost proste izbire med kapitalsko metodo in sorazmerno konsolidacijo. Pri konsolidiranih računovodskih izkazih je odslej potrebno uporabiti kapitalsko metodo.

Banka predvideva, da MSRP 11 ne bo vplival na računovodske izkaze, saj ni stranka v kakršnihkoli skupnih aranžmajih.

- MSRP 12 – Razkritje deležev v drugih podjetjih

MSRP 12 zahteva dodatna razkritja glede pomembnih ocen in predpostavk v zvezi z določanjem vrste deležev v podjetjih ali aranžmajih, deležev v odvisnih družbah, skupnih aranžmajih in pridruženih podjetjih ter v nekonsolidiranih strukturiranih podjetjih.

Banka predvideva, da nov standard ne bo pomembno vplival na računovodske izkaze.

- MSRP 13 – Merjenje poštene vrednosti

Povzetek računovodskih usmeritev

MSRP 13 nadomešča napotke v zvezi z merjenjem poštene vrednosti, ki jih navajajo posamezni standardi, z enim samim virom oz. standardom. Standard opredeljuje pošteno vrednost, določa okvir za merjenje poštene vrednosti ter navaja razkritja, ki se zahtevajo v zvezi z merjenjem poštene vrednosti. MSRP 13 določa, kako izmeriti pošteno vrednost, kadar to zahtevajo ali dovolijo drugi MSRP-ji. Standard ne uvaja novih zahtev po merjenju sredstev in obveznosti po poštenu vrednosti, niti ne izloča izjeme oz. neizvedljive primere merjenja po poštenu vrednosti, ki trenutno obstajajo v določenih standardih.

Standard vsebuje obsežen okvir razkritij, ki navaja dodatna določila k obstoječim zahtevam po razkritju na podlagi katerih uporabniki računovodskih izkazov lažje ocenijo metode in vnose, uporabljene pri merjenju poštene vrednosti, ter vpliv merjenj – v primeru večkratnih merjenj, ki so zajemali pomembne vložke – na poslovni izid ali drugi vseobsegajoči donos.

Banka predvideva, da standard ne bo pomembno vplival na računovodske izkaze, saj je uprava mnenja, da so metode in predpostavke, ki se trenutno uporabljajo pri merjenju poštene vrednosti, skladne z določili MSRP 13.

- Dopolnitev k MRS 1 – Predstavljanje računovodskih izkazov: Predstavitev postavk drugega vseobsegajočega donosa

Dopolnitev zahteva, da Banka ločeno predstavi postavke drugega vseobsegajočega donosa, in sicer tiste, ki se v prihodnosti smejo prerazvrstiti v poslovni izid, in tiste, ki se ne bodo nikoli prerazvrstile v poslovni izid. Če so postavke drugega vseobsegajočega donosa predstavljene pred povezanimi davčnimi učinki, je potrebno celoten znesek davka prikazati oz. razporediti med zgoraj omenjenimi oddelki.

Banka predvideva, da standard ne bo pomembno vplival na računovodske izkaze. Vse postavke njenega drugega vseobsegajočega donosa se v prihodnosti smejo prerazvrstiti v poslovni izid, davek pa že izkazuje ločeno.

- Dopolnitev k MRS 12: Davek iz dobička: Povrnitev naložbe v sredstvo

Dopolnitev uvaja spodbitno domnevo, da se knjigovodska vrednost naložbene nepremičnine, ki je izmerjena z uporabo modela poštene vrednosti, lahko ob prodaji v celoti pokrije oz. nadomesti. Namen uprave ni pomemben, razen takrat ko se naložbena nepremičnina amortizira ter je posedovana v sklopu poslovnega modela, katerega namen je bistveno izkoristiti vse ekonomske koristi sredstva tekom njegove dobe koristnosti. Domnevo je možno spodbijati zgolj v tovrstnih primerih.

Dopolnitev ne bo pomembno vplivala na računovodske izkaze Banke, saj Banka ne izkazuje naložbenih nepremičnin, ki bi bile izmerjene z uporabo modela poštene vrednosti skladno z MRS 40.

- MRS 19 (2011) – Zasluzki zaposlenecv

Dopolnitev zahteva, da se aktuarski dobički in izgube pripoznajo neposredno v drugem vseobsegajočem donosu. Dopolnitev ukinja pristop 'pasu', ki se uporablja za pripoznavanje aktuarskih dobičkov in izgub, ter družbam posledično onemogoča pripoznavanje vseh sprememb v okviru obveze za določene zasluzke ter sredstev programa v poslovnem izidu, kar je trenutno dovoljeno skladno z zahtevami MRS 19. Dopolnitev nadalje zahteva, da se pričakovani donos iz sredstev programa, ki je pripoznan v poslovnem izidu, preračuna na podlagi mere, s katero se je diskontirala obveza za določene zasluzke.

Banka predvideva, da dopolnitev ne bo pomembno vplivala na njene računovodske izkaze.

- MRS 27 (2011) – Ločeni računovodski izkazi

Obstoječe zahteve glede razkritij v ločenih računovodskih izkazih so se iz MRS 27 (2008) prenesle v MRS 27 (2011), vendar z manjšimi napotki, ki razjasnijo uporabo. Dopolnjen MRS 27 (2011) tudi vključuje obstoječe zahteve glede ločenih računovodskih izkazov iz MRS 28 (2008) in MRS 31. Standard ne obravnava več načela obvladovanja in zahteve v zvezi s pripravo konsolidiranih računovodskih izkazov, ki so vključene v MSRP 10 Konsolidirani računovodski izkazi.

Banka predvideva, da MRS 27 (2011) ne bo pomembno vplival na računovodske izkaze, saj njene računovodske usmeritve ostanejo nespremenjene.

- MRS 28 (2011) – Finančne naložbe v pridružena podjetja in skupne podvige

Spremembe MRS 28 (2008) zajemajo:

- Pridružena podjetja in skupni podvigi za prodajo. MSRP 5 – Nekratkoročna sredstva za prodajo in ustavljeno poslovanje obravnava naložbo ali del naložbe v pridruženo podjetje ali skupni podvig, ki izpolnjuje sodila za razvrstitev med sredstva za prodajo. Del naložbe, ki se ohrani in ne razvrsti za prodajo, se obračuna po kapitalski metodi do njegove odtujitve. Po odtujitvi se vsak zadržan oz. ohranjen del naložbe obračuna po kapitalski metodi pod pogojem, da gre za delež v pridruženem podjetju ali skupnem podvigu.
- Spremembe deležev v pridruženih podjetjih in skupnih podvigih. Doslej sta MRS 28 (2008) in MRS 31 določala, da je pri odstopu pomembnega vpliva ali skupnega obvladovanja potrebno v vseh primerih ponovno izmeriti zadržane deleže, četudi se je pomembni vpliv prenesel na skupni podvig. Spremenjen MRS 28 (2011) določa, da v tovrstnih primerih, zadržane deleže v naložbi ni potrebno ponovno izmeriti.

Predvideva se, da dopolnitev standarda ne bo pomembno vplivala na računovodske izkaze, saj Banka nima naložb v pridruženih podjetjih ali skupnih podvigih.

- Dopolnitev k MRS 32 – Pobotanje finančnih sredstev in finančnih obveznosti

Dopolnitev ne uvaja novih zahtev glede pobotanja finančnih sredstev in finančnih obveznosti, temveč razjasni merila pobota in obravnava nedoslednosti, ki se pri tem pojavljajo.

Skladno z dopolnitvijo ima Banka zakonsko izvršljivo pravico do pobota, če pravica ni pogojena s prihodnjim dogodkom in če je pravica zakonsko izvršljiva samo v običajnem okviru poslovanja ali v primeru neplačila ali v primeru insolventnosti ali stečaja ene ali vseh nasprotnih strank.

Banka predvideva, da dopolnitev ne bo pomembno vplivala na računovodske izkaze.

PREVEDBA TUJE VALUTE

Funkcijska in predstavitevna valuta: Postavke v računovodskih izkazih so za leti 2012 in 2011 evidentirane v evrih, ki so funkcijska in predstavitevna valuta Banke.

Transakcije in stanja: Transakcije v tuji valuti so pretvorjene v funkcijsko valuto z uporabo menjalnega tečaja Evropske centralne banke na dan posla. Vsak dobiček ali izguba, ki izhaja iz poravnave transakcij v tujih valutah ter iz pretvorbe denarnih postavk v tujih valutah v funkcijsko valuto, je poročan v izkazu poslovnega izida, razen če je zadržan v kapitalu v primeru varovanja denarnih tokov pred tveganjem ter za prodajo razpoložljivih finančnih sredstev.

Valutni terminski posli se preračunajo v evre po sklenjenem terminskem tečaju.

Promptni menjalni tečaji, ki so bili uporabljeni pri pripravi izkaza finančnega položaja Banke na dan poročanja, so bili naslednji:

Valuta	31. 12. 2012	31. 12. 2011
CHF	1,2072	1,2156
USD	1,3194	1,2939

FINANČNA SREDSTVA

Banka uvršča finančna sredstva v naslednje skupine:

- finančna sredstva po poštenu vrednosti skozi poslovni izid,
- posojila in terjatve,
- finančne naložbe v posesti do zapadlosti v plačilo ter
- za prodajo razpoložljiva finančna sredstva.

Banka razvrsti finančna sredstva v te skupine ob začetnem pripoznanju.

Vsa finančna sredstva, s katerimi Banka razpolaga, so pripoznana ter je njihovo pripoznanje odpravljeno ob upoštevanju datuma plačila. Vsa finančna sredstva se na začetku pripoznajo po poštenu vrednosti in če gre za finančno sredstvo, ki ni podano po poštenu vrednosti skozi poslovni izid, so prišteti tudi stroški posla, ki neposredno izhajajo iz nakupa finančnega sredstva.

Banka odpravi pripoznanje finančnih sredstev, kadar so potekle pogodbene pravice do denarnih tokov oziroma je prenesla pravice

do prejema denarnih tokov iz finančnih sredstev skupaj z vsemi tveganji in koristmi na drugo stranko. Če Banka ohrani pravice do obvladovanja tveganj, jih pripozna kot ločeno sredstvo oziroma obveznost.

Banka odpravi pripoznanje finančnih obveznosti, kadar so pogodbene obveznosti izpolnjene, potečejo oziroma so drugače prekinjene.

a) Finančna sredstva po poštenu vrednosti skozi poslovni izid

V to skupino so uvrščena sredstva, ki so uvrščena kot v posesti za trgovanje ter tista, ki jih Banka po začetnem pripoznanju označi po poštenu vrednosti skozi poslovni izid.

- Finančno sredstvo je uvrščeno kot v posesti za trgovanje, če je pridobljeno ali prevzeto v glavnem z namenom prodaje ali ponovnega nakupa v kratkem roku ali če je del portfelja prepoznanih finančnih instrumentov, ki se obravnavajo skupaj in za katere obstajajo dokazi o nedavnem kratkoročnem pobiranju dobičkov. Tudi izvedeni finančni instrumenti so uvrščeni v posesti za trgovanje, razen če so instrumenti za varovanje pred tveganjem.

Po začetnem pripoznanju se ti vrednostni papirji merijo in pripoznavajo po poštenu vrednosti, ki je enaka tečaju na organiziranem trgu vrednostnih papirjev ali izračunana z modelom vrednotenja. Model vrednotenja poštene vrednosti upošteva krivuljo obrestne zamenjave in premijo za kreditno tveganje za določen dolžniški vrednostni papir. Premija za kreditno tveganje se določi s pomočjo primerljivih obveznic z enako zapadlostjo.

Banka vključuje nerealizirane dobičke in izgube v postavki izkaza poslovnega izida »Čisti dobički / izgube iz finančnih sredstev in obveznosti, namenjenih trgovanju«. Obresti iz vrednostnih papirjev za trgovanje se obračunavajo dnevno in so v izkazu poslovnega izida prikazane kot »Prihodki iz obresti«.

- Banka označi finančna sredstva po začetnem pripoznanju po poštenu vrednosti skozi poslovni izid, ker ta oznaka znatno zmanjša nedoslednost merjenja, ki bi sicer izhajala iz merjenja izvedenega finančnega instrumenta kot v posesti za trgovanje ter merjenja osnovnega finančnega sredstva po metodi veljavnih obresti.

Posojila, merjena po poštenu vrednosti skozi poslovni izid, so posojila s fiksno obrestno mero, ki so zavarovana pred tveganjem po referenčni obrestni meri posojila z zamenjavo obrestnih mer. Posojila so pripoznana po poštenu vrednosti skozi poslovni izid, da bi se s tem izognili napakam pri predstavitvi ekonomske vsebine transakcije. Banka ugotavlja pošteno vrednost posojila najmanj enkrat mesečno. V letih 2012 in 2011 Banka ni pripoznala posojil, merjenih po poštenu vrednosti skozi poslovni izid.

b) Posojila in terjatve

Posojila in terjatve so neizpeljana finančna sredstva z določenimi ali določljivimi plačili, ki ne kotirajo na delujočem trgu, razen:

Povzetek računovodskih usmeritev

- tistih, ki jih Banka namerava prodati takoj ali kratkoročno, ki se uvrstijo kot v posesti za trgovanje, in tistih, ki jih Banka po začetnem pripoznanju označi po pošteni vrednosti skozi poslovni izid;
- tistih, ki jih Banka po začetnem pripoznanju označi kot razpoložljiva za prodajo;
- tistih, za katere imetnik morda ne dobi povrnjene skoraj celotne pripoznane začetne naložbe, vendar ne zaradi poslabšanja kreditne sposobnosti, ki se uvrstijo kot na razpolago za prodajo.

Posojila in terjatve se izkazujejo po odplačni vrednosti. Banka pripozna posojila in terjatve na datum plačila oz. kadar postane del pogodbenih določb v finančnem instrumentu ter odpravi njihovo pripoznanje na datum plačila oz. ko potečejo pogodbene pravice do denarnih tokov iz finančnega sredstva.

Prihodki iz obresti od oslabljenih posojil in terjatev so oslabljeni v enakem odstotku kot glavnica.

V poglavju Uporaba ocen in predpostavk je opredeljeno, kako jih Banka oslabi.

Posojila in terjatve zajemajo tudi druga finančna sredstva, to so terjatve za provizije, ki ne sodijo v izračunavanje odplačne vrednosti finančnih sredstev, prehodno nezaračunane prihodke za bančne produkte, terjatve za prodana finančna sredstva, terjatve do kupcev in terjatve v obračunu iz poslovnih razmerij.

c) Finančne naložbe v posesti do zapadlosti v plačilo

Finančne naložbe v posesti do zapadlosti v plačilo so neizpeljana finančna sredstva z določenimi ali določljivimi plačili in določeno zapadlostjo v plačilo, ki jih Banka nedvoumno namerava in zmore posedovati do zapadlosti.

Finančne naložbe v posesti do zapadlosti v plačilo se izkazujejo po odplačni vrednosti. V poglavju Uporaba ocen in predpostavk je opredeljeno, kako jih Banka oslabi.

d) Za prodajo razpoložljiva finančna sredstva

Za prodajo razpoložljiva finančna sredstva so tista neizpeljana finančna sredstva, ki so označena kot razpoložljiva za prodajo ali pa niso uvrščena kot posojila in terjatve, finančne naložbe v posesti do zapadlosti v plačilo ali finančna sredstva po pošteni vrednosti skozi poslovni izid. Ta portfelj vključuje lastniške in dolžniške vrednostne papirje.

Po prvotnem izkazovanju se za prodajo razpoložljiva finančna sredstva izmerijo po njihovih poštenih vrednostih. Tržna vrednost na borzi ne odraža vedno poštene vrednosti dolžniških vrednostnih papirjev. V tem primeru Banka ugotavlja pošteno vrednost dolžniških vrednostnih papirjev z metodo vrednotenja preko modela, kjer pri določitvi cene upošteva krivuljo obrestne zamenjave in premijo za kreditno tveganje za določen dolžniški vrednostni papir. Premija za kreditno tveganje se določi s pomočjo primerljivih obveznic z enako

zapadlostjo. Pošteno vrednost lastniških vrednostnih papirjev, ki ne kotirajo na borzi, pa Banka ugotavlja z uporabo ustreznih modelov.

Sprememba poštene vrednosti pri finančnem sredstvu, ki je na razpolago za prodajo, se pripozna neposredno v izkazu drugega vseobsegajočega donosa, razen izgub zaradi oslabitve in deviznih dobičkov in izgub, dokler se za finančno sredstvo ne odpravi pripoznanja in tedaj je prej pripoznani nabrani dobiček ali izguba pripoznan/a v poslovnem izidu. Obresti, izračunane po metodi veljavnih obresti, se obračunavajo dnevno in se pripoznajo v poslovnem izidu. Dividende za kapitalski instrument, ki je na razpolago za prodajo, se pripoznajo v poslovnem izidu, ko je uveljavljena pravica Banke do plačila.

V poglavju Uporaba ocen in predpostavk je opredeljeno, kako jih Banka oslabi.

IZVEDENI FINANČNI INSTRUMENTI

V svojem rednem poslovanju Banka sklepa posle z izvedenimi finančnimi instrumenti, ki predstavljajo majhno začetno naložbo v primerjavi z nazivno vrednostjo pogodbe. Uporabljeni izvedeni finančni instrumenti vključujejo obrestne, valutne in blagovne terminske pogodbe (forward), zamenjave (swap) in opcije (option). Banka uporablja te finančne instrumente za varovanje pred obrestnim in valutnim tveganjem, s katerima se srečuje pri svojem poslovanju na finančnih trgih, aktivno odpira svoje pozicije ter jih prodaja strankam.

Izvedeni finančni instrumenti se v izkazu finančnega položaja pripoznajo po pošteni vrednosti. Poštene vrednosti so določene na podlagi objavljenih cen na delujočem trgu, z uporabo modelov diskontiranih denarnih tokov ali uporabo modelov za opcijsko vrednotenje, odvisno od posameznega izvedenega finančnega instrumenta. Spremembe poštene vrednosti izvedenih finančnih instrumentov, ki ne predstavljajo instrumentov za varovanje pred tveganjem, se izkazujejo v postavki »Čisti dobički / izgube iz finančnih sredstev in obveznosti, namenjenih trgovanju«.

Vse izvedene finančne instrumente se izkazujejo kot sredstva, če je njihova poštena vrednost pozitivna, in kot obveznosti, če je ta negativna.

Poštena vrednost valutnih izvedenih finančnih instrumentov je njihova tržna cena v sistemu Wall Street, poštena vrednost obrestnih izvedenih finančnih instrumentov pa tržna cena v sistemu OPUS. Pošteno vrednost izvedenih finančnih instrumentov na lastniške vrednostne papirje ter blagovnih izvedenih finančnih instrumentov pa Banki posreduje Bayerische Hypo- und Vereinsbank AG, München.

INSTRUMENTI ZA VAROVANJE PRED TVEGANJEM

a) Varovanje poštene vrednosti pred tveganjem

V letu 2012 Banka ni izvajala varovanja poštene vrednosti pred tveganjem.

b) Varovanje denarnih tokov pred tveganjem

V skladu z MSRP varovanje denarnih tokov služi varovanju pred negotovimi (variabilnimi) denarnimi tokovi v prihodnje. S tem namenom so obrestni denarni tokovi varovanih postavk in povezani izvedeni instrumenti, ki so označeni kot instrumenti varovanja pred tveganjem, projicirani v prihodnost (predvidene transakcije). Varovanje se nanaša na izpostavljenost variabilnosti denarnih tokov, ki so povezani s pripoznanimi sredstvi ali pripoznanimi obveznostmi do virov sredstev ali pa z načrtovano oz. predvideno transakcijo (ali posameznimi deli teh treh), kar bo vplivalo na čisti dobiček. Instrument varovanja je pripoznan po pošteni vrednosti.

Varovane postavke so obrestni denarni tokovi (predvidene transakcije) transakcij, ki so v ozadju. Pri slednjih gre lahko za transakcije s strankami ali z vrednostnimi papirji, na strani sredstev ali obveznosti v izkazu finančnega položaja, pri katerih je obrestna mera občutljiva na tržne spremembe. Instrumenti varovanja so katerikoli izvedeni finančni instrumenti, ki lahko varujejo pred izpostavljenostjo variabilnosti relevantnih denarnih tokov.

Spremembe poštene vrednosti so razdeljene na učinkoviti del, ki ga je mogoče pripisati varovanju, in na neučinkoviti del, ki ga ni mogoče pripisati varovanju. Varovanje šteje kot učinkovito, če so za vsako časovno obdobje neto denarni tokovi, povezani z instrumenti varovanja, v razmiku 80 % do 125 % glede na denarne tokove pred tveganjem varovane postavke (postavk). Učinkoviti deli so pripoznani neposredno v kapitalu (Presežek iz prevrednotenja, varovanje denarnih tokov). Neučinkoviti del dobička ali izgube na instrumentu varovanja je pripoznan v izkazu poslovnega izida. Da bi se izognili neučinkovitosti, se pripravljajo projekcije, predvsem za limite in morebitne vzroke neučinkovitosti. Oddelek za tržna tveganja konec vsakega meseca izvede preskus učinkovitosti.

Banka preneha obračunavati varovanje pred tveganjem, kadar odpove instrument za varovanje pred tveganjem. Kumulativni dobiček ali izguba iz instrumenta za varovanje pred tveganjem, ki je pripoznan v drugem vseobsegajočem donosu iz obdobja, ko je bilo varovanje pred tveganjem uspešno, prerazvrsti v poslovni izid v istem obdobju, v katerem napovedani denarni tokovi, varovani pred tveganjem, vplivajo na poslovni izid.

Banka se poslužuje varovanja denarnih tokov za upravljanje s tveganji obrestnih mer v skladu z MRS 39.83. Izvedeni finančni instrumenti se ne povezujejo s posameznimi transakcijami.

OPREDMETENA OSNOVNA SREDSTVA (NEPREMIČNINE, NAPRAVE IN OPREMA) IN NEOPREDMETENA DOLGOROČNA SREDSTVA

Opredmetena osnovna in neopredmetena dolgoročna sredstva se pripoznajo po nabavni vrednosti. Banka je za merjenje po pripoznanju izbrala model nabavne vrednosti, kar pomeni, da nabavno vrednost zmanjša za amortizacijski popravek vrednosti in nabrano izgubo zaradi oslabitve.

Amortizacija se izračuna z uporabo metode enakomernega časovnega amortiziranja. Zemljišča in sredstva v izgradnji se ne amortizirajo.

Dobe koristnosti sredstev so razkrite v naslednji tabeli:

	31. 12. 2012	31. 12. 2011
Vlaganje v tuje objekte	10 let	10 let
Računalniška oprema	4 do 6 let	4 leta
Pohištvo, naprave in motorna vozila	4 do 10 let	4 do 10 let
Neopredmetena dolgoročna sredstva - programska oprema	7 let	5 let

Doba koristnosti sredstev se redno preverja ter po potrebi prilagodi amortizacijska doba.

Vlaganje v zakupljene objekte / sredstva se amortizirajo v dobi, ki je krajša, pri čemer se primerjata doba njihove uporabe in preostala doba njihovega zakupa na podlagi metode enakomernega časovnega amortiziranja.

Popravila in obnove manjšega obsega se izkažejo v izkazu poslovnega izida.

Banka preverja vrednost svojih opredmetenih osnovnih in neopredmetenih dolgoročnih sredstev, da bi prepoznala, ali utegnejo biti oslabiljena. Če obstajajo znamenja oslabiljenosti, Banka opravi preizkus oslabiljenosti in oceni nadomestljivo vrednost sredstva (višjo izmed dveh postavk: njegove poštene vrednosti zmanjšane za stroške prodaje ali njegove vrednosti pri uporabi). Kadar je nadomestljiva vrednost sredstva manjša od njegove knjigovodske vrednosti, Banka zmanjša knjigovodsko vrednost na njegovo nadomestljivo vrednost. Takšno zmanjšanje je izguba zaradi oslabitve.

Razveljavitev izgube zaradi oslabitve sredstva se takoj pripozna kot prihodek v izkazu poslovnega izida.

Pripoznanje knjigovodske vrednosti posameznega sredstva se odpravi ob odtujitvi ali če od njegove uporabe ali odtujitve ni več pričakovati prihodnjih gospodarskih koristi. Dobički ali izgube, ki izhajajo iz odprave pripoznanja sredstva, se vključijo v poslovni izid, ko se pripoznanje sredstva odpravi. Dobički ali izgube, ki izhajajo iz odprave pripoznanja posameznega sredstva, se izračunajo na podlagi razlike med čistim donosom ob odtujitvi, če obstaja, in knjigovodsko vrednostjo sredstva.

DRUGA SREDSTVA

Druga sredstva sestavljajo zaloge, terjatve za dane predujme in druga sredstva, ki niso izkazana v ostalih postavkah.

FINANČNE OBVEZNOSTI

Banka meri finančne obveznosti po odplačni vrednosti., razen postavk »Finančne obveznosti, namenjene trgovanju« in »Izvedeni finančni instrumenti, namenjeni varovanju – obveznosti«, ki izkazujejeta

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negativno tržno vrednost izvedenih finančnih instrumentov in ju Banka meri po pošteni vrednosti.

Druge finančne obveznosti sestavljajo obveznosti za provizije, ki ne sodijo v izračunavanje odplačne vrednosti finančnih obveznosti, obveznosti za kupljena finančna sredstva, obveznosti v obračunu iz poslovnih razmerij, obveznosti do dobaviteljev in druge poslovne obveznosti, ki ustrezajo definiciji finančnega instrumenta.

REZERVACIJE

Rezervacija se pripozna, če ima Banka zaradi preteklega dogodka sedanjo obvezo, če je verjetno, da bo pri poravnavi obveze potreben odtok dejavnikov, ki omogočajo gospodarske koristi, in če je mogoče zanesljivo oceniti znesek obveze.

Rezervacije se oblikujejo za:

- potencialne izgube v zvezi s tveganji, ki izhajajo iz zunajbilančnih postavk;
- jubilejne nagrade in odpravnine;
- potencialne izgube v zvezi s pravnimi spori, v katerih je Banka udeležena oziroma obstaja nevarnost, da bo udeležena;
- druge dogodke, za katere je zelo verjetno, da bo Banka utrpela odliv finančnih sredstev.

IZKAZ DENARNIH TOKOV

Pri poročanju o denarnih tokovih so denarna sredstva opredeljena kot denar v blagajni in na transakcijskih računih pri bankah, vključno z obveznimi rezervami pri Banki Slovenije. Denarni ustrezniki so opredeljeni kot kratkoročne hitro unovčljive naložbe, ki so takoj pretvorljive v znane zneske denarnih sredstev in pri katerih je tveganje spremembe vrednosti nepomembno.

Banka sestavi izkaz denarnih tokov po posredni metodi. Za prikaz denarnih tokov pri poslovanju Banka poslovni izid pred obdavčitvijo dopolni z učinki naslednjih nendenarnih postavk: amortizacija, oslabilte, dobički in izgube iz tečajnih razlik, dobički in izgube iz finančnih sredstev v posesti do zapadlosti, dobički in izgube pri prodaji opredmetenih osnovnih sredstev in neopredmetenih dolgoročnih sredstev, iz financiranja, čisti nerealizirani dobički v presežku iz prevrednotenja finančnih sredstev, razpoložljivih za prodajo in iz varovanja denarnih tokov pred tveganji. V skladu s Sklepom o poslovnih knjigah in letnih poročilih bank in hranilnic Banka ne glede na to, da sestavi izkaz denarnih tokov po posredni metodi, za prikaz denarnih tokov pri naložbenju in denarnih tokov pri financiranju uporabi neposredno metodo.

UGODNOSTI ZAPOSLENIH

Banka svojim zaposlenim izplačuje jubilejne nagrade in odpravnine ob upokojitvi. Zaposleni so upravičeni do jubilejnih nagrad, če so v Banki neprekinjeno zaposleni določeno časovno obdobje. Do odpravnin so upravičeni tisti zaposleni, ki se upokojijo in so bili pred tem v Banki zaposleni določeno minimalno časovno obdobje. Rezervacije so izračunane le za osebe, zaposlene za nedoločen čas.

Sedanjo vrednost obvez za izplačilo jubilejnih nagrad in odpravnin je izračunal za to usposobljen aktuar z uporabo metode predvidene pomembnosti enot. Ključne aktuarske predpostavke, uporabljene pri izračunu sedanje vrednosti omenjenih obvez, so naslednje:

- diskontna mera – kot diskontna mera so uporabljeni na dan izkaza finančnega položaja znani tržni donosi obveznic, katerih izdajateljji so družbe iz evro območja;
- ocenjeno povečanje prihodnjih plač;
- stopnje smrtnosti – tabela smrtnosti v Sloveniji v letih 2000 – 2002;
- fluktuacija zaposlenih na podlagi zabeleženih podatkov o zaposlenih v Banki v prejšnjih letih;
- starost ob upokojitvi: 65 let ne glede na spol v izračunu za leto 2012 (59 let za ženske in 61 let za moške za leto 2011);
- tekoči podatki o zaposlenih v Banki (trajanje zaposlitve, starost, spol, povprečni zaslužki);
- povprečna mesečna plača v Republiki Sloveniji;

Znesek obvez, ki izhajajo iz jubilejnih nagrad in odpravnin zaposlenim, je pripoznan kot sedanja vrednost pričakovanih prihodnjih plačil. Aktuarski dobički in izgube so pripoznani v poslovnem izidu.

Banka plačuje prispevke za pokojninsko zavarovanje v skladu z zakonodajo. Prispevki predstavljajo stroške v obdobju, na katerega se nanašajo, in so v izkazu poslovnega izida prikazani med stroški dela.

PLAČILO Z DELNICAMI

V skladu z MSRP 2 je skupina UniCredit vzpostavila srednje- do dolgoročni program nagrajevanja z delnicami in delniškimi opcijami UniCredit S.p.A. Program je bil vzpostavljen z namenom spodbujanja pripadnosti in motivacije izbranih managerjev in zaposlenih k doseganju strateških ciljev Skupine. Plačilne transakcije so poravnane s kapitalom. V skladu z MSRP so članice Skupine, katerih zaposlenim so bile dodeljene delnice, zavezane plačati matični družbi izmerjeno obveznost za razporeditev njihovim zaposlenim.

Kriteriji izračuna poštene vrednosti za s kapitalom poravnane delniške opcije: Poštena vrednost je bila izračunana z uporabo »Hull and White« modela. Model temelji na trinomialnem drevesu cenovne distribucije z uporabo Boyleovega algoritma in ocenjuje zgodnjo verjetnost izpolnitve na temelju determinističnega modela, ki je povezan z doseganjem tržne vrednosti delnice, kar je enako izpolnitvenemu večkratniku cene in verjetnosti, da jih bo upravičenec odtujil v obdobju moratorija neizvršljivosti opcij. Kriteriji izračuna poštene vrednosti delnice: Poštena vrednost je bila izračunana na podlagi tržne vrednosti delnice zmanjšana za sedanjo vrednost dividend, ki se nanašajo na obdobje od podelitve do izvršitve pravice.

Odmerno obdobje za delnice je 1 leto, odmerno obdobje za delniške opcije pa štiri leta. Pravice iz naslova podeljenih delnic je možno uveljaviti v 5 mesecih po koncu odmerne obdobja, iz naslova delniški opcij pa v 6 do 10 letih po koncu odmerne obdobja.

DELNIŠKI KAPITAL

Delniški kapital je sestavljen iz vpoklicanega osnovnega kapitala, kapitalskih rezerv, presežka iz prevrednotenja (presežka iz prevrednotenja pri poslih z vrednostnimi papirji, razpoložljivimi za prodajo, in varovanja denarnih tokov), rezerv iz dobička in čistega dobička poslovnega leta. Le čisti dobiček poslovnega leta je izplačljiv.

DOBIČEK NA DELNICO

Banka je predstavila dobiček na delnico za svoje navadne (kosovne) delnice. Dobiček na delnico je izračunan kot kvocient med dobičkom ali izgubo ter povprečnim številom delnic v obdobju.

Banka nima prednostnih delnic ali drugih zamenljivih instrumentov, zato je popravljen čisti dobiček na delnico enak osnovnemu dobičku na delnico.

POGOJNE OBVEZNOSTI IN PREVZETE FINANČNE OBVEZNOSTI

Prevzete finančne obveznosti za jamstva (garancije), tako finančna kot storitvena, predstavljajo nepreklicne obveze Banke za plačila, če komitent Banke ne izpolni svojih obveznosti do tretjih oseb. Merjeni so v skladu z MRS 37, dokler niso izpolnjeni pogoji za pripoznanje v izkazu finančnega položaja.

Listinski akreditivi so nepreklicne pogojne obveznosti Banke, ki na zahtevo stranke (kupca) izvrši ali sprejme plačilo upravičenca (prodajalca), ali plača ali sprejme menice, ki jih je dvignil upravičenec ob predložitvi predpisanih dokumentov, skladno z izpolnjenimi zahtevami izdanega akreditiva. Listinski akreditivi so zavarovani, podobno kot posojila oz. prevzete finančne obveznosti za jamstva, glede na kreditno sposobnost in uspešnost posojilojemalca.

Osnovni namen prevzetih in nepreklicnih obveznosti iz odobrenih posojil je, skladno s sklenjenim dogovorom, zagotovitev sredstev komitentu Banke. Prevzete in nepreklicne obveznosti iz odobrenih posojil sestavljajo nečrpana sredstva iz odobrenih posojil in neporabljena, odobreni limiti na transakcijskih računih komitentov Banke.

Tveganja, povezana s pogojnimi obveznostmi in prevzetimi finančnimi obvezami, se ocenjujejo podobno kot tveganja pri odobrenih posojilih, pri čemer so upoštevani kreditna sposobnost in uspešnost posojilojemalca ter vrednosti prejetih zavarovanj in garancij tretjih strank.

OBRETNI PRIHODKI IN ODHODKI

V izkazu poslovnega izida se obrestni prihodki in odhodki pripoznajo v ustreznem obdobju po metodi veljavnih obresti.

PRIHODKI IN ODHODKI IZ PROVIZIJ

Prejete in dane provizije se običajno pripoznajo na dan zaključka izvedene transakcije. Provizije, ki se nanašajo na daljše časovno obdobje, Banka razmejuje.

OBDAVČENJE

Davki se izračunavajo v skladu s predpisi o davku od dohodkov pravnih oseb. Na splošno obdavčljiv dobiček temelji na dobičku ali izgubi, pripoznani v izkazu poslovnega izida, ki je pripravljen v skladu z MSRP. Prilagojen je v skladu z davčnimi predpisi.

Odhodek za davek (prihodek od davka) obsega odmerjeni odhodek za davek (odmerjeni prihodek od davka) in odloženi odhodek za davek (odloženi prihodek od davka).

Trenutna davčna stopnja za davek od dohodkov pravnih oseb je 18 % (za leto 2011 20 %). Za odložene davke so bila uporabljene stopnje 17 %, 16 % oz. 15 % (za leto 2011 20 %), ki predstavljajo stopnje davka od dohodkov pravnih oseb za leta 2013, 2014 in 2015. Banka uporabi ustrezno stopnjo v skladu z verjetnostjo, v katerem letu bo davek realiziran.

Odloženi davki so namenjeni pokrivanju začasne razlike, ki nastane med davčno vrednostjo sredstev in obveznosti ter njihovo knjigovodsko vrednostjo v izkazu finančnega položaja.

Odložene obveznosti za davek so zneski davka iz dobička, ki jih bo treba poravnati v prihodnjih obdobjih glede na obdavčljive začasne razlike.

Odložene terjatve za davek so zneski davka iz dobička, ki bodo povrnjeni v prihodnjih obdobjih glede na odbitne začasne razlike, prenos neizrabljenih davčnih izgub v naslednja obdobja in prenos neizrabljenih davčnih dobropisov v naslednja obdobja.

Banka mora plačevati različne posredne davke iz poslovanja. Ti so vključeni kot sestavina administrativnih stroškov.

POSLOVANJE PO POOBLASTILIH IN POSREDNIŠKO POSLOVANJE

Sredstva, ki jih Banka upravlja kot pooblaščenec, zaupnik ali posrednik, niso sredstva Banke in kot taka niso vključena v računovodske izkaze Banke. S tem poslovanjem Banka zasluži provizijo, ki je izkazana kot Opravnina od posredniških in komisijskih poslov v izkazu poslovnega izida Banke.

REGULATORNE ZAHTEVE

Za Banko veljajo regulatorne zahteve Banke Slovenije. Ti predpisi vključujejo limite in druge omejitve, ki se nanašajo na zahteve za minimalno kapitalno ustreznost, klasifikacijo posojil in zunajbilančnih obveznosti in rezervacij za kritje kreditnega tveganja, likvidnosti, obrestnih in deviznih pozicij. Prav tako pojasnila o poslovanju po pooblastilu in o posredniškem poslovanju zahteva Banka Slovenije, ne zahtevajo jih MSRP. 31. decembra 2012 sta bila Banka in njeno poslovanje v vseh pomembnih pogledih usklajena z zakonodajnimi zahtevami.

POVEZANE OSEBE

Povezane osebe so:

- podjetja, ki neposredno ali posredno prek enega ali več

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posrednikov obvladujejo ali jih obvladujejo druga podjetja, ali pa so pod skupnim upravljanjem poročajočega podjetja;

- ključno ravnateljsko osebje, torej posamezniki, ki imajo izvršilno moč in odgovornost na področjih načrtovanja, usmerjanja in nadziranja dejavnosti Banke;
- ožji člani družine ključnega ravnateljskega osebja, ki so lahko zakonec oziroma partner posameznika in otroci, otroci zakonca oziroma partnerja posameznika ter družinski člani, ki jih vzdržuje posameznik ali zakonec oziroma partner;
- in podjetja, v katerih ima neposredno ali posredno bistven delež pri glasovanju kakšen posameznik, opisan zgoraj, ali na katerega tak posameznik lahko pomembno vpliva. Sem sodijo podjetja v lasti članov uprave ali glavnih delničarjev Banke in podjetja, ki imajo z Banko kakšnega skupnega ključnega člana vodstva.

Pri proučevanju vseh možnih oblik povezav med strankami je pozornost namenjena zlasti vsebini povezave in ne le pravni obliki.

Pojasnila k računovodskim izkazom

Pojasnila k izkazu finančnega položaja

Pojasnilo 1: Denar v blagajni in stanje na računih pri centralni banki

EUR 1.000	31. 12. 2012	31. 12. 2011
Denar v blagajni	13.546	12.678
Stanja pri centralni banki	14.214	50.118
Obvezne rezerve pri centralni banki	14.214	15.118
Druga sredstva pri centralni banki	-	35.000
Skupaj	27.760	62.796

Evropska centralna banka (ECB) od kreditnih institucij s sedežem v sodelujočih državah članicah zahteva, da izpolnjujejo obvezne rezerve, ki jih je potrebno imeti na računih pri ECB in pri sodelujočih nacionalnih centralnih bankah (sodelujoče NCB). Za primerno se šteje, da imajo institucije te rezerve le na računih pri sodelujočih NCB.

Obveznosti do bank in centralnih bank v evro območju ter obveznosti do ECB ni potrebno vključevati v sistem izpolnjevanja obveznih rezerv Evrosistema.

Obveznosti, ki so vključene v osnovo za obvezne rezerve in za katere se uporablja pozitivna stopnja rezerv 1 %:

- vloge čez noč;
- vloge z dogovorjeno dospelostjo do dveh let;
- vloge na odpoklic z odpovednim rokom do dveh let;
- dolžniški vrednostni papirji z dogovorjeno dospelostjo do dveh let.

Obveznosti, ki so vključene v osnovo za obvezne rezerve in za katere se uporablja stopnja rezerv 0 %:

- vloge z dogovorjeno dospelostjo več kot dve leti;
- vloge na odpoklic z odpovednim rokom več kot dve leti;
- repo posli;
- dolžniški vrednostni papirji z dogovorjeno dospelostjo več kot dve leti.

Izračunane obvezne rezerve po stanju na dan 31. december 2012 znašajo 11.247 tisoč evrov. Banka mora izpolniti zahteve v obdobju od 13. februarja 2013 do 12. marca 2013.

Pojasnilo 2: Finančni instrumenti merjeni po pošteni vrednosti glede na različne ravni

EUR 1.000	Pojasnilo	31. 12. 2012				31. 12. 2011			
		Raven 1	Raven 2	Raven 3	Skupaj	Raven 1	Raven 2	Raven 3	Skupaj
Finančna sredstva, namenjena trgovanju	3	1	44.427	-	44.428	738	67.250	-	67.988
Finančna sredstva, razpoložljiva za prodajo	4	122.992	181.666	9.435	314.093	135.777	147.628	11.753	295.158
Izvedeni finančni instrumenti, namenjeni varovanju - sredstva	5	-	14.144	-	14.144	-	6.866	-	6.866
Skupaj sredstva		122.993	240.237	9.435	372.665	136.515	221.744	11.753	370.012
Finančne obveznosti, namenjene trgovanju	14	4	43.589	-	43.593	741	66.072	-	66.813
Izvedeni finančni instrumenti, namenjeni varovanju - obveznosti	15	-	66.027	-	66.027	-	60.587	-	60.587
Skupaj obveznosti		4	109.616	-	109.620	741	126.659	-	127.400

Pojasnila k računovodskim izkazom

Pojasnilo 3: Finančna sredstva, namenjena trgovanju

EUR 1.000	31. 12. 2012			31. 12. 2011		
	Raven 1	Raven 2	Skupaj	Raven 1	Raven 2	Skupaj
Dolžniški vrednostni papirji	-	135	135	-	87	87
Obveznice, Republika Slovenija	-	135	135	-	87	87
Kredit	1	-	1	738	-	738
Izvedeni finančni instrumenti namenjeni trgovanju	-	44.292	44.292	-	67.163	67.163
Terminske pogodbe (Forward)	-	889	889	-	1.002	1.002
Opcije (Option)	-	12.205	12.205	-	18.506	18.506
Zamenjave (Swap)	-	31.198	31.198	-	47.655	47.655
Skupaj	1	44.427	44.428	738	67.250	67.988

Pojasnilo 4: Finančna sredstva, razpoložljiva za prodajo

EUR 1.000	31. 12. 2012				31. 12. 2011			
	Raven 1	Raven 2	Raven 3	Skupaj	Raven 1	Raven 2	Raven 3	Skupaj
Delnice in deleži	34.586	-	1.058	35.644	44.381	-	3.438	47.819
Obveznice, Republika Slovenija	12.353	138.178	-	150.531	10.935	125.487	-	136.422
Obveznice, enote centralne ravni države	28.796	-	-	28.796	36.006	-	-	36.006
Obveznice, banke	47.257	23.515	8.377	79.149	44.455	22.141	8.315	74.911
Zakladne menice, Republika Slovenija	-	19.973	-	19.973	-	-	-	-
Skupaj	122.992	181.666	9.435	314.093	135.777	147.628	11.753	295.158

Na dan 31. december 2012 ima Banka 192.629 tisoč evrov (na dan 31. december 2011: 148.007 tisoč evrov) obveznic vključenih v Sklad finančnega premoženja pri Banki Slovenije, 97 tisoč evrov (na dan 31. december 2011: 110 tisoč evrov) naložb v vrednostne papirje za zajamčene terjatve vlagatelja po Zakonu o trgu finančnih instrumentov ter 9.155 tisoč evrov (na dan 31. december 2011: 7.220 tisoč evrov) naložb v vrednostne papirje za zagotavljanje likvidnih sredstev, potrebnih za izplačilo zajamčenih vlog po sistemu jamstva za vloge v Republiki Sloveniji.

Gibanje lastniških vrednostnih papirjev

EUR 1.000	2012		2011	
	Skupaj	Raven 3	Skupaj	Raven 3
Začetno stanje	47.819	3.438	50.964	229
Povečanje	138	104	1.250	3.209
Nakup	31	31	1.250	1.250
Prenos med ravnmi	-	-	-	1.959
Pozitivno vrednotenje in tečajne razlike	107	73	-	-
Zmanjšanje	(12.313)	(2.484)	(4.395)	-
Prenos med ravnmi	-	(1.959)	-	-
Negativno vrednotenje - pripoznano v izkazu poslovnega izida, postavka Oslabitve	(9.361)	(525)	-	-
Negativno vrednotenje - pripoznano v izkazu drugega vseobsegajočega donosa	(2.952)	-	(4.395)	-
Končno stanje	35.644	1.058	47.819	3.438

Gibanje dolžniških vrednostnih papirjev

EUR 1.000	2012		2011	
	Skupaj	Raven 3	Skupaj	Raven 3
Začetno stanje	247.339	8.315	339.786	8.331
Povečanje	50.128	11.041	29.776	28
Nakup	31.748	83	29.667	28
Pozitivno vrednotenje - pripoznano v izkazu drugega vseobsegajočega donosa	18.380	10.958	109	-
Zmanjšanje	(19.018)	(10.979)	(122.223)	(44)
Prodaja / unovčenje	(18.699)	(124)	(102.777)	-
Negativno vrednotenje - pripoznano v izkazu drugega vseobsegajočega donosa	(319)	(10.855)	(19.446)	(44)
Končno stanje	278.449	8.377	247.339	8.315

Ker Banka ni prodala ali unovčila vrednostnih papirjev razvrščenih v Raven 3, se vsi dobički in izgube za Raven 3 nanašajo na sredstva, ki so v stanju na koncu poročevalskega obdobja.

Prerazvrstitve

EUR 1.000	31. 12. 2012		Vrednost na dan prerazvrstitve		31. 12. 2011	
	Knjigovodska vrednost	Poštena vrednost	Knjigovodska vrednost	Poštena vrednost	Knjigovodska vrednost	Poštena vrednost
Finančna sredstva, namenjena trgovanju, prerazvrščena v za prodajo razpoložljiva sredstva	89.258	89.258	95.531	95.531	80.641	80.641

V skladu z MRS 39 so prerazvrstitve iz kategorije finančnih sredstev, namenjenih trgovanju, v finančna sredstva, razpoložljiva za prodajo, mogoče zaradi spremembe namena. Le-to je povzročil zlom finančnih trgov v drugem in tretjem četrtletju leta 2008.

Če Banka ne bi opravila prerazvrstitev finančnih sredstev, bi bil njen izkaz poslovnega izida drugačen na naslednji postavki in v naslednji vrednosti:

EUR 1.000	31. 12. 2012	31. 12. 2011
Čisti dobički / izgube iz finančnih sredstev in obveznosti, namenjenih trgovanju	8.617	(8.111)

Pojasnilo 5: Izvedeni finančni instrumenti, namenjeni varovanju - sredstva

EUR 1.000	31. 12. 2012	31. 12. 2011
	Raven 2	Raven 2
Varovanje denarnih tokov pred tveganjem	14.144	6.866
Skupaj	14.144	6.866

Pojasnila k računovodskim izkazom

Pojasnilo 6: Krediti

Kreditni bankam

EUR 1.000	31. 12. 2012	31. 12. 2011
Vloge na vpogled	74.934	69.375
Kratkoročni krediti	5.189	8.195
Dolgoročni krediti	5.302	5.639
Terjatve iz danih jamstev bankam	511	6.874
Skupaj	85.936	90.083

Banka ni pripoznala oslabitev za kredite bankam niti na dan 31. december 2011 niti na dan 31. december 2012, ker ni bilo znamenj oslabitve.

Kreditni strankam

EUR 1.000	31. 12. 2012			31. 12. 2011		
	Bruto vrednost	Oslabitev	Neto vrednost	Bruto vrednost	Oslabitev	Neto vrednost
Kratkoročni	306.465	(29.172)	277.293	358.796	(23.548)	335.248
Podjetja	251.729	(17.961)	233.768	294.621	(15.598)	279.023
Finančne institucije	16.683	(7.458)	9.225	19.756	(3.791)	15.965
Javni sektor	745	-	745	116	-	116
Prebivalstvo	29.283	(3.659)	25.624	27.353	(3.850)	23.503
Tuji rezidenti	8.025	(94)	7.931	16.950	(309)	16.641
Dolgoročni	2.069.603	(77.579)	1.992.024	2.082.922	(61.931)	2.020.991
Podjetja	783.357	(52.821)	730.536	934.062	(40.992)	893.070
Finančne institucije	22.474	-	22.474	39.923	(202)	39.721
Javni sektor	344.125	-	344.125	227.561	(47)	227.514
Prebivalstvo	782.904	(24.424)	758.480	812.812	(20.216)	792.596
Tuji rezidenti	136.743	(334)	136.409	68.564	(474)	68.090
Skupaj	2.376.068	(106.751)	2.269.317	2.441.718	(85.479)	2.356.239

Kreditni podjetjem vključujejo tudi kredite samostojnim podjetnikom.

Stanje kreditov zaposlenim na dan 31. december 2012 znaša 23.118 tisoč evrov, na dan 31. december 2011 pa je znašalo 24.005 tisoč evrov.

Na dan 31. december 2012 ima Banka v Sklad finančnega premoženja pri Banki Slovenije vključenih 316.570 tisoč evrov kreditov (na dan 31. december 2011: 161.245 tisoč evrov).

Oslabitev kreditov strankam

EUR 1.000	2012	2011
Začetno stanje	(85.479)	(61.721)
Oblikovane oslabitve	(67.309)	(47.361)
Negativne tečajne razlike	(1.153)	(9.439)
Oblikovane oslabitve, ki zmanjšujejo čiste obresti	(4.254)	-
Odpravljene oslabitve	46.641	23.912
Pozitivne tečajne razlike	1.072	9.130
Odpravljene oslabitve, ki povečujejo čiste obresti	3.731	-
Končno stanje	(106.751)	(85.479)

Druga finančna sredstva

EUR 1.000	31. 12. 2012	31. 12. 2011
Terjatve za provizije (opravnine)	815	629
Oslabitve provizij (opravnin)	(26)	(8)
Prehodno nezaračunani prihodki za bančne produkte	59	162
Terjatve iz naslova zapadlih izvedenih finančnih instrumentov	12.152	3.836
Oslabitve terjatev iz naslova zapadlih izvedenih finančnih instrumentov	(6.628)	(2.043)
Terjatve v obračunu	849	1.347
Druga finančna sredstva	2.157	849
Skupaj	9.378	4.772

Oslabitve drugih finančnih sredstev

EUR 1.000	2012	2011
Začetno stanje	(2.051)	(1.610)
Oblikovane oslabitve	(5.346)	(1.637)
Negativne tečajne razlike	(11)	(319)
Odpravljene oslabitve	748	1.222
Pozitivne tečajne razlike	6	293
Končno stanje	(6.654)	(2.051)

Pojasnilo 7: Finančna sredstva v posesti do zapadlosti

EUR 1.000	31. 12. 2012	31. 12. 2011
Obveznice, Republika Slovenija	12.930	-
Obveznice, banke	-	19.968
Skupaj	12.930	19.968

Na dan 31. december 2012 ima Banka celoten portfelj finančnih sredstev v posesti do zapadlosti vključenih v Sklad finančnega premoženja pri Banki Slovenije.

Gibanje

EUR 1.000	2012	2011
Začetno stanje	19.968	29.886
Povečanje	13.094	544
Nakup	12.632	544
Pozitivno vrednotenje in tečajne razlike	462	-
Zmanjšanje	(20.132)	(10.462)
Unovčenje	(20.132)	(10.462)
Končno stanje	12.930	19.968

Pojasnila k računovodskim izkazom

Prerazvrstitve

EUR 1.000	31. 12. 2012		Vrednost na dan prerazvrstitve		31. 12. 2011	
	Knjigovodska vrednost	Poštena vrednost	Knjigovodska vrednost	Poštena vrednost	Knjigovodska vrednost	Poštena vrednost
Finančna sredstva, namenjena trgovanju, prerazvrščena v sredstva v posesti do zapadlosti	-	-	29.640	29.640	19.968	19.964

V skladu z MRS 39 so prerazvrstitve iz kategorije finančnih sredstev, namenjenih trgovanju, v finančna sredstva v posesti do zapadlosti mogoče v izjemnih razmerah. Le-te so nastopile v času zloma finančnih trgov v drugem in tretjem četrtletju leta 2008 in so povzročile spremembo namena, da bo Banka vrednostne papirje posedovala do zapadlosti.

Še zadnja od prerazvrščenih obveznic je v letu 2012 zapadla.

Če Banka ne bi opravila prerazvrstitev finančnih sredstev, bi bil njen izkaz poslovnega izida drugačen na naslednji postavki in v naslednji vrednosti:

EUR 1.000	2012	2011
Čisti dobički / izgube iz finančnih sredstev in obveznosti, namenjenih trgovanju	36	103

Pojasnilo 8: Opredmetena osnovna sredstva

EUR 1.000	2012				
	Vlaganja v tuje objekte	Računalniška oprema	Druga oprema	Oprema v pripravi	Skupaj
Nabavna vrednost					
Začetno stanje	12.575	5.233	6.423	726	24.957
Povečanje	-	-	-	433	433
Prenos iz opreme v pripravi	-	442	236	(678)	-
Izločitev	(357)	(405)	(176)	-	(938)
Končno stanje	12.218	5.270	6.483	481	24.452
Amortizacijski popravek vrednosti					
Začetno stanje	5.519	3.488	3.223	-	12.230
Amortizacija za leto	1.008	488	762	-	2.258
Izločitev	(241)	(403)	(139)	-	(783)
Končno stanje	6.286	3.573	3.846	-	13.705
Čista knjigovodska vrednost					
Začetno stanje	7.056	1.745	3.200	726	12.727
Končno stanje	5.932	1.697	2.637	481	10.747

EUR 1.000	2011				Skupaj
	Vlaganja v tuje objekte	Računalniška oprema	Druga oprema	Oprema v pripravi	
Nabavna vrednost					
Začetno stanje	9.642	4.264	5.671	170	19.747
Povečanje	2.933	-	-	3.007	5.940
Prenos iz opreme v pripravi	-	1.243	1.208	(2.451)	-
Izločitev	-	(274)	(456)	-	(730)
Končno stanje	12.575	5.233	6.423	726	24.957
Amortizacijski popravek vrednosti					
Začetno stanje	4.657	3.193	2.902	-	10.752
Amortizacija za leto	862	567	662	-	2.091
Izločitev	-	(272)	(341)	-	(613)
Končno stanje	5.519	3.488	3.223	-	12.230
Čista knjigovodska vrednost					
Začetno stanje	4.985	1.071	2.769	170	8.995
Končno stanje	7.056	1.745	3.200	726	12.727

Banka nima pogodbenih obveznosti za pridobitev opredmetenih osnovnih sredstev. Pri vlaganjih v tuje objekte Banka nima možnosti prodaje teh, prav tako nobenih drugih pogodbenih obveznosti v zvezi z njimi.

Banka nima stroškov izposojanja povezanih z opredmetenimi osnovnimi sredstvi, zato jih tudi ni usredstvila.

Pojasnilo 9: Neopredmetena dolgoročna sredstva

EUR 1.000	2012	2011
Nabavna vrednost		
Začetno stanje	36.157	31.964
Povečanje	4.247	5.770
Izločitev	-	(1.577)
Končno stanje	40.404	36.157
Amortizacijski popravek vrednosti		
Začetno stanje	18.840	16.932
Amortizacija za leto	2.328	3.148
Izločitev	-	(1.240)
Končno stanje	21.168	18.840
Čista knjigovodska vrednost		
Začetno stanje	17.317	15.032
Končno stanje	19.236	17.317

Banka kot neopredmetena dolgoročna sredstva pripoznava izključno programsko opremo. Nima znotraj Banke ustvarjenih neopredmetenih sredstev. Banka ima na dan 31. december 2012 za 448 tisoč evrov pogodbenih obveznosti za pridobitev neopredmetenih osnovnih sredstev (na dan 31. december 2011: 360 tisoč evrov).

Banka nima stroškov izposojanja povezanih z neopredmetenimi dolgoročnimi sredstvi, zato jih tudi ni usredstvila.

Pojasnila k računovodskim izkazom

Pojasnilo 10: Dolgoročne naložbe v kapital odvisnih, pridruženih in skupaj obvladovanih družb

EUR 1.000	31. 12. 2012	31. 12. 2011
Naložbe v kapital odvisnih družb	253	-
Skupaj	253	-

Pojasnilo 11: Terjatve za davek od dohodkov pravnih oseb

EUR 1.000	31. 12. 2012	31. 12. 2011
Terjatve za davek	1.381	73
Odložene terjatve za davek	5.593	11.536
Sredstva / obveznosti namenjena trgovanju	-	13
Kreditni bankam in strankam, ki niso banke	8	12
Finančna sredstva, razpoložljiva za prodajo	1.605	17
Opredmetena in neopredmetena osnovna sredstva	21	18
Rezervacije	121	158
Presežek iz prevrednotenja, varovanje denarnih tokov	2.389	8.968
Presežek iz prevrednotenja, finančna sredstva, razpoložljiva za prodajo	1.449	2.350
Skupaj	6.974	11.609

EUR 1.000	31. 12. 2012	31. 12. 2011	Učinek v letu 2012
Odložene terjatve za davek	5.593	11.536	(5.943)
Pripoznanje v kapitalu	3.838	11.318	(7.480)
Pripoznanje v izkazu poslovnega izida	1.755	218	1.537
Odložene obveznosti za davek (pojasnilo 18)	-	4.218	(4.218)
Pripoznanje v kapitalu	-	4.218	(4.218)
Čiste odložene terjatve / obveznosti za davek	5.593	7.318	(1.725)
Pripoznanje v kapitalu	3.838	7.100	(3.262)
Pripoznanje v izkazu poslovnega izida	1.755	218	1.537

Pojasnilo 12: Druga sredstva

EUR 1.000	31. 12. 2012	31. 12. 2011
Zaloge	28	28
Predujmi	52	49
Nevračunani stroški in odhodki	74	36
Druge terjatve	17	-
Skupaj	171	113

Pojasnilo 13: Finančne obveznosti do centralne banke

EUR 1.000	31. 12. 2012	31. 12. 2011
Dolgoročni krediti	251.823	-
Skupaj	251.823	-

Pojasnilo 14: Finančne obveznosti, namenjene trgovanju

EUR 1.000	31. 12. 2012		31. 12. 2011	
	Raven 1	Raven 2	Raven 1	Raven 2
Izvedeni finančni instrumenti, namenjeni trgovanju	-	43.589	-	66.072
Terminske pogodbe (Forward)	-	812	-	3.290
Opcije (Option)	-	12.205	-	18.506
Zamenjave (Swap)	-	30.572	-	44.276
Ostale finančne obveznosti, namenjene trgovanju	4	-	741	-
Skupaj	4	43.589	741	66.072

Pojasnilo 15: Izvedeni finančni instrumenti, namenjeni varovanju - obveznosti

EUR 1.000	31. 12. 2012	31. 12. 2011
	Raven 2	Raven 2
Varovanje denarnih tokov pred tveganjem	66.027	60.587
Skupaj	66.027	60.587

Pojasnilo 16: Finančne obveznosti, merjene po odplačni vrednosti

EUR 1.000	31. 12. 2012	31. 12. 2011
Vloge bank	576.933	1.178.074
Kreditni bank	346.820	390.924
Vloge strank	1.227.789	949.624
Podrejene obveznosti	30.101	30.180
Druge finančne obveznosti	14.512	17.655
Skupaj	2.196.155	2.566.457

Vloge bank

EUR 1.000	31. 12. 2012	31. 12. 2011
Na vpogled	1.782	23.708
Kratkoročne vloge	158.415	599.712
Dolgoročne vloge	416.736	554.654
Skupaj	576.933	1.178.074

Pojasnila k računovodskim izkazom

Kreditni bank

EUR 1.000	31. 12. 2012	31. 12. 2011
Dolgoročni krediti	346.820	390.924
Skupaj	346.820	390.924

Vloge strank

EUR 1.000	31. 12. 2012	31. 12. 2011
Na vpogled	669.800	382.535
Podjetja	375.915	211.507
Finančne institucije	80.047	10.993
Javni sektor	72.053	34.379
Prebivalstvo	120.777	108.547
Tuji rezidenti	21.008	17.109
Kratkoročne vloge	322.337	391.767
Podjetja	20.865	175.299
Finančne institucije	1	74.566
Javni sektor	183.226	51.220
Prebivalstvo	111.078	87.019
Tuji rezidenti	7.167	3.663
Dolgoročne vloge	235.652	175.322
Podjetja	20.855	21.381
Finančne institucije	5.505	5.283
Javni sektor	3.606	1.719
Prebivalstvo	195.929	139.396
Tuji rezidenti	9.757	7.543
Skupaj	1.227.789	949.624

Vloge podjetij vključujejo tudi vloge samostojnih podjetnikov.

Podrejene obveznosti

EUR 1.000	31. 12. 2012	31. 12. 2011
Podrejene obveznosti do bank	30.101	30.180
Skupaj	30.101	30.180

Banka je v letu 2008 najela 10-letno linijo za črpanje podrejenega posojila v višini 20.000 tisoč evrov z obrestno mero EURIBOR + 1,1 %. V letu 2009 je Banka najela dodatno 10-letno linijo za črpanje podrejenega posojila v višini 10.000 tisoč evrov z obrestno mero EURIBOR + 3 %. Posojili sta najeti od UniCredit Bank Austria AG, Dunaj in sta obe v celoti črpani.

Druge finančne obveznosti

EUR 1.000	31. 12. 2012	31. 12. 2011
Sredstva za nakazilo v tujino	4.614	7.393
Obveznosti za provizije	266	285
Obveznosti v obračunu	1.796	1.559
Obveznosti do dobaviteljev	1.026	2.168
Vnaprej vračunani odhodki in stroški	3.405	3.910
Druge poslovne obveznosti	3.405	2.340
Skupaj	14.512	17.655

Pojasnilo 17: Rezervacije

EUR 1.000	31. 12. 2012	31. 12. 2011
Za pravno nerešene tožbe	398	119
Za jubilejne nagrade in odpravnine	1.190	1.132
Za zunajbilančne obveznosti	855	302
Skupaj	2.443	1.553

2012

EUR 1.000	Za pravno nerešene tožbe	Za jubilejne nagrade in odpravnine	Za zunajbilančne obveznosti	Skupaj
Začetno stanje	119	1.132	302	1.553
Povečanje	279	86	1.709	2.074
Zmanjšanje	-	(28)	(1.156)	(1.184)
Poraba rezervacij	-	(28)	-	(28)
Sprostitev rezervacij	-	-	(1.156)	(1.156)
Končno stanje	398	1.190	855	2.443

2011

EUR 1.000	Za pravno nerešene tožbe	Za jubilejne nagrade in odpravnine	Za zunajbilančne obveznosti	Skupaj
Začetno stanje	133	1.005	979	2.117
Povečanje	-	154	2.889	3.043
Zmanjšanje	(14)	(27)	(3.566)	(3.607)
Poraba rezervacij	-	(27)	-	(27)
Sprostitev rezervacij	(14)	-	(3.566)	(3.580)
Končno stanje	119	1.132	302	1.553

Pojasnilo 18: Obveznosti za davek od dohodkov pravnih oseb

EUR 1.000	31. 12. 2012	31. 12. 2011
Obveznosti za davek	-	855
Odložene obveznosti za davek	-	4.218
Presežek iz prevrednotenja, finančna sredstva, razpoložljiva za prodajo	-	4.218
Skupaj	-	5.073

Banka je po stanju na dan 31. december 2012 pobotala terjatve in obveznosti za davek od dohodkov pravnih oseb. Če tega ne bi naredila, bi izkazovala stanje obveznosti za davek od dohodkov pravnih oseb ter povečanje terjatev v spodaj navedeni višini.

EUR 1.000	31. 12. 2012	31. 12. 2011
Obveznosti za davek	-	855
Odložene obveznosti za davek	5.039	4.218
Presežek iz prevrednotenja, finančna sredstva, razpoložljiva za prodajo	5.039	4.218
Skupaj	5.039	5.073

Pojasnila k računovodskim izkazom

Pojasnilo 19: Druge obveznosti

EUR 1.000	31. 12. 2012	31. 12. 2011
Pasivne časovne razmejitev	2.664	3.201
Obveznosti za davke in prispevke	1.039	1.064
Skupaj	3.703	4.265

Pojasnilo 20: Osnovni kapital

EUR 1.000	31. 12. 2012	31. 12. 2011
Navadne delnice - vpis prebivalstva	1	1
Navadne delnice - vpis tuje banke	20.383	20.383
Skupaj	20.384	20.384

Osnovni kapital Banke na dan 31. december 2012 znaša 20.383.765 evrov in je razdeljen na 4.888.193 navadnih imenskih kosovnih delnic, ki so v celoti vplačane. Vsaka primarna kosovna delnica zagotavlja imetniku pravico do enega glasu pri sprejemanju sklepov na skupščini Banke, pravico do dela dobička (dividende) ter pravico do ustreznega dela preostalega premoženja po likvidaciji ali stečaju Banke.

Banka za leti 2012 in 2011 ni izplačala dividend.

Pojasnilo 21: Kapitalske rezerve

EUR 1.000	31. 12. 2012	31. 12. 2011
Vplačani presežek kapitala	91.736	91.736
Kapitalske rezerve, nastale iz splošnega prevrednotevalnega popravka kapitala	16.024	16.024
Skupaj	107.760	107.760

Pojasnilo 22: Presežek iz prevrednotenja

EUR 1.000	31. 12. 2012	31. 12. 2011
Presežek iz prevrednotenja, varovanje denarnih tokov	(11.662)	(9.402)
Presežek iz prevrednotenja, finančna sredstva, razpoložljiva za prodajo	(7.075)	(18.997)
Skupaj	(18.737)	(28.399)

Presežek iz prevrednotenja, varovanje denarnih tokov

EUR 1.000	2012	2011
Začetno stanje	(9.402)	(7.380)
Bruto vrednost	(11.753)	(9.225)
Odloženi davek	2.351	1.845
Zmanjšanje	(2.260)	(2.022)
Bruto vrednost	(2.298)	(2.528)
Odloženi davek	38	506
Končno stanje	(11.662)	(9.402)
Bruto vrednost	(14.051)	(11.753)
Odloženi davek	2.389	2.351

Presežek iz prevrednotenja, finančna sredstva, razpoložljiva za prodajo

EUR 1.000	2012	2011
Začetno stanje	(18.997)	(116)
Bruto vrednost	(23.747)	(146)
Odloženi davek	4.750	30
Povečanje	23.127	87
Bruto vrednost	27.856	109
Odloženi davek	(4.729)	(22)
Zmanjšanje	(11.205)	(18.968)
Bruto vrednost	(12.634)	(23.710)
Odloženi davek	1.429	4.742
Končno stanje	(7.075)	(18.997)
Bruto vrednost	(8.525)	(23.747)
Odloženi davek	1.450	4.750

Pojasnilo 23: Rezerve iz dobička (vključno z zadržanim dobičkom)

EUR 1.000	31. 12. 2012	31. 12. 2011
Zakonske rezerve	1.294	1.294
Druge rezerve iz dobička	140.385	132.479
Skupaj	141.679	133.773

Pojasnila k računovodskim izkazom

Pojasnilo 24: Čisti dobiček poslovnega leta

EUR 1.000	31. 12. 2012	31. 12. 2011
Čisti dobiček poslovnega leta	1.073	14.741
Razporeditev v rezerve iz dobička	(536)	(7.371)
Skupaj	537	7.370

Uprava je skladno z določili 3. odstavka 230. člena Zakona o gospodarskih družbah oblikovala druge rezerve iz dobička v višini polovice čistega dobička poslovnega leta.

Osnovni in popravljene dobiček na delnico

EUR 1.000	31. 12. 2012	31. 12. 2011
(1) Čisti dobiček poslovnega leta	1.073	14.741
(2) Število delnic	4.888.193	4.888.193
(3) Tehtano povprečno število delnic v letu	4.888.193	4.549.386
(4) Dobiček na delnico v evrih (1) / (3)	0,22	3,24

Osnovni in popravljene dobiček na delnico sta enaka.

Pojasnila k izkazu poslovnega izida

Pojasnilo 25: Prihodki iz obresti

EUR 1.000	2012	2011
Obresti iz stanj na računih pri centralni banki	122	222
Obresti iz finančnih sredstev, namenjenih trgovanju	8.476	13.854
Obresti iz izvedenih finančnih instrumentov, namenjenih varovanju	5.146	12.899
Obresti iz finančnih sredstev, razpoložljivih za prodajo	9.895	11.815
Obresti iz danih kreditov	76.175	81.849
Bankam	295	532
Strankam	75.880	81.317
Obresti iz danih oslavljenih kreditov	7.374	6.900
Strankam	7.374	6.900
Obresti iz finančnih sredstev v posesti do zapadlosti	449	567
Skupaj	107.637	128.106

Pojasnilo 26: Odhodki za obresti

EUR 1.000	2012	2011
Obresti za finančne obveznosti do centralne banke	1.823	-
Obresti za finančne obveznosti, namenjene trgovanju	8.341	12.990
Obresti iz izvedenih finančnih instrumentov, namenjenih varovanju	3.966	11.731
Obresti za finančne obveznosti, merjene po odplačni vrednosti	37.537	43.469
Bank	20.794	31.296
Strank	16.743	12.173
Skupaj	51.667	68.190

Obrestni odhodki za podrejeni dolg znašajo 751 tisoč evrov v letu 2012 (943 tisoč evrov v letu 2011).

Pojasnilo 27: Prihodki iz dividend

EUR 1.000	2012	2011
Dividende iz finančnih sredstev, razpoložljivih za prodajo	1.824	2.415
Dividende iz finančnih sredstev, namenjenih trgovanju	-	13
Skupaj	1.824	2.428

Pojasnilo 28: Prihodki iz opravnin (provizij)

EUR 1.000	2012	2011
Opravnine od garancij	3.617	2.824
Opravnine od plačilnega prometa	5.951	5.857
Opravnine od posredniških in komisijskih poslov	464	597
Opravnine od poslov z vrednostnimi papirji	5.207	6.439
Opravnine za pogodbene zaveze	1.771	1.805
Opravnine od ostalih kreditnih poslov	2.312	2.616
Opravnine za druge storitve	7.155	5.833
Skupaj	26.477	25.971

Pojasnilo 29: Odhodki za opravnine (provizije)

EUR 1.000	2012	2011
Opravnine za bančne storitve	3.253	3.042
Opravnine za posredniške in komisijske posle	36	86
Opravnine za posle z vrednostnimi papirji	917	1.523
Opravnine za storitve plačilnega prometa	573	453
Opravnine za druge storitve	4	11
Skupaj	4.783	5.115

Pojasnila k računovodskim izkazom

Pojasnilo 30: Realizirani dobički / izgube iz finančnih sredstev in obveznosti, ki niso merjeni po pošteni vrednosti skozi izkaz poslovnega izida

EUR 1.000	2012	2011
Realizirani dobički	66	355
Iz finančnih sredstev, razpoložljivih za prodajo	61	345
Iz kreditov	5	10
Realizirane izgube	(4.029)	(332)
Iz finančnih sredstev, razpoložljivih za prodajo	-	(8)
Iz kreditov	(4.029)	(324)
Skupaj	(3.963)	23

V postavki "Realizirani dobički iz finančnih sredstev, razpoložljivih za prodajo" Banka v letih 2012 in 2011 izkazuje dobičke iz prodaje obveznic.

Pojasnilo 31: Čisti dobički / izgube iz finančnih sredstev in obveznosti, namenjenih trgovanju

EUR 1.000	2012	2011
Čisti dobički iz trgovanja z vrednostnimi papirji	89	(110)
Čisti dobički pri nakupu in prodaji tujih valut	929	(2.843)
Čisti dobički iz izvedenih finančnih instrumentov	542	(869)
Skupaj	1.560	(3.822)

Pojasnilo 32: Spremembe poštene vrednosti pri obračunavanju varovanj pred tveganji

EUR 1.000	2012	2011
Povečanje iz naslova spremembe poštene vrednosti izvedenih finančnih instrumentov za varovanje skupine finančnih instrumentov pred tveganjem spremembe obrestne mere	45	-
Skupaj	45	-

Pojasnilo 33: Čisti dobički / izgube iz tečajnih razlik

EUR 1.000	2012	2011
Dobički iz tečajnih razlik	83.701	704.425
Izgube iz tečajnih razlik	(83.740)	(700.255)
Skupaj	(39)	4.170

Pojasnilo 34: Čisti dobički / izgube iz odprave pripoznanja sredstev brez nekratkoročnih sredstev v posesti za prodajo

EUR 1.000	2012	2011
Izgube iz odprave pripoznanja	(116)	(417)
Skupaj	(116)	(417)

Pojasnilo 35: Drugi čisti poslovni dobički / izgube

EUR 1.000	2012	2011
Dobički	1.433	721
Dobički iz sprostitev vnaprej vračunanih stroškov	-	150
Dobički iz operativnih tveganj	25	8
Prihodki iz povrnjenih stroškov za delavce napotene v tujino	1.266	508
Ostali dobički	142	55
Izgube	(1.131)	(938)
Članarine	(61)	(65)
Davek na bilančno vsoto	(783)	(791)
Ostale izgube	(287)	(82)
Skupaj	302	(217)

Pojasnilo 36: Administrativni stroški

EUR 1.000	2012	2011
Stroški dela	23.928	22.756
Ostali administrativni stroški	12.908	13.591
Skupaj	36.836	36.347

Stroški dela

EUR 1.000	2012	2011
Bruto plače	17.087	16.563
Dajatve za socialno zavarovanje	1.326	1.262
Dajatve za pokojninsko zavarovanje	1.620	1.538
Druge dajatve, odvisne od bruto plač	157	77
Nadomestilo za prevoz in za prehrano	1.333	1.267
Variabilni del plače	955	965
Drugi stroški dela	1.450	1.084
Skupaj	23.928	22.756

V letu 2012 Banka prikazuje med stroški dela znižanje stroška za neizkoriščene dopuste v višini 30 tisoč evrov, ker je ob koncu leta 2012 ostalo manj neizkoriščenih dopustov kot ob zaključku leta 2011 (v letu 2011 povišanje stroškov v višini 110 tisoč evrov).

Stanje obveznosti iz naslova s kapitalom poravnanih plačilnih transakcij znaša 6 tisoč evrov na dan 31. december 2012 (117 tisoč evrov na dan 31. december 2011). Znižanje stroška iz naslova s kapitalom poravnanih plačilnih transakcij v letu 2012 znaša 82 tisoč evrov (v letu 2011 strošek v višini 26 tisoč evrov).

Pojasnila k računovodskim izkazom

Delnice in delniške opcije

	2012		2011	
	Izpolnitvena količina	Povprečna izpolnitvena cena	Izpolnitvena količina	Povprečna izpolnitvena cena
Začetno stanje				
Delnice	35.315	1,87	18.789	3,42
Delniške opcije	132.733	0,74	92.245	0,94
Podeljene v letu				
Delnice	-	-	30.857	1,71
Delniške opcije	-	-	60.889	0,61
Odvzete v letu				
Delnice	34.803	0,78	14.331	3,56
Delniške opcije	105.192	0,38	-	-
Uveljavljene v letu				
Delniške opcije	21.144	1,33	20.400	1,27
Zapadle v letu	-	-	-	-
Končno stanje				
Delnice	512	7,38	35.315	1,87
Delniške opcije	6.397	0,40	132.733	0,74
Možne za uveljavitev na dan 31.12.	-	-	-	-

Ostali administrativni stroški

EUR 1.000	2012	2011
Odhodki za nepremičnine, vzete v poslovni najem	2.432	2.348
Storitve za računalniško in programsko opremo	2.295	2.263
Komunikacijske storitve	1.387	1.511
Stroški svetovalnih in revizijskih storitev	2.151	1.964
Ostale storitve drugih	747	766
Stroški reklame	1.028	1.564
Stroški izobraževanja	404	333
Stroški materiala	330	455
Stroški vzdrževanja osnovnih sredstev	621	681
Stroški zavarovanja	595	616
Stroški za službena potovanja	182	240
Ostali stroški	736	850
Skupaj	12.908	13.591

Stroški svetovalnih in revizijskih storitev vključujejo stroške revizije računovodskih izkazov za leto 2012 v višini 84 tisoč evrov revizijske hiše KPMG Slovenija, podjetje za revidiranje, d.o.o. Nadalje so vključeni stroški za dogovorjeni postopek revizije skrbniških poslov v višini 12 tisoč evrov družbe Deloitte revizija d.o.o.. Stroški davčnega svetovanja družbe Ernst & Young Svetovanje d.o.o. so znašali 9 tisoč evrov. Vsi navedeni zneski vključujejo davek na dodano vrednost.

Banka ima v najemu večje število poslovnih prostorov. Najemne pogodbe se sklenejo za do 15 let z možnostjo podaljšanja oziroma predčasne prekinitve.

Najmanjša vsota najemnin, ki bi jih Banka morala plačati v največ letu dni, je 2.328 tisoč evrov, v več kot letu dni in ne več kot petih letih 6.558 tisoč evrov in v več kot petih letih 735 tisoč evrov (leta 2011: 2.328 tisoč evrov v največ letu dni, v več kot letu dni in ne več kot petih letih 5.325 tisoč evrov in v več kot petih letih 1.494 tisoč evrov).

Pojasnilo 37: Amortizacija

EUR 1.000	2012	2011
Amortizacija opredmetenih osnovnih sredstev	2.258	2.091
Amortizacija vlaganj v tuje objekte	1.008	862
Amortizacija računalniške opreme	488	567
Amortizacija ostale opreme	762	662
Amortizacija neopredmetenih dolgoročnih sredstev	2.328	3.148
Skupaj	4.586	5.239

Pojasnilo 38: Rezervacije

EUR 1.000	2012	2011
Za pravno nerešene tožbe	279	-
Za jubilejne nagrade in odpravnine	85	154
Za potencialne izgube	-	(14)
Za zunajbilančne obveznosti	553	(677)
Skupaj	917	(537)

Pojasnilo 39: Oslabitve

EUR 1.000	2012	2011
Oslabitve finančnih sredstev, merjenih po odplačni vrednosti	25.266	23.864
Povečanje	72.655	48.998
Kreditni	67.309	47.361
Druga finančna sredstva	5.346	1.637
Zmanjšanje	(47.389)	(25.134)
Kreditni	(46.641)	(23.912)
Druga finančna sredstva	(748)	(1.222)
Oslabitve finančnih sredstev, razpoložljivih za prodajo	9.361	-
Povečanje	9.361	-
Skupaj	34.627	23.864

Pojasnilo 40: Čisti dobički / izgube iz nekratkoročnih sredstev v posesti za prodajo

EUR 1.000	2012	2011
Dobički iz nekratkoročnih sredstev v posesti za prodajo	2	-
Izgube iz nekratkoročnih sredstev v posesti za prodajo	(3)	(23)
Skupaj	(1)	(23)

Pojasnila k računovodskim izkazom

Pojasnilo 41: Davek iz dohodka pravnih oseb

EUR 1.000	2012	2011
Tekoči davek	774	3.204
Odloženi davek	(1.537)	56
Skupaj	(763)	3.260

EUR 1.000	2012	2011
Dobiček pred davki	310	18.001
Teoretični davek (2012: 18 %, 2011: 20 %)	56	3.600
Zmanjšanje davka za zmanjšanje prihodkov	(342)	(551)
Povečanje davka za nepriznane odhodke	1.858	384
Odloženi davek	(1.537)	56
Sprememba davčne stopnje	33	-
Vzpostavitev in odprava začasnih razlik	(1.570)	56
Ostale prilagoditve	(798)	(229)
Skupaj	(763)	3.260

Ostale prilagoditve sestavljajo predvsem znižanja iz naslova olajšave za vlaganja v raziskave in razvoj v znesku 86 tisoč evrov (v letu 2011: 95 tisoč evrov), iz naslova olajšave za prostovoljno dodatno pokojninsko zavarovanje v znesku 115 tisoč evrov (v letu 2011: 121 tisoč evrov), najvišji znesek pa po spremembi Zakona o davku od dohodkov pravnih oseb v letu 2012 predstavlja olajšava za investiranje v znesku 290 tisoč evrov.

Pojasnila k izkazu denarnih tokov

Pojasnilo 42: Denarni ustrezniki

EUR 1.000	31. 12. 2012	31. 12. 2011
Denar v blagajni	13.546	12.678
Obvezne rezerve pri centralni banki	14.214	15.118
Druge vloge pri centralni banki	-	35.000
Finančna sredstva, namenjena trgovanju	135	87
Finančna sredstva, razpoložljiva za prodajo	138.635	125.265
Kreditni bankam z zapadlostjo do 3 mesece	77.015	66.111
Skupaj	243.545	254.259

Finančna sredstva, namenjena trgovanju in finančna sredstva, razpoložljiva za prodajo, predstavljajo obveznice Republike Slovenije. Obveznice Republike Slovenije spadajo med primerno finančno premoženje za zavarovanje terjatev Evrosistema (tržno finančno premoženje), in ga lahko Banka v vsakem trenutku vključi v sklad za zavarovanje terjatev.

Pojasnila k zunajbilančnemu poslovanju v skladu z zahtevami Banke Slovenije

Pojasnilo 43: Zunajbilančno poslovanje

EUR 1.000	31. 12. 2012	31. 12. 2011
Garancije	329.793	303.956
Kreditni, limiti in kreditne linije	292.249	345.076
Upniki po spot poslih	2.921	23.351
Akreditivi	-	446
Nazivna vrednost izvedenih finančnih instrumentov	3.219.631	3.901.777
Skupaj	3.844.594	4.574.606

Gibanje garancij

EUR 1.000	2012	2011
Začetno stanje	303.956	184.998
Povečanje	227.293	327.399
Nove garancije	222.069	317.087
Tečajne razlike	5.224	10.312
Zmanjšanje	(201.456)	(208.441)
Izplačilo garancij	(1.030)	(839)
Ugasnjene garancije	(195.284)	(196.986)
Tečajne razlike	(5.142)	(10.616)
Končno stanje	329.793	303.956

Izvedeni finančni instrumenti

EUR 1.000	31. 12. 2012	31. 12. 2011
Terminske pogodbe (Forward in Futures)	52.308	129.533
Obrestne opcije (Option)	318.135	444.713
Valutne opcije (Option)	185.789	307.145
Ostale opcije (Option)	746	738
Obrestne zamenjave (Swap)	2.300.424	2.497.793
Namenjene trgovanju	683.177	763.624
Namenjene varovanju	1.617.247	1.734.169
Valutne zamenjave (Swap)	358.838	509.323
Namenjene trgovanju	146.582	290.102
Namenjene varovanju	212.256	219.221
Blagovne zamenjave	3.391	12.532
Skupaj	3.219.631	3.901.777

Pojasnilo, ki se nanaša na negotovost glede gospodarskih koristi, Banka razkriva preko analize kreditnega tveganja nasprotne stranke v poglavju Bančna tveganja. Pri sklepanju večine poslov z izvedenimi finančnimi instrumenti Banka teži k zapiranju pozicij.

Pojasnila k računovodskim izkazom

Pojasnilo 44: Poslovanje po pooblastilu

Bilanca stanja iz poslovanja po pooblastilu

EUR 1.000	31. 12. 2012	31. 12. 2011
Denarna sredstva strank za posredovanje s finančnimi instrumenti	7.370	4.761
Terjatve iz poslov posredovanja s finančnimi instrumenti	1.429	579
Terjatve iz poslov gospodarjenja s finančnimi instrumenti	7.755	7.329
Terjatve po skrbniških poslih	5.502.054	1.186.883
Terjatve do KDD za prodane finančne instrumente	85	46
Terjatve iz poravnalnega poslovanja	244	338
Terjatve iz drugih poslov v tujem imenu in za tuj račun	65.674	147.271
Skupaj sredstva	5.584.741	1.347.207
Obveznosti do strank iz denarnih sredstev in finančnih instrumentov	5.517.264	1.199.019
Obveznosti do KDD za kupljene finančne instrumente	1.428	577
Obveznosti do banke za provizije, stroške ipd.	1	2
Obveznosti iz poravnalnega poslovanja	244	338
Obveznosti iz drugih poslov v tujem imenu in za tuj račun	65.804	147.271
Skupaj obveznosti	5.584.741	1.347.207

Pojasnilo 45: Posredniško poslovanje

EUR 1.000	31. 12. 2012	31. 12. 2011
Terjatve poravnalnega oz. transakcijskih računov za sredstva strank	5.511.323	1.194.837
Iz finančnih instrumentov	5.511.238	1.194.791
Do KDD oz. obračunskega računa banke za prodane finančne instrumente	85	46
Denarna sredstva strank	7.370	4.761
Na poravnalnem računu za sredstva strank	6.763	3.955
Na transakcijskih računih bank	607	806
Skupaj sredstva	5.518.693	1.199.598
Obveznosti poravnalnega oz. transakcijskih računov za sredstva strank	5.518.693	1.199.598
Do strank iz denarnih sredstev in finančnih instrumentov	5.517.264	1.199.019
Do KDD oz. obračunskega računa banke za kupljene finančne instrumente	1.428	577
Do banke oz. poravnalnega računa za provizije, stroške, ipd.	1	2
Skupaj obveznosti	5.518.693	1.199.598
Zabilančna evidenca	5.511.238	1.194.791
Finančni instrumenti, ločeno po storitvah	5.511.238	1.194.791
Sprejemanje, posredovanje in izvrševanje naročil	1.429	579
Gospodarjenje s finančnimi instrumenti	7.755	7.329
Skrbniški posli	5.502.054	1.186.883

Prihodki in odhodki iz opravnin v zvezi z investicijskimi storitvami in posli

EUR 1.000	2012	2011
Prihodki iz opravnin (provizij) v zvezi z investicijskimi in pomožnimi investicijskimi storitvami in posli za stranke	5.071	6.438
Sprejemanje, posredovanje in izvrševanja naročil	270	589
Gospodarjenje s finančnimi sredstvi	131	183
Izvedba prvih ali nadaljnjih prodaj brez obveznosti odkupa	93	974
Skrbnišтво in sorodne storitve	4.577	4.692
Odhodki iz opravnin (provizij) v zvezi z investicijskimi in pomožnimi investicijskimi storitvami in posli za stranke	934	1.552
Opravnine v zvezi s KDD družbo in njej podobnimi organizacijami	216	725
Opravnine v zvezi z borzo vrednostnih papirjev in njej podobnimi organizacijami	718	827

Pojasnilo 46: Povezane stranke

Banka je hčerinska banka UniCredit Bank Austria AG s sedežem na Dunaju, ki ima v lasti 99,99 % delnic Banke. Lastniki ostalih delnic so slovenska podjetja in fizične osebe. Matična banka Skupine je UniCredit S.p.A, Italija.

V svojem običajnem poslovanju Banka sklepa številne transakcije z drugimi članicami skupine UniCredit, kar vključuje dane in prejete kredite ter depozite, nakupe in prodajo tujih valut ter posle z izvedenimi finančnimi instrumenti.

Obseg poslov s povezanimi strankami ter iz njih izhajajoči prihodki ter odhodki so navedeni v nadaljevanju:

Izkaz finančnega položaja

EUR 1.000	31. 12. 2012	31. 12. 2011
Kredit	96.157	89.272
Uprava	337	139
Ključno ravnateljsko osebje	201	167
Ožji družinski člani ključnega ravnateljskega osebja	-	2
Matična banka	73.078	62.848
Ostale povezane osebe v skupini UniCredit	22.541	26.116
Izvedeni finančni instrumenti	14.804	11.232
Ostale povezane osebe v skupini UniCredit	14.804	11.232
Druga sredstva	-	8
Matična banka	-	7
Ostale povezane osebe v skupini UniCredit	-	1
Skupaj sredstva	110.961	100.512
Finančne obveznosti, merjene po odplačni vrednosti	867.692	1.481.369
Uprava	128	579
Ključno ravnateljsko osebje	140	13
Ožji družinski člani ključnega ravnateljskega osebja	138	17
Matična banka	861.574	1.476.867
Ostale povezane osebe v skupini UniCredit	5.713	3.893
Izvedeni finančni instrumenti	108.722	121.022
Ostale povezane osebe v skupini UniCredit	108.722	121.022
Druge obveznosti	1.585	2.654
Matična banka	506	621
Ostale povezane osebe v skupini UniCredit	1.080	2.033
Skupaj obveznosti	978.000	1.605.045

Kredit bankam v Skupini vključujejo vloge na vpogled, vezane vloge in kredite. So nezavarovani in sklenjeni z variabilno ali s fiksno obrestno mero.

Pojasnila k računovodskim izkazom

Izkaz poslovnega izida

EUR 1.000	2012	2011
Prihodki iz obresti	1.828	4.429
Uprava	5	3
Ključno ravnateljsko osebje	3	4
Matična banka	115	372
Ostale povezane osebe v skupini UniCredit	1.706	4.050
Odhodki za obresti	27.221	40.238
Uprava	8	15
Ožji družinski člani ključnega ravnateljskega osebja	2	1
Matična banka	18.848	28.701
Ostale povezane osebe v skupini UniCredit	8.363	11.521
Prihodki iz opravnin (provizij)	1.684	1.731
Matična banka	877	732
Ostale povezane osebe v skupini UniCredit	808	999
Odhodki za opravnine (provizije)	727	1.699
Matična banka	707	844
Ostale povezane osebe v skupini UniCredit	19	855
Čisti dobički / izgube iz finančnih sredstev in obveznosti, namenjenih trgovanju	14.659	31.115
Matična banka	(5)	-
Ostale povezane osebe v skupini UniCredit	14.664	31.115
Drugi poslovni dobički	1.321	514
Matična banka	1.163	475
Ostale povezane osebe v skupini UniCredit	158	39
Administrativni stroški	2.544	2.283
Matična banka	-	17
Ostale povezane osebe v skupini UniCredit	2.544	2.266
Razmejitev za nekoriščen dopust	(3)	1
Uprava	(3)	(2)
Ključno ravnateljsko osebje	-	3
Rezervacije za jubilejne nagrade in odpravnine	(25)	10
Uprava	(11)	5
Ključno ravnateljsko osebje	(14)	5

Izplačila povezanim strankam

EUR 1.000	2012	2011
Izplačila upravi	735	819
Plače in drugi osebni prejemki	703	781
Zavarovalne premije	32	38
Izplačila članom nadzornega sveta	51	52
Izplačila drugim zaposlenim z individualno pogodbo	1.484	1.634
Plače in drugi osebni prejemki	1.484	1.634
Skupaj	2.270	2.505
Število članov uprave na dan 31.december	4	4
Število članov nadzornega sveta na dan 31.december	5	6
Število zaposlenih z individualno pogodbo na dan 31.december	15	15

V letu 2012 je bilo povprečno petnajst zaposlenih z individualno pogodbo.

V letu 2012 so člani uprave Banke prejeli: dr. France Arhar (predsednik uprave do 31. maja 2012) 100 tisoč evrov fiksnega dela izplačila, 56 tisoč evrov variabilnega dela izplačila ter 2 tisoč evrov drugih prejemkov; Janko Medja, MBA, (funkcija člana uprave mu je prenehala 31. marca 2012, zaposlitev v banki pa 10. julija 2012) 47 tisoč evrov fiksnega dela izplačila in 45 tisoč evrov variabilnega dela izplačila za obdobje do 31. marca 2012 ter 70 tisoč evrov fiksnega dela izplačila in 2 tisoč evrov drugih prejemkov za nadaljnje obdobje; Francesco Vercesi, MBA, 156 tisoč evrov fiksnega dela izplačila in 26 tisoč evrov variabilnega dela izplačila; mag. Damijan Dolinar, CFA, je prejel 109 tisoč evrov fiksnega dela izplačila, 10 tisoč evrov variabilnega dela izplačila ter 2 tisoč evrov drugih prejemkov. Mag. Jana Benčina Henigman je članica uprave od 19. junija 2012 naprej. V tem času je prejela 50 tisoč evrov fiksnega dela izplačila. Zavarovalne premije so bile plačane za dr. Franceta Arharja v znesku 6 tisoč evrov.

Mag. Stefan Vavti, predsednik uprave od 1. junija 2012 dalje, kot napoteni delavec matične banke v skladu s pravili Skupine prejema prejemke za opravljanje funkcije v Banki neposredno s strani matične banke in v letu 2012 ni prejel nobenih dodatnih plačil s strani Banke.

Člana nadzornega sveta sta prejela: Giuseppe Verrascina 28 tisoč evrov nadomestila ter Franco Andretta 24 tisoč evrov nadomestila.

Pojasnilo 47: Dogodki po datumu poročanja

Banka po datumu poročanja ni zaznala pomembnejših poslovnih dogodkov, ki bi vplivali na računovodske izkaze Banke za leto 2012 ali ki bi zahtevali dodatna razkritja v teh računovodskih izkazih.

Pojasnilo 48: Pravne tožbe

Banka je bila po stanju na dan 31. december 2012 kot tožena stranka vključena v deset sodnih sporov, v katerih tožeče stranke uveljavljajo tožbene zahtevke v skupni višini 10,0 milijonov evrov (na dan 31. december 2011: 8,2 milijona evrov). V skladu z oceno verjetnosti izida je Banka oblikovala ustrezne rezervacije za pravne spore (prikazane v pojasnilu 17).

Bančna tveganja

Celovito upravljanje s tveganji

UniCredit Banka Slovenija d.d. skladno z načeli finančne skupine UniCredit ugotavlja, meri in / ali upravlja z naslednjimi kategorijami tveganj:

- kreditno tveganje (vključujoč tveganje nasprotne stranke),
- tržno tveganje (tečajno in obrestno tveganje ter tveganje trgovanja z lastniškimi vrednostnimi papirji),
- likvidnostno tveganje,
- operativno tveganje,
- poslovno tveganje,
- tveganje ugleda,
- strateško tveganje,
- kapitalsko tveganje,
- tveganje na področju nepremičnin in
- tveganja iz naslova deležev in kapitalskih udeležb Banke.

Banka upravlja s tveganji na usklajen način po različnih organizacijskih ravneh. Poleg tega je struktura upravljanja s tveganji sestavni del širše prakse upravljanja s tveganji v finančni skupini UniCredit. Na ta način podpira enotnost procesov upravljanja in nadzora nad tveganji v celotni Skupini.

Osrednje aktivnosti upravljanja s tveganji vodi divizija Upravljanje s tveganji. Le-ta je neodvisna od poslovnih enot Banke in je odgovorna neposredno članu uprave za področje upravljanja s tveganji. Osrednje mesto upravljanja s tveganji na najvišji ravni v Banki imajo tri vrste odborov, in sicer: odbor za upravljanje z bilanco banke, kreditni odbori in odbor za operativna tveganja.

ODBOR ZA UPRAVLJANJE BILANCE BANKE (ALCO)

Odbor za upravljanje bilance banke (v nadaljevanju: ALCO) je odbor UniCredit Banka Slovenija d.d., ki se ukvarja z vprašanji celovitega upravljanja s tveganji. ALCO se ukvarja z odobritvijo in pregledovanjem strategij in politik prevzemanja in upravljanja s tveganji, redno preverja izpostavljenost Banke različnim vrstam tveganj in odobri določitve limitov za vse pomembne vrste tveganj ter postopke obvladovanja tveganj. ALCO odbor je odgovoren za upravljanje s strukturo bilance Banke, spremlja izpostavljenost likvidnostnemu in obrestnemu tveganju, spremlja kreditni portfelj, ukvarja pa se tudi z vprašanji upravljanja tveganj, ki zadevajo več divizij in upravljanja poslovanja celotne Banke. Odbor se ukvarja tudi z upravljanjem kapitala Banke; ima pregled nad razvojem kapitalске ustreznosti Banke in količniki, nad regulatornim in ekonomskim kapitalom, razporeditvijo kapitala in razpoložljivimi finančnimi viri.

KREDITNI ODBOR

Z namenom odobritev posamičnih kreditnih izpostavljenosti je v Banki vzpostavljen kreditni odbor. Raven odločanja je določena z zneski predlagane potencialne kreditne izpostavljenosti do posamezne osebe oziroma skupine povezanih oseb ter z bonitetnim razredom dolžnika. Skladno z zakonodajo odločitve potrjuje nadzorni svet Banke, kadar gre za nastanek velike izpostavljenosti. V kreditnem odboru je prisoten predstavnik iz področja upravljanje s tveganji in iz področja prodajnih enot ter predsednik uprave. Seje kreditnega odbora praviloma potekajo enkrat tedensko. Glede na boniteto dolžnika ločimo redni kreditni odbor in kreditni odbor za področje prestrukturiranja posebnih primerov. Procesi in načela presoje in odločanja o posamičnih kreditnih izpostavljenostih so določeni v ustreznih internih smernicah in navodilih. Odobritvene pristojnosti za nižje kreditne izpostavljenosti do pravnih in do fizičnih oseb kreditni odbor delegira določenim nosilcem individualne kreditne pristojnosti.

ODBOR ZA OPERATIVNA TVEGANJA

Odbor za operativna tveganja je odgovoren za učinkovit pregled izpostavljenosti operativnemu tveganju. Odbor razpolaga z razumevanjem in znanjem celotnega okvira upravljanja z operativnim tveganjem kot tudi z znanjem o tem, kako izpostavljenost operativnemu tveganju vpliva na poslovanje Banke. Odbor za operativna tveganja je odgovoren tudi za preverjanje, ali sta merjenje in sistem nadzora operativnega tveganja močno integrirana v dnevni proces obvladovanja tveganj Banke. Odbor se sestaja vsaj štirikrat na leto.

SPREJEMANJE TVEGANJ

V sodobnem bančništvu mora biti poslovanje s strankami obravnavano brez obrestnega, valutnega in likvidnostnega tveganja. Zato je nujna določitev jasnih izhodišč za oblikovanje cen za posojila in depozite strank, s čimer zagotavljamo jasne ločitve prejemkov poslovanja s strankami od funkcije internega upravljanja s sredstvi in obveznostmi banke. Tržno in likvidnostno tveganje sta prek tržnega sistema transfernih cen prenesena na enote, ki nosijo tveganje. Enota Upravljanje bilance banke je odgovorna za obvladovanje tržnih tveganj in upravlja z likvidnostnim tveganjem ter poroča neposredno izvršnemu direktorju za finance (CFO). Enota Upravljanje bilance banke je odgovorna tudi za optimiziranje celotne strukture ročnosti in donosa Banke.

OBSEG PREVZETIH TVEGANJ

Strateški cilji Banke se presojajo z vidika obsega prevzetih tveganj, ki je opredeljen:

- z vidika kapitalne ustreznosti, kjer so na eni strani omejitve in pravila, podana s strani regulatorja, in na drugi strani želeni obseg prevzetih tveganj s strani bančne skupine;
- z vidika dobičkonosnosti v primerjavi s prevzetimi tveganji, kjer Banka želi obvladovati nestanovitnost v zasluških in dosegati vzdržno rast;
- z vidika refinanciranja in likvidnosti, ki je zagotovljena s strani strank, preostali del pa pretežno s strani Skupine.

Kreditno tveganje

Kreditno tveganje pomeni tveganje nastanka izgube zaradi neizpolnitve obveznosti dolžnika do Banke.

Vrste kreditnih tveganj so naslednje:

- Tveganje neplačila: dogodek neplačila nastopi, ko stranka več kot 90 dni zamuja s plačilom katerekoli pomembnejše kreditne obveznosti do Banke. Posledica tega dogodka je uvrstitev vseh naložb, povezanih s stranko, med slabe naložbe.
- Deželno tveganje pomeni tveganje izgube, ki jo lahko utрпи Skupina v katerikoli državi zaradi kateregakoli od naslednjih razlogov: možnost poslabšanja ekonomskih razmer, politični ali socialni nemiri, nacionalizacija ali razlastitev premoženja, zavrnitve s strani vlade v primeru zadolženosti, poostrene menjalne kontrole in valutne deprecijacije ali devalvacije.
- Tveganje poravnave je tveganje, ki lahko nastane pri poravnavi ali obračunavanju posameznih transakcij, v primeru, ko ne pride istočasno do izmenjave / poravnave obveznosti v denarju, vrednostnih papirjih in / ali drugih oblikah premoženja.
- Tveganje koncentracije pomeni tveganje nastanka izgube v primeru prekomerne izpostavljenosti do posamezne osebe, skupine povezanih oseb in oseb, ki jih povezujejo skupni dejavniki tveganja, kot so isti gospodarski sektor oziroma geografsko območje ali istovrstni posli.
- Tveganje nasprotne stranke
- Tveganje listninjenja, kateremu Banka ni izpostavljena.

Glavni cilj upravljanja s kreditnim tveganjem je doseganje oziroma ohranjanje visoke kakovosti in razpršenosti kreditnega portfelja. Banka sprejema in upravlja kreditno tveganje skladno z internimi akti. Postopki upravljanja kreditnega tveganja potekajo na ravni posamezne transakcije, stranke in portfelja.

MERJENJE KREDITNIH TVEGANJ

Temelj vsakega kreditnega odobritvenega procesa je podrobna obravnava vsake kreditne izpostavljenosti, povezane z nasprotno stranko. Banka pri procesu odobravanja svojih naložb upošteva tako boniteto nasprotne stranke, kot tudi tveganje, povezano z različnimi vrstami izpostavljenosti. Pri merjenju kreditnega tveganja Banka za pravne osebe izračunava boniteto, na podlagi katere ugotavlja tudi verjetnost dogodka neplačila obveznosti. Poleg določanja bonitete se ocenjuje tudi izpostavljenost in možnost povračila, ki temelji na predvidevanjih o razpoložljivih denarnih tokovih.

Boniteta je določena na podlagi finančnih podatkov, kvalitativnih dejavnikov in opozorilnih signalov. Banka uporablja deset glavnih razredov bonitete z dodatno delitvijo v podrazrede. Lestvica finančne skupine UniCredit vključuje skupno 26 različnih bonitetnih razredov v razponu od 1+ do 10, ki so kalibrirani upoštevajoč lokalne značilnosti.

Primerjava med interno bonitetno skupino in zunanjo bonitetno oceno

Interna bonitetna skupina*	S&P	Moody's	Fitch
1	AAA / AA+ / AA / AA-	Aaa / Aa1 / Aa2 / Aa3	AAA / AA+ / AA / AA-
2	A+ / A / A-	A1 / A2 / A3	A+ / A / A-
3	BBB+ / BBB	Baa1 / Baa2	BBB+ / BBB
4	BBB- / BB+	Baa3 / Ba1	BBB- / BB+
5	BB	Ba2	BB
6	BB- / B+	Ba3 / B1	BB- / B+
7	B	B2	B
8	B- / CCC / CC	B3 / Caa / Ca	B- / CCC / CC

* Pri prikazu internih bonitetnih ocen so za lažjo primerjavo z zunanjimi bonitetnimi ocenami interne bonitetne skupine agregirane v osem skupin, pri čemer pa deveta in deseta skupina predstavljata slabe naložbe in nista prikazani v tabeli.

Bančna tveganja

Tabela prikazuje bilančne postavke, ki nosijo kreditno tveganje

v 1.000 EUR	31. 12. 2012	31. 12. 2011
Denar v blagajni	13.546	62.796
Finančna sredstva, namenjena trgovanju	44.428	67.988
Finančna sredstva, razpoložljiva za prodajo	314.093	295.158
Izvedeni finančni instrumenti, namenjeni varovanju	14.144	6.866
Izpostavljenost do bank in strank, ki niso banke	2.492.248	2.536.574
od tega izpostavljenost do bank	102.380	90.084
od tega izpostavljenost do strank, ki niso banke	2.389.868	2.441.718
Finančna sredstva v posesti do zapadlosti	12.930	19.968
Druga sredstva	171	113
Skupaj	2.891.560	2.989.463

Opomba: Znesek izpostavljenosti v tabeli je izražen v bruto vrednosti in ne vključuje oslabitev. Druga finančna sredstva in stanja pri centralni banki iz Izkaza finančnega položaja so ustrezno razvrščena med banke oz. stranke.

Tabela prikazuje zunajbilančno poslovanje, ki nosi kreditno tveganje

v 1.000 EUR	31. 12. 2012	31. 12. 2011
Garancije	329.793	303.956
Kreditni limiti in kreditne linije	292.249	345.076
Upniki po spot poslih	2.921	23.351
Akreditivi	-	446
Upniki za zastavljene vrednostne papirje za obveznosti banke	9.252	7.330
Nazivna vrednost izvedenih finančnih instrumentov	3.028.958	3.626.890
Skupaj	3.663.173	4.307.049

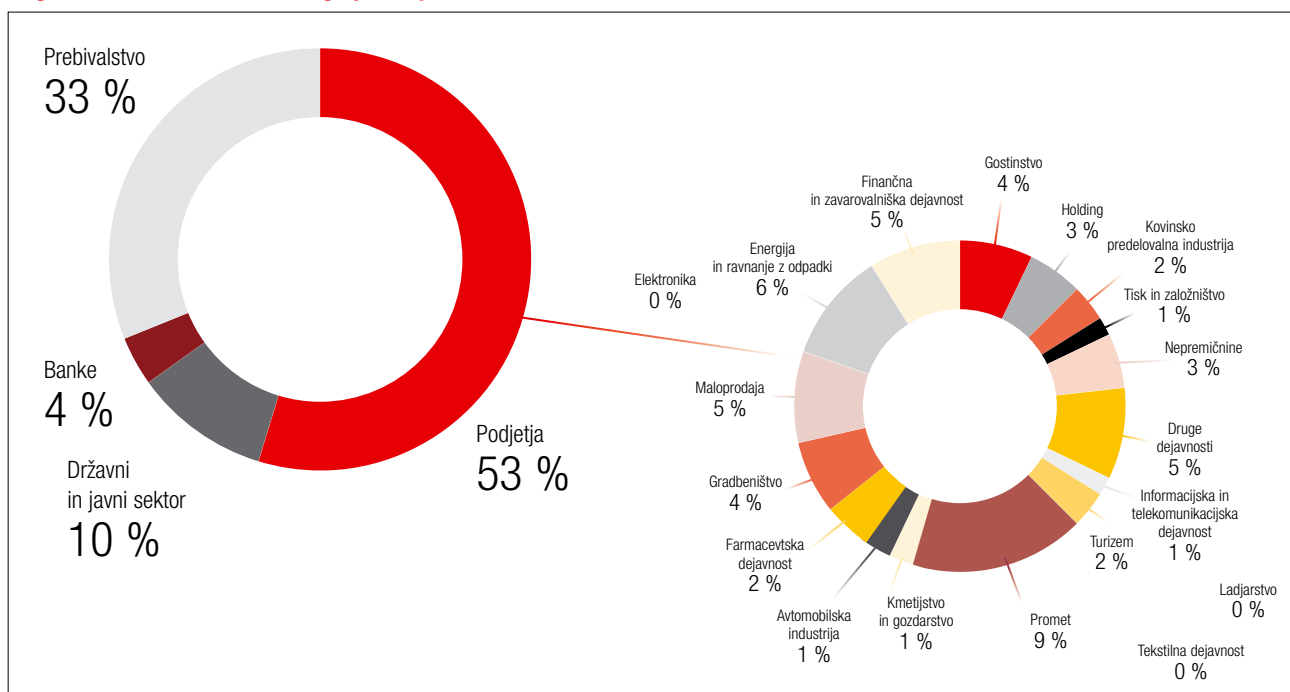
Tabela prikazuje izpostavljenost banke deželnemu tveganju iz naslova finančnih sredstev

	31. 12. 2012	31. 12. 2011
Finančna sredstva, namenjena trgovanju		
Slovenija	100 %	100 %
Finančna sredstva, razpoložljiva za prodajo		
Slovenija	99 %	99 %
Nemčija	1 %	1 %
Finančna sredstva v posesti do zapadlosti		
Slovenija	100 %	100 %

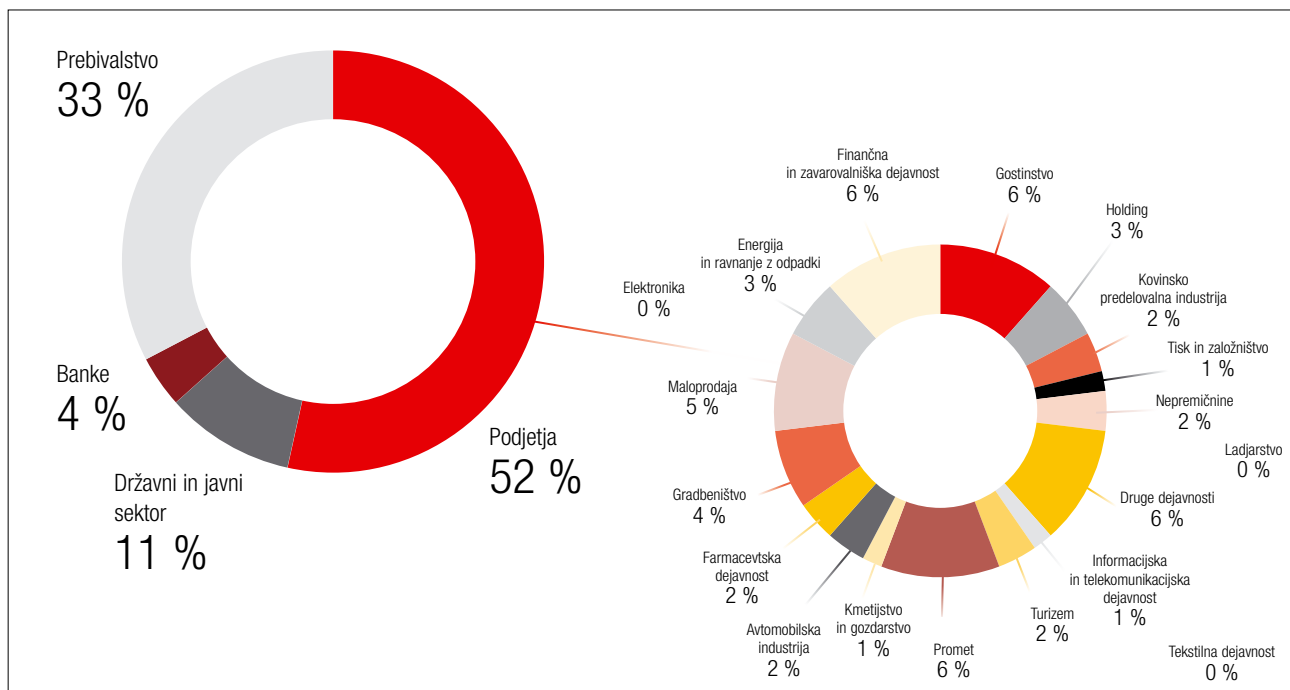
ANALIZA KREDITNEGA PORTFELJA

Po stanju na dan 31. december 2012 je Banka izkazovala 2-odstotno znižanje v višini 52 milijonov evrov v segmentu izpostavljenosti do nebančnega sektorja. Največjo rast je v nebančnem sektorju Banka dosegla v segmentu energetike, in sicer 70 milijonov evrov, kar predstavlja 101-odstotno povečanje glede na prejšnje opazovano obdobje. Največji upad pa je Banka zabeležila v segmentu gostinstva, in sicer za 56 milijonov evrov, kar predstavlja 35-odstotno zmanjšanje glede na prejšnje obdobje. Za celoten kreditni portfelj Banke, ki vključuje bančne in nebančne terjatve, je Banka zabeležila zmanjšanje portfelja v višini 40 milijonov evrov, kar predstavlja 1,5-odstoten upad v primerjavi s koncem leta 2011.

Segmentna razdelitev kreditnega portfelja Banke na dan 31. 12. 2012



Segmentna razdelitev kreditnega portfelja Banke na dan 31. 12. 2011



Bančna tveganja

Delitev celotnega kreditnega portfelja Banke po geografski lokaciji

Izpostavljenost glede na geografsko lokacijo	Izpostavljenost v EUR 1.000		Rast v %
	31. 12. 2012	31. 12. 2011	
Slovenija	2.260.229	2.361.612	(4) %
Hrvaška	86.429	42.493	103 %
Avstrija	73.269	61.326	19 %
Nizozemska	32.082	25.362	26 %
Srbija	9.045	11.787	(23) %
Nemčija	8.347	7.596	10 %
Švica	7.210	347	1.979 %
Ruska federacija	6.616	14.485	(54) %
Luksemburg	2.993	2.118	41 %
Italija	1.815	886	105 %
Bosna in Hercegovina	1.427	2.655	(46) %
Drugo	2.785	1.134	146 %
Skupaj	2.492.248	2.531.802	(2) %

Opomba: Znesek izpostavljenosti v tabeli je izražen v bruto vrednosti in ne vključuje oslabitev. Druga finančna sredstva in stanja pri centralni banki iz izkaza finančnega položaja so ustrezno razvrščena med banke oz. stranke.

TEHNIKE ZA ZMANJŠEVANJE KREDITNEGA TVEGANJA

Z namenom zmanjševanja potencialnih izgub zaradi plačilne nesposobnosti dolžnikov UniCredit Banka Slovenija d.d. uporablja različne tehnike zmanjševanja kreditnega tveganja. Skladno z evropsko kapitalno direktivo, ki je v upravljanje s kapitalom in tveganji uvedla načela Basel II, je Banka zavezana k izpolnjevanju zahtev glede tehnik zmanjševanja kreditnega tveganja tako pri svojem poslovanju kot tudi za potrebe izračuna regulatornega kapitala.

Na podlagi splošnih smernic glede tehnik zmanjševanja kreditnega tveganja, ki jih je na ravni Skupine izdala UniCredit S.p.A., je UniCredit Banka Slovenija d.d. v okviru internih pravilnikov opredelila procese, strategije in postopke za upravljanje z zavarovanji s poudarkom na pravilih glede sprejemljivosti, vrednotenja in spremljanja zavarovanj z namenom zagotovitve pravne izvršljivosti in pravočasnega unovčenja zavarovanj v skladu z zakonodajo.

Skladno s kreditno politiko je primarni vir poplačila naložb plačilna sposobnost dolžnika, sprejeta zavarovanja pa predstavljajo sekundarni vir poplačila v primeru, da dolžnik preneha z odplačevanjem pogodbenih obveznosti. S tem namenom poleg analize kreditne sposobnosti in plačilne sposobnosti kreditjemalca Banka izvaja tudi vrednotenje in analizo zavarovanj.

V skladu z zakonodajo je UniCredit Banka Slovenija d.d. vzpostavila sistem vrednotenja, spremljanja in poročanja zavarovanj skladno z zakonsko predpisanimi roki in internimi navodili. Upravljanje s tehnikami zmanjševanja kreditnega tveganja je vgrajeno tako v kreditni proces kot tudi v proces spremljanja kreditnega tveganja.

Kontrole in s tem povezane odgovornosti so bile formalizirane in dokumentirane v internih pravilih ter opisih del in nalog zaposlenih. Prav tako so bili vzpostavljeni procesi, ki zagotavljajo pravičen vnos vseh relevantnih informacij glede identifikacije in vrednotenja zavarovanj v sistemih Banke.

UniCredit Banka Slovenija d.d. je za zavarovanje naložb pretežno sprejemala naslednja zavarovanja:

- zavarovanje s poslovnimi in stanovanjskimi nepremičninami, s premičninami, denarnimi terjatvami, finančnim premoženjem, zastavo polic življenjskega zavarovanja (t.i. stvarna kreditna zavarovanja);
- solidarna poroštva fizičnih in pravnih oseb, garancije bank, jamstva države, zavarovalnic (t.i. osebna kreditna zavarovanja)

V UniCredit Banka Slovenija d.d. je bil dodaten poudarek na pomenu procesov in kontrol za zagotavljanje pravne gotovosti zavarovanj in preverjanju kreditne sposobnosti izdajatelja pri osebnih kreditnih zavarovanjih.

Glede na interno politiko o kreditnih zavarovanjih so tudi kreditna zavarovanja del rednega pregleda, ki se izvaja vsaj enkrat letno, bodisi na individualni ali na portfeljski osnovi. Takšen pristop omogoča Banki boljši vpogled v trenutno stanje in dejansko vrednost kreditnega zavarovanja.

Struktura kreditnega portfelja Banke do strank, ki niso banke, glede na boniteto stranke in pripadajoče zavarovanje

EUR 1.000 Klasifikacija strank, ki niso banke	31. 12. 2012		31. 12. 2011	
	Izpostavljenost	Zavarovanje	Izpostavljenost	Zavarovanje
1	14.131	14.007	252.687	227.447
2	419.350	236.468	269.778	106.058
3	432.442	240.867	220.314	171.382
4	480.166	406.294	290.600	222.239
5	253.315	130.154	461.039	353.633
6	220.345	166.975	275.889	296.157
7	207.489	161.945	294.890	241.906
8	94.950	70.717	132.139	109.066
Slabe naložbe	244.786	118.235	219.176	126.174
Neklasificirane stranke	22.893	12.940	25.206	10.527
Skupaj	2.389.868	1.558.602	2.441.718	1.864.589

Opomba: Znesek izpostavljenosti v tabeli je izražen v bruto vrednosti in ne vključuje oslabitev. Druga finančna sredstva in stanja pri centralni banki iz lkaza finančnega položaja so ustrezno razvrščena med banke oz. stranke.

Struktura kreditnega portfelja Banke do bank glede na boniteto stranke in pripadajoče zavarovanje

EUR 1.000 Klasifikacija Bank	31. 12. 2012		31. 12. 2011	
	Izpostavljenost	Zavarovanje	Izpostavljenost	Zavarovanje
1	4.441	-	69.592	-
2	88.769	-	2.081	-
3	7.049	3.733	4.660	3.980
4	246	-	5.442	-
5	377	-	7.135	6.447
6	633	-	590	-
7	-	-	-	-
8	511	511	578	-
Slabe naložbe	-	-	-	-
Neklasificirane stranke	355	-	5	-
Skupaj	102.380	4.244	90.083	10.427

Opomba: Znesek izpostavljenosti v tabeli je izražen v bruto vrednosti. Druga finančna sredstva in stanja pri centralni banki iz lkaza finančnega položaja so ustrezno razvrščena med banke oz. stranke.

POLITIKA BANKE GLEDE SLABITEV IN REZERVACIJ

Banka ima natančno določen postopek in notranjo politiko za spremljanje finančnih sredstev in rezervacij za prevzete obveznosti in oblikovanja oslabitev. Pri politiki za oblikovanje oslabitev Banka sledi sklepu Banke Slovenije o oblikovanju izgub iz kreditnega tveganja bank in hranilnic in zahtevam mednarodnih standardov računovodskega poročanja.

Banka uporablja dva pristopa za oblikovanje oslabitev – skupinski in posamični. Posamično ocenjevanje oslabitev se izvaja za vsako finančno sredstvo oziroma prevzeto obveznost, ki je posamezno pomembna (t.j. pri pravnih osebah bančne izpostavljenosti nad 100.000 evrov in pri fizičnih osebah bančne izpostavljenosti nad 300.000 evrov), v nasprotnem primeru Banka izvaja skupinsko ocenjevanje oslabitev.

Za stranke iz segmenta poslovanja s podjetji, ki so posamično pomembne ali ki pomembno zamujajo s poravnavo obveznosti, se slabitve finančnih sredstev v UniCredit Banka Slovenija d.d. ocenjujejo posamično, za segment poslovanja s prebivalstvom pa skupinsko, in sicer glede na primerno oceno sedanje vrednosti pričakovanega denarnega toka. Kvaliteto strank ocenjujemo enkrat mesečno in na podlagi tega oblikujemo oslabitve, postopek pa je urejen z internimi navodili in ima ustrezno informacijsko podporo.

Bančna tveganja

Oslabitev na individualni osnovi Banka oblikuje (na ravni stranke ali posla) ob upoštevanju spodnjih kriterijev:

- v okviru ocenjevanja denarnih tokov Banka presoja finančno poslovanje stranke kot tudi njeno preteklo plačilno (ne)disciplino in način odplačevanja;
- stečaj ali drugi pravni postopki, ki imajo lahko za posledico izgubo za Banko iz te naložbe;
- informacije, ki imajo lahko vpliv na izpad prejetih odplačil za Banko.

Pri tem predstavlja oslabitev finančnega sredstva razliko med knjigovodsko in nadomestljivo vrednostjo. Nadomestljiva vrednost je opredeljena kot sedanja vrednost (diskontirana vrednost) pričakovanih prihodnjih denarnih tokov ob uporabi izvirne efektivne obrestne mere (t.j. obrestna mera, ki natančno razobrestuje (diskontira) pričakovane prihodnje denarne tokove skozi obdobje pričakovane dobe finančnega sredstva ali, če je primerneje, skozi krajše obdobje na čisto knjigovodsko vrednost finančnega sredstva).

Pri oceni oslabitev Banka lahko upošteva tudi pričakovane denarne tokove iz unovčitve prvovrstnih in primernih zavarovanj.

V segmentu poslovanja s prebivalstvom je bilo v UniCredit Banka Slovenija d.d. v letu 2012 uvedeno spremljanje bonitete stranke na podlagi podatkov, pridobljenih iz njene vloge pri Banki in podatkov, pridobljenih za obstoječe stranke na podlagi njihovega poslovanja z Banko. Interno so stranke iz tega segmenta razvrščene v 26 bonitetnih razredov z ustreznimi pripadajočimi vrednostmi verjetnosti neplačila.

Banka za segment poslovanja s prebivalstvom oblikuje posamične oslavitve portfeljsko, in sicer na mesečni ravni. Na podlagi kakovosti portfelja so izračunani kazalniki, ki so skladno s standardi pomembni za izračun pričakovanih izgub (*Expected loss*) na ravni posamezne stranke.

Pri strankah, kjer ni znakov za oblikovanje posamičnih oslavitvev ali skupinskih specifičnih oslavitvev na fizičnih osebah, Banka uporablja skupinsko ocenjevanje za oblikovanje oslavitvev na podlagi razvrščanja strank v bonitetne razrede. Te zajemajo kreditne izgube, ki se nanašajo na portfelj kreditov. Pri izračunavanju potrebe za skupinske slabitve vodstvo Banke upošteva tudi dejavnike, kot so kakovost posojil, velikost portfelja in ekonomske dejavnike, vključno z analizo pretekle plačilne discipline v teh razredih. Slabitve za nastale, vendar še ne izkazane izgube (IBNR), se izračunavajo na mesečni ravni, temeljijo pa na kakovosti portfelja in na tako imenovanem obdobju evidentiranja izgube (*Loss detection period*). IBNR (*Incurring but not reported*) tako predstavljajo splošne oslavitve.

Banka redno spremlja razvoj kreditnega portfelja in pokritost s slabitvami in rezervacijami, kar v obliki rednih in izrednih poročil poroča višjemu vodstvu. Prav tako Banka izvaja nadzor na ravni stranke, za tiste stranke, ki zamujajo s plačili. Tako je Banka uvedla tri statuse, ki določajo, katera enota znotraj Banke se ukvarja z posamezno stranko.

- »Kredit na opazovanju«: pomeni, da stranka še v roku poravnava svoje obveznosti, zaradi različnih opozorilnih signalov pa Banka lahko pričakuje zamude pri odplačevanju v prihodnosti. V takšnih primerih enota Presoja in prevzemanje kreditnih tveganj zahteva vzpostavitev posebnih načrtov aktivnosti s strani poslovnih divizij v Banki.
- »Prestrukturiranje«: V takih primerih si Banka prizadeva prestrukturirati izpostavljenost do stranke z namenom, da se stranki pomaga vzpostaviti status poravnavanja obveznosti brez zamud, kakor tudi minimizirati potencialno izgubo za Banko. Te aktivnosti izvaja enota Posebni primeri v sodelovanju s poslovnimi divizijami.
- »Posebni primeri«: pomeni, da je bila pogodba s stranko že prekinjena in / ali odpovedana, odgovornost za spremljanje in izvedbo v zvezi s poplačili izpostavljenosti do Banke preko različnih oblik izvensodne ali sodne poravnave pa v celoti prevzame enota Posebni primeri.

Izpostavljenost Banke do strank, ki niso banke, glede na njihovo boniteto

EUR 1.000 Klasifikacija strank, ki niso banke	31. 12. 2012			31. 12. 2011		
	Izpostavljenost	Oslabitev	Zavarovanje	Izpostavljenost	Oslabitev	Zavarovanje
1	14.131	1	14.007	252.687	188	227.447
2	419.350	53	236.468	269.778	53	106.058
3	432.442	258	240.867	220.314	252	171.382
4	480.166	390	406.294	290.600	494	222.239
5	253.315	717	130.154	461.039	1.228	353.633
6	220.345	1.464	166.975	275.889	1.525	296.157
7	207.489	3.819	161.945	294.890	4.248	241.906
8	94.950	3.123	70.717	132.139	1.922	109.066
Slabe naložbe	244.786	102.674	118.235	219.176	75.072	126.174
Neklasificirane stranke	22.893	906	12.940	25.206	497	10.527
Skupaj	2.389.868	113.404	1.558.602	2.441.718	85.479	1.864.589

Opomba: Znesek izpostavljenosti v tabeli je izražen v bruto vrednosti. Druga finančna sredstva in stanja pri centralni banki iz Izkaza finančnega položaja so ustrezno razvrščena med banke oz. stranke.

Kreditna izpostavljenost z oblikovanimi specifičnimi slabitvami na ravni stranke ali posla je po smernicah določil baselskih standardov vsaka izpostavljenost, ko se zgodi eden ali več »dogodkov neplačila«: majhna verjetnost, da bo dolžnik poravnal svoje kreditne obveznosti do Banke, dolžnik več kot 90 dni zamuja s plačilom katerekoli pomembne kreditne izpostavljenosti do Banke, Banka odobri prestrukturiranje problematične izpostavljenosti, Banka obravnava izpostavljenost kot nedonosno oziroma Banka vloži predlog za stečajni postopek zoper dolžnika ali podoben predlog v zvezi z dolžnikovo kreditno obveznostjo do Banke.

Banka izkazuje 41,94-odstotno pokritost kreditne izpostavljenosti s slabitvami, ki je klasificirana v zamudo nad 90 dni ali izpolnjuje kateregakoli izmed drugih kriterijev za problematično kreditno izpostavljenost, s slabitvami. Po stanju na dan 31. december 2012 se je vrednost problematične kreditne izpostavljenosti v primerjavi s preteklim letom povečala za 25,61 milijona evrov oziroma za 11,68 % na vrednost 244,78 milijona evrov. Višina slabitev, oblikovanih za problematične izpostavljenosti, se je povečala za 27,93 milijona evrov, oziroma za 36,77 % in je znašala 102,67 milijona evrov. Od vseh slabitev, ki so bile oblikovane za problematične izpostavljenosti, 25 % predstavljajo slabitve na podlagi skupinskih specifičnih oslabitev, ostalo so posamične oslabitve.

Banka deli slabe terjatve v naslednje skupine:

- Slabe terjatve (skupina Sofferenze) – v to skupino Banka umešča terjatve, ki so slabe, stranke pa nesolventne, kar pa ni nujno bilo prepoznano s strani sodišč, klientov.
- Dvomljive terjatve (skupina Incaglio) – v to skupino Banka umešča terjatve do strank, ki se soočajo z začasnimi težavami, za katere Banka predvideva, da bodo v ustreznem časovnem obdobju razrešene.
- Prestrukturirani posli (skupina Ristrutturati) – v to skupino Banka umešča posojila, katerih pogoji so bili ponovno določeni in katerih kreditna kvaliteta se kasneje ni poslabšala.
- Zapadle terjatve (skupina Past Due) – izpostavljenost do strank, ki niso vključene v ostale tri kategorije in ki zamujajo s svojimi obveznostmi za več kot 90 dni in manj kot 180 dni.

Izpostavljenost po skupinah slabih terjatev

EUR 1.000 Skupine slabih terjatev	31. 12. 2012	31. 12. 2011
Dvomljive terjatve (skupina Doubtful loans)	48.355	41.095
Zapadle terjatve (skupina Past Due)	49.143	46.730
Prestrukturirani posli (skupina Ristrutturati)	7.442	9.995
Slabe terjatve (skupina Sofferenze)	139.846	121.355
Skupaj	244.786	219.176

Opomba: Znesek izpostavljenosti v tabeli je izražen v bruto vrednosti.

Bančna tveganja

KREDITNO TVEGANJE NASPROTNE STRANKE

Kreditno tveganje je na splošno definirano kot tveganje, da nasprotna stranka v poslu ne bo izpolnila svojih obveznosti do banke v predvidenem roku. Kreditno tveganje nasprotne stranke pa je termin, ki se uporablja v povezavi s transakcijami zakladništva in vrednostnimi papirji.

Za upravljanje s kreditnim tveganjem nasprotne stranke pri izvedenih finančnih instrumentih UniCredit Banka Slovenija d.d. uporablja interni model, ki temelji na pristopu simulacije. Izpostavljenost do posamezne nasprotne stranke ugotavljamo s pomočjo simulacije razvoja vrednosti portfelja poslov, sklenjenih s stranko. Prihodnja vrednost portfelja se izračuna na podlagi scenarijev, zasnovanih na triletni časovni vrsti volatilitosti, korelacijah faktorjev tveganja, in bodočih denarnih tokov ob upoštevanju stres faktorjev.

Simulacije so izračunane za vse glavne tipe poslov, torej termenske pogodbe, valutne opcije, obrestne zamenjave, strukturirani produkti, izvedeni instrumenti na blago. Kot trenutna izkoriščenost limita oziroma izpostavljenost do nasprotne stranke se upošteva maksimum 97,5 % kvantilov posameznih časovnih točk v prihodnosti.

Kreditno tveganje nasprotne stranke za UniCredit Banka Slovenija d.d. glede na boniteto strank za izvedene finančne instrumente

EUR 1.000	Izpostavljenost tveganju nasprotne stranke (v 1.000 EUR)	
	31. 12. 2012	31. 12. 2011
Bonitetni razred		
1	8.569	118.891
2	36.803	6.667
3	7.166	755
4	19.239	30.946
5	262	368
6	8.021	20.183
7	8.044	5.929
8	6.910	16.182
Slabe naložbe	4.283	8.805
Skupaj	99.297	208.725

Izpostavljenost tveganju nasprotne stranke se je v primerjavi z letom 2011 zmanjšala za 52 %, kar lahko pripišemo zapadlim in poplačanim izvedenim finančnim instrumentom.

Tržna tveganja

UniCredit Banka Slovenija d.d. je pri svojem poslovanju izpostavljena tržnim tveganjem. Gre za tveganje, da poštena vrednost ali prihodnji denarni tokovi finančnega instrumenta nihajo zaradi sprememb tržnih cen.

Tržna tveganja nastanejo v primeru odprtih pozicij iz naslova obrestne izpostavljenosti, iz naslova tujih valut, iz naslova kreditnega razpona, iz naslova blaga in iz naslova lastniških vrednostnih papirjev. Vse navedeno je izpostavljeno splošnim in posebnim tržnim gibanjem ter spremembam zaradi nestanovitnosti tržnih tečajev ali cen, kot so obrestne mere, kreditni razponi, menjalni tečaji, cene blaga in cene lastniških finančnih instrumentov.

Tabela prikazuje izpostavljenost banke tržnim tveganjem

Vsebina	31. 12. 2012	31. 12. 2011
Sredstva		
Denar v blagajni in stanje na računih pri centralni banki	27.760	62.796
Finančna sredstva, namenjena trgovanju	44.428	67.988
Finančna sredstva, razpoložljiva za prodajo	314.093	295.158
Izvedeni finančni instrumenti, namenjeni varovanju	14.144	6.866
Kredit	2.364.631	2.451.094
Finančna sredstva v posesti do zapadlosti	12.930	19.968
Dolgoročne naložbe v kapital odvisnih, pridruženih in skupaj obvladovanih družb	253	17.317
Skupaj	2.778.239	2.932.909
Obveznosti		
Finančne obveznosti do centralne banke	251.823	-
Finančne obveznosti, namenjene trgovanju	43.593	66.813
Izvedeni finančni instrumenti, namenjeni varovanju	66.027	60.587
Finančne obveznosti, merjene po odplačni vrednosti	2.196.155	2.566.457
Rezervacije	2.443	1.553
Skupaj	2.560.041	2.695.410

METODE OBVLADOVANJA TRŽNIH TVEGANJ

Obvladovanje tržnih tveganj vključuje vse dejavnosti, povezane s posli zakladništva in upravljanja strukture bilance Banke. Pozicije tveganja se ugotavljajo vsaj enkrat dnevno in analizirajo s strani neodvisne enote za obvladovanje tveganj, ki jih tudi primerja z odobrenimi limiti, določenimi s strani ALCO odbora. Banka se poslužuje varovanja denarnih tokov za upravljanje s tveganji obrestnih mer v skladu z MSRP.

Obvladovanje tveganj v UniCredit Banka Slovenija d.d. vključuje stalno poročanje o poziciji tveganja, postavljanju limitov in nadzoru porabe limitov ter dnevni predstavitvi rezultatov poslovanja zakladništva.

ALCO odbor vsaj enkrat letno določi limite za tržna tveganja Banke v tesnem sodelovanju z ustreznimi enotami UniCredit Bank Austria AG, Dunaj. Celoten sklop pravil za poslovanje zakladništva in upravljanje tržnih tveganj je določen v Pravilniku za finančne trge in je razdeljen na tri dele (splošni del, posebni del in del, ki velja za UniCredit Banka Slovenija d.d.). Limiti so razvrščeni v dve skupini:

- Splošni limiti za tržna tveganja: Ti so namenjeni omejitvi potrebnega notranjega kapitala za pokrivanje tržnih tveganj in za omejitev sprejemljive trgovalne izgube. Limiti so določeni v skladu s planiranim dobičkom in z zmožnostjo sprejemanja tveganj. Med splošne limite za tržna tveganja Banka uvršča:
 - Limit največje dovoljene izgube, ki je definiran kot 60-dnevni kumulativni seštevek ekonomskega poslovnega izida trgovalne enote;
 - Meje, ki so definirane za testiranja izjemnih situacij in predstavljajo potencialno izgubo portfelja izračunano za posamezni scenarij;
 - Tvegano vrednost (VaR), ki predstavlja potencialno izgubo premoženja v določenem obdobju izračunano z določeno stopnjo zaupanja.
- Specifični limiti za tržna tveganja: So neodvisni od splošnih limitov, vendar delujejo v povezavi z njimi. Banka jih uporablja za učinkovitejši nadzor nad posameznimi vrstami tveganj in predstavljajo mero občutljivosti tržne vrednosti finančnega instrumenta zaradi sprememb specifičnih dejavnikov tveganja.

Izpostavljenost tržnim tveganjem lahko spreminjajo le tisti, ki so pooblaščen za prevzemanje in spreminjanje pozicij.

Limite v Banki dnevno spremlja enota za tržna tveganja. Ob vsakokratni prekoračitvi limita se nemudoma sproži proces spremljanja, obveščanja in ukrepanja, na način kot je določen v pravilniku. V procesu se določijo najprimernejši ukrepi za ponovno vzpostavitev izpostavljenosti v okviru limita. O kršitvah limitov se redno poroča na sejah ALCO odbora.

UniCredit Banka Slovenija d.d. uporablja za izračun kapitalske zahteve za tržna tveganja standardizirani pristop. Interno se za merjenje izpostavljenosti tržnim tveganjem uporablja metodologija skupine UniCredit, ki temelji na tvegani vrednosti (VaR). VaR predstavlja največjo pričakovano izgubo premoženja v določenem časovnem obdobju, izračunano z določeno stopnjo zaupanja. Za namene internega merjenja izpostavljenosti tržnim tveganjem Banka uporablja IMOD model, ki so ga razvili v skupini UniCredit. Skupina skrbi tako za dnevne izračune tvegane vrednosti kot tudi za redna testiranja modela za nazaj (back testing), redno vključitev novih produktov ter za prilagajanje modela

Bančna tveganja

splošnim tržnim razmeram in zakonskim zahtevam (npr. direktiva 2010/76/EU (CRD III): preseženo tveganje kapitalske zahteve (IRC), celotna mera tveganja (CRM), specifična za portfelj s korelacijo trgovanja (CTP), tvegana vrednost za izjemne situacije (sVaR)).

Model tvegane vrednosti, ki ga Banka uporablja za interno merjenje izpostavljenosti tržnim tveganjem temelji na metodi historične simulacije, ki tržno tveganje meri na podlagi preteklih podatkov (500 dni) in je izračunana ob predpostavki enodnevnega obdobja posedovanja ter z 99-odstotno stopnjo zaupanja. Poleg tvegane vrednosti (VaR) Banka dnevno spremlja izpostavljenost obrestnim tveganjem po metodologiji obrestnih razmikov in izpostavljenost Banke spremembam v kreditni premiji (DVP) za izdajatelje dolžniških vrednostnih papirjev, ki jih Banka poseduje v svojem portfelju. Za obvladovanje tržnih tveganj Banka uporablja limite, povezane z metodologijo obrestnih razmikov po posameznih valutah in časovnih žepkih (limiti za vsoto bazičnih točk po posameznih valutah in časovnih žepkih ter limiti za vsoto vrednosti absolutnih točk) ter limite za učinke spremembe kreditne premije. Model za obvladovanje ter merjenje izpostavljenosti tržnim tveganjem (IMOD) na osnovi agregiranih podatkov dnevno zagotavlja najpomembnejše parametre tržnih tveganj za poslovanje zakladništva.

Za merjenje in spremljanje tržnih tveganj so v UniCredit Banka Slovenija d.d. prav tako pomembni sistem limitov za posamezne pozicije in analiza stresnih scenarijev. Rezultati spremljanja limitov in analiz stresnih scenarijev se redno poročajo ter obravnavajo na sejah ALCO odbora. Stresni scenariji temeljijo na predpostavkah ekstremnih premikov posameznih parametrov tržnih tveganj. UniCredit Banka Slovenija d.d. analizira učinke analiz občutljivosti ter stresnih scenarijev na rezultate poslovanja Banke in neto ekonomsko vrednost Banke.

Predpostavke analiz občutljivosti in stresnih scenarijev so odvisne od valute in likvidnosti. Rezultati stresnih scenarijev se upoštevajo pri določanju in revidiranju limitov.

Dodatni elementi sistema limitov so limiti največje dovoljene izgube. Limit največje dovoljene izgube je definiran kot 60-dnevni kumulativni seštevek ekonomskega poslovnega izida trgovalne enote. Spremljanje trendov pri dobičkih/izgubah je namenjeno predvsem zgodnjemu odkrivanju morebitnih akumuliranih izgub iz določenih pozicij. Poslovni izid zakladništva se dnevno izračunava, primerja z načrtovanimi poslovnimi rezultati in poroča vodstvu Banke. Poročanje poslovnega izida vključuje sestavine, ki se odražajo v neto prihodkih po mednarodnih standardih računovodskega poročanja (v nadaljevanju: MSRP) in vrednotenju vseh pozicij po tržni vrednosti, ne glede na njihovo priznavanje v finančnih izkazih po MSRP ("celotni prihodki").

Z namenom preverjanja, ali so sklenjeni posli enote zakladništva skladni s trgov, UniCredit Banka Slovenija d.d. uporablja sistem MARCONIS, ki so ga razvili v skupini UniCredit. Sistem MARCONIS v celoti in sistematično pregleduje tržno usklajenost vsake posamezne transakcije zakladništva. V letih 2012 in 2011 ni bilo sklenjenih poslov, ki bi bili končno ocenjeni kot neskladni s trgov. V letu 2012 je bil v sistem MARCONIS vključen modul, ki se uporablja za preverjanje transparentnosti cen (določitev minimalnih marž in maksimalnih stroškov varovanja za enoto zakladniških produktov za stranke).

OBRESTNO TVEGANJE, VALUTNO TVEGANJE, TVEGANJA IZ NASLOVA TRGOVANJA Z LASTNIŠKIMI VREDNOSTNIMI PAPIRJI IN TVEGANJE KREDITNEGA RAZPONA

Rezultati internega modela, ki temelji na tvegani vrednosti (VaR) ob predpostavki enodnevnega obdobje posesti in 99-odstotni stopnji zaupanja, so za leto 2012 na primerljivih ravneh glede na predhodno leto. Spodnja tabela prikazuje tako tvegano vrednost (skupni VaR) izračunano z upoštevanjem celotne izpostavljenosti Banke, kot tudi za posamezne komponente tvegane vrednosti (VaR), ki izhajajo iz izpostavljenosti Banke tveganju lastniških finančnih instrumentov (EQ VaR), izpostavljenosti kreditnemu tveganju dolžniških vrednostnih papirjev (Spread VaR) ter obrestnemu (IR VaR) in valutnemu (FX VaR) tveganju.

VaR UniCredit Banka Slovenija d.d. 2012 in 2011

EUR 1.000	Tvegana vrednost 2012			Tvegana vrednost 2011		
	Minimum	Maksimum	Povprečje	Minimum	Maksimum	Povprečje
IR VaR	176	463	325	4	709	180
Spread VaR	1.857	2.618	2.104	1.055	2.386	1.546
FX VaR	1	221	12	1	36	5
EQ VaR	103	3.236	3.021	1.861	2.972	2.333
Skupni VaR	2.428	3.864	3.592	2.380	3.530	2.812

UniCredit Banka Slovenija d.d. za namene internega upravljanja s tržnimi tveganji dodatno spremlja tvegano vrednost izračunano ločeno za trgovalno in bančno knjigo. V letu 2012 je povprečna tvegana vrednost izračunana na osnovi pozicij, ki so namenjene trgovanju, znašala 22.000 evrov, povprečna tvegana vrednost izračunana za pozicije v bančni knjigi pa 3.579.000 evrov.

V okviru upravljanja obrestnega tveganja se Banka izpostavlja predvsem tveganju v evrih, ameriških dolarjih in švicarskih frankih. Izpostavljenosti v omenjenih valutah so predstavljene v spodnji tabeli in vključujejo tako postavke trgovalne kot tudi bančne knjige. Obrestno tveganje Banke v valutah, ki tukaj niso prikazane, je minimalno.

Učinki premika obrestne krivulje za eno bazično točko v letu 2012

EUR Valuta	31. 12. 2012						Letni max, min, povprečje		
	Do 1 meseca	1 do 3 mesece	3 mesece do 1 leto	1 do 5 let	Nad 5 let	Skupaj	Letni maksimum	Letni minimum	Absolutno povprečje
CHF	406	(340)	(20)	(592)	(264)	(809)	1.059	(5.154)	(2.239)
EUR	(8.221)	(11.638)	62	34.363	650	15.216	43.139	14.142	28.316
USD	(166)	77	(244)	-	-	(333)	196	(493)	(42)
Skupaj	11.631	30.602	19.959	38.066	1.602	16.361	45.691	14.698	30.857

Učinki premika obrestne krivulje za eno bazično točko v letu 2011

EUR Valuta	31. 12. 2011						Letni max, min, povprečje		
	Do 1 meseca	1 do 3 mesece	3 mesece do 1 leto	1 do 5 let	Nad 5 let	Skupaj	Letni maksimum	Letni minimum	Absolutno povprečje
CHF	637	(874)	5	(456)	(158)	(848)	1.849	(6.188)	(2.367)
EUR	(5.036)	(4.827)	2.287	30.849	767	24.040	47.758	(3.480)	16.075
USD	12	162	-	-	-	174	418	1	133
Skupaj	5.685	5.863	2.292	31.306	925	25.062	48.169	1.459	18.982

Razmerje med obrestnim tveganjem v bančni knjigi in kapitalom banke je vzpostavljeno v okviru regulative Basel II in od Banke zahteva primerjavo spremembe v tržni vrednosti bančne knjige kot posledice premika obrestne krivulje za dve odstotni točki s kapitalom banke. V primeru, da omenjena sprememba obrestnih mer absorbira več kot 20 odstotkov kapitala banke, lahko nadzorna institucija od banke zahteva sprejem ukrepov za omejitev tveganja.

Rezultati testiranja stresnega scenarija so pokazali, da bi nenaden vzporedni premik obrestnih mer navzdol za 2 odstotni točki absorbiral približno 1,5 % kapitala Banke, kar je občutno pod mejno vrednostjo 20 odstotkov. Trenutna investicija lastniškega kapitala je pri testiranju upoštevana kot odprta izpostavljenost tveganju.

UniCredit Banka Slovenija d.d. izračunava in spremlja poleg, v okviru Basel II regulative zahtevane mere, tudi občutljivost neto obrestnih prihodkov na spremembe v obrestnem tveganju v bančni knjigi.

Učinek občutljivosti neto obrestnih prihodkov na šoke v spremembi obrestnih mer se meri na obrestne pozicije do enega leta, ki izhajajo iz poslovanja Banke in strateških investicijskih odločitev Banke (bančna knjiga). Na dan 31. december 2012 je izračunani učinek obrestnega šoka +100 bazičnih točk znašal 4.066.425 evrov in -1.175.525 evrov v primeru vzporednega premika obrestne krivulje za -100 bazičnih točk.

Poleg zgoraj omenjenih analiz občutljivosti na obrestno tveganje se dodatno izračunava in spremlja učinke občutljivosti ekonomske vrednosti Banke na različne potencialne šoke v obrestnih merah za celotno obrestno pozicijo Banke v vseh pomembnejših valutah. Pomembnejši scenariji sprememb obrestnih mer, ki so ocenjevani mesečno, so naslednji:

- Vzporedni premik obrestne krivulje +/- 200 in +/-100 bazičnih točk.
- Spremembe v naklonu krivulje obrestnih mer so analizirane z različnim premikom na kratkoročnem delu krivulje in nasprotnim premikom na dolgoročnem delu krivulje obrestnih mer. Tako se v prvem primeru analizira učinek porasta kratkoročnih obrestnih mer in hkratnega padca dolgoročnih obrestnih mer (primer 1 v spodnji tabeli) ter v drugem primeru učinek padca kratkoročnih obrestnih mer in hkratnega porasta dolgoročnih obrestnih mer (primer 2 v naslednji tabeli).

Bančna tveganja

Ob koncu leta 2012 obrestna občutljivost v EUR ostaja glavni dejavnik tveganja, vendar se je občutljivost ekonomske vrednosti Banke na obrestne šoke zmanjšala, posebno v primeru vzporednih premikov krivulje obrestnih mer, kar je razvidno iz spodnje tabele.

Analiza občutljivosti neto ekonomske vrednosti na obrestne scenarije

Scenarij	Rezultati stresnih scenarijev (EUR) 31. 12. 2012			Rezultati stresnih scenarijev (EUR) 31. 12. 2011		
	EUR	CHF	USD	EUR	CHF	USD
Vzporedni premik -200b.t.	(3.768.296)	44.496	17.170	(5.336.506)	84.840	(21.835)
Vzporedni premik+200b.t.	2.704.615	(150.048)	(65.880)	4.460.482	(160.430)	34.632
Vzporedni premik -100b.t.	(3.060.749)	38.968	17.170	(2.479.790)	83.103	(17.477)
Vzporedni premik+100b.t.	1.429.569	(77.918)	(33.140)	2.312.671	(82.457)	17.363
Premik Primer 1	(1.235.889)	/	/	(827.856)	/	/
Premik Primer 2	752.612	/	/	825.732	/	/

Portfelj dolžniških vrednostnih papirjev Banke združuje predvsem obveznice prvorazrednih izdajateljev, ki so uvrščene bodisi v kategorijo trgovanih vrednostnih papirjev, kategorijo papirjev razpoložljivih za prodajo ali kategorijo papirjev v posesti do zapadlosti. 63 % portfelja obveznic Banke predstavljajo na dan 31. december 2012 obveznice, katerih izdajatelj je Republika Slovenija. Banka redno spremlja položaj na finančnih trgih in ocenjuje kreditno kvaliteto izdajateljev. Poleg portfelja dolžniških vrednostnih papirjev ustvarjajo izpostavljenosti kreditnemu tveganju DVP tudi pozicije, ki izhajajo iz trgovanja s terminskimi pogodbami na DVP. Kot merilo kreditnega tveganja DVP Banka dnevno izračunava in nadzira velikost spremembe tržne vrednosti svojih portfeljev, ki bi jo povzročila morebitna sprememba kreditnih premij izdajateljev za eno bazično točko.

Učinki spremembe kreditne premije vseh izdajateljev za eno bazično točko v letu 2012

EUR	31. 12. 2012					Skupaj	Letni max, min, povprečje		
	Do 6 mesecev	Od 6 mesecev do 2 leti	2 leti do 7 let	nad 7 let	Letni maksimum		Letni minimum	Absolutno povprečje	
Skupaj	912	15.802	66.441	3.673	86.828	101.565	86.828	95.268	

Učinki spremembe kreditne premije vseh izdajateljev za eno bazično točko v letu 2011

EUR	31. 12. 2011					Skupaj	Letni max, min, povprečje		
	Do 6 mesecev	Od 6 mesecev do 2 leti	2 leti do 7 let	nad 7 let	Letni maksimum		Letni minimum	Absolutno povprečje	
Skupaj	1.400	5.955	86.875	6.226	100.457	175.986	97.729	135.624	

Banka je zgoraj predstavljeni pristop, zasnovan na analizi občutljivosti sprememb kreditnih premij, razširila z dodatnim mesečnim testiranjem šoka povečanja kreditne premije na obveznice v portfelju Banke, katerih izdajatelj je Republika Slovenija.

V primeru uresničitve stresnega testa vzporednega premika krivulje kreditnih premij za +200 bazičnih točk bi ekonomska vrednost Banke na dan 31. december 2012 rezultirala v izgubi v višini 6,9 milijona evrov, ob upoštevanju sedanje vrednosti pozicije Banke v obveznicah, katerih izdajatelj je Republika Slovenija.

UniCredit Banka Slovenija d.d. za namene upravljanja valutnega tveganja poleg tvegane vrednosti (FX VaR) dnevno spremlja in nadzira izpostavljenost Banke v posameznih tujih valutah, vključno s primerjavo dejanske dnevne izpostavljenosti z določenimi limiti za posamezno valuto. Banka je med letom 2012 imela materialne pozicije izključno v pomembnejših tujih valutah, kar je predstavljeno v naslednji tabeli.

Odrta devizna pozicija v letu 2012 in 2011

EUR 1.000 Valuta	2012		2011	
	Letni maksimum v kratki poziciji	Letni maksimum v dolgi poziciji	Letni maksimum v kratki poziciji	Letni maksimum v dolgi poziciji
CHF	(1.794)	1.141	(1.071)	6.649
GBP	(946)	232	(401)	90
JPY	(301)	302	(496)	512
USD	(952)	13.680	(1.280)	2.205

Bančna tveganja

Bilančne postavke v različnih valutah na dan 31. 12. 2012

EUR 1.000					
Vsebina	EUR	CHF	USD	Ostalo	Skupaj
Denar v blagajni in stanje na računih pri centralni banki	26.100	676	365	619	27.760
Finančna sredstva, namenjena trgovanju	44.225	32	171	-	44.428
Finančna sredstva, razpoložljiva za prodajo	314.093	-	-	-	314.093
Izvedeni finančni instrumenti, namenjeni varovanju	14.190	-46	-	-	14.144
Kreditni	1.984.010	365.404	12.750	2.467	2.364.631
Kreditni bankam	58.447	12.295	12.727	2.467	85.936
Kreditni strankam	1.917.682	351.635	-	-	2.269.317
Druga finančna sredstva	7.880	1.474	24	-	9.378
Finančna sredstva v posesti do zapadlosti	12.930	-	-	-	12.930
Opredmetena osnovna sredstva	10.747	-	-	-	10.747
Neopredmetena sredstva	19.236	-	-	-	19.236
Dolgoročne naložbe v kapital odvisnih, pridruženih in skupaj obvladovanih družb	253	-	-	-	253
Terjatve za davek od dohodkov pravnih oseb	6.974	-	-	-	6.974
Terjatve za davek	1.381	-	-	-	1.381
Odložene terjatve za davek	5.593	-	-	-	5.593
Druga sredstva	163	-	8	-	171
SKUPAJ SREDSTVA	2.432.920	366.066	13.294	3.087	2.815.367
Finančne obveznosti do centralne banke	251.823	-	-	-	251.823
Finančne obveznosti, namenjene trgovanju	43.225	230	139	-	43.593
Izvedeni finančni instrumenti, namenjeni varovanju	65.848	179	-	-	66.027
Finančne obveznosti, merjene po odplačni vrednosti	2.001.599	168.482	21.912	4.161	2.196.155
Vloge bank	547.899	29.013	16	5	576.933
Vloge strank	1.195.944	6.139	21.571	4.136	1.227.789
Kreditni bank	213.947	132.873	-	-	346.820
Podrejene obveznosti	30.101	-	-	-	30.101
Druge finančne obveznosti	13.708	458	326	20	14.512
Rezervacije	2.443	-	-	-	2.443
Obveznosti za davek od dohodkov pravnih oseb	-	-	-	-	-
Obveznosti za davek	-	-	-	-	-
Odložene obveznosti za davek	-	-	-	-	-
Druge obveznosti	3.699	1	2	1	3.703
SKUPAJ OBVEZNOSTI	2.368.637	168.892	22.053	4.162	2.563.744
Osnovni kapital	20.384	-	-	-	20.384
Kapitalske rezerve	107.760	-	-	-	107.760
Presežek iz prevrednotenja	(18.733)	(4)	-	-	(18.737)
Rezerve iz dobička (vključno z zadržanim dobičkom)	141.679	-	-	-	141.679
Čisti dobiček poslovnega leta	537	-	-	-	537
SKUPAJ KAPITAL	251.627	(4)	-	-	251.623
SKUPAJ OBVEZNOSTI IN KAPITAL	2.620.264	168.887	22.053	4.162	2.815.367

Bilančne postavke v različnih valutah na dan 31. 12. 2011

EUR 1.000					
Vsebina	EUR	CHF	USD	Ostalo	Skupaj
Denar v blagajni in stanje na računih pri centralni banki	61.566	399	326	505	62.796
Finančna sredstva, namenjena trgovanju	67.501	77	411	-	67.988
Finančna sredstva, razpoložljiva za prodajo	295.158	-	-	-	295.158
Izvedeni finančni instrumenti, namenjeni varovanju	6.866	-	-	-	6.866
Kreditni	1.999.641	429.145	20.993	1.314	2.451.094
Kreditni bankam	36.552	31.367	20.850	1.314	90.083
Kreditni strankam	1.958.883	397.243	113	-	2.356.239
Druga finančna sredstva	4.207	535	30	-	4.772
Finančna sredstva v posesti do zapadlosti	19.968	-	-	-	19.968
Opredmetena osnovna sredstva	12.727	-	-	-	12.727
Neopredmetena sredstva	17.317	-	-	-	17.317
Dolgoročne naložbe v kapital odvisnih, pridruženih in skupaj obvladovanih družb	-	-	-	-	-
Terjatve za davek od dohodkov pravnih oseb	11.609	-	-	-	11.609
Terjatve za davek	73	-	-	-	73
Odložene terjatve za davek	11.536	-	-	-	11.536
Druga sredstva	103	-	10	-	113
SKUPAJ SREDSTVA	2.492.456	429.621	21.740	1.819	2.945.636
Finančne obveznosti do centralne banke	-	-	-	-	-
Finančne obveznosti, namenjene trgovanju	66.006	445	361	-	66.813
Izvedeni finančni instrumenti, namenjeni varovanju	60.437	150	-	-	60.587
Finančne obveznosti, merjene po odplačni vrednosti	2.344.801	200.238	19.867	1.551	2.566.457
Vloge bank	1.117.830	59.287	796	161	1.178.074
Vloge strank	922.203	8.415	17.646	1.360	949.624
Kreditni bank	258.904	132.020	-	-	390.924
Podrejene obveznosti	30.180	-	-	-	30.180
Druge finančne obveznosti	15.685	516	1.424	30	17.655
Rezervacije	1.553	-	-	-	1.553
Obveznosti za davek od dohodkov pravnih oseb	5.073	-	-	-	5.073
Obveznosti za davek	855	-	-	-	855
Odložene obveznosti za davek	4.218	-	-	-	4.218
Druge obveznosti	4.261	1	2	2	4.265
SKUPAJ OBVEZNOSTI	2.482.132	200.834	20.230	1.553	2.704.748
Osnovni kapital	20.384	-	-	-	20.384
Kapitalske rezerve	107.760	-	-	-	107.760
Presežek iz prevrednotenja	(28.399)	-	-	-	(28.399)
Rezerve iz dobička (vključno z zadržanim dobičkom)	133.773	-	-	-	133.773
Čisti dobiček poslovnega leta	7.370	-	-	-	7.370
SKUPAJ KAPITAL	240.888	-	-	-	240.888
SKUPAJ OBVEZNOSTI IN KAPITAL	2.723.020	200.834	20.230	1.553	2.945.636

Bančna tveganja

IZVEDENI FINANČNI INSTRUMENTI

V skladu z mednarodnimi priporočili Banka izvedene finančne instrumente razvršča v pogodbe vezane na obrestno mero, pogodbe vezane na devizni tečaj, pogodbe vezane na vrednostne papirje ter kategorijo kreditnih in drugih izvedenih finančnih instrumentov. Podlaga za razvrstitev je osnovni finančni instrument, na katerega se pogodba nanaša.

V vsaki od navedenih kategorij Banka dodatno razlikuje med instrumenti, s katerimi se trguje na prostem trgu (OTC) in instrumenti, s katerimi se trguje na priznanih borzah. Večino portfelja izvedenih finančnih instrumentov Banke še vedno predstavljajo instrumenti, s katerimi se trguje na prostem trgu (OTC), le manjši del predstavljajo termenske pogodbe na obveznice kot produktu, s katerimi se trguje na priznani borzi. Med letom je Banka instrument aktivno uporabljala pri upravljanju svoje obrestne pozicije. Navedeno je razvidno iz spodnjih preglednic, ki prikazujejo razdelitev vseh izvedenih finančnih instrumentov glede na preostali čas do zapadlosti.

UniCredit Banka Slovenija d.d. uporablja izvedene finančne instrumente tudi za optimizacijo strukture svoje bilance.

Za namene upravljanja portfeljev in upravljanja tveganj se pogodbe vrednotijo po trenutnih cenah z uporabo preverjenih in priznanih modelov. Tržne vrednosti izkazujejo vrednosti pogodb na dan priprave bilance, pri čemer pozitivne tržne vrednosti OTC pogodb nakazujejo obseg kreditnega tveganja nasprotne stranke, ki izhaja iz zadevne dejavnosti.

Obseg izvedenih finančnih instrumentov na dan 31. 12. 2012

v 1.000 EUR	Znesek pogodbe		Vrednotenje (pozitivno)		Vrednotenje (negativno)	
	Trgovalna knjiga	Bančna knjiga	Trgovalna knjiga	Bančna knjiga	Trgovalna knjiga	Bančna knjiga
1. IFI vezani na obrestno mero	1.001.312	1.617.247	19.326	13.956	18.537	28.751
a) Obrestne opcije	318.135	-	311	-	311	-
b) Eno valutne zamenjave obrestnih mer	683.177	1.617.247	19.016	13.956	18.227	28.751
c) Termenske pogodbe na obrestno mero	-	-	-	-	-	-
d) Standardizirane termenske pogodbe	-	-	-	-	-	-
e) Ostalo	-	-	-	-	-	-
2. Transakcije povezane z vrednostnimi papirji	746	-	18	-	18	-
a) Opcije vezane na lastniške vrednostne papirje	746	-	18	-	18	-
b) Zamenjave vezane na vrednostne papirje	-	-	-	-	-	-
c) Termenske pogodbe vezane na vrednostne papirje	-	-	-	-	-	-
d) Standardizirane termenske pogodbe	-	-	-	-	-	-
e) Ostalo	-	-	-	-	-	-
3. IFI vezani na tujo valuto in zlato	384.679	212.256	24.777	188	24.896	37.276
a) Valutne opcije	185.789	-	11.876	-	11.876	-
b) Medvalutne zamenjave obrestnih mer	146.582	212.256	12.012	188	12.208	37.276
c) Terminski posli na tuje valute	52.308	-	889	-	812	-
d) Standardizirane termenske pogodbe	-	-	-	-	-	-
e) Ostalo	-	-	-	-	-	-
4. IFI vezani na blago	3.391	-	171	-	139	-
5. Ostali IFI	-	-	-	-	-	-
Skupaj	1.390.128	1.829.503	44.292	14.144	43.590	66.027

Obseg izvedenih finančnih instrumentov na dan 31. 12. 2011

v 1.000 EUR	Znesek pogodbe		Vrednotenje (pozitivno)		Vrednotenje (negativno)	
	Trgovalna knjiga	Bančna knjiga	Trgovalna knjiga	Bančna knjiga	Trgovalna knjiga	Bančna knjiga
1. IFI vezani na obrestno mero	1.208.337	1.734.169	20.263	6.770	19.541	22.629
a) Obrestne opcije	444.713	-	1.200	-	1.200	-
b) Eno valutne zamenjave obrestnih mer	763.624	1.734.169	19.063	6.770	18.341	22.629
c) Termenske pogodbe na obrestno mero	-	-	-	-	-	-
d) Standardizirane termenske pogodbe	-	-	-	-	-	-
e) Ostalo	-	-	-	-	-	-
2. Transakcije povezane z vrednostnimi papirji	738	-	14	-	14	-
a) Opcije vezane na lastniške vrednostne papirje	738	-	14	-	14	-
b) Zamenjave vezane na vrednostne papirje	-	-	-	-	-	-
c) Termenske pogodbe vezane na vrednostne papirje	-	-	-	-	-	-
d) Standardizirane termenske pogodbe	-	-	-	-	-	-
e) Ostalo	-	-	-	-	-	-
3. IFI vezani na tujo valuto in zlato	726.780	219.221	46.475	96	46.155	37.957
a) Valutne opcije	307.145	-	17.292	-	17.292	-
b) Medvalutne zamenjave obrestnih mer	290.102	219.221	25.511	96	25.511	37.957
c) Terminski posli na tuje valute	129.533	-	3.672	-	3.352	-
d) Standardizirane termenske pogodbe	-	-	-	-	-	-
e) Ostalo	-	-	-	-	-	-
4. IFI vezani na blago	12.532	-	411	-	361	-
5. Ostali IFI	-	-	-	-	-	-
Skupaj	1.948.387	1.953.390	67.163	6.866	66.072	60.587

Likvidnostno tveganje

Likvidnostno tveganje je tveganje, da banka ni sposobna pravočasno poravnati svojih plačilnih obveznosti, ki nastopijo ob zapadlosti njenih finančnih virov, ali ni zmožna nadomestiti finančnih virov v primeru, da pride do njihovega nenadnega odtoka. Posledica je lahko neizpolnitev obveznosti do strank pri izplačilu depozitov in črpanju odobrenih kreditnih linij.

Likvidnostno tveganje je inherentna sestavina bančnega poslovanja in ga lahko sprožijo dogodki neposredno povezani z zadevno institucijo, kot so denimo znižanje kreditne bonitete ali pa dogodki na trgu, ko nastopijo večje sistemske napake ali motnje v delovanju kapitalskih in denarnih trgov.

UniCredit Banka Slovenija d.d. obravnava likvidnostno tveganje kot centralno tveganje v bančnem poslovanju in z njim upravlja na celovit in strukturiran način. Postopki, odgovornosti in linije poročanja na področju likvidnosti so zapisane v likvidnostni politiki in vključujejo tudi krizni načrt v primeru likvidnostne krize.

Glavni komponenti upravljanja z likvidnostnim tveganjem v Banki sta upravljanje s kratkoročno likvidnostjo in upravljanje s strukturno likvidnostjo. Poleg rednih aktivnosti spremljanja in upravljanja pozicij obe vključujeta analizo scenarijev in testiranje izjemnih situacij.

KRA TKOROČNA LIKVIDNOST

Pod kratkoročno komponento upravljanja z likvidnostnim tveganjem Banka razume vidika likvidnosti znotraj delovnega dne ter dnevnih potreb po refinanciranju Banke. Prvi je osredotočen na dostop do zadostne likvidnosti tekom dneva za pokrivanje vseh obveznosti do plačilnih in poravnalnih sistemov ter vključuje sprotne spremljanje obsežnejših plačil in velikosti zavarovanja v plačilnih sistemih.

Dnevne potrebe po refinanciranju Banka pokriva z aktivnim sodelovanjem na medbančnem trgu v skladu z njihovim vsakokratnim gibanjem

Bančna tveganja

ter razvoj identificiranih v mesečnem načrtu refinanciranja. Dnevno nadziranje presežkov in primanjkljajev v kratkoročni likvidnosti zagotavlja, da so potrebe po refinanciranju vsak dan in preko vsakega prihodnjega časovnega obdobja omejene.

Za namene upravljanja kratkoročnega likvidnostnega tveganja ima Banka vzpostavljen limitni sistem v volumnih za zapadlosti do treh mesecev. Ti limiti, ki omejujejo pretirane volumne odprtih pozicij, so določeni po posameznih zapadlostih in za posamezne valute z namenom, da se omeji tveganje refinanciranja v primeru nelikvidnega trga določene tuje valute.

STRUKTURNA LIKVIDNOST

Upravljanje s strukturno likvidnostjo je komplement medbančno orientiranemu okviru kratkoročne likvidnosti. Pokriva razširjen časovni horizont od zapadlosti preko noči do končnih zapadlosti dolgoročnih sredstev in obveznosti Banke ter obravnava vidike časa do zapadlosti, valutne usklajenosti ter koncentracije. Celotna strukturna likvidnost se tekoče analizira v standardnem scenariju likvidnosti ter scenarijih likvidnostne krize na trgu in likvidnostne krize, specifične za Banko. Prekomerna strukturna neskladja so preprečena s spremljanjem položaja na ravni posameznih valut, kar hkrati znižuje občutljivost banke na položaj trga medvalutnih zamenjav.

TESTIRANJE STRESNIH SCENARIJEV

Da bi zagotovili kontinuirano poslovanje med obdobji izredno negativnega razvoja dogodkov, Banka izvaja testiranje stresnih scenarijev za primer kombiniranega scenarija. Ta scenarij je definiran kot kombinacija negativnega razvoja dogodkov na celotnem bančnem trgu (kriza na trgu) in krizo imena specifično za UniCredit S.p.A. Časovni okvir definiran znotraj kombiniranega scenarija je en mesec. Rezultat kombiniranega scenarija služi Banki tudi kot pomembna mera v okviru določanja za Banko sprejemljivega obsega prevzemanja tveganj. Rezultati testiranja kombiniranega scenarija so redno predstavljeni in obravnavani na sejah ALCO odbora. Z oblikovanjem zadostnega obsega virov financiranja Banka zagotavlja, da njene potencialne kapacitete za refinanciranje presegajo potrebe po likvidnosti v zgoraj definiranim stresnem scenariju.

LETNI NAČRT FINANCIRANJA

Letni načrt financiranja pripravljamo enkrat letno z namenom ohranjanja primerne ravnovesja med sredstvi in obveznostmi različnih ročnosti. Priprava načrta financiranja temelji na analizi sredstev in obveznosti in njihovega vpliva tako na kratkoročno kot strukturno likvidnost Banke. V tem kontekstu predstavlja letni načrt financiranja zelo pomembno vlogo pri celovitem upravljanju z likvidnostjo Banke. Spremljanje izpolnjevanja letnega načrta financiranja se izvaja kontinuirano v okviru procesa spremljanja gibanja sredstev in obveznosti.

POLITIKA UPRAVLJANJA Z LIKVIDNOSTJO V ZAOSTRENIH LIKVIDNOSTNIH RAZMERAH

Kljub temu, da je verjetnost nastanka likvidnostne krize tipično nizka, pa zaradi močnega vpliva na poslovanje Banke zahteva poseben pristop pri upravljanju banke. V primeru likvidnostne krize je ključno, da banka reagira hitro na novo nastale razmere in na ta način minimizira morebitne negativne krizne učinke. Namen politike upravljanja z likvidnostjo v zaostrenih likvidnostnih razmerah je zagotoviti ustrezen model upravljanja banke v takšnih situacijah.

Eden izmed osnovnih elementov te politike je krizni načrt, ki je sestavljen iz nabora možnih ukrepov, ki so Banki na voljo v primeru nastopa likvidnostne krize. Vsak ukrep tipično vključuje opis instrumenta zagotavljanja likvidnosti, z oceno velikosti učinka na likvidnost ter predstavitev časovnice učinkovanja.

OCENA LIKVIDNOSTNEGA POLOŽAJA OB KONCU LETA

Kljub težki situaciji na globalnem in lokalnem trgu je Banka skozi celotno leto 2012 vzdrževala ustrezen likvidnostni profil. Glavni vir financiranja poleg primarnih virov ostaja likvidnostni center pri UniCredit Bank Austria AG, Dunaj, kjer se Banka refinancira po tržnih pogojih.

Banka upravlja z neusklajenostjo zapadlosti sredstev in obveznosti tako, da ima oblikovano zadostno likvidnostno rezervo v obliki vrednostnih papirjev in kreditov, ki sodijo med primerno finančno premoženje po merilih ECB.

Bilanca stanja po zapadlosti na dan 31. 12. 2012

EUR 1.000			Do 1	Od 1 - 3	Od 3 - 12		
Vsebina	Skupaj	Na vpogled	meseca	mesecev	mesecev	Od 1 - 5 let	Nad 5 let
Denar v blagajni in stanje na računih pri centralni banki	27.760	27.760	-	-	-	-	-
Finančna sredstva, namenjena trgovanju	44.428	-	994	1.248	5.113	35.347	1.726
Finančna sredstva, razpoložljiva za prodajo	314.093	-	8.797	24.524	9.726	161.375	109.671
Izvedeni finančni instrumenti, namenjeni varovanju	14.144	-	723	2	1.654	4.118	7.647
Krediti	2.364.631	74.934	145.438	83.877	494.606	812.991	752.785
Krediti bankam	85.936	74.934	4.901	493	1.360	4.248	-
Krediti strankam, ki niso banke	2.269.317	-	131.200	83.384	493.236	808.712	752.785
Druga finančna sredstva	9.378	-	9.337	-	10	31	-
Finančna sredstva v posesti do zapadlosti	12.930	-	-	428	-	5.909	6.593
Opredmetena osnovna sredstva	10.747	-	-	-	-	-	10.747
Neopredmetena dolgoročna sredstva	19.236	-	-	-	-	-	19.236
Dolgoročne naložbe v kapital odvisnih, pridruženih in skupaj obvladovanih družb	253	-	-	-	-	-	253
Terjatve za davek od dohodkov pravnih oseb	6.974	-	-	-	1.381	5.593	-
Terjatve za davek	1.381	-	-	-	1.381	-	-
Odložene terjatve za davek	5.593	-	-	-	-	5.593	-
Druga sredstva	171	-	80	18	44	2	27
Skupaj sredstva (1)	2.815.367	102.694	156.032	110.097	512.524	1.025.335	908.685
Finančne obveznosti do centralne banke	251.823	-	-	-	-	251.823	-
Finančne obveznosti, namenjene trgovanju	43.593	-	841	1.182	5.147	34.704	1.719
Izvedeni finančni instrumenti, namenjeni varovanju	66.027	-	-	37	5.189	30.862	29.939
Finančne obveznosti, merjene po odplačni vrednosti	2.196.155	671.525	130.460	286.131	416.074	507.796	184.169
Vloge bank	576.933	1.782	60.744	32.887	220.439	128.224	132.857
Vloge strank, ki niso banke	1.227.789	669.743	58.097	252.238	185.160	60.389	2.162
Krediti bank	346.820	-	27	284	8.176	319.183	19.150
Podrejene obveznosti	30.101	-	101	-	-	-	30.000
Druge finančne obveznosti	14.512	-	11.491	722	2.299	-	-
Rezervacije	2.443	-	356	10	442	1.577	58
Obveznosti za davek od dohodkov pravnih oseb	-	-	-	-	-	-	-
Obveznosti za davek	-	-	-	-	-	-	-
Odložene obveznosti za davek	-	-	-	-	-	-	-
Druge obveznosti	3.703	-	53	85	1.447	1.412	706
Osnovni kapital	20.384	-	-	-	-	-	20.384
Kapitalske rezerve	107.760	-	-	-	-	-	107.760
Presežek iz prevrednotenja	(18.737)	-	-	-	-	-	(18.737)
Rezerve iz dobička	141.679	-	-	-	-	-	141.679
Zadržani dobiček / izguba (vključno s čistim dobičkom / izgubo poslovnega leta)	537	-	-	-	-	-	537
Skupaj obveznosti in kapital (2)	2.815.367	671.525	131.710	287.445	428.299	828.174	468.214
Neuskajenost (1)-(2)	-	(568.831)	24.322	(177.348)	84.225	197.161	440.471

Bančna tveganja

Bilanca stanja po zapadlosti na dan 31. 12. 2011

EUR 1.000			Do 1	Od 1 - 3	Od 3 - 12		
Vsebina	Skupaj	Na vpogled	meseca	mesecev	mesecev	Od 1 - 5 let	Nad 5 let
Denar v blagajni in stanje na računih pri centralni banki	62.796	27.796	35.000	-	-	-	-
Finančna sredstva, namenjena trgovanju	67.988	-	4.511	1.286	5.757	46.586	9.848
Finančna sredstva, razpoložljiva za prodajo	295.158	-	498	4.543	1.574	170.222	118.321
Izvedeni finančni instrumenti, namenjeni varovanju	6.866	-	552	913	103	2.963	2.335
Kreditni	2.451.094	69.376	145.199	112.659	475.792	870.223	777.845
Kreditni bankam	90.083	69.376	735	890	9.574	9.508	-
Kreditni strankam, ki niso banke	2.356.239	-	139.769	111.766	466.211	860.648	777.845
Druga finančna sredstva	4.772	-	4.695	3	7	67	-
Finančna sredstva v posesti do zapadlosti	19.968	-	-	4	19.964	-	-
Nekratkoročna sredstva v posestvi za prodajo	-	-	-	-	-	-	-
Opredmetena osnovna sredstva	12.727	-	-	-	-	-	12.727
Neopredmetena dolgoročna sredstva	17.317	-	-	-	-	-	17.317
Terjatve za davek od dohodkov pravnih oseb	11.609	-	-	-	73	11.536	-
Terjatve za davek	73	-	-	-	73	-	-
Odložene terjatve za davek	11.536	-	-	-	-	11.536	-
Druga sredstva	113	-	55	11	10	3	34
Skupaj sredstva (1)	2.945.636	97.172	185.815	119.416	503.273	1.101.533	938.427
Finančne obveznosti do centralne banke	-	-	-	-	-	-	-
Finančne obveznosti, namenjene trgovanju	66.813	-	4.094	1.279	5.729	45.916	9.795
Izvedeni finančni instrumenti, namenjeni varovanju	60.587	-	423	432	4.344	26.549	28.839
Finančne obveznosti, merjene po odplačni vrednosti	2.566.457	413.637	477.143	556.470	335.405	689.192	94.610
Vloge bank	1.178.074	23.708	165.093	444.676	216.519	273.792	54.286
Vloge strank, ki niso banke	949.624	382.536	264.216	108.910	113.567	79.589	806
Kreditni bank	390.924	-	40.884	614	4.097	335.811	9.518
Podrejene obveznosti	30.180	-	180	-	-	-	30.000
Druge finančne obveznosti	17.655	7.393	6.770	2.270	1.222	-	-
Rezervacije	1.553	-	119	4	102	394	934
Obveznosti za davek od dohodkov pravnih oseb	5.073	-	-	-	855	4.218	-
Obveznosti za davek	855	-	-	-	855	-	-
Odložene obveznosti za davek	4.218	-	-	-	-	4.218	-
Druge obveznosti	4.265	-	1.754	88	525	1.822	76
Osnovni kapital	20.384	-	-	-	-	-	20.384
Kapitalske rezerve	107.760	-	-	-	-	-	107.760
Presežek iz prevrednotenja	(28.399)	-	-	-	-	-	(28.399)
Rezerve iz dobička	133.773	-	-	-	-	-	133.773
Zadržani dobiček / izguba (vključno s čistim dobičkom / izgubo poslovnega leta)	7.370	-	-	-	-	-	7.370
Skupaj obveznosti in kapital (2)	2.945.636	413.637	483.533	558.273	346.960	768.091	375.142
Neusklajenost (1)-(2)	-	(316.465)	(297.718)	(438.857)	156.313	333.442	563.285

Operativno tveganje

OKVIR OPERATIVNEGA TVEGANJA

Operativno tveganje je opredeljeno kot tveganje zaradi neustreznih ali neuspešnih internih procesov, nepravilnega ravnanja oseb, neustreznih ali neuspešnih notranjih sistemov in zunanjih dogodkov, ki ne izhajajo iz kreditnega, tržnega in likvidnostnega tveganja. Med operativna tveganja štejemo tudi pravna tveganja, izključena pa so strateška tveganja in tveganja ugleda.

Za nadzor, zmanjševanje in kontrolo operativnega tveganja je Banka vzpostavila celovit okvir za ocenjevanje in upravljanje z operativnim tveganjem in učinkovitim kontrolnim okoljem. Banka se osredotoča na aktivno odkrivanje in zmanjševanje operativnega tveganja in z njim povezanih dogodkov. Cilj Banke je obdržati izpostavljenost operativnemu tveganju na ustrezni ravni, v luči njenih finančnih prednosti, značilnosti njenega poslovanja, trgov na katerih posluje, konkurenčnosti okolja in regulatornih omejitev, ki jim je izpostavljena. Ključni poudarki so transparentnost informacij, eskalacija glavnih problemov in določitev odgovornosti za njihovo ustrezno reševanje.

Pristop Banke pri upravljanju z operativnim tveganjem je namenjen zmanjševanju izgub z vpeljavo tradicionalnih pristopov, ki temeljijo na kontroli in vpeljavo dodatnih metod, orodij in pravil, ki so prilagojeni vrsti tveganja, dosledno uporabljeni in izkoriščani. Najpomembnejše orodje pri omejevanju in zmanjševanju tveganja in dejanskih izgub je širitev kulture zavedanja o operativnem tveganju na vseh ravneh v Banki.

UPRAVLJAVCI OPERATIVNEGA TVEGANJA

Celotna organizacija ter razdelitev pristojnosti in odgovornosti na področju upravljanja operativnega tveganja z vidika ocenjevanja/merjenja, spremljanja in obvladovanja operativnega tveganja je v UniCredit Banka Slovenija d.d. definirana na način, ki omogoča/zagotavlja pravočasno evidentiranje ter poročanje nastalih dogodkov operativnega tveganja, pravočasno vpeljavo ukrepov z namenom preprečitve nastanka škodnih dogodkov in učinkovito spremljanje ter obvladovanje operativnega tveganja.

Uprava Banke je odgovorna za učinkovit pregled in razumevanje izpostavljenosti operativnemu tveganju. Uprava Banke in višje vodstvo so prav tako odgovorni za preverjanje, ali sta merjenje in sistem nadzora operativnega tveganja močno integrirana v dnevni proces obvladovanja tveganj Banke.

Ključni organ v Banki za sprejemanje odločitev, povezanih z operativnim tveganjem, je odbor za operativno tveganje. Na sestankih odbora za operativno tveganje se podrobno analizirajo nastali škodni dogodki v Banki, vključno z debato o možnih izboljšavah procesov/produktov/sistemov znotraj Banke. Na osnovi poročil o operativnem tveganju predlagajo in nadzirajo procedure za kontrolo in spremljanje operativnega tveganja. Uprava Banke je redno obveščena o vseh pomembnih dogodkih operativnega tveganja, pomembnih temah, spremembah ter novostih in o morebitnih kršitvah na področju operativnega tveganja.

V skupini UniCredit je ključni organ odbor za operativno tveganje, ki vsako četrletje zaseda na Dunaju in se ga udeležujejo vse posamezne banke v skupini. Vsako leto skupina organizira tudi forum za operativna tveganja s skupnim ciljem predstavitve vseh pomembnih aktualnih dogajanj in novosti na področju upravljanja z operativnimi tveganji na ravni celotne skupine UniCredit.

Funkcija upravljanja operativnega tveganja poteka znotraj samostojne skupine za operativno tveganje, v okviru divizije Upravljanje s tveganji, v tesnem sodelovanju z ostalimi upravitelji operativnega tveganja, ki so imenovani za vsako poslovno divizijo in štabno službo. Skupina za operativno tveganje zagotavlja redno kontrolo nad operativnim tveganjem in je odgovorna za identifikacijo, ocenjevanje, nadzor in zmanjševanje ter kontrolo operativnega tveganja. Skupina je vključena tudi v postopek vpeljave novih produktov. Upravitelji operativnega tveganja so odgovorni za vzpostavitev ustreznih ukrepov za zmanjšanje in preprečevanje operativnega tveganja ter sklenitev morebitnega zavarovanja pred tveganjem. Vsako leto skupina za operativno tveganje organizira tudi celodnevno delavnico za vse upravitelje operativnih tveganj v Banki z namenom predstavitve pomembnih aktualnih dogajanj in novosti, s čimer se utrjuje znanje upraviteljev operativnih tveganj in skrbi za krepitev zavedanja o pomenu aktivnega nadzora in upravljanja operativnega tveganja.

SISTEM MERJENJA OPERATIVNEGA TVEGANJA

Od septembra 2009 Banka uporablja napredni pristop (*Advanced Measurement Approach – AMA* pristop) za merjenje in izračun kapitalske zahteve za operativno tveganje. Napredni model izračuna kapitalske zahteve za operativno tveganje so razvili na ravni skupine UniCredit. Model uporablja kombinacijo notranjih podatkov, zunanjih podatkov, analize scenarijev in dejavnikov, ki odražajo poslovno okolje in notranje kontrole.

Okvir spremljanja operativnega tveganja predstavlja aplikacija *Application for Risk Gauging Online* (v nadaljevanju: ARGO). Gre za programsko orodje, ki so ga razvili v okviru Skupine in je namenjeno spremljanju operativnega tveganja. ARGO združuje posamezne sestavine okvira upravljanja operativnega tveganja v enotno orodje, ki temelji na intranetu. ARGO obsega zajemanje, poročanje in analiziranje podatkov, povezanih z operativnim tveganjem, ki omogočajo identifikacijo tveganj, merjenje, nadzor, poročanje in analizo in na ta način omogočajo učinkovito upravljanje Banke z operativnim tveganjem.

Bančna tveganja

Mreža neodvisnih funkcij in skupin, ki so vključene v upravljanje in kontrolo tveganj, zagotavlja upravi Banke zadostne informacije za upravljanje z operativnim tveganjem. V letu 2012 je bila ustanovljena posebna delovna skupina v okviru odbora za operativna tveganja, ki zagotavlja redno spremljanje ukrepov za zmanjšanje operativnih tveganj in aktivnosti ter ugotovitev na posameznih ravneh upravljanja v Banki. Vsako četrtletje skupina pripravi posebno poročilo s pregledom vseh sprejetih in planiranih ukrepov za zmanjšanje operativnih tveganj na vseh ravneh upravljanja po posameznih poslovnih področjih in redno spremlja izvajanje tovrstnih ukrepov v Banki.

Sistem za ocenjevanje in merjenje operativnih tveganj temelji na štirih ključnih elementih: zbiranje in analiziranje notranjih dogodkov operativnega tveganja, zunanji dogodki operativnega tveganja, letna analiza scenarijev operativnega tveganja in redno spremljanje dejavnikov / indikatorjev tveganja.

Zbiranje škodnih dogodkov

Škodni dogodki se zbirajo od leta 2002 in so pomagali pri:

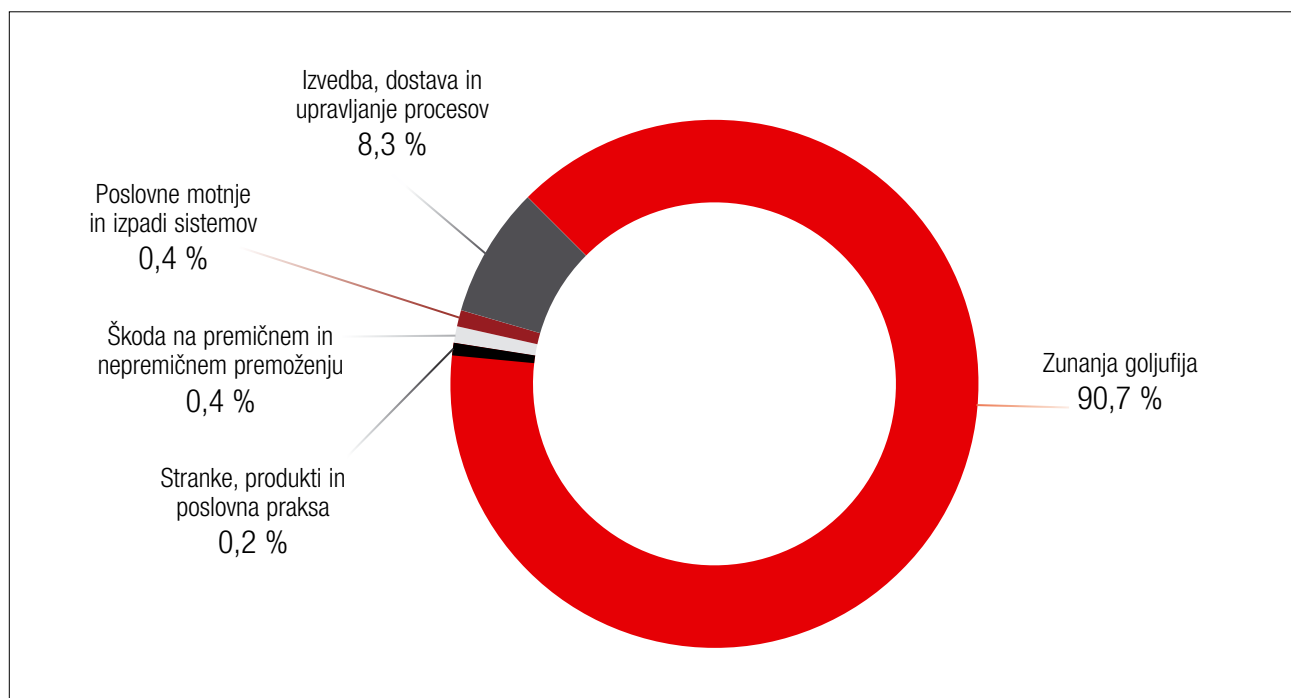
- širitvi zavedanja o operativnem tveganju na vseh ravneh v Banki,
- pridobivanju izkušenj pri samem pojmovanju operativnega tveganja in orodjih,
- poglobljenem razumevanju o vključenosti / povezanosti različnih tveganj v poslovni proces.

Aktivnosti identifikacije, beleženja, zbiranja, potrjevanja in poročanja škodnih dogodkov so organizirane decentralizirano, na ravni posamezne divizije, znotraj posameznega oddelka ali skupine znotraj oddelka. Banka zbira vse izgube in dobičke, ki so povezani z dogodki operativnih tveganj, z zneskom nad 100 evrov in vse potencialne izgube nad 10.000 evrov. Vsak dogodek operativnega tveganja se uvrsti v eno izmed sedmih kategorij tveganja po Basel II standardih:

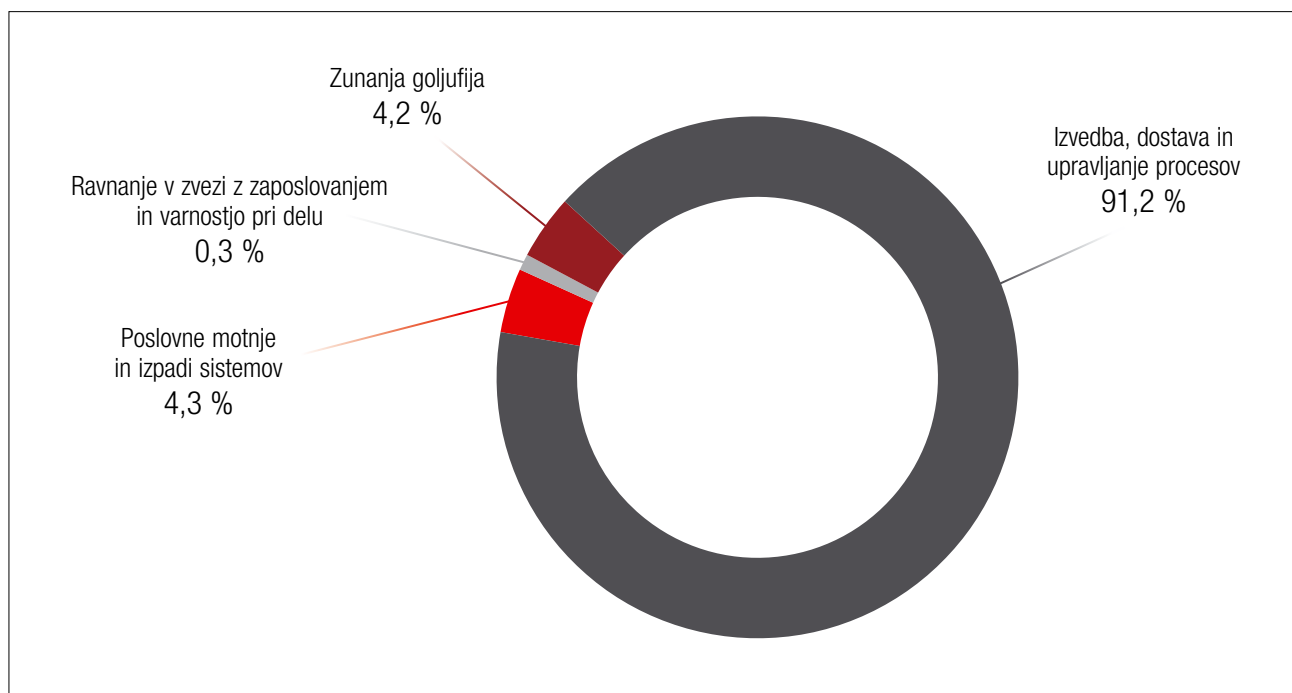
- notranja goljufija,
- zunanja goljufija,
- ravnanje v zvezi z zaposlovanjem in varnostjo pri delu,
- stranke, produkti in poslovna praksa,
- škoda na premičnem in nepremičnem premoženju,
- poslovne motnje in izpadi sistemov,
- izvedba, dostava in upravljanje procesov.

Izgube operativnih tveganj se redno usklajujejo z računovodskimi izkazi, da bi s tem zagotovili popolnost zbranih izgub iz operativnih tveganj.

Delež neto izgub iz operativnega tveganja po kategorijah tveganja v letu 2012



Delež neto izgub iz operativnega tveganja po kategorijah tveganja v letu 2011



Banka se zavzema za uvedbo ukrepov, s katerimi upravlja in zmanjšuje izpostavljenost operativnemu tveganju in preprečuje nastanek podobnih škodnih dogodkov v prihodnosti. Vpeljava ukrepov za zmanjševanje operativnega tveganja se redno nadzira.

Indikatorji tveganja

Indikatorji tveganja so numerične spremenljivke, katerih trend je povezan z izpostavljenostjo procesov operativnemu tveganju. Indikatorji tveganja so merljivi podatki oziroma kazalniki, ki odražajo izpostavljenost operativnemu tveganju: vrednost indikatorja mora biti povezana s spremembo v velikosti tveganja. Redno spremljanje indikatorjev tveganja omogoča pridobitev informacije o povečanju tveganja za nastanek škodnega dogodka tako funkciji upravljanja z operativnim tveganjem kot tudi lastnikom procesov in osebam, ki so neposredno zadolžene za upravljanje s tveganjem na način, da ima lastnik procesa še dovolj časa, da z uvedbo ukrepa prepreči nastanek škodnega dogodka.

Proces izbora indikatorjev vključuje funkcijo upravljanja z operativnim tveganjem in lastnike procesa. Proces temelji na analizi internih podatkov o izgubah, zunanjih dogodkih, scenarijev ter analizi notranjih kontrol in strokovnjakovih pobudah za procese, mnenju notranje revizije ter spremembah v poslovnemu okolju.

Analiza scenarijev

Namen analize scenarijev je oceniti stopnjo izpostavljenosti Banke operativnemu tveganju zaradi možnih dogodkov operativnega tveganja, ki se zgodijo z majhno verjetnostjo, vendar takrat lahko povzročijo Banki visoke izgube. Pri analizi scenarijev analiziramo pretekle dogodke operativnega tveganja, ki so se zgodili znotraj Banke ter v bančnem sektorju, prekoračitve pri indikatorjih tveganja, predvsem pa se pri definiranju najbolj relevantnih / možnih črnih scenarijev za Banko upošteva oceno ključnih zaposlenih, ki imajo največ znanja in izkušenj na svojem področju delovanja ter predloge notranje revizije in vodstva Banke. Rezultati v smislu najslabšega možnega scenarija, kritičnih procesov, predlogov ukrepov za zmanjšanje tveganja ali učinkov na tvegani kapital so posebej opisani v poročilih scenarijev.

Interna ocena

Glavni namen letnega procesa internega ocenjevanja je ocenitev primernosti sistema upravljanja operativnega tveganja kot tudi ocenitev skladnosti s standardi Skupine in z regulatornimi zahtevami za uporabo naprednega pristopa za merjenje kapitalske zahteve za operativno tveganje.

Cilj letne interne ocene je identifikacija glavnih značilnosti posameznih operativnih tveganj, ki so specifični za naše okolje in ocenjevanje ustreznosti vzpostavljenega kontrolnega okolja. V primeru ugotovljenih pomanjkljivosti se izdela akcijski načrt za implementacijo dodatnih kontrol / ukrepov, vključno z določitvijo odgovornih enot za njihovo izvedbo in spremljanje, skladno z načrtanim časovnim okvirjem.

Bančna tveganja

Pravna tveganja in tveganje skladnosti

Banke so visoko regulirane finančne ustanove in s strani pristojnih organov tudi stalno nadzorovane, saj prinašajo in nosijo sistemsko tveganje. Pravno tveganje in tveganje skladnosti poslovanja s predpisi sta tveganji nastanka škode zaradi kršitve ali neuskkljenosti z zakoni, podzakonskimi akti, pravili, predpisi, dogovori, dobro bančno prakso ali etičnimi normami. Banka je izpostavljena pravnemu metodološkemu tveganju, ki predstavlja tveganje nastanka izgube zaradi sprejetih metod, s katerimi želimo zavarovati premoženje Banke pred zahtevki drugih ali zavarovati Banko pred obveznostjo plačati škodo ali povračila drugim, pri tem pa se izkaže, da izbrane metode niso zadostne oziroma ustrezne. Dodatno je Banka izpostavljena tudi operativnemu pravnemu tveganju, ki nastane v teku sklepanja bančnih poslov, v okviru katerega si Banka naloži obveznosti, ki niso bile predvidene oz. so večje od predvidenih, ali se izkaže, da so bile terjatve oz. pravice manjše ali izkazane v nižji vrednosti, kot je bilo pričakovano v času sklepanja poslov.

Banka je izpostavljena tudi tveganju neskladnosti, ki je tveganje zakonskih sankcij, ukrepov nadzornih organov, finančnih izgub ali izgube ugleda, ki jih lahko Banka utрпи zaradi nenamerne ali namerne neskladnega ravnanja z zakoni, zunanjimi in notranjimi predpisi, standardi in kodeksi.

Naš namen je identificirati, upravljati, nadzirati in zmanjševati pravna tveganja in tveganja skladnosti, ki jim je Banka izpostavljena. Banka si prizadeva aktivno zmanjševati zgoraj navedena tveganja skozi njihovo prepoznavanje, vzpostavitev ustreznih standardov in postopkov za njihovo upravljanje, kot tudi z zagotavljanjem skladnosti preko ukrepov in postopkov aktivnega nadzora.

Politika obvladovanja pravnih tveganj in tveganja skladnosti je vpeljana skozi identifikacijo in ponavljajoče preglede področij, kjer je bilo ugotovljeno oz. je prisotno tovrstno tveganje, določitev odgovornosti za razvoj ustreznih postopkov za upravljanje in zmanjševanje tveganj in skozi vzpostavitev postopkov za nadzor skladnosti, upoštevajoč zahtevane standarde.

Pravnemu tveganju in tveganju skladnosti se ne moremo v celoti izogniti in ju povsem izničiti ter ju je tudi zelo težko vnaprej napovedati. Banka je sicer vključena v majhno število pravnih postopkov / sporov, ki so še v teku.

Poslovno tveganje

Poslovno tveganje je opredeljeno kot neugodna in nepričakovana sprememba obsega poslovanja in / ali marž, ki jih ni mogoče pripisati drugim vrstam tveganj, ter ima za posledico nihanje dohodkov in stroškov brez upoštevanja izrednih postavk. Spremembe obsega poslovanja so rezultat nepričakovanega razvoja tržnih gibanj, nepričakovanega vedenja strank ali novih tržnih udeležencev / produktov.

Izračun poslovnega tveganja temelji na modelu tveganja neto prihodkov (earnings-at-risk model), ki uporablja časovno vrsto prihodkov in stroškov.

Merjenje poslovnega tveganja meri vpliv zunanjih dejavnikov na upadanje dobičkov in učinek na tržno vrednost.

Kot del splošnega upravljanja z dohodki in stroški je operativno upravljanje poslovnega tveganja odgovornost posameznih poslovnih enot.

Tveganja iz naslova deležev in kapitalskih udeležb Banke

UniCredit Banka Slovenija d.d. ni aktivna pri dolgoročnih naložbah v delnice za svoj račun z namenom, da bi realizirala kratkoročno trgovanje ali bistvena dolgoročna povečanja vrednosti. Deleži Banke so bodisi tesno povezani z njenim poslovanjem (SWIFT, Bankart, itd.) ali pa rezultat poskusov prestrukturiranja.

Tveganja na področju nepremičnin

UniCredit Banka Slovenija d.d. ne vlagata v nepremičnine, zato temu tveganju ni izpostavljena.

Informacija v zvezi s tretjim stebrom (Pillar 3)

V skladu s pravno ureditvijo glede tretjega stebra (Pillar 3) in dejstvom, da je UniCredit Banka Slovenija d.d. konsolidirana v skupino UniCredit, je Banka dolžna razkriti informacije o upravljanju s kapitalom, o razpoložljivem kapitalu in kapitalski zahtevi za različne kategorije tveganja.

Upravljanje s kapitalom

V okviru procesa ocenjevanja ustreznega notranjega kapitala se UniCredit Banka Slovenija d.d. osredotoča na ekonomski pogled usklajevanja ekonomskega kapitala (kapitalska zahteva) s sposobnostjo prevzemanja tveganja (lastniški kapital) v skladu z drugim stebrom kapitalnega sporazuma.

Ekonomski kapital se izračuna za preteklo obdobje, in sicer vsake tri mesece, vendar se spremlja tudi v okviru letnega procesa načrtovanja. Kapitalska zahteva in ponudba kapitala se spreminjata skozi čas, zato Banka zagotovi, da kapitalska zahteva (ki izhaja predvsem iz poslovnih načrtov in napovedi o profilu tveganja v povezavi z makroekonomskimi scenariji) ne preseže ponudbe kapitala ter da se ponudba kapitala (na katero vplivajo zlasti načrtovane transakcije s kapitalom in pričakovani dobički) ohrani na določeni ravni, ki omogoča Banki kritje izračunanih tveganj v vsakem trenutku.

Ekonomski kapital banke naj bi odseval specifičen profil tveganja banke na obširen in dosleden način. Z izjemo likvidnostnega tveganja se ekonomski kapital izračuna z uporabo enotne VaR metode za vse vrste tveganj, ki so bile omenjene v poglavju Bančna tveganja. Poseben dejavnik, ki ga je potrebno upoštevati pri potrebnem tveganem kapitalu, je poslovno tveganje, ki odseva vpliv zunanjih dejavnikov kot so obnašanje potrošnika ali konkurenčnih razmer na tržno vrednost poslovnih enot ali podružnic. Nepričakovane izgube za obdobje enega leta so izračunane s stopnjo zaupanja 99,97 %. Celotno odgovornost za prepoznavanje tveganj in ocene stopnje tveganj prevzema ALCO.

Poleg ekonomskega vidika mora Banka izpolnjevati tudi pravne predpise določene z Basel II sporazumom in slovensko zakonodajo.

Regulatorni kapital za kreditno, tržno in operativno tveganje mora ustrezati kapitalski zahtevi, medtem ko bilančni kapital (temeljni kapital, dodatni kapital 1 in dodatni kapital 2) predstavlja dejanski kapital Banke. Uprava Banke redno spremlja kapitalno ustreznost, o kateri poroča Banki Slovenije vsake tri mesece. Banka Slovenije zahteva, da vse banke ohranijo stopnjo skupnega regulatornega kapitala (stopnja kapitalne ustreznosti), ki po mednarodnem dogovoru znaša najmanj 8 % tveganjem prilagojenih zneskov.

Spodnja tabela predstavlja kratek pregled sestave regulatornega kapitala in stopnjo kapitalne ustreznosti ob koncu leta 2011 in 2012. Količnik kapitalne ustreznosti je narasel iz 10,95 % ob koncu leta 2011 na 13,45 % ob koncu leta 2012. Tier 1 količnik kapitalne ustreznosti pa je narasel iz 10,21 % ob koncu leta 2011 na 12,22 % ob koncu leta 2012. Banka je skozi celotno opazovano obdobje izpolnjevala predpisane kapitalne zahteve s strani regulatorja in hkrati povečala varnost poslovanja.

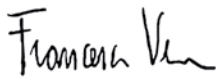
Bančna tveganja

Izračun kapitala in kapitalske zahteve

Oznaka	EUR 1.000 Postavka	31. 12. 2012	31. 12. 2011
1	SKUPAJ KAPITAL (za namen kapitalske ustreznosti)	259.893	241.973
1.1	TEMELJNI KAPITAL	242.615	239.194
1.1.1.1	Vplačani osnovni kapital	20.384	20.384
1.1.1.3	Kapitalske rezerve	107.760	107.760
1.1.2.1	Rezerve in zadržani dobiček ali izguba	141.679	133.773
1.1.2.6	Presežki iz prevrednotenja (PP) - bonitetni filtri	(7.972)	(5.406)
1.1.5	(-) Ostale odbitne postavke temeljnega kapitala	(19.236)	(17.317)
1.1.5.1	(-) Neopredmetena dolgoročna sredstva	(19.236)	(17.317)
1.1.5.4	(-) Druge deželno specifične odbitne postavke	-	-
1.2	DODATNI KAPITAL I	30.000	30.000
1.2.2.3	Podrejeni dolg I	30.000	30.000
1.3	(-) ODBITNE POSTAVKE OD TEMELJNEGA IN DODATNEGA KAPITALA I	(12.722)	(27.221)
1.3.8	(-) Primanjkljaj oslabitev in rezervacij po pristopu IRB ter pričakovana izguba iz naslova lastniških instrumentov po pristopu IRB	(12.722)	(27.221)
1.4	SKUPAJ TEMELJNI KAPITAL (za namen kapitalske ustreznosti)	236.254	225.583
1.5	SKUPAJ DODATNI KAPITAL I (za namen kapitalske ustreznosti)	23.639	16.389
2	KAPITALSKE ZAHTEVE	154.613	176.779
2.1	VSOTA KAPITALSKIH ZAHTEV ZA KREDITNO TVEGANJE, TVEGANJE NASPROTNE STRANKE IN TVEGANJE ZARADI ČASOVNE NEUSKLAJENOSTI PLAČILA IN IZROČITVE	144.056	166.941
2.1.1	Standardizirani pristop (SA)	59.685	64.525
2.1.1.1a	SA kategorije izpostavljenosti brez pozicij listinjenja	-	-
2.1.1.1b	IRB kategorije izpostavljenosti brez pozicij listinjenja	59.685	64.525
2.1.1.1b.01	Enote centralne ravni države in centralne banke	253	181
2.1.1.1b.02	Institucije	3.211	4.369
2.1.1.1b.03	Podjetja	8.951	8.913
2.1.1.1b.04	Bančništvo na drobno	45.628	48.949
2.1.1.1b.06	Druga sredstva iz naslova nekreditnih obveznosti	1.642	2.113
2.1.2	Pristop na podlagi notranjih bonitetnih sistemov (IRB)	84.371	102.416
2.1.2.1	Nadzorniško določene ocene LGD (in CF)	75.540	91.389
2.1.2.1.02	Institucije	4.447	2.740
2.1.2.1.03	Podjetja	71.093	88.649
2.1.2.3	Kategorija izpostavljenosti iz naslova lastniških instrumentov	8.831	11.027
2.2	TVEGANJE PORAVNAVE	-	-
2.3	VSOTA KAPITALSKIH ZAHTEV ZA POZICIJSKO TVEGANJE, VALUTNO TVEGANJE IN TVEGANJE SPREMENB CEN BLAGA	155	134
2.4	KAPITALSKA ZAHTEVA ZA OPERATIVNO TVEGANJE	10.402	9.704
2.4.3	Napredni pristop	10.402	9.704
2.6	DRUGE IN PREHODNE KAPITALSKE ZAHTEVE	-	-
3.2	Presežek (+) / primanjkljaj (-) kapitala	105.280	65.194
3.2.a	Količnik kapitalske ustreznosti (%)	13,45 %	10,95 %
	Tier 1 količnik kapitalske ustreznosti (%)	12,22 %	10,21 %



Mag. Stefan Vavti
Predsednik uprave



Francesco Vercesi, MBA
Član uprave



Mag. Jana Benčina Henigman
Članica uprave



Mag. Damijan Dolinar, CFA
Član uprave



Yilmaz Arisoy, MBA
Finančni direktor

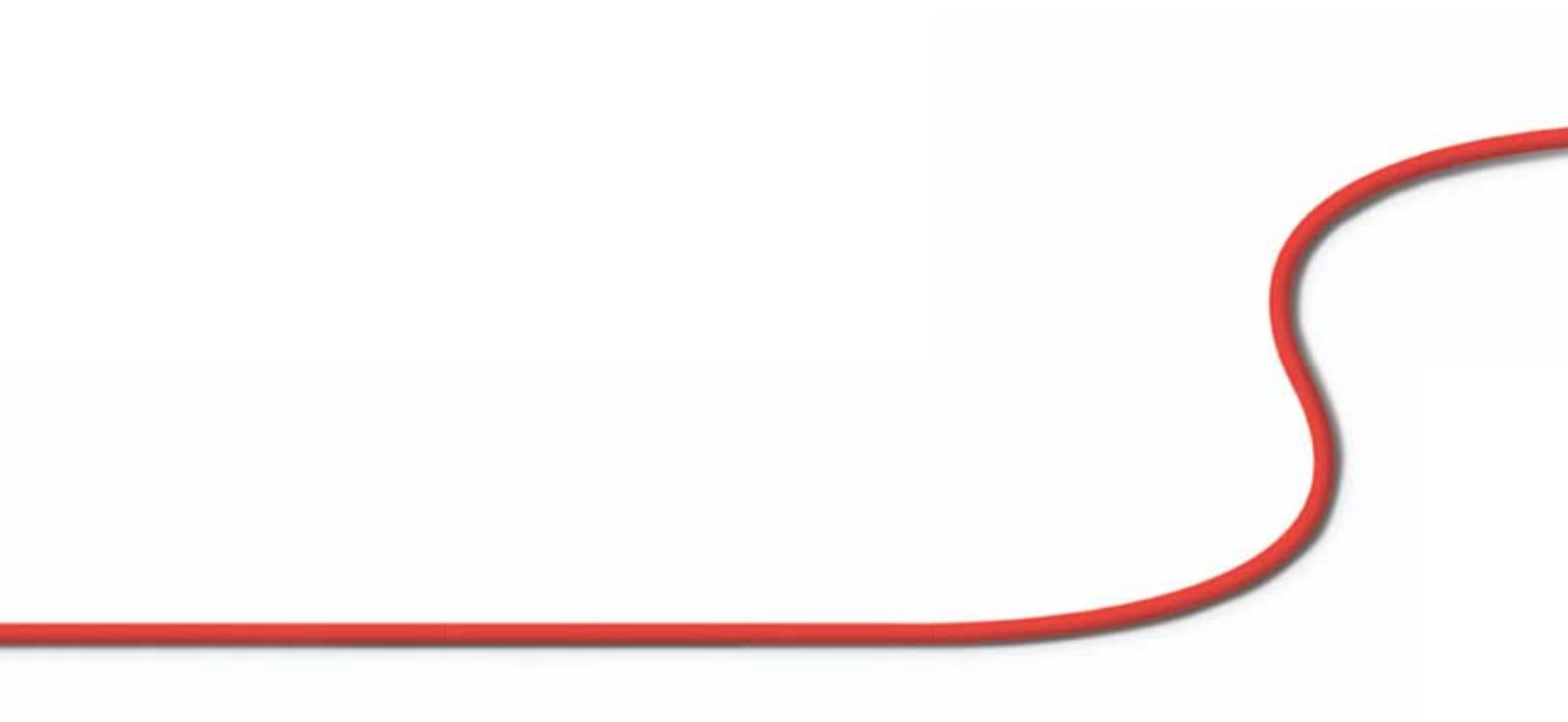
Z A Š Č I T A

Podpora skupnostim v težkih časih

“ Po tem, ko je eden največjih zaposlovalcev v našem mestu zaprl vrata, je šla naša lokalna skupnost skozi zelo težko obdobje. UniCredit Bank je tesno sodelovala z vladnimi uslužbenci pri inovativni pobudi, s katero so pomagali tistim, ki so ostali brez služb, tako kot jaz, da smo takoj dobili dostop do podpore za brezposelne. Banka je hitro omogočila denarna sredstva ter tako zaščitila družine pred polomom. ”

Franco F., stranka UniCredit Bank v Italiji







Customer testimonials are the common thread of this year's annual report to illustrate the concrete solutions we provide every day.

These true stories were told first-hand and collected by the colleagues who worked with them to offer real benefits.

Each story lends an authentic voice to how we are having a positive impact on our stakeholders. We are making a difference by recognizing everyday challenges and opportunities, and by contributing to the economic, social and cultural well-being of the communities we serve.

This report's creative concept reflects our commitment by displaying two pieces that fit together. This represents the union between the real-life needs of our clients and the practical solutions that we offer.

Above all, we believe that being a commercial bank means engaging in meaningful dialogue with those with whom we come into contact. This enables us to provide simple, quick and effective responses that perfectly meet customer needs.

Inside you will find some of these stories. We hope the next one will be yours.



Financial Indicators

	2012	2011
Statement of Financial Position (EUR 1,000)		
Volume of assets	2,815,367	2,945,636
Deposits, customers	1,227,789	957,016
Deposits, legal and other entities	784,264	601,181
Deposits, private customers	443,525	355,835
Loans, customers	2,269,317	2,356,239
Loans, legal and other entities	1,495,493	1,539,200
Loans, private customers	773,824	817,039
Equity	251,623	240,888
Impairment of assets, measured at amortised cost	113,405	85,479
Provisions	2,443	1,553
Off-balance-sheet items	3,844,594	4,574,606
Statement of Income (EUR 1,000)		
Net interest income	55,970	59,916
Net non-interest income	21,306	22,998
Staff costs	(23,928)	(22,756)
Other administrative costs	(12,908)	(13,591)
Depreciation	(4,586)	(5,239)
Impairment and provisions	(35,544)	(23,327)
Net income before taxes	310	18,001
Corporate income tax	763	(3,260)
Statement of Other Comprehensive Income (EUR 1,000)		
Other comprehensive income before tax	12,924	(26,128)
Income tax on other comprehensive income	(3,262)	5,226
Employees		
Number of employees on 31 December	601	609
Shares		
Number of shareholders	27	26
Nominal value (EUR)	4.17	4.17
Book value (EUR)	51.48	49.28
Number of shares	4,888,193	4,888,193
Equity		
Capital adequacy	13.5 %	11.0 %
Assets Quality and Commitments		
Impairment of assets, measured at amortised cost and provision / Sorted assets and sorted off-balance sheet positions	3.6 %	2.7 %
Profitability		
Interest margin	1.9 %	2.0 %
Margin of financial brokerage	2.6 %	2.8 %
Return on assets before taxes	0.0 %	0.6 %
Return on equity before taxes	0.1 %	7.9 %
Return on equity after taxes	0.4 %	6.4 %
Operating costs		
Operating costs / Average assets volume	1.4 %	1.4 %
Liquidity		
Liquid assets / Short-term deposits to non-banks, measured at amortised cost	29.9 %	37.2 %
Liquid assets / Average assets	9.1 %	8.6 %

CEO's Letter to the Shareholders



FEDERICO GHIZZONI
Chief Executive Officer

“ 2012 was the year in which we took action to secure our future as a rock-solid European commercial bank. ”

Dear Shareholders:

2012 was a difficult year for the European economy, and UniCredit was not immune. Nevertheless, I believe it will be remembered as the turning point for our Group. For it was the year in which we took action to secure our future as a rock-solid European commercial bank.

We secured our capital position in 2012, and simplified operations, reduced costs, strengthened our risk management culture, and introduced innovative products and new initiatives, to lead the way to a more productive and prosperous future.

We began the year by achieving the first target of our three-year strategic plan, which was to strengthen the foundations of our Group through the reinforcement of our capital position. At the time, we were the only bank in Europe to carry out a successful capital increase.

We achieved a strong liquidity position in our countries, largely by reducing our commercial funding gap by more than 45 billion euros. This was accomplished, in part, by increasing our direct funding in Italy and other key markets.

We undertook a number of measures to improve revenues and simplify the Group structure. One key initiative was the redesign of our business model to move us closer to our customers.

The framework to accomplish this is Project Group Organization Leaner Design (GOLD). The initiative is our multi-year reorganization plan designed to assure that our Group becomes more efficient, less complex and more customer focused.

The GOLD Project simplifies operations by empowering our countries with greater decision-making authority. This permits us to work closer with clients and create better-tailored solutions. It allows us to be easier to deal with and provides a clearer chain of command. It enables our commercial networks to be quicker to markets. And it allows our countries to support local market development.

One of the many ways we are doing this is by leveraging our expertise and networks to help customers internationalize their businesses. We first began this initiative in Italy and are expanding it to other countries in which we work.

We strengthened our internal control and risk management culture to simplify the way in which we do business, delivering greater clarity. And it will set the stage for increased profitability and more sustainable customer relationships.

Innovation remains a top priority for us. We are creating the products and services that our customers want and need. And we are developing new, more convenient channels through which they can bank with us. By offering customers the option to use their mobile phones, tablets or computers to manage their finances, we are becoming a simpler, more efficient bank. This in turn will help us to reduce costs and ensure our sustainability.

We are developing a more integrated approach to our annual reporting. Our goal is to deliver both our financials and non-financials in one publication, to be consistent with the sustainability component of our strategic plan.


As we implement our plan, we are seeing positive results. We increased our direct funding by more than 22 billion euros, posting good results in Germany and CEE with pre-tax profits totaling roughly 4.2 billion euros. Our CIB

Division experienced real growth and raised its profile in debt capital markets. By becoming the lead manager in issuing more than 65 billion euros in euro-denominated bonds, our division is now ranked number two in Europe.

I am confident that the steps we have taken to build a simpler, stronger bank, have positioned us to achieve sustainable revenue and commercial growth in the coming year. We are well prepared to accomplish these objectives thanks to our exceptional people. Their hard work carried out in our 22 countries, combined with our innovative products, our cost discipline and our risk management culture all accrete to deliver a strong competitive advantage.

For all of these reasons, I am convinced that in 2013 we will continue to be successful in implementing our strategy and realizing our ambition to be one of the strongest banks in Europe.

Sincerely,



Federico Ghizzoni
Chief Executive Officer
the UniCredit group

Statement by the Chairman of the Management Board



MAG. STEFAN VAVTI

Chairman of the Management Board

“ Compared to the entire domestic banking industry, which recorded a third year of cumulative losses with capital adequacy on the low end of regulators metrics, our Bank still delivered above average operating results. ”

The year 2012 proven to be a bigger challenge than previously anticipated, not only in Slovenia but also in Europe and in the rest of the world. The systemic risks at various levels increased instead of the expected calming down. Therefore, the Euro crisis deepened further, economic activity continued on a subpar level, geopolitical tensions were rising worldwide, with all these factors having adverse effect on the real economy.

In Slovenia, additional factors played an important role. Difficult formation of the government after early elections, pending reforms of labor market, pension reforms as well as the need for fiscal consolidation all contributed to lower economic activity, and thus to recession. Unemployment rising to the highest level

since independence and an ailing economy also had negative effects on the banking balance sheets.

Despite such macroeconomic environment, UniCredit Banka Slovenija d.d. delivered still acceptable results in 2012, far better than the total banking sector on average, despite having to absorb high credit provisioning and impairments on investments. In addition, the Bank increased its client deposit base by almost 30 % in 2012 and improved the diversification of its funding sources.

Compared to the entire domestic banking industry, which recorded a third year of cumulative losses with capital adequacy on the low end of regulators metrics, our Bank still delivered above average operating

results. Special thanks for this goes to our customers, our owners who supported a retail expansion in these difficult years to pursue organic growth and of course to our high-caliber motivated and competent colleagues.

Also, we are proud that several independent institutions confirmed that the path we had been following is the right one. Thus, we received again the Horus award for social corporate activities in the category of big companies, we were selected as the best bank by EMEA Finance, we became the best bank for private clients by the Euromoney survey and finally we jumped from the 57th to the 35th place in image survey among the Slovenian managers.

Despite the challenges ahead in the coming years, I am confident that our Bank will continue to earn the trust of an ever increasing number of individual and corporate customers, positioning ourselves as the best service and product provider in the domestic market with a European-wide reach.

Yours sincerely,

A handwritten signature in black ink, appearing to read 'Vavti', with a stylized flourish at the end.

Mag. Stefan Vavti
Chairman of the Management Board
UniCredit Banka Slovenija d.d.

About UniCredit Banka Slovenija d.d.

Headquarters: Šmartinska 140
SI - 1000 Ljubljana
Slovenia

Telephone: + 386 (0)1 5876 600
Toll-free telephone number: 080 88 00
Fax: + 386 (0)1 5876 684

Website: www.unicreditbank.si
E-mail: info@unicreditgroup.si

Main activity: Other monetary intermediation
Activity code: K/64.190
Established in: 1991

Chairman of the Supervisory Board: Gianni Franco Giacomo Papa
The Bank is legally registered: with the District Court in Ljubljana
under Reg. No.: 1/10521/00

Share capital: 20,383,764.81 EUR
Reg. No.: 5446546

VAT ID No.: SI 59622806
Settlement account: 01000-0002900092
Swift: BACXSI22

Governing Bodies

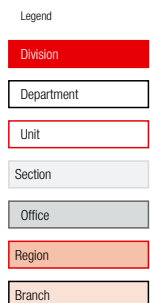
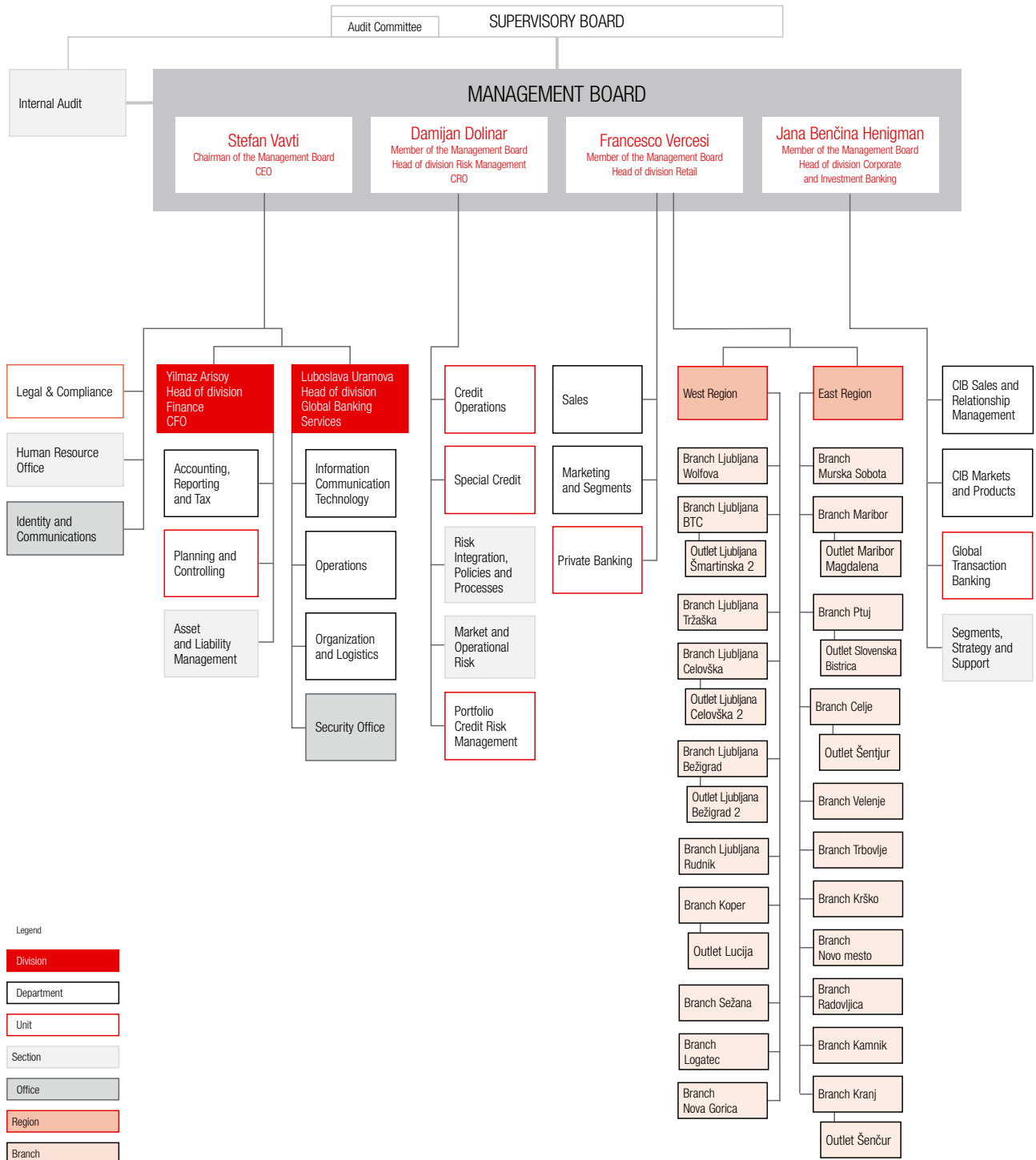
Supervisory Board

Name	Board member	Beginning of term of office	Termination of term of office
Gianni Franco Giacomo Papa	Chairman of the Supervisory Board	21 April 2011	n.a.
Martin Klauzer	Member of the Supervisory Board	24 April 2007	n.a.
Franco Andreetta	Member of the Supervisory Board	9 February 2009	n.a.
Giuseppe Verrascina	Member of the Supervisory Board	9 February 2009	n.a.
Heinz Karl Tschiltsch	Member of the Supervisory Board	8 September 2010	n.a.
Alessio Pomasan	Member of the Supervisory Board	29 April 2010	30 November 2012

Management Board

Name	Board member	Beginning of term of office	Termination of term of office
Dr. France Arhar	Chairman of the Management Board	1 June 2003	31 May 2012
Mag. Stefan Vavti	Chairman of the Management Board	17 July 2012	n.a.
Janko Medja, MBA	Member of the Management Board	16 September 2008	1 April 2012
Francesco Vercesi, MBA	Member of the Management Board	20 October 2009	n.a.
Mag. Jana Benčina Henigman	Member of the Management Board	19 June 2012	n.a.
Mag. Damijan Dolinar, CFA	Member of the Management Board	5 July 2011	n.a.

Organisational Structure



As of 19 June 2012, Jana Benčina Henigman, Member of the Management Board.
 As of 17 July 2012, Stefan Vavti, Chairman of the Management Board.
 As of 1 September, Luboslava Uramova, Head of division Global Banking Services.

UTILITY

Helping artisans recraft their business

“ *I've been a craftsman for many years and I am very satisfied with my relationship with Zagrebačka Banka. I believe the Bank recognizes the economic potential of craftsmanship. They helped me to expand my activities and to adapt my business model to meet EU conditions. This was done through a program that provided me with financial assistance, as well as consulting services so that I could make the best financing choices.* **”**

Ivan Obad, President of the Chamber of Trades and Crafts Zagreb, customer of Zagrebačka Banka in Croatia



Branch Network

Branch Ljubljana BTC

Šmartinska cesta 140
SI - 1000 Ljubljana
Tel.: 01 5876 600

Outlet Ljubljana Šmartinska

Šmartinska cesta 53
SI - 1000 Ljubljana
Tel.: 01 6011 120

Branch Ljubljana Bežigrad

Dunajska cesta 47
SI - 1000 Ljubljana
Tel.: 01 2528 430

Outlet Ljubljana Bežigrad

Dunajska cesta 177
SI - 1000 Ljubljana
Tel.: 01 6011 100

Branch Ljubljana Celovška

Celovška cesta 150
SI - 1000 Ljubljana
Tel.: 01 5000 546

Outlet Ljubljana Celovška

Celovška cesta 111
SI - 1000 Ljubljana
Tel.: 01 2528 460

Branch Ljubljana Rudnik

Ukmarjeva 4
SI - 1000 Ljubljana
Tel.: 01 2836 000

Branch Ljubljana Tržaška

Tržaška cesta 19
SI - 1000 Ljubljana
Tel.: 01 2410 364

Branch Ljubljana Wolfova

Wolfova 1
SI - 1000 Ljubljana
Tel.: 01 5876 472

Branch Celje

Prešernova 8
SI - 3000 Celje
Tel.: 03 4252 479

Branch Kamnik

Ljubljanska cesta 4b
SI - 1241 Kamnik
Tel.: 01 8396 500

Branch Koper

Pristaniška 12
SI - 6000 Koper
Tel.: 05 6101 010

Branch Kranj

Na skali 1
SI - 4000 Kranj
Tel.: 04 2018 180

Branch Krško

Ulica 11. novembra 53
SI - 8273 Leskovec pri Krškem
Tel.: 07 6006 070

Branch Logatec

Tržaška cesta 32
SI - 1370 Logatec
Tel.: 01 7591 940

Outlet Lucija

Obala 112
SI - 6320 Portorož
Tel.: 05 6006 080

Branch Maribor

Ulica škofa Maksimilijana Držečnika 6
SI - 2000 Maribor
Tel.: 02 2285 320

Outlet Maribor Magdalena

Žolgarjeva ulica 19
SI - 2000 Maribor
Tel.: 02 6005 650

Branch Murska Sobota

Trg zmage 5
SI - 9000 Murska Sobota
Tel.: 02 5341 440

Branch Nova Gorica

Tolminskih puntarjev 2b
SI - 5000 Nova Gorica
Tel.: 05 3383 140

Branch Novo mesto

Glavni trg 20
SI - 8000 Novo mesto
Tel.: 07 3737 400

Branch Ptuj

Ulica heroja Lacka 1
SI - 2250 Ptuj
Tel.: 02 7980 340

Branch Radovljica

Gorenjska cesta 24
SI - 4240 Radovljica
Tel.: 04 5971 630

Branch Sežana

Partizanska 37a
SI - 6210 Sežana
Tel.: 05 7314 589

Outlet Slovenska Bistrica

Trg svobode 21
SI - 2310 Slovenska Bistrica
Tel.: 02 8051 972

Outlet Šenčur

Poslovna cona A 2
SI-4208 Šenčur pri Kranju
Tel.: 04 6002 160

Outlet Šentjur

Cesta Leona Dobrotinška 3
SI - 3230 Šentjur pri Celju
Tel.: 03 6005 680

Branch Trbovlje

Ulica 1. junija 2
SI - 1420 Trbovlje
Tel.: 03 5612 565

Branch Velenje

Šaleška 20a
SI - 3320 Velenje
Tel.: 03 8987 300

PARTNERSHIP

A new, versatile and flexible, investment concept

HVB Private Banking Vermögensportfolio Flex Select is a new kind of joint investment with a long-term investment horizon. It is based on the idea that the customer and the Bank invest together in an investment fund ("Private Banking Vermögensportfolio Flex Select 70 PI"; launched by the capital investment company, Pioneer Investments KAG mbH, Munich). The Bank has injected 20 million euros of its own capital in the fund and through the joint investment both the Bank and its customers participate in the performance of the respective unit classes.



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.eu. In all publications in
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ented the following rights: being informed
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locking of your personal data; and the right

pacchi 10, Rome 00186 – Italy and that the
40127 Bologna - Tel.: +39 051.6407285;


SIGNATURE

*Only the sales prospectus is binding, as well as the Key Investor Document, which you can receive free of charge in German from UniCredit Bank AG, Arabellastrasse 12, Munich.

Achievements and Events in 2012

JANUARY

Paid Visit to Children's Camp in Kranjska Gora, Financed with New Years' Donation

UniCredit Banka Slovenija d.d. used part of the donation at the end of 2011 to finance a camp for disadvantaged children.

A group of the Bank's employees paid a visit to the children at the beginning of 2012 and attended an event, organized by the children, entitled "Kranjska Gora's has a Talent". Our colleagues used this occasion to bring the children toys and teaching aids that they collected with the help of some of our customers and business partners.

Collected Food and Clothing for the Roma and Plastic Bottle Caps for Children with Health Problems

We once again joined forces to help those living on the margins of society. This time, we focused on the Roma, whose living conditions were described by Meta Krese, winner of the "Writing for the CEE" prize, which is awarded annually by the UniCredit group in collaboration with the APA (Austrian Press Agency). We filled a van with clothes, toys, long-lasting food and candy and drove it to the Roma families in a village near Škocjan in the Dolenjska region. Employees of UniCredit Banka Slovenija d.d. regularly help by collecting waste plastic bottle caps that are then sold to a plastic processing company. The proceeds go to children and youths suffering from health problems from across Slovenia and enable them to purchase customized disability assistive devices that their parents cannot afford to purchase.

Prepared Service Package for Pensioners

With the arrival of the new year, we have added a package of banking services for the pensioners to our offer. The Senior Package is designed for all pensioners who receive their pension to their UniCredit Bank account. The package includes payments of invoices at affordable rates (up to eight invoices per month with no commission), free electronic banking, free account management with a BA Maestro payment card and free savings account.

Šenčur Agency Opened its Doors

The Bank made its services available to the people of the municipality of Šenčur and its wider area. The Bank's 29th unit opened in the Cubis commercial zone, thus adding to the local offer in the field of financial intermediation.

FEBRUARY

Invited Parents to a Driver Safety Workshop

To help our employees provide a good example for their children, we invited them to attend a workshop entitled "Red light for parents." With the experts from the Safe Journey Institute (Varna pot), who were also the recipients of a donation from the Bank, we discussed topics such as raising awareness on driver safety, cultural

tolerance and road etiquette as well as encouraged them to drive safely.

Once Again, We Ranked Among the 101 Best Employers

In the survey conducted by Dnevnik, for the national selection of the best Slovenian employers, "Golden Thread 2011" ("Zlata nit 2011"). More than half of our employees responded to the questionnaire on the quality of the relationship between the company and the employees. The Bank once again made it to the list of the top 101 employers in the country.

Pioneer Funds Bond Funds Made it to the Top of the List of "Top 10 Slovenian Funds"

The magazine Moje Finance evaluated the past work of the managers and the performance over a three- and five-year period of 218 mutual funds that are traded in Slovenia and gave them a star rating. Two funds by Pioneer Funds were ranked among the top 10 funds in the country, based on the return per unit of risk. Euro Strategic Bond made first place and Emerging Markets Bond made second place.

MARCH

We Cleaned Slovenia

In 2012, the Bank supported the Slovenian project "Let's Clean Slovenia" with a donation. Many of our employees, some with their families and others organized in groups, attended the event.

Open Door Day for the Children of Our Employees

The children of our employees were invited to a fun and informative workshop on road safety, which was organized in collaboration with the Safe Journey Institute (Varna pot).

Dr. France Arhar Appointed Director of BAS

Dr. France Arhar was appointed director of the Bank Association of Slovenia with five-year term.

Three International Study Programs Launched

The UniCredit group has launched three international study programs for graduate and Master of Business studies (MBA) program in Banking for the academic year 2012 / 2013 with the option of co-financing for the selected candidates.

Two Slovenian Children Accompanied Football Stars to the Field

The UniCredit group is the official bank of the UEFA Champions League, which is why UniCredit Banka Slovenija d.d. organized a prize competition. The two winners had the opportunity to accompany football players to the field during the UEFA Champions League Eighth Finals. In total, 250 children from across Slovenia entered the competition. For the third year in a row, the Bank made the dreams of two kids come true, as 8-year-old Patricija

from Ljubljana and 7-year-old Jernej from Krško joined the football players from FC Bayern Munich and FC Basel 1893 at the Allianz Arena stadium in Munich. Both of them received a gift package that included free entry to the football field hand in hand with a football star, tickets for the game for them and their parents, bed and breakfast and transportation from Ljubljana to Munich and back to Ljubljana.

Presented Business Results to the Public

We held a press conference to present our 2011 business results. Interest and non-interest income in 2011 amounted to 82.9 million euros, pre-tax profit amounted to 18.0 million euros, and there was a strong increase in net interest income to the level of 59.9 million euros. Non-interest income was higher in all product areas, totaling +4.2 % on an annual basis. Operating expenses and depreciation reached 41.6 million euros, as a result of the increased number of employees and new investments due to the program for the expansion of the branch network, as well as inflation. Operating profit amounted to 41.3 million euros, loan impairments were 23.9 million euros while solid structure of the balance sheet shows an increase in the volume of business in the areas of operations with customers other than banks (2 % increase in loans to customers, 22.3 % increase in customer deposits).

Jana Benčina Henigman Became New Board Member

Janko Medja, Member of the Management Board in charge of the Corporate and Investment Banking division, decided to look for new challenges outside of the UniCredit group. Janko Medja had been an employee of the Group since February 2000. On April 1, Jana Benčina Henigman, who joined the UniCredit group in 2001, became Head of the Corporate and Investment Banking division.

APRIL

Appointed New CEO

The Supervisory Board appointed mag. Stefan Vavti, who has many years of experience working for the UniCredit group, new Chairman of the Management Board. Prior to his appointment to the office of Chairman of the Management Board, he had been a member of the Management Board of UniCredit Banka Slovenija d.d. from 2004 until 2009 and was in charge of retail and corporate banking and sales support, and in 2009 he became head of Private Banking for the CEE region.

Surveys Confirmed Customer Satisfaction

The customer satisfaction survey of 750 customers of the Bank in the field of retail banking and small businesses and 650 customers of the competing banks, in relation to their needs and expectations when doing business with a bank, which the Bank uses as a basis to bring its products and services closer to the goals of the customers, found that 60 % of the customers (twice as much as compared to the market) would not leave the Bank, even if a

competitive bank had a more favorable offer. The vast majority of our satisfied customers (81 %) has already recommended or intends to recommend the Bank to their friends and colleagues. This was also confirmed by the client acquisition survey, which showed that 70 % of the Bank's new clients opted for the Bank based on recommendations by existing satisfied clients.

Launched a Journalist Award

For the ninth consecutive year, the Austrian Press Agency (APA) and Bank Austria invited journalists to submit their contributions for a special European Journalist Award – Writing for CEE. Journalists from all over Europe, including Northern and Southern Europe, South Eastern Europe, Russia and the Commonwealth of Independent States, were invited to submit their contributions on the subject of life in Europe and in the European countries, the hopes, concerns and dreams of Europe's population, contributing to closer ties between the countries and overcoming prejudices.

Distribution of Profit and Other Subjects Discussed at the Meeting of Shareholders

At the General Meeting of Shareholders of UniCredit Banka Slovenija d.d., a development plan and the bases for the business policy for 2012 were adopted, as proposed by the Bank's Management Board. The Shareholders Meeting took note of the report of the Supervisory Board on the Bank's annual report for the year 2011 and accepted the annual internal audit report on internal audit for the year 2011 with the opinion of the Supervisory Board of the Bank. A proposal for the distribution of profits in 2011 was also accepted. Distributable profit for the year 2011 amounted to 7,370,417.46 euros and will not be distributed among the shareholders, but fully allocated to other profit reserves. The Shareholders Meeting discharged the members of the Management Board and the Supervisory Board for the year 2011 and appointed KPMG Slovenija d.o.o. auditor for the financial year 2012.

MAY

UniCredit Bank was Awarded the "Best Bank in Slovenia" Title

For the fourth consecutive year, the EMEA Finance magazine awarded prizes to the European banks for special achievements. UniCredit Banka Slovenija d.d. received two awards in 2011 – for the best bank in Slovenia and the best investment bank in Slovenia. The Bank had already received the title of the best bank in Slovenia in 2010, which makes it two years in a row.

Children's Home in Rakitna Gets a Makeover

UniCredit Banka Slovenija d.d. used its New Years' donation to support therapy programs for kids with the use of horses, which is a new kind of therapy at the Youth Climate Health Center of Rakitna. We wanted to help even more. For several years now, we have been renovating children's resorts and combining our annual picnic

Achievements and Events in 2012

with charity work. Some 200 of our employees spent their Saturday working. Together with colleagues from UniCredit Leasing and CAIB, also members of the UniCredit group, we proved that we can be useful even outside of the Bank. We rolled up our sleeves and gave a new look to the dining room, the climbing wall, the riding hall and tidied up around the well-known children's resort. The interior walls of the home in Rakitna, which allows children with respiratory problems and young people with eating and emotional disorders to rest and relax, were decorated with images of domestic animals, painted by our most creative colleagues. Our business partner Helios donated the paints and two of their staff also joined our work groups.

JUNE

The Best Female Athletes Come From UniCredit Banka Slovenija d.d.

Each year, UniCredit Banka Slovenija d.d. achieves good results at the annual Slovenian Bankers' games. The Bank's team spirit is reflected in the results achieved in comparison to the competition on the market, as well as on the playing field. The employees that qualified for representing our colors in 2012, proved to be at the very top in many of the disciplines. This year (as well as several times before), our female UniCredit Bank team received the title of best athletes among the Slovenian bankers, while our male team achieved second place, which was also our overall ranking.

The Bank's Recognition and Reputation Soared

According to a study that has been conducted since 2002 by dr. Miro Kline, the Bank's degree of recognition among the business community greatly increased. UniCredit Banka Slovenija d.d. jumped to number 35 from number 57 on the list of reputable and recognized companies in 2011.

JULY

Bank of Slovenia Approved New Board Members

Stefan Vavti, Chairman of the Management Board, and Jana Benčina Henigman, Board Member, received the official confirmation of their functions – a license from the Bank of Slovenia.

AUGUST

Strings Concert in Trenta

Two final concert performances by young musicians were held in Trenta. The musicians were the participants of the International Music Forum supported by the UniCredit group, which is a free study seminar, held under the patronage of the Vienna Philharmonic, designed for the most talented students of string instruments from around the world. For the thirteenth year in a row, the call for participation to the seminar was published in 40 countries where the UniCredit group operates.

SEPTEMBER

UniCredit Day

Customers are our main focus, which is why we took the opportunity to use the UniCredit Day to hold discussion in groups and think about how to achieve a positive impact on the customers through our day to day activities.

Collected Used Books, Toys and Games

We revived the campaign "Old Toys and Books for a New Smile", where we encouraged our employees, customers and other visitors to bring used toys, books and school supplies for disadvantaged children to the Bank's headquarters.

Ranked Higher on List of Sustainable Companies

The UniCredit group jumped a few places higher on the list for the assessment of the sustainability of companies, prepared by one of the most prestigious international agencies, the Dow Jones Sustainability Index. The index components that improved the overall ranking of the Group were significantly higher in 2012 (83/100) than the previous year (77/100 in 2011). The average index in the banking industry is 59/100.

Call for Best Doctoral Dissertation

For the third year in a row, the University Fund, operating under UniCredit group, launched an award for two doctoral theses in economics or finance for the employees of the UniCredit group.

OCTOBER

Meetings with the Management Board

In the beginning of October, we organized a series of three meetings of the Management Board and the Bank's employees, which were held at three locations across Slovenia in order to allow as many of our employees as possible to participate. Approximately half of the employees took advantage of the opportunity to attend the meeting and receive first-hand information and ask any questions, which the Management answered in the second part of the meeting. The meetings were also an opportunity to introduce our new management and market conditions and expectations, as well as our key directions for future work.

Best in Cash Management

The results of the survey, conducted by the international financial magazine Euromoney in the area of cash management, showed that the UniCredit group is the first choice of many international companies operating in Central and Eastern Europe. Participants in the survey have also assigned the Bank a leading position in Italy and Germany, where it was ranked among the top three providers of cash management services. In addition, it was voted the "Best Bank for Cash Management" in seven member states: Bosnia and Herzegovina, Czech Republic, Croatia, Hungary, Poland, Romania and Slovenia. More than 17,000 international companies participated in the selection.

Social Entrepreneurship Projects Award

The UniCredit Foundation launched the "2012 Social Entrepreneurship Awards" in Slovenia, aimed at organizations dedicated to supporting existing activities that generate income, requiring additional investment to achieve sustainable value. Projects involving or supporting ecological and organic farming had precedence. The Foundation later chose three best projects and awarded each of them with up to 18,000 euros. With the additional initiative "Your choice, your project - Slovenia", the Foundation invited the employees of the local bank to vote for the project that they consider to be the best of the three selected. The project with the most votes received an additional 6,000 euros.

NOVEMBER

Foundation Almost Doubled Amount of Donated Funds

For the fifth year, the UniCredit Foundation supported donations by individual employees. Within the scope of the Gift Matching project, for each project added by employees of the Group, the Foundation added the same percentage based on the amounts donated by the employees. This year, the Foundation added 80 % of the donated amount to the funds collected.

Used Clothing to Create New Jobs

About 80 bags of used clothes were collected at the Bank's headquarters for the Society for Social Entrepreneurship and its Job Factory program – textiles. By doing so, we helped launch the project, which provided employment to unemployed textile workers over 50 years of age, as well as young designers, first time job seekers.

DECEMBER

Supported Eco Garden School Program Instead of Buying New Years' Presents

At the end of the year, instead of buying New Years presents for our business partners, we used the funds to finance the school program Eco Garden (Ekovrt), which shows our youngest the importance of quality food and encourages them to grow eco vegetables. We hope that the number of schools where children can grow their own food grows even larger than the current number, which is 150.

Santa Claus Paid Visit to Children of our Employees

The children of our employees were invited to see the play "Mojca and Kaličopko", where they were also visited by Santa Claus. Instead of gifts, the children were given gift certificates. On this occasion, we invited them to share part of the amount on their gift certificates with someone who is less fortunate than they are. Many of the children decided to donate part or the entire amount on their certificates to disadvantaged children and families under the auspices of the Friends of Youth Association of Moste - Polje.

Economic Environment in 2012

In 2012, a 2.3-percent drop in economic activity was recorded in Slovenia. Gross domestic product (GDP) shrank for the second consecutive year, with the economic situation being considerably worse than a year ago. Adverse situation is confirmed by the industrial production – otherwise, a driver of GDP – which in 2012 dropped by 0.3 %. This is however significantly better than the euro area, where we recorded a 1.7-percent drop over the same period. On the other hand, sectors dependent on domestic demand achieved new negative records. Even the construction industry reached a new low as construction activity in 2012 dropped by 9.9 % on an annual basis. The nominal income of private sector services dependent on domestic demand continues to fall due to declining domestic consumption. The registered unemployment rate grew to 12.0 %. Despite weak economic conditions, the rate of inflation in 2012 was 2.7 % on an annual basis.

The austerity measures introduced by the government had a significant impact on the country's budget deficit, which amounted to 6.4 % of the GDP at the end of last year, while in 2012 it was 3.7 % of the GDP. The reduction of the deficit in conjunction with the decrease in GDP is, of course, a result of the sharp decline in government expenditure (-1.2 % year-on-year), while tax revenues have continued to decrease (-1.1 %). By the end of the year, government debt had already reached 54.1 % of the GDP (MF rating). The country's credit rating was downgraded again in 2012, by all three leading credit rating agencies. The agencies listed the problematic banking sector, low economic growth forecasts and an unsustainable long-term fiscal picture as reasons for deteriorating credit rating. It must be mentioned that after the introduction of the austerity measures by the government, the country's credit rating was downgraded only once

more (by Moody's, from A2 to Baa2), with the additional argument given being that the country was denied access to international borrowing, which the government refuted with a successful bond issue in the US. Government bond yields maintained extremely high levels, especially in the first part of the year and reached the highest level in August, while in autumn they began to decline and by the end of the year, government bond yields were considerably reduced. This was mostly due to the low credit spread which, for example, was almost 3 percentage points (7.77 Aug. / 5.18 Dec.) for the 2021 bond. Such a significant drop in yields is due to several factors, but it was definitely directly influenced by the government's approach to reforms and the containment of the deficit, the issue of financing Greece and the ECB's decision to introduce OMT interventions in the bond market for countries that request assistance.

The total assets of the banking sector have continued to shrink, resulting in a 6.3-percent decline on an annual basis in October 2012. The two main reasons continue to be the deleveraging of banks and weak capital adequacy, accompanied by a reduction in lending activity on the assets side (-6.5 % year-on-year, loans to non-banks). Loans to non-financial companies dropped by 10.2 % in 2012, loans to households dropped by 2.7 %, mainly due to consumer lending, which was reduced by 8.9 % year-on-year, while housing loans are continuing on a weak growth path. Banks deleveraged by 3.6 billion euros in 2012. The overall result of the banking sector in 2012 was a loss in the amount of 769 million euros, which was due to lower net interest income (-12.9 %) and the still increasing provisions and impairments that totaled 1.6 billion euros by the year end, which is 32 % more than in 2011.

Selected macroeconomic indicators for Slovenia, 2012 - 2015

	2012	2013*	2014*	2015*
GDP (real growth level, in %)	(2.3)	(1.9)	0.2	1.2
Registered unemployment rate (in %)	12	13.4	13.6	13.2
Export (in %)	0.3	1.2	3.3	4.9
Import (in %)	(4.3)	(0.7)	2.4	4.4
Private consumption (in %)	(2.9)	(4.0)	(1.3)	0.5
Government consumption (in %)	(1.6)	(2.9)	(0.6)	(0.1)
Inflation (Dec / Dec; in %)	2.7	1.9	1.7	2.1
Inflation (year average)	2.6	2.1	1.6	1.9

Forecasts of selected institutions for economic growth in 2013 and 2014

(in %)	2013			2014		
	UMAR	IMF	UniCredit	UMAR	IMF	UniCredit
EMU	(0.3)	(0.2)	(0.1)	1.0	1.0	1.2
Germany	0.5	0.6	0.8	1.5	1.4	1.5
USA	1.9	2.0	1.9	2.8	3.0	2.7
United Kingdom	0.9	1.0	0.9	1.7	1.9	1.4
Russia	3.7	3.7	3.6	3.9	3.8	3.9

Source: IMAD, Spring Forecast of Economic Trends 2013; IMF, World Economic Outlook, UniCredit, Weekly Focus, Bloomberg, Bank of Slovenia, Statistical Office of DRS, Year 2012

* Forecast

Mission, Vision, Values and Strategy

Our Commitment is Our Strength

Our greatest strength is our solid and rigorous commitment – to our customers, to our employees, to our investors, to the communities we serve, to keeping our core values, to respecting the culture, to achieving high quality in everything we do, and to the sustainable success of our Company.

The UniCredit group is a major international financial institution with strong roots in 22 European countries and an overall international network present in approximately 50 markets, with more than 160,000 employees and more than 9,500 branches.

We benefit from a strong European identity, extensive international presence and broad customer base. Our strategic position in Western and Eastern Europe gives the Group one of the region's highest market shares.

We are committed to investing in new client relationships and playing an active role in the local communities. By following a sustainable growth path, over the last few years the Bank has been constantly employing new people, thus becoming a reliable and attractive employer for the local environment.

Mission and Vision

We committed ourselves to fulfilling the new mission statement:

We, the UniCredit people, are committed to generating value for our customers. As a leading European bank, we are dedicated to the development of the communities in which we live, and to being a great place to work. We aim for excellence and we consistently strive to be easy to deal with. These commitments will allow us to create sustainable value for our shareholders.

Our vision is to focus on people as individuals. To achieve this, we aim to enhance our clients' potential and make their plans and ideas come true.

It is our firm belief that every individual has both the right and responsibility to shape his or her own future and that financial expertise of UniCredit Banka Slovenija d.d. can assist people and businesses in doing so, as well as in achieving their full potential. The Bank aims to achieve profitable, sustainable growth in a manner that benefits society as well as our stakeholders.

Values

Our set of values – shared throughout the Group – is based on integrity as a condition of sustainability, which makes it possible

to transform profit into value for all our stakeholders. This set of values is embedded in our Integrity Charter, which forms the strong backbone for everything we do. These values are:

- Fairness – having one high standard for everything we do, applied evenly and without discrimination.
- Trust – we possess a mutual code of honor among people, which governs everything we do. It is a strong basis of our reputation, and builds the confidence in our company that is so essential to our profitable, sustainable growth.
- Respect – we constantly strive to earn it, and willingly give it to those who deserve it.
- Transparency – making certain that everything we do is always honest, relevant, and straightforward.
- Reciprocity – actively seeking to help those around us with the unspoken certainty that the way we treat others will have a positive return on us.
- Freedom to act – fostering a culture of openness that enables our people to reach their potential and empowers them to achieve more for our customers and our stakeholders.

We see adherence to these values as a prerequisite for maintaining the confidence placed in the Bank and the Bank's reputation.

Customer Centricity

In line with our mission, our main objective is to meet every client's needs in accordance with the idea that all business is local through discretionary or standardized products. However, in creating and developing products we try to unlock the economies of scale on the revenue as well as on the cost side and profit from the membership in the Group. Consequently, also in our Bank, the organizational set-up follows the Group standards and allows knowhow and best-practice transfer throughout the network. It is also seen as a competitive advantage to be able to serve customers through such an extensive network of leading local banks.

We are able to support international group clients operating in the Slovenian market as well as Slovenian customers in their attempts to extend their businesses abroad. In trading and investment banking, we profit from the competencies and placing power of the UniCredit Markets and Investment banking.

In asset management, we benefit from the expertise of Pioneer Investments – a global top player.

Global Banking Services, a global UniCredit division, supports us in maintaining cost efficiency and unlocking synergies via IT harmonization and Group-wide procurement or process design.

Mission, Vision, Values and Strategy

Sustainable Success

UniCredit Banka Slovenija d.d. is convinced that financial targets can only be reached through sustainable development in line with the following principles:

- We aim to build long-term customer relationships and take account of customer satisfaction in our incentive system.
- Diversity: We want to use all our employees' various talents despite age, gender, religion, health, or sexual orientation.
- Corporate citizenship: We want to be a committed and valuable member of local communities, which is underlined by our donations and sponsorship activities.
- Ecological sustainability: We attach great importance in our current business to ecological sustainability. We encourage and support an awareness of the interdependence of environmental topics and the banking business.
- Training, encouragement, and our incentive systems are intended to enable our employees to take an entrepreneurial approach while simultaneously fostering work / life balance.

Value-added Management

The overall management and steering of the Bank is based on the principles of value-based management. In line with UniCredit group, the Bank implemented Economic Value Added (EVA) as the Group main performance measure. EVA measures the profit contribution in excess of the cost of capital and is applied not only at the overall bank level but also is taken into consideration in individual loan decisions. EVA today is seen as a standard performance measure, which combines both growth via the development of risk weighted assets and thus the capital allocation needed and profitability enhancements as value drivers.

The Bank consequently aims to ensure that the capital is invested in those business segments, product areas, and services where the highest added value can be generated. Transparency on value creation and/or value destruction is of utmost importance for achieving sustainable results.

Financial Results

In 2012, the Bank's net profit after taxes decreased year-on-year from 14.8 million euros in 2011 to 1.1 million euros. The decline reflects one-off impact from permanent impairment of equity investments in the amount of 9.4 million. Excluding this one-off effect, the Bank's 2012 net profit would be 10.4 million euros.

The Income Statement for 2012

The net interest income dropped by 6.6 % year-on-year to 56.0 million euros. The decline is mainly due to the prolonged period of low interest rates and high costs of deposits. According to data from the report by the Bank of Slovenia of February 2013, the banking sector had a net interest income drop of 12.9 % in 2012.

The net fee and commission income increased by 4.0 % to 21.7 million euros. The increase is driven by higher number of client accounts as well as by increased awareness and need of the market to secure their business transactions with guarantees.

The Bank's net trading, hedging and fair value income grew by 1.5 million euros to 1.5 million euros as result of favorable positions in trading derivatives.

Other net operating income dropped by 3.5 million euros as a result of direct loan write-offs which are reported as decrease in operating income.

The operating costs declined by 0.4 % to 41.4 million euros via cost optimizations. Additional savings were achieved in the investment area of property and equipment, which is directly affecting lower depreciation in the amount of 0.7 million euros. On the other side, payroll expenses rose by 1.2 million euros which can be contributed to the increased number of employees, which had only a partial effect in the previous year.

The impairments of assets and provisions for guarantees and commitments rose year-on-year by 52.4 % and amounted to 35.6 million euros. The increase of 12.2 million euros is mainly driven by permanent impairment of equity investments which are to be seen as one-off effect which is not expected to have influence in the next year. Excluding this one-off effect of 9.4 million euros, impairments and provisions for guarantees and risk charges would increase by 12.2 % or 2.9 million euros compared to the previous year. Due to the above mentioned factors, profit before tax amounted to 0.3 million euros and represents a drop of 17.7 million euros compared to the previous year.

The income tax amounted to 0.8 million euros, which reflected the low profit base, positive deferred tax and tax reimbursements for the previous periods.

Consequently, in 2012 the Bank generated a profit after tax of 1.1 million euros for the full year. According to the data from the report by the Bank of Slovenia of February 2013, the banking sector recorded a combined loss of 664 million euros in 2012.

The Bank's total comprehensive income – which in addition to the profit after taxes also comprises adjustments due to revaluation – amounted to 10.8 million euros and year-on-year improved by 16.9 million euros. The improvement is driven mainly by the increased fair value of government bonds which are classified in the available-for-sale portfolio.

Statement of Financial Position for 2012

At the end of 2012, the Bank's assets totaled 2.8 billion euros, which represents a decrease of 4.4 % as compared to the end of 2011.

In 2012, the loans to clients fell by 3.7 % to total 2.3 billion euros. This development has been mainly driven by early repayments in the last quarter.

The available-for-sale financial assets increased by 6.4 %, mainly due to increase of bond volumes held for liquidity purposes.

Due to high costs of liquidity, the Bank is seizing all market available options in order to manage liquidity optimally and profitably.

Deposits from customers grew by 278 million euros (29.3 %) at the end of 2012 reaching 1.2 billion euros. Consequently, the Bank's loan-to-deposit ratio improved to 1.85 from 2.48 at the end of 2011.

As at the end of 2012, shareholder's equity amounted to 252 million euros, which represents year-on-year growth of 4.5 % despite recording a profit after taxes of 1.1 million euros. The increase of equity is mainly driven by positive comprehensive income.

The capital structure improved and the capital adequacy ratio increased to 13.5 % at the end of 2012 from 11.0 % in the previous year supporting creation of new business on the loan side and covering potential deterioration of the clients' rating.

The Bank's branch network currently consists of 29 branches. The Bank has opened one additional branch in the beginning of 2012.

Bank's Segment Performance Review

Retail and Small Business Banking

GENERAL OVERVIEW

In the field of retail and small business banking, 2012 was a year of challenges due to the macroeconomic instability of the banking sector. One of the main challenges we faced was ensuring the successful operation of the eight new branches that we had opened in 2011. In January, the Bank opened the last in the series of 29 branches and thus completed its business network expansion project. The latest branch opened in Šenčur, where, for the first time, we established a unit that is focused on client acquisition in the corporate banking segment. In addition to services for small and medium-sized businesses, our clients will have access to the services of UniCredit Leasing d.o.o.

As in previous years, the Bank has made significant progress in the field of retail and small business banking in terms of development and new client acquisition. The most active growth was registered in the small business clients segment, where the number of customers increased by 38 %, compared to 2011. In the retail banking segment, the Bank increased its existing client base from the previous year by 10 %.

The results of our clients' satisfaction survey showed that we were able to maintain an extremely high level and quality of service, and further increase the gap already existing between us and the competition in the previous years. We believe that the results of the survey are proof that we are on the right track with our approach, which, in addition to a good range of services and products, is mainly based on a partnership with the client. In order to maintain and, in some areas, improve the satisfaction of our clients, we prepared and formally put down on paper a list of client services standards at the end of the year. For the first time, we issued the standards to all our employees in the sales network in the form of a handy brochure.

In the area of employee education and training, 2012 marked the launch of our Retail Banking School, which is intended for all our business network employees and is comprised of nine modules that represent ascending levels.

Our greatest successes in 2012 were undoubtedly achieved in the growth in deposits, where we recorded a 27.6 percent growth in volume, compared to the previous year, which propelled us to the top position in the market in terms of growth in deposits.

SEGMENTS AND PRODUCTS

Retail Banking

In the retail banking segment, the Bank significantly improved its market share in deposits and the ratio between loans and deposits in 2012, with a wide and competitive offer in the segment of deposits. Clients most often opted for our flexi deposit, with

automatic extension to 3, 6 or 12 months and a final maturity of 3 years, as it offers favorable interest rates and access to funds at no cost before each automatic extension.

To clients looking for an affordable and safe long-term investment for their surplus funds, the Bank, in cooperation with its insurance company partner Ergo življenska zavarovalnica d.d., offered life insurance called My Guarantor III with a guaranteed 48-percent return on investment. To regular monthly savers, we offered three different investment baskets (Conservative, Balanced and Dynamic), according to their needs and inclination towards risk, in cooperation with Pioneer Asset Management S.A.

In the field of consumer loans, the Bank introduced a novelty in the Slovenian market at the end of the year – the loyalty loan, in which the Bank rewards a client who regularly pays all loan installments by lowering the interest rate up to 4 times a year. In 2012, the Bank also renewed its car loan offer, by adding the option of car insurance, in collaboration with the insurance company Generali d.d.

In the field of housing loans, the Bank expanded its range with a fixed interest rate housing loan with a repayment period of up to 20 years, since in low reference interest rate conditions, more and more customers opt for fixed monthly installments for the entire loan repayment period.

In 2012, the Bank continued to record a high growth of credit card sales, where the Visa card ranks highest in popularity, as it brings several benefits to its holder; thanks to the insurance included.

In 2012, the Bank paid special attention to multichannel management. Our clients who use online banking were given the option to receive and pay e-invoices and we also implemented a series of measures aimed at improving user experience. The number of clients who use online banking and our mobile bank is rapidly increasing and clients are particularly enthusiastic about Mobile bank Go!, which allows them to access basic banking services in a very simple and user-friendly way, anytime and anywhere. The Bank has also made it possible for clients and customers of other banks to execute automatic payments of UPN orders at some of its ATMs for a favorable fee.

Small Businesses

In the segment of small companies, where in 2012 the Bank recorded an above-average growth in the number of new clients, we have paid particular attention to the renewal of our banking packages and developed an attractive and competitive offer of Entrepreneur (Podjetnik) packages, combining services that are most commonly used by entrepreneurs and small businesses. Our main concern during the renewal of the packages was to ensure simplicity and transparency. We have also added numerous benefits from our partner companies to the packages that are

particularly relevant for entrepreneurs who are at the beginning of their entrepreneurial path.

Strategic Partnerships

In mid-2012, the Bank entered into a partnership with the Medical Chamber of Slovenia, under which its members can take advantage of products and services that are tailor-made for them. The banking packages Elite Doctor (Elitni zdravnik) and Platinum for doctors with a private practice, as well as the VISA - ZKS credit and payment card, deserve a special mention. In addition to that, we developed a medical loan for the members of the Medical Chamber of Slovenia, which is designed for covering medical costs and costs of medical treatment provided by private physicians and dentists, members of the Medical Chamber of Slovenia.

Private Banking

Private banking represents the highest segment of clients (private individuals) who have at least 400,000 euros of financial assets in bank deposits and investment products or services.

The guiding principle in private banking is finding the optimal distribution of the total assets by investment grades for each client, based on the client's financial goals and expectations. In determining the most adequate asset distribution and the appropriate reaction to changing conditions in the financial markets, the Bank enjoys a high level of support and a competitive advantage in the GIS – Global Investment Strategy of the UniCredit group. The GIS determines the most suitable distribution by different investment grades for each customer profile at any given moment (shares, bonds and deposits, alternative investments). Based on this strategy, more than 150 billion euros of assets are being managed within the UniCredit group.

In 2012, the Bank increased the total volume of client assets in the private banking segment by 34 percent, while the number of clients rose by 16 percent. The asset structure is as follows: 38 percent in investments (through our Asset Management or Brokerage services), and 62 percent in deposits.

The continuous improvement of customer satisfaction over the last three years is also an important achievement. In 2012 alone, the Bank achieved an increase from 77 points to 85 points in the TRI*M index and from 70 to 85 points in the CAI (Customer Advisory Index) in the private banking sector. This is a remarkable result in the field of private banking, as 70 points or more represents excellence.

Financial Markets Overview

The year 2012 started off with a growth, and by the middle of the year it started to become evident that we might see a repeat of the problems from the year before. However, at the end of the year virtually all investment grades recorded relatively high growth rates. Despite the stock market growth rates, it was a very challenging year, especially for European economies. In addition, the year was

also marked by austerity measures being implemented in some countries, where the market rewarded the most diligent among them.

Stock prices thus ended the year mostly on a positive note. Among the European markets in the Eurozone, shares gained on average more than 13 percent in value. The German stock market was among the fastest growing markets in Europe, where stock prices rose on average by about 29 percent. Thanks to a new aid package and to new austerity measures, stock prices in Greece also showed a strong, 30 percent growth. As for other markets, U.S. stocks gained more than 11 percent in value (in euros), while stock prices in emerging markets increased by 13 percent. Japanese stocks rose by more than seven percent in their value (in euros), primarily due to the positive end of the year. Stock prices at the Ljubljana Stock Exchange experienced a similar growth percentage, as measured by the SBI TOP index.

The year 2012 was also a good year for bonds. The value of the European government bonds basket, as measured by the index IBOXX Sovereign Eurozone, increased by more than 10 percent. Corporate bonds with the best credit ratings on both sides of the Atlantic rose by a similar percentage. High-yield bonds, mostly issued by the most heavily indebted, performed even better.

FUTURE FORECAST

In 2013, we will strive to maintain the Bank's reputation as a trustworthy bank, dedicated to helping people and small businesses in achieving their goals and fulfilling their needs with its local presence. Our ambitious goals will be achieved by continuing to acquire new clients.

We will continue to ensure that our existing and new clients receive high quality services, which will be achieved through continuous improvement of our offers and by conducting our operations in accordance with the established standards in customer relationships.

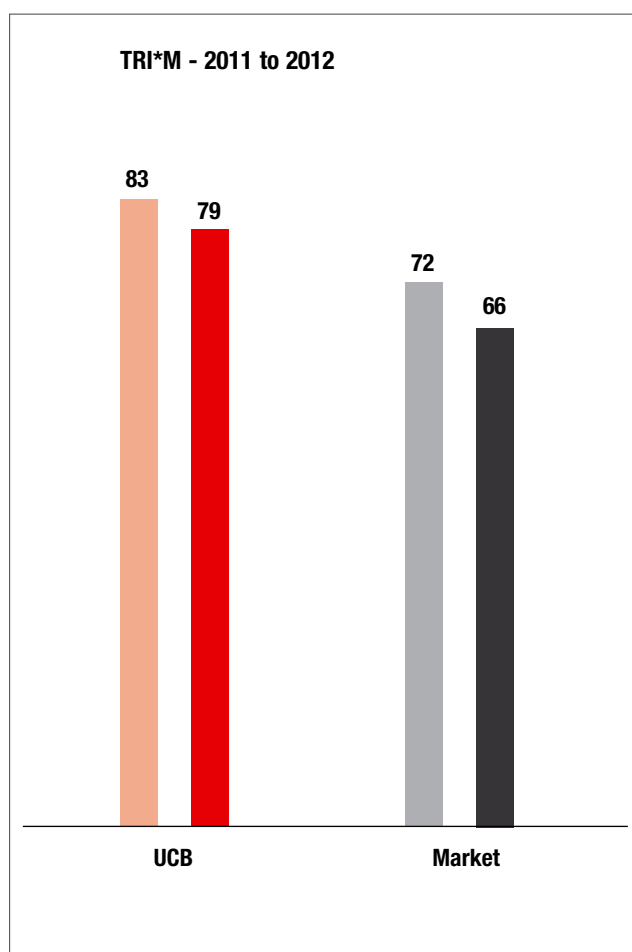
Corporate and Investment Banking

GENERAL OVERVIEW

In 2012, the economic environment had not yet stabilized. Furthermore, the Slovenian economy seemed to have shrunk again. Slovenia's credit rating was downgraded twice and the volume of loans issued by the banking sector to the non-banking sector also continued to shrink. This was also reflected in the results of the Slovenian banking system, which, for the third consecutive year, operated at a loss that almost twice exceeded the loss created in 2011.

Bank's Segment Performance Review

Regardless of the continuing difficult circumstances, UniCredit Banka Slovenija d.d. was once again able to operate successfully in the area of Corporate and Investment Banking in 2012. The most important aspect of success is customer satisfaction, which the Bank assessed again in 2012 by conducting a customer satisfaction survey. We are particularly pleased with its results, which once again showed that our customers are much more satisfied with our services and with our approach than with the services provided by other banks in our market. The survey results confirm that our approach to banking, which is based on customer orientation, partnership and trust, is the right approach.



Customer satisfaction can be achieved by providing the right services, but only with a lot of support from content, motivated and knowledgeable team. That is why we continued to organize internal events in 2012, with the goal of keeping our employees informed on recent developments in the Bank's strategy, as well as that of Corporate and Investment Banking. We also continued with the internal academy of Corporate and Investment Banking, which helps us ensure the transfer of different knowledge and best practices between employees. We intend to promote better communication

and development of ideas in 2013. For this purpose, we will be introducing a new tool for collecting ideas from our employees at the beginning of the year. This way, we will enable even more good ideas to be heard and even more useful products to be developed for the customers. We believe that these types of investments in employee development are also reflected in higher customer satisfaction.

Customer orientation and satisfied employees are our main objectives, which we continued to strive toward in 2012. At the same time, they form the basis for good business results, which were achieved once again by the Corporate and Investment Banking area. This is validated by the 57.5 million in revenue generated this year and, most importantly, by a 9-percent growth in the average volume of loans and as much as 35 percent in the average volume of deposits from our customers, compared to 2011; and consequently a substantial improvement in the ratio between loans and deposits in our division. We are pleased to have been able to work with clients that have solid projects, despite the difficult economic conditions and to retain the amount of financing at 1.5 billion euros, while the credit crunch in Slovenia continued. We are particularly proud of the 567 million euros in deposits collected from customers in the Corporate and Investment Banking area. We believe that the continued high growth of deposits is a confirmation of the partnership we have with our clients and, at the same time, an important sign of the trust that our clients have in UniCredit Banka Slovenija d.d.

SEGMENTS AND PRODUCTS

The Corporate and Investment Banking division is composed of three fields of the Bank's banking services, designed to care for our corporate clients' needs. Within the Corporate Sales and Relationship Management unit, the Bank offers financing and other classic banking products to companies. The Global Transaction Banking unit provides services related to cash management and import/export financing, as well as custody services. Within the Products and Markets unit, the Bank offers services to financial institutions, as well as brokerage and treasury products, trades for its own account, and offers corporate finance services and project funding.

Corporate Sales and Relationship Management

As for the area of corporate financing, in 2012 the volume of loans to companies in Slovenia continued to decrease. The economy has not yet completed the process of finance restructuring, which is even more important at a time when economic activity is weakened, but at the same time represents an even bigger challenge. At UniCredit Banka Slovenija d.d., we believe that consistent adherence to high credit standards, regarding company credit ratings, the quality of collateral offered and, above all, sufficient cash flows for repayment of obligations without interfering with the companies' ongoing operations, not only ensures the sustainable operations of

the Bank, but also, and above all, the sustainable development and operations of the companies seeking funding.

With these two goals in mind, we carefully selected projects that are eligible for financing over the past year. We are particularly pleased about the fact that we were able to further increase our volume of loans in the area of Corporate and Investment Banking, while following our high credit standards. The volume of these loans increased by an average of 9% in 2012, which we consider a special success, since this was a year marked by a 10-percent decrease in the volume of loans to non-financial companies in Slovenia. This was to show once again that we are committed to finding the right projects that are worth financing and to reaffirm that we strive to be a good partner to our best clients.

Financing was also important for UniCredit Banka Slovenija d.d. in terms of Corporate and Investment Banking results. Revenues generated from financing our clients represented about half of the area's total revenue in 2012.

Global Transaction Banking

At UniCredit Banka Slovenija d.d., we strive to constantly increase customer satisfaction, which is why the development, implementation and upgrade of products and solutions to facilitate the business operations of our clients is crucial. An important role in this is held by Global Transaction Banking, which, at its core, combines product specialists in Cash Management, Trade and Export Financing, and Documentary Operations, as well as Custody Services.

In 2012, we launched the Modul business package, which enables us to combine services in a way that is tailored to each customer's needs. In addition, we successfully continued with the introduction of SEPA products and with the upgrade of POS terminal services. The goal of such activities is to ensure that our customers can access all banking services in one place.

In the area of custody services, UniCredit Banka Slovenija d.d. continued, in 2012, on its successful path, and the average volume of assets under custody increased by 57%. Once again, we proved that our customers value our custody services for their quality, which put us in a leading position among banks in Slovenia in the area of custody services for foreign investors. The average volume of client assets under custody reached 5.2 billion euros by the end of 2012.

UniCredit Banka Slovenija d.d. generated revenues in the amount of 15.7 million euros from all the services in the Global Transaction Banking area, which is the same as the year before, proving our focus on developing innovative solutions in order to meet the needs of our clients.

Products and Financial Markets

In the area of Products and Financial Markets, 2012 was a successful year for UniCredit Banka Slovenija d.d., despite continuing volatile conditions on the financial markets. With successful operations and portfolio management, adapted to market conditions, the Bank once again improved its results. We increased our revenue from services provided within this area, as well as our trading result. In total, the Bank generated revenues in the amount of 6.5 million euros in the Products and Financial Markets area in 2012, to which the successful management of the Bank's bond portfolio contributed significantly.

FUTURE FORECAST

The year 2012 did not diminish uncertainty about the global economy to the extent desired. It seems that the year 2013 will also continue to be marked by a number of economic and political uncertainties and thereby contribute to further instability. Furthermore, not even 2014 is likely to bring the long-awaited economic recovery.

The Strategy of Corporate and Investment Banking of UniCredit Banka Slovenija d.d. will remain adapted to the adverse market conditions. We will continue to focus on fostering excellent relationships with our clients, promoting good projects, employee care and sustainable growth. The key pillars of the strategy are solid and will remain as follows:

- Keeping clients in the center of our efforts and attention;
- Maintaining and further increasing customer satisfaction compared to other banks;
- Targeted acquisition of new clients;
- Growth of business profitability;
- Healthy and sustainable growth of revenues and total assets;
- Developing new products and services, and upgrading existing products and services tailored to the clients' needs;
- Developing the knowledge of our team, the transfer of best practices within the Bank and the Group and increasing employee satisfaction;
- Improving operational efficiency;
- Consistently meeting the regulatory requirements.

Bank Operations and Services

The year 2012 was marked by the automatization and optimization of processes with the goal of increasing customer satisfaction and achieving higher cost efficiency, while reducing operational risks arising from the system controls implemented.

We executed the centralization of certain tasks in the areas of customer accounts' management and executions and successfully completed a number of minor process optimizations, thus achieving synergies. At the same time, we

Bank's Segment Performance Review

were able to improve response times and increase the quality of our services.

With additional employee training and with the introduction of a new application for managing customer complaints, we have speeded up the process of resolving the complaints.

By upgrading our control systems and electronic documents support process, we ensured a high standard in the area of compliance with legislation requirements on the prevention of money laundering and terrorist financing. In the area of processing executions, the Bank also invested in the digitization of the archive, thereby reducing the operating costs associated with paper records.

We completed the development of system support for the transmission of data requested by the social work centers within the framework of the E-sociala project and developed a system for the processing of the new payment instrument – enforcement draft (»izvršnica«).

In the area of support for our credit operations, in addition to several minor improvements, we greatly optimized the process of managing retail loans and unified our accounting documentation electronic archiving system with our contractual documentation archiving system.

In the area of treasury and brokerage, several system and process controls were developed for increased efficiency and quality. In 2012, we implemented system support for preparing contracts related to treasury products and money market products and system support for automated book-keeping for money market treasury operations.

Payment transactions were again marked by legislative changes in 2012. Thus, in the context of the introduction of the Single Euro Payments Area (SEPA), we carried out the migration of direct debits into the SEPA direct debits.

In the area of electronic banking, we increased data control, reduced the risk of processing errors and lowered costs, while maintaining a high level of customer satisfaction, through the renovation, automatization and optimization of processes. We continued with the adaptation of our electronic bank for legal persons to the SEPA requirements by executing a migration of the SEPA direct debits.

In the area of acquiring POS terminals, in addition to the basic card products, we successfully completed the implementation of all third-party card products (Diners, American Express, Karanta). Through extensive automatization of POS processing, we succeeded in shortening the processing time for requests within the Bank, while simultaneously implementing new products.

In the area of credit card operations support, we were able to significantly reduce the time required by our consultants for processing requests, establish controls to prevent processing errors and enhance integration between card systems and electronic banking systems, which has made it easier for our customers to use our services, as they can now make several changes in one place – their Online b@nka.

Information System Security

The year 2012 was diverse and full of challenges also as far as the field of security is concerned. Once more it was proven how important it is to have a good, reliable and flexible security system in place.

Adequate level of protection is ensured by individual measures in the fields such as information and communication technology (ICT), physical and technical security, fraud prevention and business continuity, as well as constant adaptation of these fields to current threat trends.

In this regard, we should highlight the activities and measures which the Bank started to implement in order to meet the requirements of the PCI DSS (Payment Card Industry Data Security Standard) regulation, which governs the area of security pertaining to card products.

In 2012, the Bank was intensely engaged in the modernization and upgrading of the ICT infrastructure, which ensures better performance of the ICT system and the increase of security as well as allows better audit trail.

Activities concerning the consolidation of services in the field of technical security services and creation of cost-saving effects while maintaining the same level of security also took place.

In 2012, we also continued to train our employees in the field of security. Particular emphasis was placed on security-oriented training of employees in our sales network whose working environment is becoming more and more challenging and stressful due to modified economic conditions.

There is no such thing as absolute security; the field of security is thus an ongoing process which the Bank will be committed to upgrade on regular basis also in the future.

Managing Business Risks

Risk Management

Risk management culture is one of the key building blocks of UniCredit Banka Slovenija d.d. operations. We believe that ambitious goals with regard to indicators of profitability, reputation, quality and, ultimately, the culture of risk management, are closely intertwined with each other. In order to achieve its high ambitions in a sustainable manner, the Bank has focused its work on all the areas mentioned. In this context, having an appropriate risk management culture is not merely one of the objectives, but a key prerequisite for achieving the Bank's objectives in all areas. From this perspective, risk management is relevant to the Bank as a whole and to all its employees in all areas.

From a professional-managerial perspective, the Risk Management division plays a central role in risk management within the Bank. The risks to which the Bank pays special attention are, among others, credit risk, market risk, liquidity risk, operational risk, strategic risk, reputational risk and business risk. A detailed description of risk management from the organizational and procedural point of view and in terms of the most important indicators of risk management can be found in the Overall Risk Management chapter.

The environment in which UniCredit Banka Slovenija d.d. conducted its operations in 2012 was, as expected, even more challenging than ever before. Due to over-indebtedness of the economy and, at the same time, the weakening of economic activity, the banking system saw a continued growth of bad investments, while opportunities for revenue growth were limited. The pressure from liquidity fluctuations across Europe continued and foreign investors were less interested in the refinancing of the Slovenian banking space, which led to increased competition among banks to obtain deposits from the retail and corporate clients. Along with the lowering of the European reference interest rates, the interest gap between the assets and liabilities of banks' balance sheets began to close.

In such an environment, UniCredit Banka Slovenija d.d. formed 35.5 million euros worth of impairments and provisions for credit risk in 2012, which is a 51.7 % increase, compared to 2011 and 9.0 % above the plan for 2012. The increase is a consequence of the general deterioration of the economic environment.

Regardless of the difficult economic conditions, the positive effects of the preventive and corrective measures that we had started to implement back in 2008 and 2009 have started to show and they still continue to. The Bank thus continued to strengthen and increase the powers of the organizational units responsible for early detection of warning signals and of those that are responsible for restructuring and recovery, which are separate from the Bank's commercial activities. The Internal Rating Based approach (hereinafter referred to as the IRB) for the calculation of credit risk capital requirements

regarding the occurrence of a payment default event, enables the Bank to identify a potential deterioration in the portfolio and respond to it more quickly. The classification of credit assets used by the Bank is more conservative and therefore stricter than regulatory requirements, which provides additional security in the Bank's operations. In 2011 and 2012, the Bank improved the process of monitoring and recognition of collateral in the assessment of capital needs. All of these measures have contributed to the Bank's safety indicators at the end of 2012 being better than in the past, despite the difficult economic conditions. Thus, the Tier 1 capital adequacy ratio at the end of 2012 was 13.5 %, while the capital adequacy ratio was 13.1 %, which represents 1.5 times the regulatory capital requirements under the first pillar and 1.3 times the regulatory capital requirement under the second pillar. This means that the Bank is prepared for the possibility of further growth and for possible further shocks in the market.

In 2012, the Bank paid special attention to the provision of greater liquidity independence. Consequently, important liquidity indicators also show improvement. Thus, the ratio between loans and deposits from customers that are not banks amounted to 1.85 as of 31 December 2012, compared to the 2.64 ratio as of 31 December 2011. The structural liquidity ratio over one year was 1.03 at the end of 2012.

The current situation of the economic environment and short-term forecasts in particular are still subject to significant uncertainties. The year 2012 was a challenging year and 2013 will not be any easier.

Therefore, the Bank will continue to focus on the appropriate restructuring of problematic exposure areas and on the management of risk-weighted assets, while also continuing to improve its credit processes, as well as monitoring the activities of the credit portfolio. In the area of market and operational risk, the Bank will continue to focus on maintaining a high level of risk monitoring in accordance with applicable laws and regulations, as well as with developments within the UniCredit group.

The risk-taking strategy in 2013 will be based on carefully increasing exposure in order to generate sufficient revenue to maintain and enhance the Bank's ability to cover expected and unexpected losses.

Corporate Sustainability

UniCredit Banka Slovenija d.d. as a part of the UniCredit group strives to be proactive in the area of corporate sustainability also and especially in the period of unstable market conditions. Now is the right time to establish and additionally build on the trust and proof that the Bank can stand by its clients also in more difficult times. Our advantage is our commitment to seeking the best solutions for all our stakeholders. Fairness, transparency, respect, reciprocity and freedom to act are the values we follow especially thoroughly in our daily socially responsible work.

It is essential for the Bank to create trust among the public (both locally as well as within the Group), strengthen it with its actions, and communicate it in a proper manner. It is even more important to do this in times of extremely volatile market conditions, when business partners seek the safest and most stable solutions and partners.

We are building a positive climate within the Company, as we wish to provide our top-notch co-workers with enough challenges and comfortable working environment. We constantly upgrade our operations in line with the values from the Integrity Charter, which is common to all members of the Group.

Relations with Employees

At UniCredit Banka Slovenija d.d. we are aware that our employees are the source of power, energy, and knowledge that contribute to achieving the Bank's long-term goals and satisfaction of customers and peers. Therefore, we pay careful attention to their personal development.

COMMUNICATION WITH EMPLOYEES

Our colleagues reflect the Bank's operations and are the key factor in building respect in the eyes of other stakeholders. With activities that we performed in 2012 we wanted to show colleagues that their contribution matters, is welcome, and appreciated.

We also compare our activities in the field of care for employees with other companies. The "Top 10 employers" award which we received in 2012 for the second consecutive year is a result of investments into employees' know-how, while the "Reputable employer" award reflects the management of the search and selection process of candidates on the market.

We used internal communication to emphasize the connection of sales and non-sales points and joint commitment to reaching the same goal – realization of the Bank's goals. With active communication and realization of the projects, such as the UniCredit Day (in the past under the name The Integrity Charter Day), the UniQuest perspective employees educational program, the program for identification and development of the Bank's key employees

(EDP – Executive Development Plan) for leaders and the TRM program (Talent Management Review) for talents with leadership potential, informing about opportunities of education and employment within the Bank or the Group, and other projects (of which quite a few took place in all the countries where the Group is present), we made connections also with the UniCredit group.

We kept our employees informed about current topics also in 2012 by using channels such as letters from the Management Board, personal letters, e-mails, the Bank's intranet page, and personally through meetings of employees with different levels of the Bank's management. In the fall, in three cities meetings of employees with the Management Board and the Bank's key leaders took place, with the aim was to present business results, environment, trends and important guidelines for the future. The representatives of the Bank's highest management were always available for additional questions, opinions and comments from the employees who attended those meetings. Approximately half of our employees attended the afternoon meetings on a voluntary basis and the survey among them indicated that such meetings were well accepted. Last year again, in the sports-charity atmosphere, in which we spent summer informal meeting of the colleagues of the Bank, UniCredit Leasing and UniCredit CAIB Slovenija d.d. – all three members of the Group in Slovenia – approximately 200 bankers set out to Rakitna to renovate children's holiday resort.

Federicco Ghizzoni, the Chief Executive Officer of the Group, addressed all the colleagues via video link at each presentation of the business results (quarterly) and at more important topics, while the employees were able to send additional questions or proposals at each occasion. On the Onegate portal – the Group's intranet – employees from all 22 countries were able to access news and other information related to operations of the holding company and the member banks at any time. We were actively involved in the preparation of the "CEE Newsletter" publication, which is published monthly in all the countries in Central and Eastern Europe where our members are present and contains among other topics also interviews with colleagues and examples of best business practices.

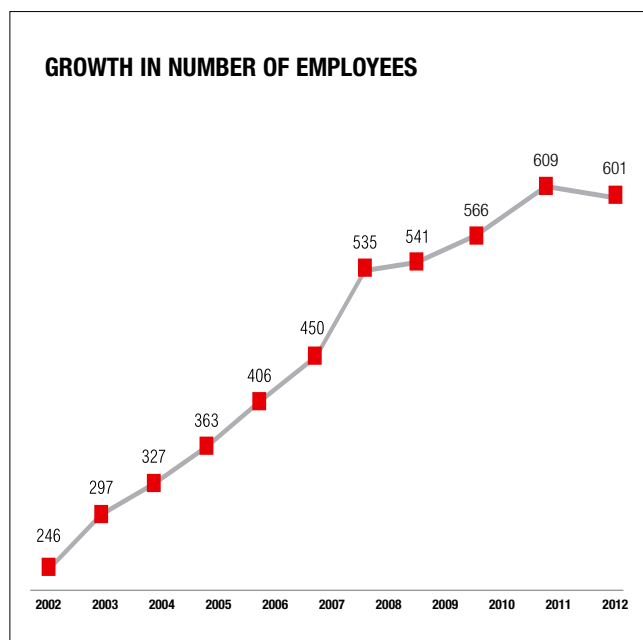
We continued publishing quarterly internal news on recent events in the Banks entitled KomUNIUKacije as well as monthly news in the field of HR programs and projects for all the employees and quarterly special issue for leaders. We started issuing regular special banking news for different categories of employees, who are absent for a longer period of time for different reasons: "News for new parents" are intended for female and male employees on maternity leave, "Bank's news" for employees who have been absent for a longer period of time due to health issues, while "Expat news" are intended for those who continue their career on an assignment abroad in the form of secondment. In this way, we aim to keep in touch with employees, to share with them useful information and current events in the Bank and to enable them easier reintegration

into the working environment. In order for our new colleagues to become a part of our environment as easy and as quickly as possible, we also prepared a manual for newly employed entitled UniCredit Bank's Survival Kit" which contains the key information about the Bank. Since we are a part of the international network and some new employees are seconded to our Bank from other members of the UniCredit group, we prepared a similar manual to welcome them in English (UniCredit Bank »Expat Survival Kit«), in order to make their transition as smooth as possible and to familiarize them with the new working environment, culture and habits.

GROWTH IN THE NUMBER OF EMPLOYEES AND HIRING

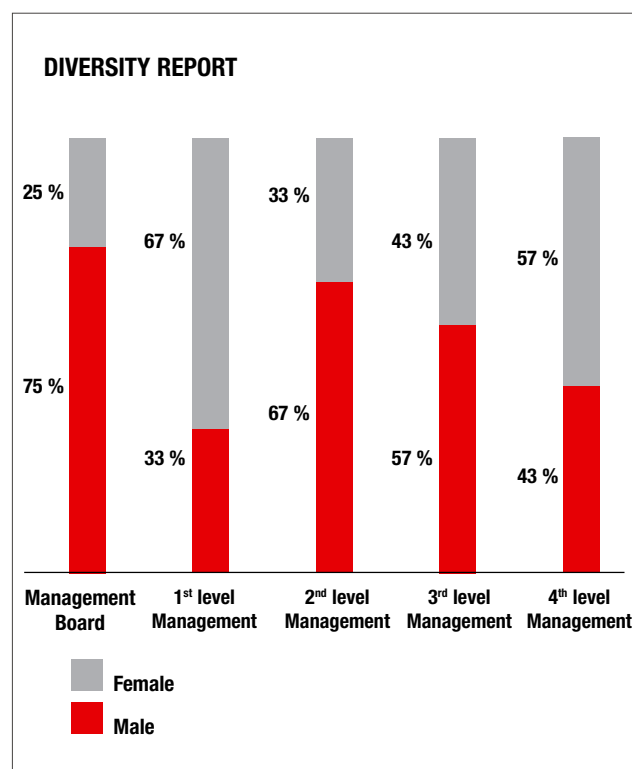
One of the key principles which drive our attitude in the area of hiring is providing equal employment opportunities to all applicants for employment, regardless of gender or other personal circumstance.

In the last five years (from 2007 to 2012), the number of employees at UniCredit Banka Slovenija d.d. has increased by almost 150 employees or 33 %. In 2012, we recorded a 1.3-percent drop in the number of employees, which is primarily a result of rationalization of operations. On a monthly basis, we have additionally engaged 46 students on average.



The average age of the Bank's employees is currently 38 years, meaning that the average age of the population increased by 3 % compared to 2011. 63 % of the staff employed by the Bank are women while 37 % are men – the gender ratio has changed for 1 percent in favour of women. We take care of diversity among our employees, which is also reflected in the mixed employee structure (namely, seven employees or 1.1 % are expatriates, which is a result

of the employee development programs within the Group) and the structure of managers by gender, as there are 51.4 % women and 48.6 % men at all levels of the management structure. The gender ratio at management level remains at the last year's level.



In 2012, nine employees decided to accept temporary posts abroad in order to acquire new knowledge and experience (eight employees in Austria and one employee in Serbia). In total, 96.4 % of employees are employed on the basis of a collective agreement and the others on the basis of individual agreements.

In 2012, 39 new employees joined our ranks in total, while 46 left the Bank (of which two retirements and one death). We have concluded 22 contracts for fixed-term employment, 7 traineeship contracts, and the remaining employment contracts were concluded for an indefinite period. On average, the Bank had monthly 71 fixed-term employees and 3 trainee employees, which is a total of 12 % of fixed-term employees over the year. The percentage of fixed-term employees has decreased by 1 percentage points as compared to the end of 2011.

There were 135 employees employed with the Bank for more than 10 years, of which 37 for more than 20 years. In 2012, on average 28 women were on maternity leave throughout the year (4.6 % of the total employee population), and 45 children in total were born to our employees. 22 colleagues (namely, all those entitled to do it) took paternity leave. Pursuant to the Parental Protection and

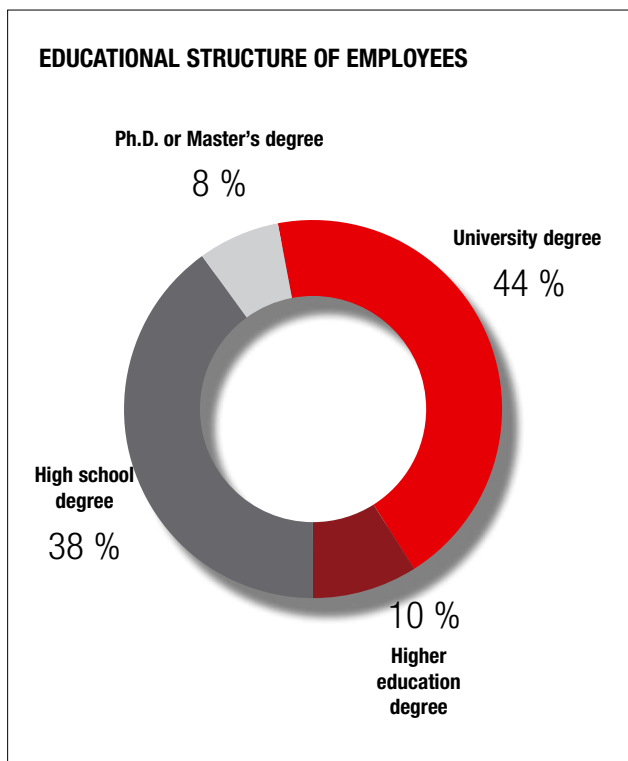
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Family Benefits Act (Official Gazette of the Republic of Slovenia, no. 110/2006), 26 employees work part-time, with four employees working a 4-hour work day being paid 55 % of a full salary as a form of incentive to help employees reconcile family and work obligations.

The fluctuation rate in 2012 amounted to 6.9 % and was by 1.4 percentage points higher than in 2011.

EDUCATIONAL STRUCTURE

The Bank and its employees pay particular attention to knowledge and education, as evidenced by available data showing that 8.2 % of our employees hold a Master's degree (an increase of 1.5 percentage point over 2011); 54 % of employees hold higher or university education degrees (up 2 percentage point); while 37.8 % of employees have high school diplomas (a 2.5 percentage points decrease over 2011). A trend of an improving education structure is seen, as the level of higher or university education degrees increased.

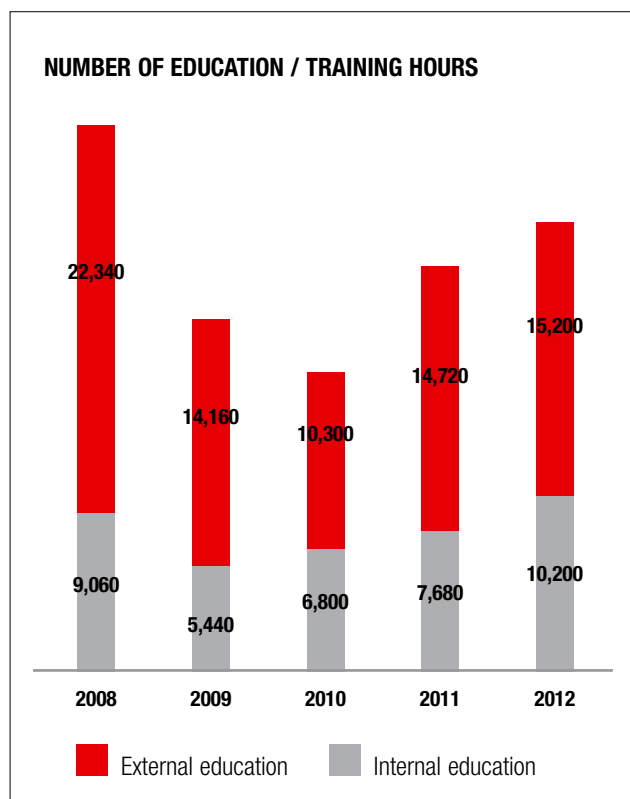


TRAINING AND EDUCATION

In 2012, the Bank allocated 0.3 % of total revenue toward employee training, meaning that the amount spent for educational purposes decreased by 2.9 %. This is a result of lower level of hiring as compared to the preceding year, when we opened nine new branches and we consequently had to train also the new employees. At the same time, in 2012 we introduced to a significantly higher

level a modern and cost-effective educational method – web learning.

In 2012, we conducted a total of 25.400 hours of educational and training activities (13.4 % more than in 2011). The average stood at 45 teaching hours per employee (11 % more compared to 2011) with an average cost of education and training per employee amounting to over 409 euros. The topics covered by training and educational activities included banking specific topics, as well as communication techniques, management skills, and improving language skills. In 2012, we conducted seven workshops on stress management and prevention of burnout in the workplace which were attended by 22 % of all employees. All employees were included into web seminars in the field of compliance of operations and management of work efficiency, while new employees were also included into the seminar on the IT system security.



The share of internal trainings amounted to over 40 % (in total of all trainings 18 % more than in 2011) and comprised the following topics: products and processes (a total of approximately 46 % of all internal trainings), compliance of operations (a total of 36 % of all internal trainings), the introductory seminar for new employees, entitled »Welcome Amongst the Best« (a total of 8 % of all internal trainings), trainings for leaders (a total of 6% of all internal trainings), introduction and implementation of the new performance management system (a total of 2 % of all internal training) and a

classic format of workshop on the prevention of money laundering and financing terrorism (a total of 2 % of all internal trainings)

The introductory seminar “Welcome Amongst the Best”, the purpose of which is faster and easier inclusion of the new employees as well as their acquaintance with the vision and strategy of the main organizational units and their roles in the Bank, has been conducted in the Bank since 2004. The seminar has been conducted 36 times since its launch; 43 employees attended in three repeats in 2012. 3 % of all training hours were dedicated to this seminar.

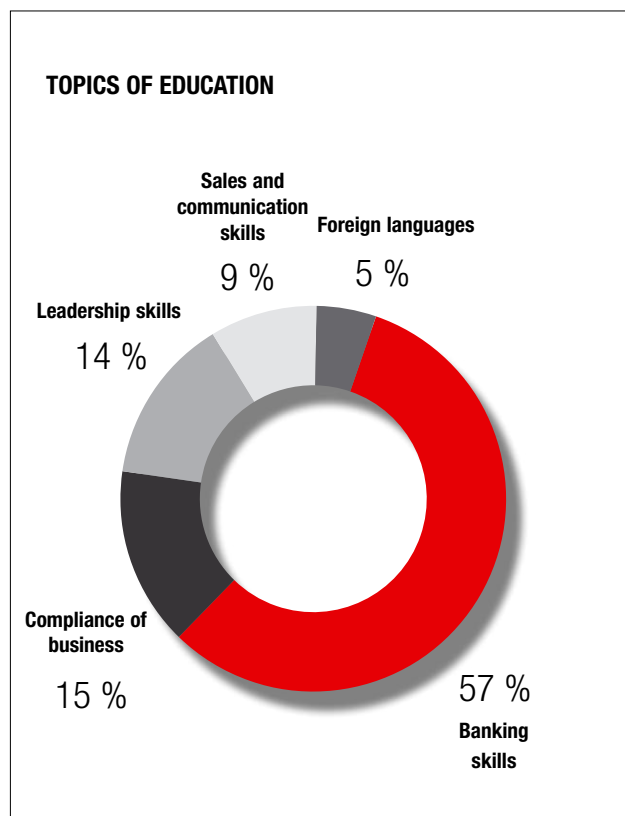
In 2012, we continued to implement the Talent Management Program. Within its framework, young perspective employees worked on two current projects: »Ambassadors of Performance Management« and »Retail Fee Business«. Within the context of the Talent Development Program, a 2-day workshop was organized intended to training of mutual communication and motivation. Once again, we were visited by the Group trainer, Kerr Wells, who performs management trainings for banks within the Group and who has prepared a 3-day workshop entitled »Giving and Receiving Feedback« for our talents and the trainings entitled »Negotiation Skills« and »Presentation Skills« for the management and experts. Advisors and analysts in the field of corporate banking participated in an interesting business simulation game »Decision Base« and a 4-day workshop entitled »Risk Assessment with Focus on Economic Development«, which represents the foundation for the work of our employees whose task is to assess risks in corporate operations.

In the area of licenses, last year 16 employees passed the exam of expert knowledge necessary for performing insurance mediation operations. As of the end of 2012, there were a total of 103 employees holding a license for the sale of investment funds, 77 employees had a license for insurance mediation, and 16 employees had a stock exchange license.

Within the total training and educational hours, we dedicated 57 % of them to banking expert skills, 15 % to training related to compliance of operations, 14 % to training for the use of leadership skills and abilities, 9 % covers additional trainings in the area of sales and communication skills and 5 % were dedicated to learning foreign languages.

EMPLOYEE DEVELOPMENT AND REMUNERATION

For the last few years, the Bank has been systematically taking care of the development of key employees through two development programs, which are carried out at the Group's level as well as at individual bank's level: the Executive Development Plan – EDP (development of leaders) and through the Talent Management Review program – TMR (development of talents).



In 2012, we identified 13 gifted employees – talents, which represents 2 % of the total population and trained them for leadership roles in the future throughout the year. The Talent Management Review program was completed by over 10 % of employees in four years in total, of which in that period 27 % were promoted vertically and 11 % changed a division. A total of 38 % of participants have experienced a career change upon entering the program.

An essential part of the Talent Management Review program also in 2012 was work on specific real projects, where utmost attention was paid to the fact that the talents were not familiar with the contents of the projects that they were participating in. In addition to working on the project, within the framework of the program with talents, we carried out the so called assessment centre (evaluation day) with the talents, came up with an individual development plan and organized two group workshops on leadership skills. The program for the development of key human resources (EDP) comprises 7 % of the employees, more precisely, the entire management structure, including the identified likely successors to the individual functions.

Within the Group there are many opportunities for additional training and education in international teams and in an international environment. The UniQuest program is primarily intended for talents

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and aiming at finding and developing young experts from across the Group. Each employee can submit the application for this program; however, the acceptance is based on meeting specific criteria and successfully passing the admission procedure and assessment. The selected candidates have the opportunity to work on real business projects of the Group for one year. Up until now, six employees from our Bank managed to qualify for the program, of which two employees selected in 2012 continue their educational journey also in 2013. The opportunity for development of perspective employees and experts is offered also by one of the most recent programs of the Group entitled "CEE has no boundaries." This is a project aimed at ensuring the international mobility of talents and at acquiring and sharing specific work experiences in the form of "on-the-job" learning and development. In 2012, various post-graduate and master's programs were conducted, which offered additional expertise in investment and corporate banking and retail banking, available also for external candidates.

The essence of all these programs is to ensure the continuous development of the employees, their skills and knowledge and to ensure the provision of new generations of capable leaders and experts who will provide long-term stability and growth for the Bank and the entire Group.

We systematically take care of employee development also with the help of the "Performance Management" system, which is IT supported with local application and is basically comprised of two parts – annual personal (development) interview whereby the leader and employee set goals once per year and evaluation interview which takes place twice a year (mid-year evaluation and joint full-year evaluation at year end), where the key element is to provide feed-back information on work success and in particular accurate and systematic directing and developing of employees in the right areas. The application enables better efficiency of implementation, all information in one place and better transparency.

The annual development interview represents a foundation for employee development and we consider it to be a competitive advantage, as assessment of quantitative and qualitative objectives as well as behaviour and skills is the foundation for such an interview. The result of performance management is better familiarity with the goals and strategy of the Bank and of the individual organizational units, exchange of opinions regarding success at work and therefore greater employee satisfaction.

The »Performance Management« system is also related to the compensation system, which is based on the remuneration policy, whose main characteristics are the following: employees with special nature of work are defined, the period of deferred payments for employees with special nature of work is defined, a unified performance monitoring system for all employees (both

in the sales and non-sales departments of the Bank), a unified frequency of monitoring results, the introduction of a common goal for each employee (Economic Value Added for the year 2012), a unified frequency and timeline for payments of the variable part of remuneration based on performance achieved for all employees.

In 2012, we focused intensively on communicating the importance, advantages and use of the "Performance Management" system. In order for employees to spend as little time as possible with the technique and significantly more with the content of interviews, for mid-year assessment we created and implemented the e-training related to the performance management as an additional help for leaders and employees. By doing so, we updated the steps required for implementation of evaluation and annual personal interviews.

In the framework of the TRM program, in 2012 one group of talents worked on the project Talents – The Ambassadors of the "Performance management" process and throughout the year dealt with the promotion of the process and sought methods for increased understanding, motivation and commitment of employees during implementation. Among other topics, within more general workshops about sharing good leadership practices and experience which we organized at the end of the year for leaders, we also presented key highlights and prior to the beginning of a new cycle invited the leaders to conduct the interviews in a high-quality manner.

We believe that with the "Performance Management" system we contribute to the sustainability of operations and to ensuring the achievement of positive results in the long run.

SURVEY ON EMPLOYEE SATISFACTION

Within the UniCredit group, we have been conducting a survey on employee satisfaction (People Survey) since 2006, which presents the key element of our model of managing employees and their skills and knowledge. We conduct the survey regularly, every two years, and in the mean time, once per year, we measure a »pulse« of employee satisfaction with short satisfaction surveys. Thus, year after year we measure the progress we have made in our efforts to maintain and increase business success and create a comfortable working environment, where employees can fully express their potential. On the other hand, feedback helps us to improve the quality of relations and the satisfaction of our employees and, as a consequence, of our clients.

At the end of 2012, a short employee satisfaction survey was conducted. At the Group level, we invited approximately 37,000 colleagues from across Europe to participate. The survey focused primarily on our commitment index with special attention paid to the areas which were defined by our colleagues as the most important ones in the preceding year. These are the areas which

are consequently included into our action plans for increasing satisfaction.

In 2012, based on the information gathered and an analysis of the key drivers of commitment to our Bank from the previous survey, we highlighted two main areas which we focused on in 2012 and we will keep focusing on them in 2013: performance management and leadership. The results of the survey on employee satisfaction were published on our intranet site and we discussed the specific reasons behind the results at our focus workshops, which were led by the Human Resources department. Within these workshops, we also collected suggestions as to what we all can do together to change a particular aspect of the Bank and how we feel as its employees. Much emphasis has been given to the fact that we all share the responsibility for our own well-being and thus also for the functioning of the entire Bank, so focused discussion between the Management (Management Board and heads of divisions) on the critical areas, which was followed by preparation of an action plan with key activities for change.

Among activities which were a result of the survey and part of our action plan for 2012, we highlight the conduction of two workshops for leaders related to sharing good leadership practices and experience, where the primary teaching method was a discussion about leadership skills and eliminating problems which leaders are facing. The goals we were trying to accomplish by those workshops were excellence in the area of management by sharing experience and transfer of best practice cases among leading employees of our Bank, as we see potential in know-how and experience of our colleagues and fostering mutual cooperation and learning in the working environment.

In 2012, we continued with good practices arising from the previous surveys; among other, we organized the Breakfast with the Management where in November the talents shared their thoughts, views and proposals with the Management Board. Due to positive reactions from 2011, in summer months we continued also with career interviews with individuals who – in the framework of the annual development interview – expressed a desire to be promoted. We regularly inform employees about educational activities in the next month and we continue with the introduction of the “Human Resources Business Partners” system for the individual divisions. An HR Business Partner acts as a partner for each division for all HR related operations, allowing for processes to run faster and in a more transparent way. In this way, HR experts can work more easily and efficiently with their colleagues from the individual business divisions to solve their challenges. With the purpose of allowing the employees to gain better familiarity with the activities of the Human Resources department, we have continued organizing informal social events, which consisted of inviting employees from different units to have morning coffee and an informal chat under the title “Are you coming?”.

We are proud of the fact that we have been holding the Family-friendly Company Certificate. We pay a lot of attention to families and to helping the employees balance their professional and private lives. Among the measures that were already implemented, we must highlight the children time bonus; all the parents whose children first start school are given the option to accompany their children to school on the first day of school and are given special paid leave. Parents, who are starting to introduce their children to kindergarten, can organize their working hours in a flexible manner during the week of introduction to kindergarten. In addition, pursuant to the legislation in force, our female and male employees who should opt for shorter work day can do so after returning from maternity leave and we encourage them to choose a 4-hour work day with a 55 % salary. During the year, we organized two workshops related to the road traffic safety for parents and children, and at year-end we invited our youngest ones to a meeting with Santa Claus.

In 2012, we partnered with two experts in the field of business and personal advisory and as one of the very few companies on the market we offered to all the Bank’s employees the advisory in the field of interpersonal relations in professional as well as in personal life in situation which are not necessarily directly linked to the working environment, but can affect also motivation, commitment and interpersonal relations in the working environment. We also introduced a paid day for conducting charity work, while the Women Initiative (WIN) group started with proactive work in the area of motivating and creating business opportunities for female employees within the Bank.

Our goal for 2013 is to approach the measures also to employees without families and children and to other segments of employees and thus create an “employee-friendly company”.

VALUES

We place clients into the focus of our attention; therefore, in 2012 on the occasion of the UniCredit Day and in the discussion on our values (fairness, trust, respect, transparency, freedom of action and reciprocity), we focused particularly on their true needs and we were thinking how to achieve a positive influence on clients every day. On this day, we organized workshops, where we exchanged examples from practice, where employees talked about working in the spirit of our Bank’s values and on the topic of sustainable operation and focus on clients that lead to long-term relationships and positive results.

The Ombudsman position, which has been established in the Bank since 2007 (and since 2006 in the Group), allows the employees independent submission of potential complaints relating to breaches of the Integrity Charter caused by acts or behaviour among employees or between the employees and the Bank. By doing this, we aim to accelerate solutions of interpersonal conflicts and difficulties, to encourage cooperation at work, and to create

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synergies among members of the Group. The Ombudsman deals with topics such as discrimination in the work place, discrimination based on subjective criteria, intentional information withholding, mobbing, sexual harassment, stalking and so on.

In 2011, the role of the Bank's Ombudsman was replaced by Polona Zupančič Ban, while Mojca Gošler was appointed Deputy Ombudsman. Both Ombudsmen know the Bank and its employees very well as they were employed by the Bank for many years and can thus more easily cooperate in the resolution of potential cases. In 2012, the Ombudsmen recorded nine cases (same as in 2011), which were mostly related to breaches of the value of equality or the right to equal treatment. Most cases were successfully resolved.

TAKING CARE OF EMPLOYEES

Systematic monitoring of our employees' health is both our obligation and a commitment that expresses our support of our employees. During last year, we thus conducted 72 preliminary or periodic medical examinations and at the end of November, we traditionally provided our employees with the option for a flu vaccination. On average, 10 % of employees take part in this vaccination, which is organized at the Bank's headquarters. Additionally, the Bank takes out a group insurance against accidents for all its employees.

Education activities regarding safety and health at work and fire protection are also a component of professional training of all employees. As prescribed by the law, we therefore organize the trainings required in this context every year. Every employee must attend such trainings as soon as possible after commencing their employment and these skills must be renewed in accordance with our Safety Statement with Risk Assessment every 5 years. During the year 2011, 75 employees concluded the training.

The percentage of sick-leave in 2012 increased as compared to 2011, namely from 4.2 % to 4.9 %. The increase can be attributed to the extremely young employee structure and consequently to the fact that there are many young families with small children (family member care represents 15.7 % of total sick-leave days). In addition to this, we also recorded an increase of sick-leave longer than 30 days (the share of longer sick-leaves represent as much as 24.8 % of total sick-leave days).

Employees have an average of 25.7 days' leave and the holiday allowances are 65 % higher than the maximum amount that is exempt from the payment of contributions.

We accomplish our care for the third period of life through the possibility of participating in voluntary supplemental pension insurance, which 68 % of our employees opted for. This figure is understandable considering the age structure and awareness of our demographic situation in relation to pension forecast.

During 2012, the sports and cultural association Tilda, which operates within the Bank, offered employees cheaper or even free of charge sports activities, visits of cultural and sports events and subsidized tickets for thermal facilities. At the end of the year, they organized a New Year's get-together where over 230 colleagues participated. The association has 446 employee members, 12 students and 6 retirees in the Bank and 32 employee members in UniCredit Leasing.

Client Relations

Much like the year before, 2012 was also strongly marked by the specific situation on the financial markets, to which we adapted our marketing strategy. The Bank has made significant efforts to approach the target segments, including by consolidating its brand positioning as a client-oriented bank. In a time of economic crisis, our clients are faced with new challenges and opportunities, as well as with various problems related to finances. This is why we always strive to listen carefully to their needs and offer them solutions that truly meet those needs. We call this "real life banking" and it represents the new positioning of our banking Group. It also has to be placed in all points of contact with our clients. This is called Banking custom of life, which is positioning our banking group, which must be installed in all points of contact with our customers. The positioning of the brand and of the mission, which strongly emphasizes the commitment to offer concrete solutions to our clients' needs, is where the positioning slogan is derived from - Life is full of ups and downs. We are there for both.

In the retail banking segment, we placed emphasis on savings, investment and insurance products, as well as on consumer loans and private banking packages, which were presented to selected target segments with the help of comprehensive marketing and communication campaigns and promotions at point of sale.

With the renewed offer of private banking packages, we successfully completed the migration of clients from the old banking packages to the new ones, which are distinguished by a comprehensive range of banking services, bringing us closer to the different needs of our target clients, who have become more demanding over the last few years. Among other things, we have offered them a VISA payment and credit card, which includes Coris insurance and the universal mobile application Mobilna Banka GO!, which is simple and safe to use on mobile phones. In this way, we approached even the most demanding clients and consolidated our long-term relationship with existing clients, while encouraging potential clients to switch banks.

As a member of the UniCredit group, we completed the third season of the UEFA Champions League sponsorship in the spring of 2012, and entered the second 3-year cycle of sponsorship in the autumn of 2012. In the sports spirit, we introduced ourselves

to existing and potential clients via a comprehensive campaign featuring our deposits, with the help of the mass media. Through advertising on television, on large billboards and the Internet, we present our offer to the general public, while increasing brand awareness and awareness of our sponsorship of the UEFA Champions League.

With a number of prize contests, we made it possible for some of our existing and potential customers to attend football matches. Football enthusiasts were able to compete for an exclusive experience – to attend the UEFA Champions League finals in Munich and participate in two “Official UEFA Champions League Match Coin” prize competitions, which enabled two lucky winners to personally hand the official coin to the referee at the stadium and see the qualifying match in Milan. We also provided a special experience to two children and their parents. In March of 2012, two children, accompanied by their parents, travelled to Milan to see the Round of 16 of the UEFA Champions League, where they accompanied some of the biggest football stars to an evening game and where one of the children was able to attend the UEFA Champions League final with a parent. In 2012, football fans were regularly able to see our brand on football matches mainly on TV screens and some selected clients and contest winners were also able to see us live.

In 2012, we continued to implement the exclusive private banking service, which is aimed at clients with more demanding financial expectations. The service is based on a personal and comprehensive treatment of the financial needs of our clients, for whom we help select the right banking and other financial products through expert advice by our private bankers.

During the spring and autumn seasons, our branch offices held the so-called ERGO Savings Days for our existing clients, with the aim of creating a relaxed setting to introduce clients to useful savings products that can be used for added protection for the family, to enable children to study abroad or for additional pension. During the ERGO days, we also introduced to our clients the benefits of the insurance products by ERGO Živiljenjska zavarovalnica d.d. On this occasion, we also calculated the clients' retirement gap.

We are also proud of the beginning of our business cooperation with the Medical Chamber of Slovenia. Under the partnership, we have prepared a special offer of selected banking services for doctors who are members of the Medical Chamber of Slovenia, which is divided into two packages. The first one is designed to meet the needs of physicians – private individuals and the second one is for doctors who have a private practice. We also prepared a loan for medical services for the clients of doctors with a private practice. The two packages of banking services were presented to doctors through various communication channels, including the Welcome package given to new members of the Medical Chamber, direct mail, which was sent to the addresses of all the members,

brochures, advertisements and PR articles published in the ISIS journal, news articles published on the Chamber's intranet and ZKS and via e-mail. We also organized two events to introduce the packages; one for doctors and the other for private practices. In the future, we plan to work even more closely with the Medical Chamber of Slovenia.

As we are aware that the needs of small companies for banking services vary greatly, we designed three new banking packages for the segment of small businesses. Corporate clients and sole traders can now choose between the packages Podjetnik Aktivni, Podjetnik Dinamični and Podjetnik Napredni, which are adapted to the scale and complexity of services that they require. In collaboration with our business partners Domovanje.com, Amis d.o.o., PSD d.o.o., APO Vizija d.o.o., Datalab SI d.o.o., Tehinvest d.o.o. and Verlag Dashofer d.o.o. we also prepared a number of additional benefits both for new and existing business clients. In 2012, we introduced our existing clients to the so-called Open days, with the goal of approaching our clients more closely, getting to know their needs and offer them consultancy services in the field of finance.

For business partners of the Corporate and Investment Banking division, we organized a series of events. The most attention-grabbing event for clients was the UniCredit Financial Days. A two day event was held under the slogan “Let's work differently” and hosted the most reputable business partners and some of the most prominent representatives of the Slovenian economy. The first day was devoted primarily to financial directors, who were first given a the macro-economic overview of the commercial and banking sector and introduced to the key indicators of calculating the credit ratings of a company by the experts of UniCredit Bank and later, in the afternoon, they attended practical workshops. We touched upon the areas of personal finance and financial planning, ways of modifying the rating, insuring risks and learned how winners think during the game “Out of the box”. During next day's event, to which we invited CEOs, some of our reputable business partners presented examples of their best practices of how to work differently and exchanged opinions at the round table about the current situation in Slovenia and the possibilities for helping our country get out of the crisis.

Another opportunity to exchange experiences and business practices and socialize with colleagues was the Financial Markets Breakfast, which has become a spring tradition. The event is dedicated to developments in local and international financial markets, which have a significant impact on business results. The participants were acquainted with the macro-economic situation and with the forecast for the development of the business climate and economic environment in the future.

At the regional Financial Gatherings with UniCredit Bank, we presented the market situation and ways of financing working

Corporate Sustainability

capital and export transactions, as well as the most effective cash management services.

In 2012, we added a new savings product for companies to our offer, the Premium Deposit Account, which enables companies to deposit their excess cash in the form of a short-term non-specific purpose deposit that may be terminated at any time without prior notification to the Bank. The assets bear interest at a progressive rate depending on the amount of the respective account balances. The business package Modul, designed for medium and international companies, also offers various benefits. The package includes a number of free banking and professional services and enables companies to tailor the package to their specific needs.

The exclusive corporate Azimut magazine, which is, in the first place, intended for managers and financial directors, and which is published quarterly for the fifth consecutive year, combines professional topics enabling easier financial and business decision-making; it also inspires and broadens horizons.

In 2012, our long-standing and well-tuned friendship with the Slovenian Philharmonic was, once again, celebrated with a concert by the Orchestra of this respectable musical institution. On this occasion, we joined our business partners in listening to the sound of our country's virtuosos who have given us an unforgettable musical experience.

As in the previous years, in 2012, we approached our target segments through various communication channels and presented them interesting and tailor-made banking products. With our personal approach, clear brand positioning and modern marketing communication, we proved to be a truly client-oriented Bank. We are aware that life is full of ups and downs; therefore, we have been investing considerable efforts to understand consumers and help them realize their wishes, ambitions and goals.

Media Relations

We realize that good relations with the media are an important factor when building a good image and ensuring visibility of the Bank in the eye of the public. Media representatives are still who the public, including our existing and potential clients, truly trust. In our communications with them, we strive for professionalism, responsiveness and proactivity in terms of informing the public about issues that might be of interest to them. In 2012, we received 595 sets of questions from journalists and appeared in 3593 media reports.

For the ninth year in a row, the APA and Bank Austria invited journalists to submit contributions to the special European Journalist Award "Writing for CEE". Journalists from all over Europe, including

Northern and Southern Europe, South Eastern Europe, Russia and the Commonwealth of Independent States, have been invited to submit their contributions on the topic of life in Europe and in European countries and of the hopes, concerns and dreams of Europe's population, contributing to closer ties between countries and to overcoming prejudices. In 2011, the first prize in the competition was awarded for the first time to a Slovenian, Meta Krese, for her story about the Roma.

Throughout the year, media were promptly updated on the events in the Bank, on new products, awards received, charity events etc. Journalists were invited to some events for clients, where we hosted the visible representatives of the Bank or UniCredit group analysts. In this way, we opened the door to first-hand information about the current situation in the financial markets. We remain responsible in our role as educator of the public on financial topics, also by inviting business journalists to Euromoney conferences, sponsored by the Group, which always organizes a well-attended press event on the occasion and presents analysis results of one of the most interesting segments of the economy.

In the spring, we presented to the media our business results in 2011, but we also referenced the wider financial and economic environment and our performance relative to it. Among other things, we once again treated the representatives of the media to home-made desserts. Because of changes at the top levels of the Bank, media representatives were also invited to an informal breakfast midyear, during which new members of the Board introduced themselves to the media, gave them their welcome and expressed their willingness to cooperate in the future.

The response of the media shows that we are headed in the right direction with our activities. We often offer extensive information on topics that the journalists are interested in and help them make their contributions more professional. We give them access to experts, local banks' management boards and representatives of the Group. In this way, we create positive connections with this important segment of our society.

Sponsorships and Donations

We aim to be responsibly involved with the environment in which we operate, to co-create sustainable value and build long-term cooperation and partnerships with our clients, employees, the local community and investors.

With its sponsorships and donations, the Bank participated in projects related to the field of culture and sport, helped socially disadvantaged children and young people and supported projects encouraging sustainable and environmentally conscious management.

For many years now, we have been keeping the Bank's employees engaged in our corporate social responsibility activities, with the goal of strengthening volunteering activities. We have supported the opening of the new Museum of Contemporary Art on Metelkova in Ljubljana and participated in the Managers' Concert – an important donor event that represents an opportunity to help talented young musicians. For the eleventh consecutive year, we have donated to the Slovenian Philharmonic Orchestra; this time, we have enabled the Orchestra to perfect its sound via the purchase of a new violin and a concert bass drum.

As a sponsor, we participated in the International Street Theatre Festival Ana Desetnica, which puts on free performances for children and adults that liven up the streets and squares of Ljubljana and many other towns across Slovenia. Our donation to the Neurological Clinic has enabled a specialist to obtain further training in a laboratory abroad. We sponsored the Managers Association of Slovenia, events organized by the American Chamber of Commerce (AmCham) and a meeting on the subject of corporate social responsibility and philanthropy in Central and Eastern Europe.

As we recognize the importance of renewable energy, we supported the Congress of Energy Managers, which featured the participation of an expert from the UniCredit group on the subject of "Renewable Energy Sources - Today's Investment for Future Sustainable Development". The Bank's donation helped with the implementation of the activities of the Association of Slovenian Financial Experts with a certificate issued by the CFA international institute. We sponsored the UniCredit Alumni - IEDC Bled award given to graduates from the Bled School of Management for outstanding career achievements and for their contribution to the development of the community and the economy.

With our sponsorship, we also supported the 35th Rally Saturnus and UniCredit Pro Am Golf tournaments in Slovenia. As a sponsor, we helped the Safe Way Institute in the implementation of a prevention program to raise awareness about road safety among school children. In return, the Institute held a workshop on road safety for the Bank's employees and for their children. The Bank's donation enabled the non-profit association that runs the crisis hotline Call of Hope to provide professional training to their volunteers who respond to calls from people in need of assistance. We donated funds to the Red Cross that were used to provide humanitarian aids to victims of the devastating floods in Slovenia. For a number of years now, the Centre for Equal Opportunities for the Young Fridolin has been organizing the Young Roots Camp for adolescents from socially excluded environments, which the Bank supported once again in 2012, with a donation. The Bank's sponsorships also helped the Deteljica Association of Adoptive Parents with the implementation of their activities.

The Bank also participates to humanitarian projects and contributes indirectly, by collecting waste cartridges for the Red Noses and by collecting plastic bottle caps across the entire business network to assist in the purchase of wheelchairs and equipment for children and youth.

UniCredit Banka Slovenija d.d. participated as a sponsor in the countrywide environmental project "Let's Clean Slovenia". On the day of the clean-up, over one hundred employees of the Bank and their families participated in the cleaning efforts in their communities. The Bank recognizes the importance of sustainable and environmentally conscious growth, which is why we decided to make a Christmas donation to support the program School Eco Garden, run by the non-governmental Institute for Sustainable Development, which is also part of the national initiative Slovenia is Reducing CO₂ Levels. Over 150 schools and kindergartens across Slovenia are already involved in the program of organic food production and sharing of knowledge about healthy nutrition and taking responsibility for one's own health among pre-schoolers and schoolchildren.

We are also actively involved in the humanitarian program Child Sponsorship in Slovenia and our donation has provided 14 children from socially disadvantaged families with a one-year sponsorship. The Bank's employees have supported the Child Sponsorship in Slovenia program as well, with their own contributions. At the end of the year, we have collected non-perishable foods for families in difficult economic circumstances under the auspices of the Friends of Youth Association of Moste-Polje, to which the Bank added a donation for the purchase of food.

Our employees and clients collected used books at the end of 2012, as well as board games and toys, which were donated to children under the auspices of the Association of Friends of Youth all over Slovenia, to local kindergartens and to the Centre for Social Work in Ljubljana.

Despite having fewer resources available for sponsorship and donation activities, by participating in such activities, we proved that we are an exemplary member of society, as further confirmed by the Horus award for socially responsible activities, which we received for the third year in a row.

Report from the Supervisory Board

General

In 2012, the Supervisory Board of UniCredit Banka Slovenija d.d. regularly monitored and oversaw the current business operations of the Bank, the financial results attained and the work of the Management Board, in accordance with its powers, authorizations and duties as set out in the Articles of Association of the Bank and in the Rules of Procedure of the Supervisory Board, as well as in the Companies Act and the Banking Act and respective executive regulations. At the Supervisory Board's regular sessions, the Bank's Management Board kept the members of the Supervisory Board informed of the following issues: all important business events in the Bank and other activities related to the Bank's operating business; the economic and political environment; important changes of legislation that affected the Bank's operating business; and achieved financial results as compared to the adopted financial plan of operations. The Management Board also regularly informed the Supervisory Board about the expected financial results until the end of the fiscal year and about end results.

In 2012, there was a change in the structure of the Bank's Supervisory Board. Subject to the resignation statement of Alessio Pomasan, his function as Member of the Supervisory Board ended on 30 November 2012. The Supervisory Board of the Bank is thus composed of five members, namely Gianni Franco Giacomo Papa (Chairman) Martin Klauzer (Deputy Chairman), Franco Andreetta, Heinz Karl Tschiltsh and Giuseppe Verrascina. Despite the specific ownership structure, whereby UniCredit Bank Austria AG is almost a 100-percent owner of the Bank and UniCredit Bank Austria AG's majority owner is UniCredit S.p.A., two Supervisory Board members (Franco Andreetta and Giuseppe Verrascina) are not employed with the Group, but as external experts in the area of accounting and financial business contributed to a high-quality and transparent performance of the Supervisory Board in the year 2012. Moreover, the members are not personally, directly or indirectly, involved in the ownership structure nor are they in any business relationship with the Bank, thus avoiding any potential conflicts of interest. Nonetheless, the UniCredit group has all the adequate mechanisms to control and solve potential conflicts of interest, should they occur.

In the year 2012, the Bank's Supervisory Board met and adopted resolutions at five regular meetings. All members of the Supervisory Board were present at the first, third and fourth regular meeting, while the following members excused their absence: Gianni Franco Giacomo Papa at the second meeting and Giuseppe Verrascina at the fifth meeting. In line with legal provisions, its powers as set out in the Articles of Association and in accordance with the Bank's need for efficient work, individual resolutions were also adopted at Supervisory Board correspondence sessions and subsequently presented and validated during the next regular meeting of the Supervisory Board.

The Supervisory Board verified its activities on a regular basis and thus additionally contributed to the expertise and quality of its work. The Supervisory Board therefore deems its work in 2012 as professional and in line with the valid legislation and internal rules of the UniCredit group.

Important Supervisory Board Decisions

At its 50th regular meeting, on 6 March 2012, the Supervisory Board adopted the Annual Report of the Bank's operations for 2011, proposed to the General Meeting of Shareholders of the Bank the nomination of an External Auditor on the basis of the Audit Committee proposal, provided its opinion on the Internal Audit unit's Annual Report on internal audit for 2011, adopted the Resolution on the use of the net profit for 2011 and approved the Management Board's proposal for the use of the accumulated profit for 2011. It was briefed about the Auditor's report of the Authorised Auditing Company for 2011, to which it had no comments, and approved all other documents, on whereupon the General Meeting of Shareholders of the Bank made decisions on 25 April 2012.

At the 51st regular meeting, which took place on 26 April 2012, the Supervisory Board appointed the new Management Board member, mag. Jana Benčina Henigman and the new Chairman of the Management Board, mag. Stefan Vavti, and accredited the Bank's results for the first quarter. On 18 July 2012, at their 52nd regular meeting, the members of the Supervisory Board gave its consent to the compensation policy of the UniCredit group, valid also for the Bank, and approved the half-year results of the Bank. At its 53rd regular meeting on 16 October 2012, the Supervisory Board approved organizational changes of the Bank, the UniCredit group Governance Rules and UniCredit group Audit Rules, valid also for the Bank, and the Bank's results for the third quarter. On 7 December 2012, at its 54th regular meeting, the Supervisory Board approved organizational changes of the Bank and the UniCredit group Governance Rules, valid also for the Bank.

The Supervisory Board participated in the approval of all measures and activities required to implement the overall business policy of the parent banking groups. It also approved the development plan and the Bank's basic business policies for 2012. The Supervisory Board also closely monitored the response of the Bank to the current development in the economy. Moreover, the Supervisory Board was regularly informed about the implementation of the plan of work of Internal Audit and its findings, as well as the inspections conducted by external institutions. Furthermore, the Supervisory Board was in particular briefed about the adopted legislation on the establishment of the State Finance Holding and the Bank Asset Management Company as a "bad bank" in order to increase the stability of banks in the Republic of Slovenia.

Operations of the Supervisory Board

The Audit Committee of the Bank's Supervisory Board had five regular meetings in 2012 (consecutively numbered from 20 to 24). As an advisory body of the Supervisory Board, which consisted of Giuseppe Verrascina (Chairman), Franco Andreetta (member) and Živko Bergant (independent external member), the Audit Committee's operations include assessing, advisory and proposing functions, whereby it supports the Supervisory Board in the fulfilment of its duties and responsibilities regarding: the adequacy and effectiveness of the Bank's internal control procedures, including the assessment and measurement of risks and risk management; the compliance with legislation, rules and policies governing the Bank's operations; the adequacy of accounting standards used for the preparation of financial statements; the adequacy and independence of the external bank auditors and the assurance of an adequate employee structure within the Internal Audit unit.

Use of Net Profit and Accumulated Profit for Fiscal Year 2012

In 2013, the Bank's Management Board presented for discussion to the Supervisory Board the Resolution on the use of the net profit for the fiscal year 2012 in the amount of 1,072,791.77 euros and the draft Resolution on the use of the accumulated profit for the fiscal year 2012 in the amount of 536,395.89 euros. Given the adopted mid-term plan of the Bank and with a view to meeting the adequate capital adequacy requirements in times of crisis on capital markets, the Management Board proposed that the Bank's net profit be allocated, in its entirety, to other Bank reserves instead of being distributed to the shareholders or other persons. The Bank's Management Board also proposed that the Supervisory Board and the General Meeting of Shareholders adopt the proposed Resolution on the use of the net profit for the fiscal year 2012, in accordance with their powers. The adoption of such resolution will allow for the Bank's stable future growth.

The Supervisory Board adopted the Resolution on the use of the net profit for 2012, approved the Management Board's proposal for the use of the accumulated profit for 2012, and recommended to adopt it in the proposed form at the General Meeting of Shareholders.

Annual Report for 2012

The Bank's Management Board prepared the Annual Report on the business operations of UniCredit Banka Slovenija d.d. in 2012 and presented it to the Supervisory Board for review within the legally prescribed deadline. Together with the Annual Report, the Supervisory Board also received the Audit Report on the review of

the financial statements for the fiscal year 2012 and an additional Audit report on meeting the criteria for managing risks in the bank from the first paragraph of Article 211 of the Banking Act, both prepared by the certified auditing company KPMG Slovenija d.o.o., allowing the Supervisory Board to formulate a position on the Bank's Audit Report.

The Supervisory Board reviewed the Annual Report, submitted by the Bank's Management Board. It established that the Annual Report was consistent with the reports and information on the Bank's performance in 2012, as well as with the reports on the economic and political environment in which the Bank operated and which were presented to the Supervisory Board during the course of the fiscal year. Comparing the Annual Report with the audited financial statements for the fiscal year 2012, the Supervisory Board established that the financial results presented in the Annual Report were consistent with the Audit Report. Having examined the reports, findings and recommendations of the Internal Audit and external auditors, the Bank's Management Board took these recommendations into consideration and carried out the activities necessary for their implementation or ensured their initiation. In the opinion of the Supervisory Board, both the Management Board and the Supervisory Board fulfilled all their legal requirements in the fiscal year 2012. Based on the regular monitoring of the Bank's operations and the above mentioned reviews, the Supervisory Board approved the Annual Report on the Bank's business operations in 2012.

The Audit Report on the review of the financial statements for the fiscal year 2012, which was presented to the Supervisory Board along with the Annual Report, also includes the opinion of the certified auditor. The certified auditor issued an unqualified opinion. The Supervisory Board was briefed about the Bank's Audit Report for 2012 and about an additional Audit report on meeting the criteria for risk management for 2012 and had no objections thereto.

Gianni Franco Giacomo Papa
Chairman of the Supervisory Board
UniCredit Banka Slovenija d.d.

Statement of Responsibility

The Management is responsible for preparing the financial statements for the financial year. These give a true and fair view of the state of affairs of UniCredit Banka Slovenija d.d. as of the end of the financial year and of the profit or loss and cash flow for that year. The financial statements are prepared on a going-concern basis.

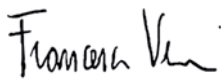
In preparing the financial statements in Annual Report for the year ended 31 December 2012, the Management has used appropriate accounting policies, consistently applied and supported them by reasonable and prudent judgments and estimates, and ensured that all accounting standards which they consider significant have been followed.

The Management has the responsibility for ensuring that the Bank keeps accounting records which disclose with reasonable accuracy the Bank's financial position and which enable the Management to ensure that the financial statements comply in all material respects with the regulations of the Government of the Republic of Slovenia, the Central Bank of Slovenia and the International Financial Reporting Standards as adopted by the EU. The Management also has a general responsibility to take such steps as are reasonably required to safeguard the assets of the Bank and to prevent and detect any fraud and other irregularities.

On behalf of the Management




Mag. Stefan Vavti
Chairman of the Management Board



Francesco Vercesi, MBA
Member of the Management Board



Mag. Jana Benčina Henigman
Member of the Management Board



Mag. Damijan Dolinar, CFA
Member of the Management Board



Yilmaz Arisoy, MBA
Chief Financial Officer

Ljubljana, March 2013

RECHARGING

Supporting enterprise with concrete actions
UniCredit International

“ I own a small business that produces equipment for recycling precious metals. After winning a bid for a project with the Indian government last year, we were in need of a qualified partner to manage our complex operations abroad. UniCredit believed in us and our work, providing us with the initial warranty request, a letter of credit and the loans we needed. Thanks to their support, we successfully completed the project. **”**



Paolo Balestri, Balestri impianti,
customer of UniCredit in Italy





Independent Auditor's Report

To the Shareholders of Unicredit Banka Slovenija, d.d.

Report on the Financial Statements

We have audited the accompanying financial statements of Unicredit Banka Slovenija d.d., which comprise the statement of financial position as at 31 December 2012, the income statement and the statement of comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards as adopted by EU, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of Unicredit Banka Slovenija d.d. as at 31 December 2012, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by EU.

Report on Other Legal and Regulatory Requirements

As required by the Slovenian Companies Act we herewith confirm that the information in the management report is in conformity with the accompanying financial statements.

KPMG SLOVENIJA,
podjetje za revidiranje, d.o.o.

Simona Korošec Lavrič, M.Sc.Ec.
Certified Auditor

Boris Drobnič, B.Sc.Ec.
Certified Auditor
Partner

Ljubljana, 4 March 2013

KPMG Slovenija, d.o.o.

The Independent Auditor's Report hereof is a translation of the original Independent Auditor's Report in Slovene, issued on the financial statements and the notes thereto in Slovene. This translation is provided for reference purposes only and is not to be signed.



A bank account that's always within a reach

FREEDOM

“The Pekao24Mobile app is user-friendly, quick and efficient. It's particularly handy when it comes to managing my account, such as checking my balance, following specific transactions and managing transfers or deposits. And its wheel-type interface is modern, eye-catching and very functional. I would say the app meets all my needs.”

Daniel Lipski, customer of Bank Pekao in Poland



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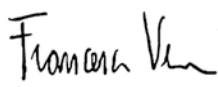
Statement of Financial Position

EUR 1,000					
Item	Note	31/12/2012	31/12/2011 Audited Statement	The amount of restatement among positions	31/12/2011
Cash and cash balances with the Central Bank	1	27,760	62,796	-	62,796
Financial assets held for trading	2, 3	44,428	67,988	-	67,988
Available-for-sale financial assets	2, 4	314,093	295,158	-	295,158
Derivatives - hedge accounting	2, 5	14,144	6,866	-	6,866
Loans and receivables	6	2,364,631	2,446,322	-	2,446,322
To banks		85,936	90,083	-	90,083
To customers		2,269,317	2,356,239	-	2,356,239
Other financial assets		9,378	-	4,772	4,772
Held-to-maturity financial assets	7	12,930	19,968	-	19,968
Property, plant and equipment	8	10,747	12,727	-	12,727
Intangible assets	9	19,236	17,317	-	17,317
Investments in subsidiaries, associates and joint ventures	10	253	-	-	-
Tax assets	11	6,974	11,609	-	11,609
Current tax assets		1,381	73	-	73
Deferred tax assets		5,593	11,536	-	11,536
Other assets	12	171	4,885	(4,772)	113
TOTAL ASSETS		2,815,367	2,945,636	-	2,945,636
Deposits from central banks	13	251,823	-	-	-
Financial liabilities held for trading	2,14	43,593	66,813	-	66,813
Derivatives - hedge accounting	2,15	66,027	60,587	-	60,587
Financial liabilities measured at amortised cost	16	2,196,155	2,556,194	-	2,556,194
Deposits from banks		576,933	1,178,074	-	1,178,074
Deposits from customers		1,227,789	957,016	(7,392)	949,624
Loans from banks		346,820	390,924	-	390,924
Subordinated liabilities		30,101	30,180	-	30,180
Other financial liabilities		14,512	-	17,655	17,655
Provisions	17	2,443	1,553	-	1,553
Tax liabilities	18	-	5,073	-	5,073
Current tax liabilities		-	855	-	855
Deferred tax liabilities		-	4,218	-	4,218
Other liabilities	19	3,703	14,528	(10,263)	4,265
TOTAL LIABILITIES		2,563,744	2,704,748	-	2,704,748
Share capital	20	20,384	20,384	-	20,384
Share premium	21	107,760	107,760	-	107,760
Fair value reserves	22	(18,737)	(28,399)	-	(28,399)
Retained earnings	23	141,679	133,773	-	133,773
Net profit for the year	24	537	7,370	-	7,370
TOTAL EQUITY		251,623	240,888	-	240,888
TOTAL LIABILITIES AND EQUITY		2,815,367	2,945,636	-	2,945,636

The notes form an integral part of the financial statements.



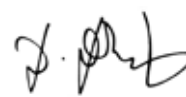
Mag. Stefan Vavti
Chairman of the Management Board



Francesco Vercesi, MBA
Member of the Management Board



Mag. Jana Benčina Henigman
Member of the Management Board



Mag. Damijan Dolinar, CFA
Member of the Management Board



Yilmaz Arisoy, MBA
Chief Financial Officer

Statement of Profit or Loss and Other Comprehensive Income

Statement of Income

EUR 1,000			
Item	Note	2012	2011
Interest income	25	107,637	128,106
Interest expense	26	(51,667)	(68,190)
Interest net income		55,970	59,916
Dividend income	27	1,824	2,428
Fee and commission income	28	26,477	25,971
Fee and commission expenses	29	(4,783)	(5,115)
Fee and commission net income		21,694	20,856
Realised gains and losses on financial assets and liabilities not measured at fair value through profit or loss	30	(3,963)	23
Gains and losses on financial assets and liabilities held for trading	31	1,560	(3,822)
Fair value adjustments in hedge accounting	32	45	-
Exchange gains / (losses)	33	(39)	4,170
Gains and losses on derecognition of assets other than held for sale	34	(116)	(417)
Other operating net income	35	302	(217)
Administrative costs	36	(36,836)	(36,347)
Depreciation	37	(4,586)	(5,239)
Provisions	38	(917)	537
Impairment	39	(34,627)	(23,864)
Profit or loss from non-current assets held for sale	40	(1)	(23)
PROFIT BEFORE TAX		310	18,001
Tax expense	41	763	(3,260)
NET PROFIT FOR THE FINANCIAL YEAR		1,073	14,741
Basic and diluted earning per share (EUR)	24	0.22	3.24

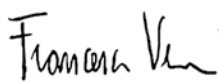
Statement of Other Comprehensive Income

EUR 1,000			
Item	Note	2012	2011
Net profit / loss for the financial year, net of income tax		1,073	14,741
Other comprehensive income, net of income tax	22	9,662	(20,902)
Fair value changes from cash flow hedge (effective portion)	22	(2,298)	(2,528)
Gains / losses recognised in fair value reserves		(2,298)	(2,528)
Fair value changes from financial instruments available-for-sale	22	15,222	(23,600)
Gains / losses recognised in fair value reserves		5,861	(23,600)
Fair value reserves transferred to profit or loss		9,361	-
Income tax on other comprehensive income	22	(3,262)	5,226
TOTAL COMPREHENSIVE INCOME FOR THE YEAR, NET OF INCOME TAX		10,735	(6,161)

The notes form an integral part of the financial statements.



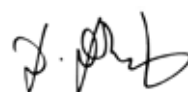
Mag. Stefan Vavti
Chairman of the Management Board



Francesco Vercesi, MBA
Member of the Management Board



Mag. Jana Benčina Henigman
Member of the Management Board



Mag. Damijan Dolinar, CFA
Member of the Management Board



Yilmaz Arisoy, MBA
Chief Financial Officer

Statement of Changes in Equity

2012

Item	Fair value reserves							Total equity
	Share capital	Share premium	Cash flow hedge	Available-for-sale financial assets	Retained earnings	Net profit for the year		
OPENING BALANCE FOR THE REPORTING PERIOD	20,384	107,760	(9,402)	(18,997)	133,773	7,370	240,888	
Total comprehensive income for the year, net of income tax	-	-	(2,260)	11,922	-	1,073	10,735	
Transfer of net profit to retained earnings	-	-	-	-	7,906	(7,906)	-	
CLOSING BALANCE FOR THE REPORTING PERIOD	20,384	107,760	(11,662)	(7,075)	141,679	537	251,623	
BALANCE SHEET AVAILABLE PROFIT FOR FINANCIAL YEAR						537	537	

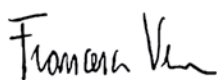
2011

Item	Fair value reserves							Total equity
	Share capital	Share premium	Cash flow hedge	Available-for-sale financial assets	Retained earnings	Net profit for the year		
OPENING BALANCE FOR THE REPORTING PERIOD	16,258	61,885	(7,380)	(117)	119,829	6,574	197,049	
Total comprehensive income for the year, net of income tax	-	-	(2,022)	(18,880)	-	14,741	(6,161)	
New share capital subscribed (paid)	4,126	45,875	-	-	-	-	50,001	
Transfer of net profit to retained earnings	-	-	-	-	13,944	(13,944)	-	
Other (rounding)	-	-	-	-	-	(1)	(1)	
CLOSING BALANCE FOR THE REPORTING PERIOD	20,384	107,760	(9,402)	(18,997)	133,773	7,370	240,888	
BALANCE SHEET AVAILABLE PROFIT FOR FINANCIAL YEAR						7,370	7,370	

The notes form an integral part of the financial statements.



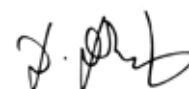
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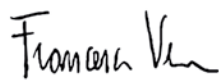
Statement of Cash Flows

EUR 1,000 Item	2012	2011
A. CASH FLOWS FROM OPERATING ACTIVITIES		
a) Total profit or loss before tax	310	18,001
Depreciation	4,586	5,239
Impairments / (reversal of impairments) of financial assets at amortised cost	25,266	23,864
Impairments / (reversal of impairments) of available-for-sale financial assets	9,361	-
Net (gains) / losses from exchange differences	39	(4,170)
Net (gains) / losses from financial assets held to maturity	(239)	1
Net (gains) / losses from sale of tangible assets and investment properties	107	74
Net (gains) / losses from sale of intangible fixed assets	-	353
Other (gains) / losses from financing activities	3,673	29,418
Net unrealised gains in fair value reserves from financial assets available for sale (excluding effect of deferred tax)	13,362	(37,464)
Net unrealised gains in fair value reserves from hedging of cash flows against risks (excluding effect of deferred tax)	-	(2,528)
Other adjustments to total profit or loss before tax	752	(1,079)
Cash flow from operating activities before changes in operating assets and liabilities	57,217	31,709
b) (Increases) / decreases in operating assets	51,547	27,172
Net (increase) / decrease in financial assets held for trading	718	3,898
Net (increase) / decrease in financial assets available for sale	(13,066)	90,477
Net (increase) / decrease in loans and receivables	71,231	(66,044)
Net (increase) / decrease in assets-derivatives, used for hedging	(7,278)	(1,999)
Net (increase) / decrease in other assets	(58)	840
c) (Increases) / decreases in operating liabilities	(118,418)	(68,069)
Net increase / (decrease) in financial liabilities to central bank	251,823	-
Net (increase) / decrease in financial liabilities held for trading	33	(2,150)
Net increase / (decrease) in deposits, loans and receivables and debt securities measured at amortised cost	(371,349)	(54,815)
Net (increase) / decrease in liability-derivatives	1,637	(4,483)
Net increase / (decrease) in other liabilities	(562)	(6,621)
d) Cash flow from operating activities (a+b+c)	(9,654)	(9,188)
e) Income taxes (paid) refunded	(2,802)	139
f) Net cash flow from operating activities (d+e)	(12,456)	(9,049)
B. CASH FLOWS FROM INVESTING ACTIVITIES		
a) Receipts from investing activities	19,772	9,917
Receipts from the sale of tangible assets and investment properties	28	-
Receipts from the sale of financial assets held to maturity	19,744	9,917
b) Cash payments on investing activities	(17,377)	(11,683)
(Cash payments to acquire tangible assets and investment properties)	(409)	(5,897)
(Cash payments to acquire intangible fixed assets)	(4,247)	(5,786)
(Cash payment for the investment in subsidiaries, associates and joint ventures)	(253)	-
(Cash payments to acquire held-to-maturity investments)	(12,468)	-
c) Net cash flow from investing activities (a-b)	2,395	(1,766)
C. CASH FLOWS FROM FINANCING ACTIVITIES		
a) Cash proceeds from financing activities	-	50,001
Cash proceeds from issuing shares and other equity capital instruments	-	50,001
b) Cash payments on financing activities	-	-
c) Net cash flow from financing activities (a-b)	-	-
D. Effects of change in exchange rates on cash and cash equivalents	(653)	(517)
E. Net increase in cash and cash equivalents (Af+Bc+Cc)	(10,061)	39,186
F. Opening balance of cash and cash equivalents	254,259	215,590
G. Closing balance of cash and cash equivalents (D+E+F)	243,545	254,259

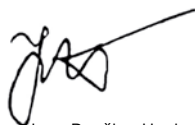
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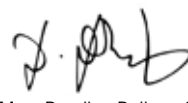
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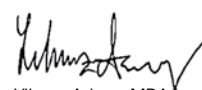
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Chief Financial Officer

Summary of Accounting Policies

General Information

UniCredit Banka Slovenija d.d. is a commercial bank incorporated in Slovenia. It provides a wide variety of financial services to corporate and individual customers. The Bank was registered as a joint-stock company on 24 January 1991. The Bank's legal address is Šmartinska 140, Ljubljana, Slovenia. On 31 December 2012, the Bank was operating a total of 29 branches throughout Slovenia. The Bank is a subsidiary of UniCredit Bank Austria AG. The ultimate parent company of the Group is UniCredit S.p.A. with registered office in Rome, A. Specchi, 16, Italy.

UniCredit Banka Slovenija d.d. has authorization to perform banking services pursuant to Article 7 of the Banking Act (Official Gazette of the Republic of Slovenia, No. 131/06; hereinafter referred to as: the ZBan-1). Banking services include accepting deposits from the public and granting loans for its own account.

The Bank has an authorization to perform mutually recognized and additional financial services.

The Bank may perform the following mutually recognized financial services, pursuant to Article 10 of the ZBan-1:

- Accepting deposits;
- Granting loans, including:
 - Consumer loans,
 - Mortgage loans,
 - Factoring (with or without recourse),
 - Financing of commercial transactions, including forfeiting;
- Payment services;
- Issuing and management of other payment instruments;
- Issuing guarantees and other commitments;
- Trading for own account or for account of customers in:
 - Money market instruments,
 - Foreign exchange, including currency exchange transactions,
 - Financial futures and options,
 - Exchange and interest-rate instruments,
 - Transferable securities;
- Participation in the issuance of securities and services related to such issues;
- Advice and services related to mergers and the purchase of undertakings;
- Portfolio management and advice;
- Investment and ancillary investment services and operations.

The Bank may perform the following additional financial services, pursuant to Article 11 of the ZBan-1:

- Insurance brokerage in accordance with the law governing the insurance business;
- Custodian services according to the law governing investment funds and management companies;
- Provision of financial leasing and
- Intermediation in the sale and buying-in of investment diamonds and in the sale of investment gold.

These unconsolidated financial statements were approved for issue by the Management Board on 5 February 2013.

Summary of Significant Accounting Policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to both years presented.

STATEMENT OF COMPLIANCE

These financial statements have been prepared in accordance with the International Financial Reporting Standards (IFRS) and interpretations approved by the International Accounting Standards Board (IASB) as adopted by the European Union.

BASIS FOR MEASUREMENT

These financial statements are prepared in accordance with IFRS, whereby basis for measurement is historical cost, except for measurement of financial assets held for trading, financial assets designated at fair value through profit or loss, available-for-sale financial assets and all derivatives, where basis for measurement is their fair value.

USE OF ESTIMATES AND JUDGMENTS

The preparation of financial statements requires the Management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised and in any future periods affected.

(a) Determining Fair Values

The Bank revalues on a daily basis its derivatives, trading assets as well as the available-for-sale portfolio to the fair value of the instrument. However, the determination of fair value for these financial instruments requires the use of valuation techniques in case there is no observable market price. For financial instruments which trade infrequently and have little price transparency, the fair value is less objective and requires a varying degree of judgment depending on different factors.

The Bank uses the following methods for determining fair values:

- Quoted market prices in an active market for identical instrument;
- Valuation techniques based on observable inputs such as quoted market prices for similar instruments or valuation techniques where all significant inputs can be directly or indirectly observed from market data.

Summary of Accounting Policies

According to the definition of the fair value, in line with IFRS 7, the Bank classifies financial assets in three levels, which are:

- Level 1: Quoted price on open market for identical instrument is used as fair value.
- Level 2: Fair value is determined using the valuation models, which are based primarily on market data. Level 2 includes also financial assets whose fair value is based on the quoted price for an identical instrument, but for which there is no active market.
- Level 3: Fair value is determined using the valuation models, which are based primarily on unobservable inputs. An input qualifies as an observable input if it is directly observable as a market price or may be derived from an observable price. Examples of Level 3 inputs are historical volatility or interest rates for currencies and maturities for which there are no observable financial instruments. If the value of a financial instrument is based on non-observable inputs, the value of these inputs at the end of the reporting period may be selected from a range of reasonable possible alternatives. For the purpose of preparing the financial statements, the reasonable values selected for such nonobservable inputs are in line with prevailing market conditions and the Bank's valuation verification approach.

Levels of financial instruments measured at fair value are disclosed in Note 2, while annual changes of those instruments classified in level 3 are disclosed in Note 4.

(b) Impairment

Impairment of financial assets measured at amortized cost

The impairment of a financial asset is the difference between the carrying amount and the recoverable amount. The recoverable amount is defined as the present value (discounted value) of estimated future cash flows with the application of the original effective interest rate. The effective interest rate is the interest rate that exactly discounts estimated future cash payments or receipts through the expected lifetime of the financial asset, or when appropriate, a shorter period to the net carrying amount of the financial asset.

The projected cash flows from the exercise of collateral (best-quality collateral, adequate collateral and real estate and movable property collateral) are taken into consideration in the calculation of the impairment of a financial asset or provision for contingency and commitment including off-balance sheet items.

According to the Reporting criteria, 100 % impairment is made for those for which it is assessed that they will not be repaid and for those with a disputed legal basis.

Corporate exposures lower than 100,000 euros are considered individually not significant and the amount of provisions can be assessed on the portfolio basis. Exposures of private individuals lower than 300,000 euros are considered individually not significant and the amount of provisions can be assessed on the portfolio basis.

Impairment allowances on financial assets relating to customers that are individually significant, or to customers whose repayments significantly defer, are evaluated individually based upon best estimate of the present value of the cash flow that is expected to be received. In estimating these cash flows, the Bank makes judgments about the counterparty's financial situation, past repayment discipline and repayment pattern. Collateral valuations are taken into account of the impairment calculation based on the Bank's experiences and valuations if and when available. The Bank also uses different collateral factors in aspect of conservative approach to the value of available collateral. The Bank assesses the credit quality of the clients on a monthly basis and on that basis creates impairments; the procedure is covered by guidelines and is supported by IT solutions. Each impaired asset is assessed on its merits, and a workout strategy and estimate of cash flows considered recoverable are independently approved by the Credit Risk function.

The Bank uses a collective assessment based on risk classes for customers who are not individually significant, or for customers, who are individually significant, but with no signs for individual impairment. Impairment allowances cover credit losses inherent in portfolios of loans and advances. When assessing the need for collective loss allowances, the Management considers factors such as credit quality, portfolio size and economic factors including analysis of past repayment discipline in those classes. Impairments for "Incurred but not reported" events are calculated on a monthly basis, based on portfolio quality and so-called loss detection period. IBNR (Incurred but not reported) are generic impairments.

Corporate clients are classified internally into 26 rating classes (ranging from 1+ to 10) with assigned adequate probabilities of default.

In 2012, UniCredit Banka Slovenija d.d. implemented Application and Behavioral scoring in the Retail segment, resulting in 11 rating classes with assigned adequate probabilities of default.

Specific loan loss provisions for private individuals segment are monthly calculated on the portfolio basis. Parameters relevant for expected loss calculation are based on portfolio quality and are in line with standards.

The need for possible impairment of Held-to-maturity financial assets is assessed if there is objective evidence of impairment, such as significant financial difficulty of the issuer, economic or legal reasons relating to the borrower's financial difficulty, if it is becoming probable that the borrower will enter bankruptcy and if other data observed indicate that there is a measurable decrease in the estimated future cash flows.

Impairment of available-for-sale financial assets

If such objective evidence has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows. A loss due to impairment is recognized when a significant or long-term decline in fair value occurs below the purchase value of those financial

assets. The same objective evidence indicates the impairment of available-for-sale financial assets. The Bank uses as objective evidence of impairment of available-for-sale equity instruments as significant (40-percent decrease of fair value compared to its purchase value) or long lasting (in case that in the period of 9 months the Bank constantly shows loss in fair value reserves) decrease of fair value below its purchase value. Whenever the Bank on such basis determines that financial asset is impaired, the entire valuation loss of that instrument is recognized in the Statement of Income.

More details can be found in the Risk report.

CHANGES IN ACCOUNTING POLICIES

In 2012, due to the change of the Statement of Financial Position scheme prescribed by the Bank of Slovenia, the Bank restated:

- Other financial assets from the item Other assets to the item Loans;
- Other financial liabilities from the item Other liabilities to the item Financial liabilities measured at amortized cost.

Amounts of restatement are evident in the Statement of Financial Position, in the column Amount of restatement among items. More detailed disclosures about restated items are evident in Note 6, subtitle Other financial assets and in Note 16, subtitle Other financial liabilities.

NEW STANDARDS AND INTERPRETATIONS NOT YET ADOPTED

The following new Standards and Interpretations are not yet effective for the annual period ending on 31 December 2012 and have not been applied in preparing these financial statements:

- Amendments to IFRS 7 Disclosures - Offsetting Financial Assets and Financial Liabilities

The Amendments contain new disclosure requirements for financial assets and liabilities that are:

- Offset in the statement of financial position; or
- Subject to master netting arrangements or similar agreements.

The Bank does not expect the Amendments to have a significant impact on the financial statements since it does not apply extensive offsetting to its financial assets and financial liabilities.

- IFRS 10 Consolidated Financial Statements and IAS 27 (2011)
– Separate Financial Statements

IFRS 10 provides a single model to be applied in the control analysis for all investees, including entities that currently are SPEs in the scope of SIC-12. IFRS 10 introduces new requirements to assess control that are different from the existing requirements in IAS 27 (2008). Under the new single control model, an investor controls an investee when:

- It is exposed or has rights to variable returns from its

- involvements with the investee;
- It has the ability to affect those returns through its power over that investee; and
- There is a link between power and returns.

The new Standard also includes the disclosure requirements and the requirements relating to the preparation of consolidated financial statements. These requirements are carried forward from IAS 27 (2008).

The impact of the initial application of the amendment will depend on the specific facts and circumstances of the investees of the Group held at the date of initial application. Therefore, the Bank is not able to prepare an analysis of the impact this will have on the financial statements until the date of initial application.

- IFRS 11 Joint Arrangements

IFRS 11, Joint Arrangements, supersedes and replaces IAS 31, Interest in Joint Ventures. IFRS 11 does not introduce substantive changes to the overall definition of an arrangement subject to joint control, although the definition of control, and therefore indirectly of joint control, has changed due to IFRS 10.

Under the new Standard, joint arrangements are divided into two types, each having its own accounting model defined as follows:

- A joint operation is one whereby the jointly controlling parties, known as the joint operators, have rights to the assets, and obligations for the liabilities, relating to the arrangement.
- A joint venture is one whereby the jointly controlling parties, known as joint ventures, have rights to the net assets of the arrangement.

IFRS 11 effectively carves out from IAS 31 Jointly controlled entities those cases in which, although there is a separate vehicle for the joint arrangement, separation is ineffective in certain ways. These arrangements are treated similarly to jointly controlled assets/operations under IAS 31, and are now called joint operations. The remainder of IAS 31 jointly controlled entities, now called joint ventures, are stripped of the free choice of equity accounting or proportionate consolidation; they must now always use the equity method in its consolidated financial statements.

The Bank does not expect IFRS 11 to have any impact on the financial statements since it is not a party to any joint arrangements.

- IFRS 12 Disclosure of Interests in Other Entities

IFRS 12 requires additional disclosures relating to significant judgments and assumptions made in determining the nature of interests in an entity or arrangement, interests in subsidiaries, joint arrangements and associates and unconsolidated structured entities.

The Bank does not expect the new Standard will have a material impact on the financial statements.

- IFRS 13 Fair Value Measurement

Summary of Accounting Policies

IFRS 13 replaces the fair value measurement guidance contained in individual IFRSs with a single source of fair value measurement guidance. It defines fair value, establishes a framework for measuring fair value and sets out disclosure requirements for fair value measurements. IFRS 13 explains 'how' to measure fair value when it is required or permitted by other IFRSs. The standard does not introduce new requirements to measure assets or liabilities at fair value, nor does it eliminate the practicability exceptions to fair value measurements that currently exist in certain standards.

The standard contains an extensive disclosure framework that provides additional disclosures to existing requirements to provide information that enables financial statement users to assess the methods and inputs used to develop fair value measurements and, for recurring fair value measurements that use significant unobservable inputs, the effect of the measurements on profit or loss or other comprehensive income.

The Bank does not expect IFRS 13 to have a material impact on the financial statements since the Management considers the methods and assumptions currently used to measure the fair value of assets to be consistent with IFRS 13.

- Amendments to IAS 1 Presentation of Financial Statements: Presentation of Items of Other Comprehensive Income

The amendments require that the Bank presents separately the items of other comprehensive income that may be reclassified to profit or loss in the future from those that would never be reclassified to profit or loss. If items of other comprehensive income are presented before related tax effects, then the aggregated tax amount should be allocated between these sections.

The amendments are not relevant to the entity's financial statements. All items of its comprehensive income may be reclassified to profit or loss, the tax is already presented allocated.

- Amendments to IAS 12: Deferred Tax: Recovery of Underlying Assets

The amendments introduce a rebuttable presumption that the carrying value of investment property measured using the fair value model would be recovered entirely by sale. Management's intention would not be relevant unless the investment property is depreciable and held within a business model whose objective is to consume substantially all of the asset's economic benefits over the life of the asset. This is the only instance in which the presumption can be rebutted.

The amendments are not relevant to the Bank's financial statements, since the Bank does not have any investment properties measured using the fair value model in IAS 40.

- IAS 19 (2011) Employee Benefits

The amendment requires actuarial gains and losses to be recognized immediately in other comprehensive income. The amendment removes the corridor method previously applicable to recognizing actuarial gains and losses, and eliminates the ability for entities to recognize all changes in the defined benefit obligation and in plan assets in profit or loss, which currently is allowed under the requirements of IAS 19. The amendment also requires the expected return on plan assets recognized in profit or loss to be calculated based on rate used to discount the defined benefit obligation.

The Bank does not expect the amendments to have a significant impact on the financial statements.

- IAS 27 (2011) Separate Financial Statements

IAS 27 (2011) carries forward the existing accounting and disclosure requirements of IAS 27 (2008) for separate financial statements, with some minor clarifications. As well, the existing requirements of IAS 28 (2008) and IAS 31 for separate financial statements have been incorporated into IAS 27 (2011). The Standard no longer addresses the principle of control and requirements relating to the preparation of consolidated financial statements, which have been incorporated into IFRS 10, Consolidated Financial Statements.

The Bank does not expect IAS 27 (2011) to have a material impact on the financial statements, since it does not result in a change in the Bank's accounting policy.

- IAS 28 (2011) Investments in Associates and Joint Ventures

There are limited amendments made to IAS 28 (2008):

- Associates and joint ventures held for sale. IFRS 5, Non-current Assets Held for Sale and Discontinued Operations applies to an investment, or a portion of an investment, in an associate or a joint venture that meets the criteria to be classified as held for sale. For any retained portion of the investment that has not been classified as held for sale, the equity method is applied until disposal of the portion held for sale. After disposal, any retained interest is accounted for using the equity method if the retained interest continues to be an associate or a joint venture.
- Changes in interests held in associates and joint ventures. Previously, IAS 28 (2008) and IAS 31 specified that the cessation of significant influence or joint control triggered re-measurement of any retained stake in all cases, even if significant influence was succeeded by joint control. IAS 28 (2011) now requires that in such scenarios the retained interest in the investment is not re-measured.

The Bank does not expect the amendments to Standard to have a material impact on the financial statements since it does not have any investments in associates or joint ventures that will be impacted by the amendments.

- Amendments to IAS 32 – Offsetting Financial Assets and Financial

Liabilities

The Amendments do not introduce new rules for offsetting financial assets and liabilities; rather they clarify the offsetting criteria to address inconsistencies in their application.

The Amendments clarify that the Bank currently has a legally enforceable right to set-off if that right is not contingent on a future event and enforceable both in the normal course of business and in the event of default, insolvency or bankruptcy of the entity and all counterparties.

The Bank does not expect the Amendments to have a significant impact on the financial statements.

FOREIGN CURRENCY TRANSLATION

Functional and presentation currency: Items included in the financial statements for both years, 2012 and 2011, are measured in euros, which is the Bank's functional and presentation currency.

Transactions and balances: Foreign currency transactions are translated into the functional currency using the European Central Bank exchange rates at the dates of transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the Statement of Income except when deferred in equity as qualifying cash flow hedges and available-for-sale investments.

Forward transactions denominated in a foreign currency are translated into euro using the forward rate.

The spot rates of exchange used in preparation of the Bank's balance sheet as of the reporting date were as follows:

Currency	31/12/2012	31/12/2011
CHF	1.2072	1.2156
USD	1.3194	1.2939

FINANCIAL ASSETS

The Bank classifies its financial assets into the following categories:

- Financial assets at fair value through profit or loss,
- Loans and receivables,
- Held-to-maturity investments, and
- Available-for-sale financial assets.

The Bank determines the classification of its investments at initial recognition.

All financial assets held by the Bank are recognized and derecognized using settlement date accounting. When a financial asset is recognized initially, the Bank measures it at its fair value plus, in the case of a financial asset not-at-fair-value through

profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset.

The Bank derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred. Any interest in transferred financial assets that is created or retained by the Bank is recognized as a separate asset or liability.

The Bank derecognizes a financial liability when its contractual obligations are discharged or cancelled or expire.

(a) Financial Assets at Fair Value through Profit or Loss

This category contains financial assets held for trading and those which are upon initial recognition designated by the Bank as at fair value through profit or loss.

- A financial asset is classified as held for trading if it is acquired or incurred principally for the purpose of selling or repurchasing in the near term or if it is a part of portfolio of identified financial instruments that are managed together and for which there is evidence of a recent actual pattern of short-term profit-taking. Derivatives are also categorized as held for trading unless they are designated as hedging instruments.

Subsequent to the initial recognition, these financial assets are accounted for and stated at their fair value, which is the price quoted on recognized stock exchanges or calculated by valuation models. The fair value model separates the interest rate risk and the credit spread for a particular security. The credit spread gets updated regularly according to the benchmark and frequency agreed for the single name.

The Bank includes unrealized gains and losses in Statement of Income, line "Gains and losses on financial assets and liabilities held for trading". Interest earned on trading securities is accrued on a daily basis and reported in "Interest income" in the Statement of Income.

- The Bank's financial assets are designated at fair value through profit or loss when doing so significantly reduces measurement inconsistencies that would arise if the related derivatives were treated as held for trading and the underlying financial instruments were measured at effective interest method.

Loans measured at fair value through profit or loss are fixed-rate loans which are hedged at the loans' reference rate with interest rate swaps. Loans are designated at their fair value through profit or loss in order to avoid a mismatch in the presentation of the economic content of a transaction. The change in fair value of loans is based on a marked to model methodology on a monthly basis. In 2011 and 2012, the Bank did not designate loans

Summary of Accounting Policies

measured at fair value through profit or loss.

(b) Loans and Receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market, other than:

- Those that the Bank intends to sell immediately or in the short term, which are classified as held for trading, and those that the Bank upon initial recognition designates as at fair value through profit or loss;
- Those that the Bank upon initial recognition designates as available-for-sale; or
- Those for which the holder may not recover substantially all of its initial investment, other than because of credit deterioration.

Loans and receivables are reported at amortized cost. The Bank recognizes loans and receivables on the settlement date or when it becomes a part of contractual provisions in a financial instrument and derecognizes them on the settlement date or when the contractual rights to the cash flows from the financial asset expire.

In the chapter Use of estimates and judgments it is defined how the Bank impairs them.

Interest income on impaired loans and receivables is impaired in the same percentage as the principle.

Loans and receivables include also the item Other financial assets, these are receivables for fees outside the scope of calculation of the amortized cost of financial assets, accrued revenue for banking products, receivables for sold financial assets, trade receivables and receivables in the settlement of business relationships.

(c) Held-to-maturity Investments

Held-to-maturity investments are non-derivative financial assets with fixed or determinable payments and fixed maturities that the Bank has the positive intention and ability to hold to maturity.

Held-to-maturity investments are measured at amortized cost. In the chapter Use of estimates and judgments it is defined how the Bank impairs them.

(d) Available-for-sale Financial Assets

Available-for-sale financial assets are those non-derivative financial assets that are designated as available for sale or are not classified as loans and receivables, held-to-maturity investments or financial assets at fair value through profit or loss. This portfolio includes both equity and debt securities.

Subsequent to their initial recognition, available-for-sale financial assets are re-measured at their fair value. As the market value as quoted on the stock exchange regularly doesn't reflect the fair value

of a bond the fair value of the securities is determined with the fair value model which separates the interest rate risk and the credit spread for a particular security. The credit spread gets updated regularly according to the benchmark and frequency agreed for the single name. The Bank assessed fair value of non-quoted equity instruments by using appropriate models.

A fair value change on an available-for-sale financial asset is recognized directly in the Statement of Other Comprehensive Income, except for impairment losses and foreign exchange gains and losses, until the financial asset is derecognized, at which time the cumulative gain or loss previously recognized in equity is recognized in Statement of Income. However, interest calculated are accrued daily using the effective interest method and are recognized in Statement of Income. Dividends on an available-for-sale equity instrument are recognized in Statement of Income when the Bank's right to receive payment is established.

In the chapter Use of estimates and judgments it is defined how the Bank impairs them.

DERIVATIVE FINANCIAL INSTRUMENTS

In the normal course of business, the Bank is a party to contracts for derivative financial instruments, which represent a very low initial investment compared to the notional value of the contract. The derivative financial instruments used include interest rate, currency and commodity forward, swap, and option contracts. These financial instruments are used by the Bank to hedge interest rate risk and currency exposures associated with its transactions in financial markets, to open its positions actively and to sell those instruments to the customers.

Derivative financial instruments are recognized at their fair value. Fair values are obtained from quoted market prices, discounted cash flow models and options pricing models as appropriate. Changes in the fair value of derivative financial instruments that do not qualify for hedge accounting are recognized in the "Gains and losses on financial assets and liabilities held for trading" as they arise.

All derivatives are carried as assets when the fair value is positive and as liabilities when the fair value is negative.

Fair value of currency derivatives is their market price in the front-end system Wall Street, fair value of interest derivatives is market price in the front-end system OPUS. Fair value of equity and commodity derivatives is provided by Bayerische Hypo- und Vereinsbank AG, Munich.

HEDGING INSTRUMENTS

a) Fair Value Hedge

In the year 2012, the Bank had not implemented fair value hedging.

b) Cash Flow Hedge

In accordance with the IFRS, cash flow hedges serve to hedge uncertain (variable) cash flows in the future. For this purpose, interest cash flows of the hedged items and related derivatives designated as hedging instruments are projected into the future (forecasted transactions). The hedge relates to the exposure to variability in cash flows associated with recognized assets or a recognized liabilities or a planned or forecasted transaction (or portions of the three) which will affect reported net income. In the case of cash flow hedge accounting, the hedging instrument is recognized at its fair value.

The hedged items are interest cash flows (forecasted transactions) of underlying transactions. The underlying transactions in a cash flow hedge may be any customer or securities transaction, on the assets side or on the liabilities side of balance sheet, in which the interest rate is sensitive to changes in money market rates. Hedging instruments are any derivatives that can hedge the exposure to variability in the relevant cash flows.

Changes in fair value are separated into an effective portion attributable to the hedge and an ineffective portion not attributable to the hedge. A hedge is considered as effective if, for each time bucket, the netted cash flows associated with the hedging instruments are in range 80 % to 125 % to the cash flows of the hedged item(s). The effective portions are recognized directly in equity (Fair value reserves, Cash flow hedge). The ineffective portion of the gain or loss on the hedging instrument is recognized in the Statement of Income. In order to avoid ineffectiveness, projections are made, especially for limits and potential causes of ineffectiveness. The Market Risk department runs an efficiency test at the end of each month.

The Bank discontinues the hedge accounting when the hedging instrument is terminated. The cumulative gain or loss on the hedging instrument that has been recognized in other comprehensive income from the period when the hedge was effective is reclassified from equity to profit or loss in the same period during which the forecasted cash flows affect profit or loss.

Cash flow hedge is used by the Bank for managing interest rate risk in accordance with IAS 39.83. The derivatives are not attributed to individual transactions.

PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS

Property, plant and equipment as well as intangible assets are initially recognized at cost. The Bank has chosen for measurement after recognition cost model, which means that an asset is carried at its cost less any accumulated depreciation and any accumulated impairment losses.

Depreciation is calculated on a straight-line basis. Land and assets in the course of construction are not depreciated. The useful lives are set out below:

	31/12/2012	31/12/2011
Leasehold improvements	10 years	10 years
Hardware	4-6 years	4 years
Furniture, devices and motor vehicles	4-10 years	4-10 years
Intangible assets - software	7 years	5 years

The Bank periodically reviews the useful life and amends the period of depreciation if appropriate.

Leasehold improvements are capitalized and depreciated over the lesser of their useful life or the remaining lease term on a straight-line basis.

If of a minor nature, repairs and renewals are charged to the Statement of Income when the expenditure is incurred.

The Bank assesses whether property, plant and equipment and intangible assets may be impaired. If impairment indicators exist, the Bank carries out the impairment test and estimates the recoverable amount (higher of fair value less costs to sell or value in use). If the recoverable amount of an asset is less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. That reduction is an impairment loss.

A reversal of an impairment loss for an asset is recognized immediately in the Statement of Income.

The carrying amount of an item of property, plant and equipment is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from derecognition of an item is included in Statement of Income when the item is derecognized. The gain or loss arising from derecognition of an asset is determined as the difference between the net disposal proceeds, if any, and the carrying amount of the item.

OTHER ASSETS

Other assets consist of inventories, receivables for granted advances and other assets that are not disclosed under any other item.

FINANCIAL LIABILITIES

The Bank measures financial liabilities at amortized cost, except "Financial liabilities held for trading" and "Derivatives – hedge accounting", which represent negative market value of derivatives and are measured at fair value.

Other financial liabilities include liabilities for fees outside the scope of calculation of amortized cost of financial liabilities, liabilities for purchased financial assets, liabilities in the account from business relationships, liabilities to suppliers and other business liabilities corresponding to the definition of a financial instrument.

PROVISIONS

A provision is recognized when the Bank has a present obligation

Summary of Accounting Policies

as a result of a past event and when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of obligation.

Provisions are recognized for the following:

- Potential losses relevant to the risks resulting from off-balance-sheet items;
- Jubilee awards and severance payments;
- Pending or threatened litigation;
- Other events, where the possibility of the outflow of the financial assets is very high.

STATEMENT OF CASH FLOWS

For the purpose of the Statement of Cash Flows, cash is defined as cash in hand and current accounts with banks, including the compulsory minimum reserve with the Bank of Slovenia. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

The Bank prepares the Statement of Cash Flows using the indirect method. To present cash flows in its operation, the Bank complements the total profit or loss before tax with the effect of the following non-cash positions: depreciation, impairment, gains and losses from exchange differences, gains and losses from financial assets held to maturity, gains and losses from sale of tangible and intangible assets, from financing activities, net unrealized gains in fair value reserves from financial assets available for sale and from hedging of cash flows against risks. In accordance with the Decision on books of account and annual reports of banks and savings banks, the Bank uses the direct method to present cash flows in investing and cash flows in financing, regardless of the fact that it prepares the statement of cash flows using the indirect method.

EMPLOYEE BENEFITS

The Bank provides its employees with jubilee awards and severance payments. The employees are entitled to claim jubilee awards in circumstances where they have been employed by the Bank for a defined period of time. The employees are entitled to receive severance payments if they are employed by the Bank until their retirement age and were employed by the Bank for a minimum defined period. Benefits are calculated only for full-time employees.

Valuations of these obligations are carried out by independent qualified actuaries using projected unit credit method. The actuarial parameter and assumptions included in the calculation of the obligation are:

- Discount rate determined by reference to market yields as of the balance sheet date on corporate bonds for the Euro-zone;
- Estimated future salary increases;
- Mortality rates - Slovenian mortality table 2000-2002;
- Fluctuation (termination without payment) depending on the Bank's past experience in service time;
- Retirement age: 65 years notwithstanding the gender in the

calculation for 2012 (59 years for women and 61 years for men for 2011);

- The Bank's most recent employee data (the length of employment with the Bank, age, gender, average salary);
- Average monthly salary in the Republic of Slovenia.

These obligations are measured at present value of future cash outflows. The gains and losses are recognized in the Statement of Income.

The Bank additionally provides short-term benefits to its employees such as contributions to retirement pension insurance and recognizes the costs of these contributions as incurred.

SHARE-BASED PAYMENT

In accordance with IFRS 2, the Group established a medium/long-term share options and performance shares program, granting equity instruments by UniCredit Italiano S.p.A. The program was established in order to encourage affiliation and motivation of selected managers and employees to achieve strategic goals of the Group. Share-based payment transactions are equity-settled. In compliance with the IFRS, the subsidiaries, whose employees have been granted equity instruments by the parent company, must pay the latter for the allocation granted to their employees.

Fair value calculation criteria for equity-settled Stock Options: The fair value has been measured by applying the Hull-White model. The model is based on trinomial tree price distribution using the Boyle's algorithm and estimates the early exercise probability on the basis of a deterministic model connected to reaching a Market Share Value equals to an exercise price-multiple and probability beneficiary's early exit after the end of the vesting period. Fair value calculation criteria for Stocks: Fair value was determined based on the market price of the share, adjusted for the present value of the dividends, entitled from the grant, to the settlement date.

Vesting periods for stocks are one year, vesting periods for stock options are four years. Granted stocks expire within five months after the end of vesting period, whereas stock options expire in six to ten years after the end of vesting period.

SHAREHOLDERS' EQUITY

Shareholders' equity is composed of paid-in share capital, share premium, fair value reserves (fair value reserves from financial assets available-for-sale and fair value reserves from cash flow hedge), reserves from profit, retained earnings and net profit for the year. Only net profit of the year is payable.

EARNINGS PER SHARE

The Bank presents earnings per share data for its ordinary (par value) shares. Earnings per share is calculated by dividing the Bank's profit or loss by the average number of shares outstanding during the period.

The Bank has no preference shares or convertible bonds. Therefore, diluted earnings per share equal to basic earnings per share.

FINANCIAL COMMITMENTS AND CONTINGENCIES

Off-balance-sheet commitments from guarantees, both financial and service, represent irrevocable obligations that the Bank will make payments in the event a customer cannot fulfil its obligations vis-à-vis third parties. They are measured in accordance with IAS 37 until criteria for recognition in the Statement of Financial Position is met.

A documentary letter of credit is an irrevocable undertaking of the issuing bank acting at the request of a customer (buyer) to make payment to the beneficiary (seller) or to pay or accept bills of exchange drawn by the beneficiary against stipulated documents, provided all terms and conditions of the letter of credit are complied with. The documentary letters of credit are collateralized depending on the creditworthiness of the customer and on the same basis as guarantees or loans.

The primary purpose of unused credit facilities (loan commitments) is to ensure that funds are available to a customer as required. Commitments to grant loans issued by the Bank represent issued loan commitments and the unused part of approved overdraft loans.

The risk associated with off-balance-sheet financial commitments and contingent liabilities is assessed similarly as for loans to customers taking into account the financial position and activities of the entity to which the Bank issued the guarantee and taking into account the collateral obtained.

INTEREST INCOME AND EXPENSE

Interest income and expense are recognized in the Statement of Income using the effective interest method.

FEE AND COMMISSION INCOME AND EXPENSE

Fees and commissions are in principle recognized upon completion of the underlying transaction. Fees and commissions charged for longer periods are being accrued.

TAXATION

Taxes are calculated in accordance with the Corporate Income Tax regulations. Generally, the taxable profit is based on the profit or loss recognized in the Statement of Income prepared pursuant to the IFRS. It is adjusted for tax purposes as follows from the tax regulations.

Tax expense (tax income) comprises current tax expense (current tax income) and deferred tax expense (deferred tax income).

The current corporate income tax rate is 18 % (20 % for 2011). For deferred taxes 17 %, 16 % or 15 % (20 % for 2011) was used, which is the corporate income tax for 2013, 2014 and 2015. The Bank uses an adequate rate in accordance with probability of when the tax is realized.

Deferred taxes are provided for temporary differences arising between the tax bases of assets and liabilities and their carrying

amount in Statement of Financial Position.

Deferred tax liabilities are the amounts of income taxes payable in future periods in respect of taxable temporary differences.

Deferred tax assets are the amounts of income taxes recoverable in future periods in respect of deductible temporary differences, the carry-forward of unused tax losses and the carry-forward of unused tax credits.

The Bank is subject to various indirect operating taxes. These are included as a component of administrative expenses.

FIDUCIARY ACTIVITIES AND AGENCY SERVICES

Assets managed by the Bank in its capacity as a nominee, trustee or agent are not assets of the Bank and are accordingly not part of the Bank's financial statements. Fee income, which the Bank earns by providing these services, is recognized as Fee from agency services and commission operations in the Bank's Statement of Income.

REGULATORY REQUIREMENTS

The Bank is subject to the regulatory requirements of the Bank of Slovenia. These regulations include limits and other restrictions pertaining to minimum capital adequacy requirements, the classification of loans and off-balance-sheet commitments and provisioning to cover credit risk, liquidity, interest rate, and foreign currency position. Notes on fiduciary activities and agency services are also required by the Bank of Slovenia, not by IFRS. As of 31 December 2012, the Bank was in compliance with all regulatory requirements.

RELATED PARTIES

Related parties are those counterparties that represent:

- Enterprises that directly, or indirectly through one or more intermediaries, control, or are controlled by, or are under common control by, the reporting enterprise;
- Key management personnel, that is, those persons having the authority and responsibility for planning, directing and controlling the activities of the Bank;
- Close members of the families of such individuals, who include that person's children and spouse or domestic partner, children of that person's spouse or domestic partner; and dependants of that person or that person's spouse or domestic partner;
- Enterprises in which a substantial interest in the voting power is owned directly or indirectly by any person described above or over which such a person is able to exercise a significant influence. This includes enterprises owned by directors or major shareholders of the Bank and enterprises that have a member of key management in common with the Bank.

In considering each possible related-party relationship, attention is directed to the substance of the relationship and not merely the legal form.

Notes on the Statement of Financial

Notes on the Financial Statements

Position

Note 1: Cash and cash balances with the Central Bank

EUR 1,000	31/12/2012	31/12/2011
Cash	13,546	12,678
Balances with the Central Bank	14,214	50,118
Minimum reserve with the Central Bank	14,214	15,118
Other balances with the Central Bank	-	35,000
Total	27,760	62,796

The European Central Bank (ECB) requires credit institutions established in participating Member States to hold minimum reserves; they are to be held on accounts with the ECB and participating national central banks. It is essential that credit institutions hold their balances only with the participating national central banks.

Liabilities owed to any other credit institution and participating national central bank and liabilities owed to the ECB shall be excluded from the reserve base.

A reserve ratio of 1 % shall apply to the following liability categories:

- Overnight deposits;
- Deposits with an agreed maturity up to two years;
- Deposits redeemable at notice up to two years;
- Debt securities issued with an agreed maturity up to two years.

A reserve ratio of 0 % shall apply to the following liability categories:

- Deposits with agreed maturity over two years;
- Deposits redeemable at notice over two years;
- Repos;
- Debt securities issued with an agreed maturity over two years.

The Bank's minimum reserve calculated based on volumes as of 31 December 2012 amounts to 11,247 thousand euros. The Bank must maintain the minimum reserve during the period from 13 February 2013 till 12 March 2013.

Note 2: Financial instruments measured at fair value by the level in the fair value hierarchy

EUR 1,000	Note	31/12/2012				31/12/2011			
		Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
Financial assets held for trading	3	1	44,427	-	44,428	738	67,250	-	67,988
Available-for-sale financial assets	4	122,992	181,666	9,435	314,093	135,777	147,628	11,753	295,158
Derivatives - hedge accounting	5	-	14,144	-	14,144	-	6,866	-	6,866
Total Assets		122,993	240,237	9,435	372,665	136,515	221,744	11,753	370,012
Financial liabilities held for trading	14	4	43,589	-	43,593	741	66,072	-	66,813
Derivatives - hedge accounting	15	-	66,027	-	66,027	-	60,587	-	60,587
Total Liabilities		4	109,616	-	109,620	741	126,659	-	127,400

Note 3: Financial assets held for trading

EUR 1,000	31/12/2012			31/12/2011		
	Level 1	Level 2	Total	Level 1	Level 2	Total
Debt Instruments	-	135	135	-	87	87
Bonds, Republic of Slovenia	-	135	135	-	87	87
Loans	1	-	1	738	-	738
Derivatives Held for Trading	-	44,292	44,292	-	67,163	67,163
Forwards	-	889	889	-	1,002	1,002
Options	-	12,205	12,205	-	18,506	18,506
Swaps	-	31,198	31,198	-	47,655	47,655
Total	1	44,427	44,428	738	67,250	67,988

Note 4: Available-for-sale financial assets

EUR 1,000	31/12/2012				31/12/2011			
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
Equity instruments	34,586	-	1,058	35,644	44,381	-	3,438	47,819
Bonds, Republic of Slovenia	12,353	138,178	-	150,531	10,935	125,487	-	136,422
Bonds, central government units	28,796	-	-	28,796	36,006	-	-	36,006
Bonds, banks	47,257	23,515	8,377	79,149	44,455	22,141	8,315	74,911
Treasury bills, Republic of Slovenia	-	19,973	-	19,973	-	-	-	-
Total	122,992	181,666	9,435	314,093	135,777	147,628	11,753	295,158

As of 31 December 2012, the pool of available-for-sale securities eligible for borrowings from the Bank of Slovenia amounts to 192,629 thousand euros (as of 31 December 2011: 148,007 thousand euros), 97 thousand euros (as of 31 December 2011: 110 thousand euros) investments into securities are kept for guaranteed claims of investors in line with the Financial Instruments Market Act and 9,155 thousand euros (as of 31 December 2011: 7,220 thousand euros) investments into securities, which the Bank keeps as liquidity assets for deposits guaranteed under the Deposit Guarantee Scheme.

Notes on the Financial Statements

Annual changes, equity instruments

EUR 1,000	2012		2011	
	Total	Level 3	Total	Level 3
Opening Balance	47,819	3,438	50,964	229
Increases	138	104	1,250	3,209
Purchase	31	31	1,250	1,250
Transfer among levels	-	-	-	1,959
Positive changes in fair value and exchange rate differences	107	73	-	-
Decreases	(12,313)	(2,484)	(4,395)	-
Transfer among levels	-	(1,959)	-	-
Negative changes in fair value - recognized in Statement of Income, item Impairment	(9,361)	(525)	-	-
Negative changes in fair value - recognized in other comprehensive income	(2,952)	-	(4,395)	-
Closing Balance	35,644	1,058	47,819	3,438

Annual changes, debt instruments

EUR 1,000	2012		2011	
	Total	Level 3	Total	Level 3
Opening Balance	247,339	8,315	339,786	8,331
Increases	50,128	11,041	29,776	28
Purchase	31,748	83	29,667	28
Positive changes in fair value - recognized in other comprehensive income	18,380	10,958	109	-
Decreases	(19,018)	(10,979)	(122,223)	(44)
Sales / Redemption	(18,699)	(124)	(102,777)	-
Negative changes in fair value - recognized in other comprehensive income	(319)	(10,855)	(19,446)	(44)
Closing Balance	278,449	8,377	247,339	8,315

As there were no sales or redemptions of Level 3 all gains and losses for Level 3 are attributable to assets held at the end of reporting period.

Reclassification

EUR 1,000	31/12/2012		Value on date of reclassification		31/12/2011	
	Book value	Fair value	Book value	Fair value	Book value	Fair value
Financial assets reclassified out of trading assets to available-for-sale financial assets	89,258	89,258	95,531	95,531	80,641	80,641

In accordance with IAS 39, reclassification from trading assets to available-for-sale assets, is possible if there is change of intention. This was caused by the market downturn in second and third quarter of 2008.

If the Bank had not made reclassifications of financial assets, the Statement of Income would differ in the following position in the following amount:

EUR 1,000	2012	2011
Gains and losses on financial assets and liabilities held for trading	8,617	(8,111)

Note 5: Derivatives - hedge accounting

EUR 1,000	31/12/2012	31/12/2011
	Level 2	Level 2
Cash flow hedge	14,144	6,866
Total	14,144	6,866

Note 6: Loans and receivables

Loans and receivables to banks

EUR 1,000	31/12/2012	31/12/2011
Demand deposits	74,934	69,375
Short-term loans	5,189	8,195
Long-term loans	5,302	5,639
Claims arising from pledged collateral	511	6,874
Total	85,936	90,083

The Bank did not recognize any impairment on Loans and receivables to banks neither on 31 December 2011 nor on 31 December 2012 as there was no evidence for impairment.

Loans and receivables to customers

EUR 1,000	31/12/2012			31/12/2011		
	Gross value	Impairment	Net value	Gross value	Impairment	Net value
Short-term Loans	306,465	(29,172)	277,293	358,796	(23,548)	335,248
Corporates	251,729	(17,961)	233,768	294,621	(15,598)	279,023
Financial institutions	16,683	(7,458)	9,225	19,756	(3,791)	15,965
Public sector	745	-	745	116	-	116
Private customers	29,283	(3,659)	25,624	27,353	(3,850)	23,503
Non-residents	8,025	(94)	7,931	16,950	(309)	16,641
Long-term Loans	2,069,603	(77,579)	1,992,024	2,082,922	(61,931)	2,020,991
Corporates	783,357	(52,821)	730,536	934,062	(40,992)	893,070
Financial institutions	22,474	-	22,474	39,923	(202)	39,721
Public sector	344,125	-	344,125	227,561	(47)	227,514
Private customers	782,904	(24,424)	758,480	812,812	(20,216)	792,596
Non-residents	136,743	(334)	136,409	68,564	(474)	68,090
Total	2,376,068	(106,751)	2,269,317	2,441,718	(85,479)	2,356,239

Loans to corporates include loans to sole traders.

On 31 December 2012, the balance of loans to employees amounted to 23,118 thousand euros and to 24,005 thousand euros on 31 December 2011.

As of 31 December 2012, the pool of loans eligible for borrowings from the Central Bank amounted to 316,570 thousand euros (as of 31 December 2011: 161,245 thousand euros).

Notes on the Financial Statements

Impairment on loans and receivables to customers

EUR 1,000	2012	2011
Opening Balance	(85,479)	(61,721)
Increases	(67,309)	(47,361)
Losses on foreign exchange differences	(1,153)	(9,439)
Increases recognized as interest expense	(4,254)	-
Decreases	46,641	23,912
Gains on foreign exchange differences	1,072	9,130
Decreases recognized as interest income	3,731	-
Closing Balance	(106,751)	(85,479)

Other financial assets

EUR 1,000	31/12/2012	31/12/2011
Claims for fees	815	629
Impairment on claims for fees	(26)	(8)
Accrued income	59	162
Claims arising from past due derivatives	12,152	3,836
Impairment of past due derivatives	(6,628)	(2,043)
Claims arising from the settlement of transactions	849	1,347
Other financial assets	2,157	849
Total	9,378	4,772

Impairment on other financial assets

EUR 1,000	31/12/2012	31/12/2011
Opening Balance	(2,051)	(1,610)
Increases	(5,346)	(1,637)
Losses on foreign exchange differences	(11)	(319)
Decreases	748	1,222
Gains on foreign exchange differences	6	293
Closing Balance	(6,654)	(2,051)

Note 7: Held-to-maturity financial assets

EUR 1,000	31/12/2012	31/12/2011
Bonds, Republic of Slovenia	12,930	-
Bonds, banks	-	19,968
Total	12,930	19,968

As of December 31, the total volume of the securities, held-to-maturity was in the pool of securities eligible for borrowings from the Central Bank.

Annual changes

EUR 1,000	2012	2011
Opening Balance	19,968	29,886
Increases	13,094	544
Purchase	12,632	544
Positive changes in fair value and exchange rate differences	462	-
Decreases	(20,132)	(10,462)
Redemption	(20,132)	(10,462)
Closing Balance	12,930	19,968

Reclassification

EUR 1,000	31/12/2012		Value on date of reclassification		31/12/2011	
	Book value	Fair value	Book value	Fair value	Book value	Fair value
Financial assets reclassified out of trading assets to held-to-maturity financial assets	-	-	29,640	29,640	19,968	19,964

In accordance with IAS 39, reclassification from trading assets to held-to-maturity assets is only possible in rare circumstances. These occurred by the market downturn in the second and third quarter of 2008, which caused change in intention to hold these securities till maturity.

The last reclassified bond was due in 2012.

If the Bank had not made reclassifications of financial assets, the Statement of Income would differ in the following position in the following amount:

EUR 1,000	2012	2011
Gains and losses on financial assets and liabilities held for trading	36	103

Notes on the Financial Statements

Note 8: Property, plant and equipment

EUR 1,000	2012				Total
	Leasehold improvements	Computer hardware	Other equipment	Work in progress	
Cost					
Opening Balance	12,575	5,233	6,423	726	24,957
Additions	-	-	-	433	433
Transfer from work in progress	-	442	236	(678)	-
Disposals	(357)	(405)	(176)	-	(938)
Closing Balance	12,218	5,270	6,483	481	24,452
Depreciation					
Opening Balance	5,519	3,488	3,223	-	12,230
Depreciation for the year	1,008	488	762	-	2,258
Disposals	(241)	(403)	(139)	-	(783)
Closing Balance	6,286	3,573	3,846	-	13,705
Net Book Value					
Opening Balance	7,056	1,745	3,200	726	12,727
Closing Balance	5,932	1,697	2,637	481	10,747

EUR 1,000	2011				Total
	Leasehold improvements	Computer hardware	Other equipment	Work in progress	
Cost					
Opening Balance	9,642	4,264	5,671	170	19,747
Additions	2,933	-	-	3,007	5,940
Transfer from work in progress	-	1,243	1,208	(2,451)	-
Disposals	-	(274)	(456)	-	(730)
Closing Balance	12,575	5,233	6,423	726	24,957
Depreciation					
Opening Balance	4,657	3,193	2,902	-	10,752
Depreciation for the year	862	567	662	-	2,091
Disposals	-	(272)	(341)	-	(613)
Closing Balance	5,519	3,488	3,223	-	12,230
Net Book Value					
Opening Balance	4,985	1,071	2,769	170	8,995
Closing Balance	7,056	1,745	3,200	726	12,727

The Bank has no contractual commitments for the acquisition of property, plant and equipment. The Bank cannot sell the leasehold improvements and has no other contractual commitments related to them. As the Bank does not have any borrowing costs related to property, plant and equipment, it did not capitalize them.

Note 9: Intangible assets

EUR 1,000	2012	2011
Cost		
Opening Balance	36,157	31,964
Additions	4,247	5,770
Disposal	-	(1,577)
Closing Balance	40,404	36,157
Amortization		
Opening Balance	18,840	16,932
Amortization	2,328	3,148
Disposal	-	(1,240)
Closing Balance	21,168	18,840
Net Book Value		
Opening Balance	17,317	15,032
Closing Balance	19,236	17,317

Intangible assets solely comprise computer software. The Bank has no internally generated intangible assets. The contractual commitments for acquisition of intangible assets amount to 448 thousand euros (360 thousand euros on 31 December 2011).

As the Bank does not have any borrowing costs related to the intangible assets, it did not capitalize them.

Note 10: Investments in subsidiaries, associates and joint ventures

EUR 1,000	31/12/2012	31/12/2011
Investments in subsidiaries	253	
Total	253	-

Note 11: Tax assets

EUR 1,000	31/12/2012	31/12/2011
Current Tax Assets	1,381	73
Deferred Tax Assets	5,593	11,536
Assets / Liabilities held for trading	-	13
Loans to banks and loans to customers	8	12
Available-for-sale financial assets	1,605	17
Property, plant and equipment, Intangible assets	21	18
Provisions for severance and jubilee salaries	121	158
Fair value reserves, Cash flow hedge	2,389	8,968
Fair value reserves, Available-for-sale financial assets	1,449	2,350
Total	6,974	11,609

Notes on the Financial Statements

EUR 1,000	31/12/2012	31/12/2011	Effect in 2012
Deferred Tax Assets	5,593	11,536	(5,943)
Balance equity	3,838	11,318	(7,480)
Balance Statement of Income	1,755	218	1,537
Deferred Tax Liabilities (disclosed in Note 18)	-	4,218	(4,218)
Balance equity	-	4,218	(4,218)
Net Deferred Tax Assets / Liabilities	5,593	7,318	(1,725)
Balance equity	3,838	7,100	(3,262)
Balance Statement of Income	1,755	218	1,537

Note 12: Other assets

EUR 1,000	31/12/2012	31/12/2011
Inventories	28	28
Claims arising from given prepayments	52	49
Deferred expenses	74	36
Other assets	17	-
Total	171	113

Note 13: Deposits from central banks

EUR 1,000	31/12/2012	31/12/2011
Long-term loans	251,823	-
Total	251,823	-

Note 14: Financial liabilities held for trading

EUR 1,000	31/12/2012		31/12/2011	
	Level 1	Level 2	Level 1	Level 2
Derivatives Held for Trading	-	43,589	-	66,072
Forwards	-	812	-	3,290
Options	-	12,205	-	18,506
Swaps	-	30,572	-	44,276
Other Financial Liabilities Held for Trading	4	-	741	-
Total	4	43,589	741	66,072

Note 15: Derivatives - hedge accounting

EUR 1,000	31/12/2012	31/12/2011
	Level 2	Level 2
Cash flow hedge	66,027	60,587
Total	66,027	60,587

Note 16: Financial liabilities measured at amortised cost

EUR 1,000	31/12/2012	31/12/2011
Deposits from banks	576,933	1,178,074
Loans from banks	346,820	390,924
Deposits from customers	1,227,789	949,624
Subordinated liabilities	30,101	30,180
Other financial liabilities	14,512	17,655
Total	2,196,155	2,566,457

Deposits from banks

EUR 1,000	31/12/2012	31/12/2011
On demand	1,782	23,708
Short-term deposits	158,415	599,712
Long-term deposits	416,736	554,654
Total	576,933	1,178,074

Loans from banks

EUR 1,000	31/12/2012	31/12/2011
Long-term loans	346,820	390,924
Total	346,820	390,924

Notes on the Financial Statements

Deposits from customers

EUR 1,000	31/12/2012	31/12/2011
On Demand	669,800	382,535
Corporates	375,915	211,507
Financial institutions	80,047	10,993
Public sector	72,053	34,379
Private customers	120,777	108,547
Non-residents	21,008	17,109
Short-term Deposits	322,337	391,767
Corporates	20,865	175,299
Financial institutions	1	74,566
Public sector	183,226	51,220
Private customers	111,078	87,019
Non-residents	7,167	3,663
Long-term Deposits	235,652	175,322
Corporates	20,855	21,381
Financial institutions	5,505	5,283
Public sector	3,606	1,719
Private customers	195,929	139,396
Non-residents	9,757	7,543
Total	1,227,789	949,624

Deposits from corporates also include deposits from sole traders.

Subordinated liabilities

EUR 1,000	31/12/2012	31/12/2011
Subordinated liabilities to banks	30,101	30,180
Total	30,101	30,180

In 2008, the Bank signed a subordinated loan facility agreement for ten years in the amount of 20,000 thousand euros with loan interest rate EURIBOR + 1.1 %.

In 2009, the Bank signed an additional subordinated loan facility agreement for 10,000 thousand euros with loan interest rate EURIBOR + 3 %.

Both facility amounts were signed with UniCredit Bank Austria AG, Vienna and are fully drawn.

Other financial liabilities

EUR 1,000	31/12/2012	31/12/2011
Assets for cross-border payment transfers	4,614	7,393
Liabilities for fees	266	285
Liabilities arising from settlement of transactions	1,796	1,559
Liabilities to suppliers	1,026	2,168
Accrued expenses	3,405	3,910
Other financial liabilities	3,405	2,340
Total	14,512	17,655

Note 17: Provisions

EUR 1,000	31/12/2012	31/12/2011
For pending legal cases	398	119
For severance and jubilee salaries	1,190	1,132
For off-balance sheet items	855	302
Total	2,443	1,553

2012

EUR 1,000	For pending legal cases	For severance and jubilee salaries	For off-balance sheet items	Total
Opening Balance	119	1,132	302	1,553
Increases	279	86	1,709	2,074
Decreases	-	(28)	(1,156)	(1,184)
Use of provisions	-	(28)	-	(28)
Other decreases	-	-	(1,156)	(1,156)
Closing Balance	398	1,190	855	2,443

2011

EUR 1,000	For pending legal cases	For severance and jubilee salaries	For off-balance sheet items	Total
Opening Balance	133	1,005	979	2,117
Increases	-	154	2,889	3,043
Decreases	(14)	(27)	(3,566)	(3,607)
Use of provisions	-	(27)	-	(27)
Other decreases	(14)	-	(3,566)	(3,580)
Closing Balance	119	1,132	302	1,553

Note 18: Tax liabilities

EUR 1,000	31/12/2012	31/12/2011
Current Tax Liabilities	-	855
Deferred Tax Liabilities	-	4,218
Fair value reserves, Available-for-sale financial assets	-	4,218
Total	-	5,073

As of 31 December 2012, the Bank offset receivables and payables for corporate income tax. If it didn't do so, it would report a balance of payables for corporate income tax and an increase of receivables in the amount stated below.

EUR 1,000	31/12/2012	31/12/2011
Current Tax Liabilities	-	855
Deferred Tax Liabilities	5,039	4,218
Fair value reserves, Available-for-sale financial assets	5,039	4,218
Total	5,039	5,073

Notes on the Financial Statements

Note 19: Other liabilities

EUR 1,000	31/12/2012	31/12/2011
Accrued expenses and deferred income	2,664	3,201
Liabilities for taxes and contributions	1,039	1,064
Total	3,703	4,265

Note 20: Share capital

EUR 1,000	31/12/2012	31/12/2011
Ordinary shares - subscribed by privates	1	1
Ordinary shares - subscribed by foreign banks	20,383	20,383
Total	20,384	20,384

On 31 December 2012, the Bank's share capital amounted to 20,383,765 euros and was comprised of 4,888,193 pieces of ordinary non-par-value shares, which are fully paid. Each primary non-par-value share entitles its holder to one vote when concluding decisions at the Bank's General Meeting of Shareholders, to share in profit (dividend) and to appropriate share in remaining assets after the Bank's liquidation or bankruptcy.

The Bank had not paid out dividends for years 2012 and 2011.

Note 21: Share premium

EUR 1,000	31/12/2012	31/12/2011
Payments in excess of nominal amounts of paid-up shares	91,736	91,736
Share premium reserve	16,024	16,024
Total	107,760	107,760

Note 22: Fair value reserves

EUR 1,000	31/12/2012	31/12/2011
Fair value reserves, Cash flow hedge	(11,662)	(9,402)
Fair value reserves, Available-for-sale financial assets	(7,075)	(18,997)
Total	(18,737)	(28,399)

Fair value reserves, Cash flow hedge

EUR 1,000	2012	2011
Opening Balance	(9,402)	(7,380)
Gross value	(11,753)	(9,225)
Deferred taxes	2,351	1,845
Decreases	(2,260)	(2,022)
Gross value	(2,298)	(2,528)
Deferred taxes	38	506
Closing Balance	(11,662)	(9,402)
Gross value	(14,051)	(11,753)
Deferred taxes	2,389	2,351

Fair value reserves, Available-for-sale financial assets

EUR 1,000	2012	2011
Opening Balance	(18,997)	(116)
Gross value	(23,747)	(146)
Deferred taxes	4,750	30
Increases	23,127	87
Gross value	27,856	109
Deferred taxes	(4,729)	(22)
Decreases	(11,205)	(18,968)
Gross value	(12,634)	(23,710)
Deferred taxes	1,429	4,742
Closing Balance	(7,075)	(18,997)
Gross value	(8,525)	(23,747)
Deferred taxes	1,450	4,750

Note 23: Retained earnings

EUR 1,000	31/12/2012	31/12/2011
Mandatory reserves	1,294	1,294
Other reserves from profit	140,385	132,479
Total	141,679	133,773

Note 24: Net profit for the year

EUR 1,000	31/12/2012	31/12/2011
Net profit for the year	1,073	14,741
Transfer to reserves from profit	(536)	(7,371)
Total	537	7,370

In line with the Companies Act (Article 230(3)), the Management Board decided to build other reserves from profit as half of net profit for the year.

Basic and diluted earnings per share

EUR 1,000	31/12/2012	31/12/2011
(1) Net profit for the year	1,073	14,741
(2) Number of shares	4,888,193	4,888,193
(3) Weighted number of shares in the year	4,888,193	4,549,386
(4) Earnings per Share in Euros (1) / (3)	0.22	3.24

Basic and diluted earnings per share are the same.

Notes on the Financial Statements

Notes on the Statement of Income

Note 25: Interest income

EUR 1,000	2012	2011
Interest on deposits placed with the Central Bank	122	222
Interest on financial assets held for trading	8,476	13,854
Interest on derivatives used for hedging	5,146	12,899
Interest on financial assets available for sale	9,895	11,815
Interest on loans and receivables	76,175	81,849
To banks	295	532
To customers	75,880	81,317
Interest from impaired loans	7,374	6,900
To customers	7,374	6,900
Interest on financial assets held to maturity	449	567
Total	107,637	128,106

Note 26: Interest expense

EUR 1,000	2012	2011
Interest on Central Bank deposits and loans	1,823	-
Interest on financial liabilities held for trading	8,341	12,990
Interest on derivatives used for hedging	3,966	11,731
Interest on received deposits and loans	37,537	43,469
Paid to banks	20,794	31,296
Paid to customers	16,743	12,173
Total	51,667	68,190

Interest expense for subordinated loans amounted to 751 thousand euros for 2012 (in 2011: 943 thousand euros).

Note 27: Dividend income

EUR 1,000	2012	2011
Dividends from financial assets available for sale	1,824	2,415
Dividends from financial assets held for trading	-	13
Total	1,824	2,428

Note 28: Fee and commission income

EUR 1,000	2012	2011
Fees from guarantees	3,617	2,824
Fees from payment operations	5,951	5,857
Fees from agency services and commission operations	464	597
Fees from securities business for customers	5,207	6,439
Commitment fees	1,771	1,805
Fees from other lending business	2,312	2,616
Other fees	7,155	5,833
Total	26,477	25,971

Note 29: Fee and commission expenses

EUR 1,000	2012	2011
Fees for banking services	3,253	3,042
Fees for carrying out agency and commission operations	36	86
Fees for securities business	917	1,523
Fees for performing payment operations	573	453
Fees paid on other services	4	11
Total	4,783	5,115

Note 30: Realised gains and losses on financial assets and liabilities not measured at fair value through profit or loss

EUR 1,000	2012	2011
Realised Gains	66	355
On available-for-sale financial assets	61	345
On loans	5	10
Realised Losses	(4,029)	(332)
On available-for-sale financial assets	-	(8)
On loans	(4,029)	(324)
Total	(3,963)	23

In 2012 and 2011, the Bank recognized gains on the sale of bonds within "Realized gains on available-for-sale financial assets".

Notes on the Financial Statements

Note 31: Gains and losses on financial assets and liabilities held for trading

EUR 1,000	2012	2011
Net gains on securities trading	89	(110)
Net gains on purchase and sale of foreign currencies	929	(2,843)
Net gains on derivatives	542	(869)
Total	1,560	(3,822)

Note 32: Fair value adjustments in hedge accounting

EUR 1,000	2012	2011
Increases arising from changes in fair value of derivatives used for hedging group financial instruments against interest rate risk	45	-
Total	45	-

Note 33: Exchange gains / (losses)

EUR 1,000	2012	2011
Gains on foreign exchange differences	83,701	704,425
Losses on foreign exchange differences	(83,740)	(700,255)
Total	(39)	4,170

Note 34: Gains and losses on derecognition of assets other than held for sale

EUR 1,000	2012	2011
Losses on derecognition	(116)	(417)
Total	(116)	(417)

Note 35: Other operating net income

EUR 1,000	2012	2011
Gains	1,433	721
Gains on release of accrued expense	-	150
Gains on operational risk	25	8
Refund of expenses for Bank's delegates abroad	1,266	508
Other gains	142	55
Losses	(1,131)	(938)
Memberships	(61)	(65)
Bank levy	(783)	(791)
Other losses	(287)	(82)
Total	302	(217)

Note 36: Administrative costs

EUR 1,000	2012	2011
Staff costs	23,928	22,756
Other administrative costs	12,908	13,591
Total	36,836	36,347

Staff costs

EUR 1,000	2012	2011
Gross salaries	17,087	16,563
Contributions for social security	1,326	1,262
Contributions for pension insurance	1,620	1,538
Other contributions levied on gross salaries	157	77
Allowance for transport to work and for meals	1,333	1,267
Variable salaries	955	965
Other staff costs	1,450	1,084
Total	23,928	22,756

In 2012, the decrease of expenses for unused holidays in the amount of 30 thousand euros (in 2011: the increase of expenses in the amount of 110 thousand euros) was included in other staff costs.

On 31 December 2012, the accrued expenses for equity settled share based payment in accordance with IFRS 2 (recognized in the Statement of Financial Position) amounted to 6 thousand euros (117 thousand euros on 31 December 2011). The decrease of expense for equity settled share based payment amounts to 82 thousand euros (expense in the amount of 26 thousand euros in 2011).

Shares and share options

	2012		2011	
	Number of shares / share options	Average exercised price	Number of shares / share options	Average exercised price
Opening Balance				
Shares	35,315	1.87	18,789	3.42
Share options	132,733	0.74	92,245	0.94
Granted in the Year				
Shares	-	-	30,857	1.71
Share options	-	-	60,889	0.61
Forfeited in the Year				
Shares	34,803	0.78	14,331	3.56
Stock options	105,192	0.38	-	-
Exercised in the Year				
Share options	21,144	1.33	20,400	1.27
Expired in the Year	-	-	-	-
Closing Balance				
Shares	512	7.38	35,315	1.87
Share options	6,397	0.40	132,733	0.74
Exercisable at 31 December	-	-	-	-

Notes on the Financial Statements

Other administrative costs

EUR 1,000	2012	2011
Operating leasehold on premises	2,432	2,348
IT services	2,295	2,263
Communication	1,387	1,511
Consulting and auditing services	2,151	1,964
Other outsourced services	747	766
Marketing	1,028	1,564
Training	404	333
Material costs	330	455
Costs of fixed assets maintenance	621	681
Insurance	595	616
Travel costs	182	240
Other costs	736	850
Total	12,908	13,591

Consulting and auditing services include the audit of the financial statements for 2012 in the amount of 84 thousand euros provided by KPMG Slovenija, podjetje za revidiranje, d.o.o. Deloitte revizija d.o.o. performed the audit of custody business which amounted to 12 thousand euros. The costs of tax advisory by Ernst & Young Svetovanje d.o.o. amounted to 9 thousand euros. All stated amounts include value added tax.

The Bank rents a number of branches and office premises. Rental contracts usually run for up to 15 years with the option to renew or cancel them.

The future minimum lease payments to be paid not later than in one year amount to 2,328 thousand euros, payments to be paid later than in one year and not later than in five years 6,558 thousand euros and payments to be paid later than in five years 735 thousand euros (in 2011 2,328 thousand euros not later than in one year, payments to be paid later than in one year and not later than in five years 5,325 thousand euros and payments to be paid later than in five years 1,494 thousand euros).

Note 37: Depreciation

EUR 1,000	2012	2011
Depreciation of Property, Plant and Equipment	2,258	2,091
Depreciation of leasehold improvements	1,008	862
Depreciation of computer hardware	488	567
Depreciation of other equipment	762	662
Amortisation of Intangible Assets	2,328	3,148
Total	4,586	5,239

Note 38: Provisions

EUR 1,000	2012	2011
For pending legal cases	279	-
For severance and jubilee salaries	85	154
For potential losses	-	(14)
For off-balance sheet items	553	(677)
Total	917	(537)

Note 39: Impairment

EUR 1,000	2012	2011
Impairment of Financial Assets, Measured at Cost	25,266	23,864
Increase	72,655	48,998
Loans	67,309	47,361
Other financial assets	5,346	1,637
Decrease	(47,389)	(25,134)
Loans	(46,641)	(23,912)
Other financial assets	(748)	(1,222)
Impairment of Available-for-sale Financial Assets	9,361	-
Increase	9,361	-
Total	34,627	23,864

Note 40: Profit or loss from non-current assets held for sale

EUR 1,000	2012	2011
Profit from non-current assets held for sale	2	-
Loss from non-current assets held for sale	(3)	(23)
Total	(1)	(23)

Note 41: Tax expense

EUR 1,000	2012	2011
Current tax	774	3,204
Deferred tax	(1,537)	56
Total	(763)	3,260

EUR 1,000	2012	2011
Profit before taxes	310	18,001
Theoretical tax (2012: 18 %, 2011: 20 %)	56	3,600
Tax decrease for deductible income	(342)	(551)
Tax on non-deductible expenses	1,858	384
Deferred taxes	(1,537)	56
Change of tax rate	33	-
Adjustment for the calculated deferred taxes	(1,570)	56
Other adjustments	(798)	(229)
Total	(763)	3,260

Other adjustments are explained mainly by tax decrease due to research and development tax relief in the amount of 86 thousand euros (in 2011: 95 thousand euros), due to tax relief for paid contributions for additional pension funds in the amount of 115 thousand euros (in 2011: 121 thousand euros), and, following the amendment of the Corporate Income Tax Act in 2012, the highest amount is represented by tax relief for investments in the amount of 290 thousand euros.

Notes on the Financial Statements

Notes to the Statement of Cash Flows

Note 42: Cash and cash equivalents

EUR 1,000	31/12/2012	31/12/2011
Cash	13,546	12,678
Minimum reserve with the Central Bank	14,214	15,118
Other balances with the central bank	-	35,000
Financial assets held for trading	135	87
Available-for-sale financial assets	138,635	125,265
Loans to banks with maturity up to 3 months	77,015	66,111
Total	243,545	254,259

Financial assets held for trading and available-for-sale financial assets comprise the Republic of Slovenia bonds. The Republic of Slovenia bonds belong to the eligible financial assets for the Eurosystem collateral (market financial assets) and the Bank can include it into the collateral fund at any time.

Notes to the Commitments and other Off-balance-sheet Items in line with the Bank of Slovenia requirements

Note 43: Commitments and other Off-balance-sheet Items

EUR 1,000	31/12/2012	31/12/2011
Guarantees	329,793	303,956
Committed credit and overdraft lines	292,249	345,076
Creditors on spot business	2,921	23,351
Letters of credit	-	446
Notional amount of derivatives	3,219,631	3,901,777
Total	3,844,594	4,574,606

Annual changes, guarantees

EUR 1,000	2012	2011
Opening Balance	303,956	184,998
Increases	227,293	327,399
Issued guarantees	222,069	317,087
Exchange rate differences	5,224	10,312
Decreases	(201,456)	(208,441)
Redemption	(1,030)	(839)
Expired guarantees	(195,284)	(196,986)
Exchange rate differences	(5,142)	(10,616)
Closing Balance	329,793	303,956

Derivatives

EUR 1,000	31/12/2012	31/12/2011
Forwards and futures	52,308	129,533
Interest options	318,135	444,713
Currency options	185,789	307,145
Other options	746	738
Interest swaps	2,300,424	2,497,793
Held for trading	683,177	763,624
Held for hedging	1,617,247	1,734,169
Currency swaps	358,838	509,323
Held for trading	146,582	290,102
Held for hedging	212,256	219,221
Commodity swaps	3,391	12,532
Total	3,219,631	3,901,777

The explanation regarding an indication of the uncertainties relating to the financial derivatives is done within the analysis of the counterparty risk, chapter Risk report. The Bank's intention is also to close most of the positions out of derivative business.

Note 44: Fiduciary activities

EUR 1,000	31/12/2012	31/12/2011
Cash from clients for brokerage with financial instruments	7,370	4,761
Receivables from brokerage business with financial instruments	1,429	579
Receivables from managing financial instruments	7,755	7,329
Receivables from custody business	5,502,054	1,186,883
Receivables with the Central Securities Clearing Corporation for sold financial instruments	85	46
Receivables from settlement business	244	338
Receivables from other businesses on behalf and for account of third parties	65,674	147,271
Assets Total	5,584,741	1,347,207
Liabilities to customers from money and financial instruments	5,517,264	1,199,019
Liabilities to the Central Securities Clearing Corporation for financial instruments bought	1,428	577
Liabilities to bank for commissions, expenses, etc.	1	2
Liabilities from settlement business	244	338
Liabilities from other businesses on behalf and for account of third parties	65,804	147,271
Liabilities Total	5,584,741	1,347,207

Notes on the Financial Statements

Note 45: Agency services

EUR 1,000	31/12/2012	31/12/2011
Claims of Settlement and Transaction Accounts for Client Assets	5,511,323	1,194,837
From financial instruments	5,511,238	1,194,791
To the Central Securities Clearing Corporation or to bank's clearing account for sold financial instruments	85	46
Clients' Cash	7,370	4,761
On settlement account for clients' funds	6,763	3,955
On banks' transaction accounts	607	806
Assets Total	5,518,693	1,199,598
Liabilities of Settlement Account or Transaction Accounts for Clients' Funds	5,518,693	1,199,598
To clients from cash and financial instruments	5,517,264	1,199,019
To the Central Securities Clearing Corporation or to Bank's clearing account for purchased financial instruments	1,428	577
To the bank or the bank's settlement account for commissions, expenses, etc.	1	2
Liabilities Total	5,518,693	1,199,598
Off-balance-sheet Items	5,511,238	1,194,791
Clients' Financial Instruments, Itemised by Services	5,511,238	1,194,791
Reception, intermediary, and execution of orders	1,429	579
Managing financial instruments	7,755	7,329
Custodian services	5,502,054	1,186,883

Income and expenses from fees related to investment services and businesses

EUR 1,000	2012	2011
Income from Fees and Commission Related to Investment and Subsidiary Investment Services and Businesses for Clients	5,071	6,438
Reception, intermediary, and execution of orders	270	589
Management of financial instruments	131	183
Initial public offering and subsequent sales without obligation to buy	93	974
Custodian and related services	4,577	4,692
Expenses from Fees and Commission Related to Investment and Auxiliary Investments Services and Businesses for Clients	934	1,552
Fees related to the Central Securities Clearing Corporation and to similar organizations	216	725
Fees related to the stock exchange and similar organizations	718	827

Note 46: Related parties

The Bank is a subsidiary of UniCredit Bank Austria AG Vienna, incorporated in Austria, which owns 99.99 % of the Bank's shares. The remaining shares are owned by the Slovenian legal entities and private individuals. The ultimate parent of the Group is UniCredit S.p.A., Italy. The Bank enters into a number of banking transactions with other members of the UniCredit group, which includes granted and received loans and deposits, buying and selling foreign currency as well as derivatives.

The volumes of related-party transactions and related income and expenses are stated as follows:

Statement of Financial Position

EUR 1,000	31/12/2012	31/12/2011
Loans	96,157	89,272
Management Board	337	139
Key management personnel	201	167
Close members of the family of key management personnel	-	2
Parent company	73,078	62,848
Other companies within the UniCredit group	22,541	26,116
Derivatives	14,804	11,232
Other companies within the UniCredit group	14,804	11,232
Other Assets	-	8
Parent company	-	7
Other companies within the UniCredit group	-	1
Total Assets	110,961	100,512
Financial Liabilities Measured at Amortised Cost	867,692	1,481,369
Management Board	128	579
Key management personnel	140	13
Close members of the family of key management personnel	138	17
Parent company	861,574	1,476,867
Other companies within the UniCredit group	5,713	3,893
Derivatives	108,722	121,022
Other companies within the UniCredit group	108,722	121,022
Other Liabilities	1,585	2,654
Parent company	506	621
Other companies within the UniCredit group	1,080	2,033
Total Liabilities	978,000	1,605,045

Loans to banks within the Group include demand deposits, time deposits and loans to banks. They are unsecured and carry partially variable and partially fixed interest rates.

Notes on the Financial Statements

Statement of Income

EUR 1,000	2012	2011
Interest Income	1,828	4,429
Management Board	5	3
Key management personnel	3	4
Parent company	115	372
Other companies within the UniCredit group	1,706	4,050
Interest Expense	27,221	40,238
Management Board	8	15
Close members of the family of key management personnel	2	1
Parent company	18,848	28,701
Other companies within the UniCredit group	8,363	11,521
Fee and Commission Income	1,684	1,731
Parent company	877	732
Other companies within the UniCredit group	808	999
Fee and Commission Expenses	727	1,699
Parent company	707	844
Other companies within the UniCredit group	19	855
Gains and Losses on Financial Assets and Liabilities Held for Trading	14,659	31,115
Parent company	(5)	-
Other companies within the UniCredit group	14,664	31,115
Other Operating Income	1,321	514
Parent company	1,163	475
Other companies within the UniCredit group	158	39
Administrative Costs	2,544	2,283
Parent company	-	17
Other companies within the UniCredit group	2,544	2,266
Accrued Costs for Unused Holidays	(3)	1
Management Board	(3)	(2)
Key management personnel	-	3
Provisions for Severance and Jubilee Salaries	(25)	10
Management Board	(11)	5
Key management personnel	(14)	5

Remuneration paid

EUR 1,000	2012	2011
Remuneration Paid to the Management Board	735	819
Salaries and other short-term benefits	703	781
Insurance premiums	32	38
Remuneration Paid to the Supervisory Board members	51	52
Remuneration Paid to Other Employees with an Individual Contract	1,484	1,634
Salaries and other short-term benefits	1,484	1,634
Total	2,270	2,505
Number of the Management Board members as of 31 December	4	4
Number of the Supervisory Board members as of 31 December	5	6
Number of other employees with an individual contract as of 31 December	15	15

In 2012, there were on average fifteen employees with an individual contract.

In 2012, the Management Board Members received the following amounts: dr. France Arhar (Chairman of the Management Board till 31 May, 2012): 100 thousand euros of fixed salary, 56 thousand euros of variable salary and 2 thousand euros of other remuneration; Janko Medja, MBA (Member of the Management Board till 31 March, 2012, employed in the Bank till 10 July 2012): 47 thousand euros of fixed salary and 45 thousand euros of variable salary for the period till 31 March 2012 and 70 thousand euros of fixed salary and 2 thousand euros of other remuneration for the following period; Francesco Vercesi, MBA: 156 thousand euros of fixed salary and 26 thousand euros of variable salary; Mag. Damijan Dolinar, CFA: 109 thousand euros of fixed salary, 10 thousand euros of variable salary and 2 thousand euros of other remuneration. Mag. Jana Benčina Henigman became a Member of the Management Board on 19 June, 2012. Since then, she received 50 thousand euros of fixed salary. Insurance premium in the amount of 6 thousand euros was paid on behalf of dr. France Arhar.

As of 1 June 2012, mag. Stefan Vavti, the Chairman of the Management Board, has been receiving remuneration for conducting a function in the Bank directly from the parent bank as the parent's bank seconded employee in accordance with the Group's rules. In 2012, he didn't receive any additional payments from the Bank.

The Supervisory Board Members received as follows: Giuseppe Verrascina: 28 thousand euros of compensation paid and Andretta Franco: 24 thousand euros of compensation paid.

Note 47: Events after the reporting period

After the end of the reporting period, the Bank did not detect any major events that would affect its Financial Statements for 2012 or that would require disclosures in this Financial Statements.

Note 48: Legal disputes

There have been ten pending litigations amounting together to 10.0 million euros in which the Bank has been involved as a defendant on December 31, 2012 (on December 31, 2011: 8.2 million euros). In line with the assessment of their outcome, the Bank has formed adequate provisions for litigations (see Note 17).

Risk Report

Overall Risk Management

In line with the UniCredit group perspective, UniCredit Banka Slovenija d.d. identifies, measures, monitors, and/or manages the following categories of risk:

- Credit risk;
- Market risk (foreign exchange, interest rate, equity trading and commodity risk);
- Liquidity risk;
- Operational risk;
- Business risk;
- Reputational risk;
- Strategic risk;
- Capital risk;
- Real estate risk;
- Risks arising from the Bank's shareholdings and equity interests.

The Bank manages its risks as well as its capital in a coordinated manner at all relevant levels within its organization. Furthermore, the risk management framework is part of the UniCredit group's CEE risk management practice and of course supports the UniCredit group's efforts to establish uniform Group-wide risk management and control procedures.

All risk management activities of UniCredit Banka Slovenija d.d. are conducted by the Risk Management division, which is independent from the business units and reports directly to the Chief Risk Officer, who is member of the Management Board. There are three types of committees on the high level, which are central to the risk function: the Assets and Liabilities Committee (ALCO), the Credit Committee and the Operational Risk Committee.

ASSET AND LIABILITY COMMITTEE (ALCO)

The ALCO, as the overall risk management committee for UniCredit Banka Slovenija d.d., determines the risk management principles in the overall bank risk policy and validates on a regular basis the Bank's risk map. It approves the establishment of limits for all relevant risks and the risk control procedures. ALCO is responsible for the management of the balance-sheet structural positions, controls liquidity and interest rate risk, is informed about loan portfolio and deals with cross-divisional risk management issues arising between sales units and the overall bank management. The ALCO also deals with all issues relating to overall bank risk and capital management. It has an overview of capital adequacy, development of regulatory capital and ratios, economic capital, capital allocation and available financial resources.

CREDIT COMMITTEE

For the approval of customer credit exposures, the Bank uses a credit committee. The approval authority is defined by the (potential) exposure amount of the client or the group of clients and its / their rating. In line with the legislation, the Supervisory Board confirms the decisions, when large exposures occur. In credit committees, representatives of the Risk Management and Sales divisions are present as well as the CEO. Credit committee sessions are held usually weekly. Based on the client ratings, the Bank distinguishes between regular and restructuring committee. Procedures are prescribed and written down in guidelines and working instructions. Lower exposures and exposures toward private individual clients are organized in the Bank via individual approval rights delegated by the Credit Committee of the Bank.

OPERATIONAL RISK COMMITTEE (OPRISK COMMITTEE)

The OpRisk Committee is responsible for effective oversight over operational risk exposure. The OpRisk Committee shall have an overall understanding of the operational risk control framework and of how operational risk affects the company. The OpRisk Committee is also responsible for verifying that the operational risk measurement and control system is closely integrated in the day-to-day risk management process of the Bank. The OpRisk Committee meets at least four times per year.

RISK TAKING

In the state-of-the-art banking business set-up, client business has to be treated free of interest rate, foreign exchange, and liquidity risk. As a consequence, it is necessary to determine a clear pricing basis for customer loans and deposits, in order to enable a clear separation of client business benefit from the internal funds management function of the Bank. The market and liquidity risks are transferred via a market-based fund transfer pricing system to the risk taking units. Within the Bank, the Asset and Liabilities Management unit has the responsibility to manage market and liquidity risk and it reports directly to the CFO. The ALM unit is accountable for optimizing the Bank's overall maturity structure and the return on it.

RISK APPETITE

The Bank's strategic targets are always assessed from three different perspectives (risk appetite framework):

- From the capital adequacy perspective, where on one side there are limitations and rules set by the regulator and on the other side there is the Group's risk appetite;
- From the profitability and risk perspective, where the Bank wishes to manage the volatility of earnings and to maintain sustainable growth;
- From funding and liquidity perspective: liquidity is provided by the customers and the remaining part from the Group.

Credit Risk

Credit risk arises from all transactions that give rise to actual, contingent or potential claims against any counterparty, borrower or obligor.

Credit risk consists of several risk types:

- Default risk is the risk that after 90 days the counterparty fails to meet contractual payment obligations. The outcome is classification of all the claims with particular client as defaulted.
- Country risk is the risk that the Bank may suffer a loss in any given country, due to any of the following reasons: a possible deterioration of economic conditions, political and social upheaval, nationalization and expropriation of assets, government repudiation of indebtedness, exchange controls and disruptive currency depreciation or devaluation.
- Settlement risk is the risk that the settlement or clearance of transactions will fail. It arises whenever the exchange of cash, securities and/or other assets is not simultaneous.
- Concentration risk is the risk that arises from the overexposure toward single client, single industry or single geographic area.
- Counterparty credit risk
- Securitization risk toward which the Bank is not exposed.

The main objective of managing credit risk is to reach and obtain a high quality and dispersion of the Bank's credit portfolio. The Bank manages credit risk according to internal rules. Procedures of managing credit risk are performed on a single transaction level, single client level and on a portfolio level.

MEASURING CREDIT RISK

The foundation of credit approval process is a detailed risk assessment of every credit exposure associated with counterparty. The Bank risk assessment procedures consider both credit rating of the counterparty and the risks related to the specific type of credit facility exposure. When measuring credit risk for corporate clients, the Bank calculates a credit rating which also forms basis for assessment of the probability of default. In addition to determining credit rating, exposure as well as repayment potential is also assessed based on the available cash flow projection.

Credit rating is determined based on financial data, qualitative factors and warning signals. The Bank uses nine major credit rating classes with additional sub-classes. The UniCredit group's scale includes in total 26 credit rating classes from 1+ to 10, which are calibrated on local circumstances.

Comparison between internal and external rating

Internal rating*	S&P	Moody's	Fitch
1	AAA / AA+ / AA / AA-	Aaa / Aa1 / Aa2 / Aa3	AAA / AA+ / AA / AA-
2	A+ / A / A-	A1 / A2 / A3	A+ / A / A-
3	BBB+ / BBB	Baa1 / Baa2	BBB+ / BBB
4	BBB- / BB+	Baa3 / Ba1	BBB- / BB+
5	BB	Ba2	BB
6	BB- / B+	Ba3 / B1	BB- / B+
7	B	B2	B
8	B- / CCC / CC	B3 / Caa / Ca	B- / CCC / CC

* For the purpose of this comparison, the internal ratings were grouped into eight comparable groups; the ninth and tenth groups represent defaulted clients and are not included in the table.

Risk Report

The table below shows exposure of on-balance-sheet items to credit risk

EUR 1,000	31/12/2012	31/12/2011
Cash	13,546	62,796
Financial assets held for trading	44,428	67,988
Available-for-sale financial assets	314,093	295,158
Derivatives - hedge accounting	14,144	6,866
Loans and receivables	2,492,248	2,536,574
To Banks	102,380	90,084
To Customers	2,389,868	2,441,718
Held-to-maturity financial assets	12,930	19,968
Other assets	171	113
Total	2,891,389	2,989,350

Please note that the above credit exposure is expressed in terms of gross values not including impaired amounts. Other financial assets and Balances with Central Bank within Statement of Financial Position are classified as Banks or Clients.

The table below shows exposure of off-balance-sheet items to credit risk

EUR 1,000	31/12/2012	31/12/2011
Guaranties	329,793	303,956
Committed credit and overdraft lines	292,249	345,076
Creditors on spot business	2,921	23,351
Letters of credit	-	446
Creditors under pledged securities for the Bank's liabilities	9,252	7,330
Notional amount of derivatives	3,028,958	3,626,890
Total	3,663,173	4,307,049

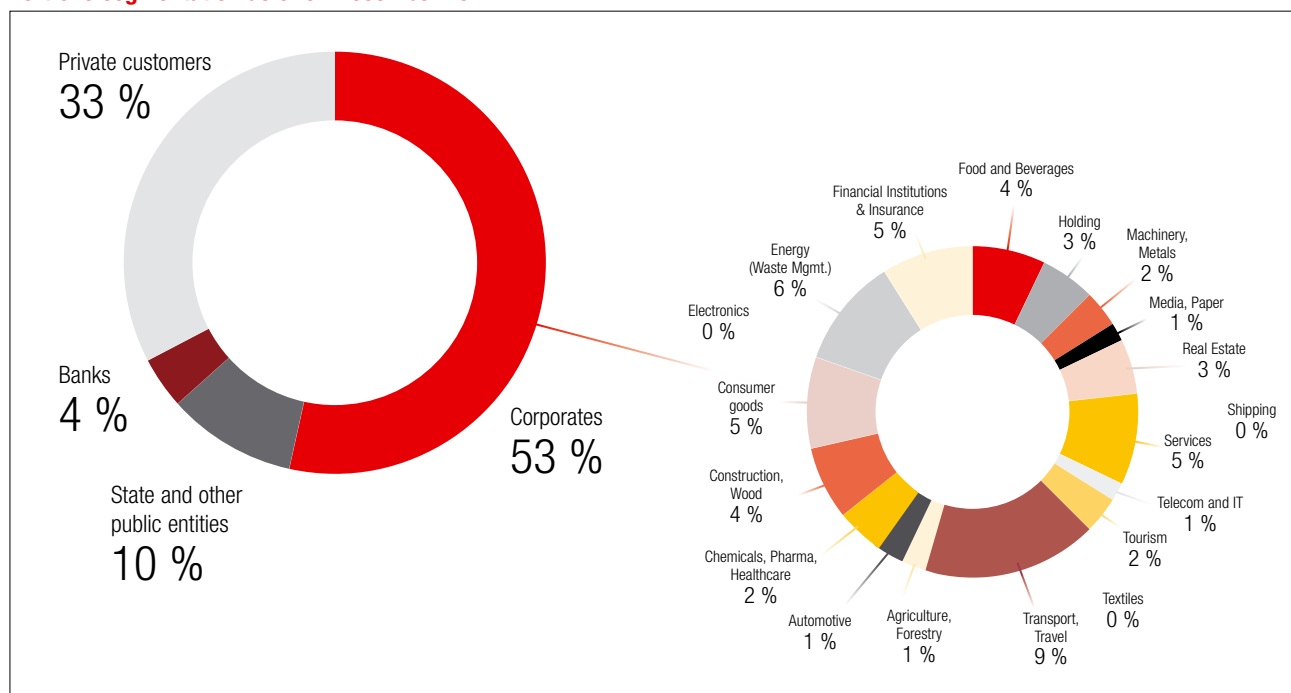
The table below shows exposure of financial assets to country risk

	31/12/2012	31/12/2011
Financial assets held for trading		
Slovenia	100 %	100 %
Available-for-sale financial assets		
Slovenia	99 %	99 %
Germany	1 %	1 %
Held-to-maturity financial assets		
Slovenia	100 %	100 %

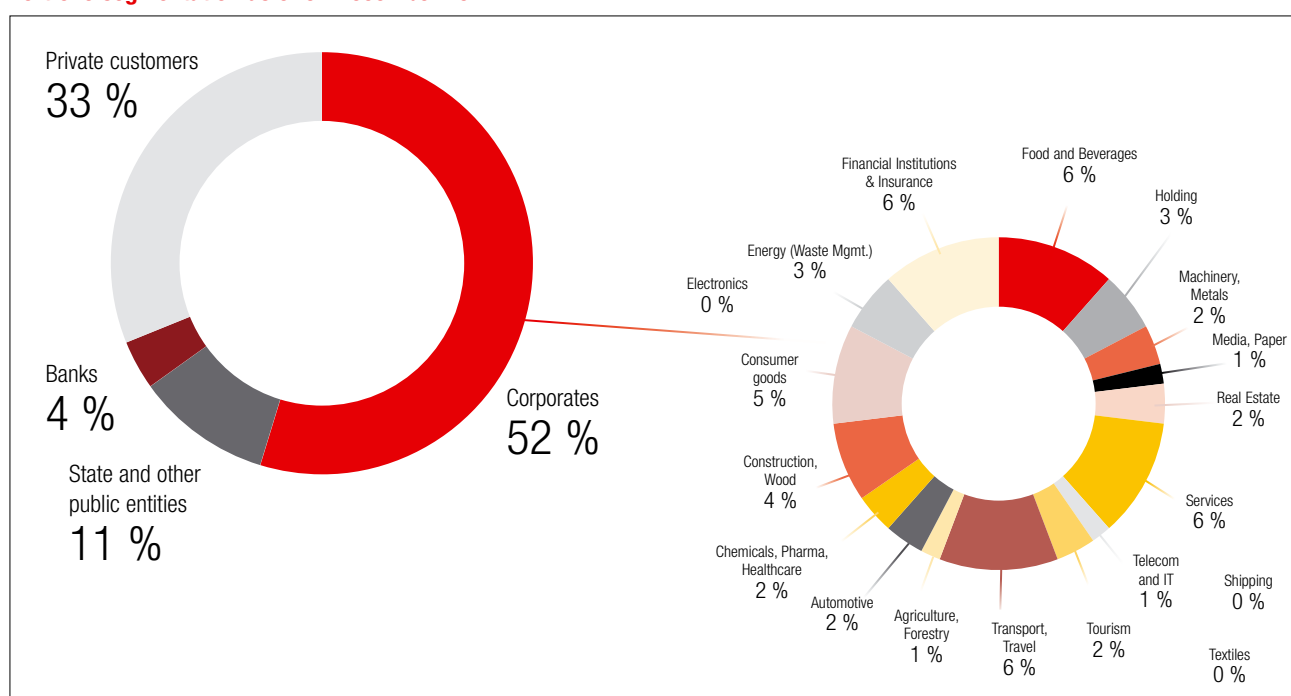
PORTFOLIO ANALYSIS

As of the end of December 2012, the Bank's on-balance outstanding portfolio toward non-banking claims decreased by 52 million euros or by 2 % in comparison to the end of year 2011. In the non-banking sector, major growth of volumes was recorded in the energy sector, which grew by 70 million euros or by 101 %. The Bank faced major decrease in the food and beverages sector, which decreased by 35 % in comparison to the end of year 2012. The total Bank's on-balance outstanding credit portfolio including banking and non-banking claims decreased by 40 million euros or by 1.5 % compared to the end of the previous year.

Portfolio segmentation as of 31 December 2012



Portfolio segmentation as of 31 December 2011



Risk Report

Geographical split of the Bank's portfolio

Credit risk profile by region	Exposure (EUR 1,000)		
	31/12/2012	31/12/2011	Growth in %
Slovenia	2,260,229	2,361,612	(4 %)
Croatia	86,429	42,493	103 %
Austria	73,269	61,326	19 %
Netherlands	32,082	25,362	26 %
Serbia	9,045	11,787	(23 %)
Germany	8,347	7,596	10 %
Switzerland	7,210	347	1,979 %
Russia	6,616	14,485	(54 %)
Luxemburg	2,993	2,118	41 %
Italy	1,815	886	105 %
Bosnia and Herzegovina	1,427	2,655	(46 %)
Other	2,785	1,134	146 %
Total	2,492,248	2,531,802	(2 %)

Please note that the above credit exposure is expressed in terms of gross values not including impaired amounts. Other financial assets and Balances with Central Bank within Statement of Financial Position are classified as Banks or Clients.

CREDIT RISK MITIGATION TECHNIQUES

UniCredit Banka Slovenija d.d. uses various credit risk mitigation techniques to reduce potential credit losses in case of the obligor default. Consistently with the »International Convergence of Capital Measurement and Capital Standards – A Revised Framework« (Basel II), the Bank is firmly committed to satisfy the requirements for recognition of Credit Risk Mitigation techniques for regulatory capital purposes, both for internal use in operations and for the purposes of calculating the credit risk capital requirement.

With specific reference to Credit Risk Mitigation, general guidelines are in force, issued by UniCredit S.p.A., to lay down Group-wide rules and principles that guide, govern and standardize the credit risk mitigation management.

Following the General Group Credit Risk Mitigation Guidelines, UniCredit Banka Slovenija d.d. has adopted internal regulations, specifying processes, strategies and procedures for collateral management. In particular such internal regulations detail collateral eligibility, valuation and monitoring rules and ensure the soundness, legal enforceability and timely liquidation of valuable collateral in compliance with the Slovenian legal system.

According to credit policy, collaterals or guarantees can be accepted only to support loans and they cannot serve as a substitute for the borrower's ability to meet obligations. For this reason, in addition to overall analysis of the credit worthiness and of the repayment capacity of borrower, they are subject to specific evaluation and analysis of the support role for the repayment of the exposure.

In line with the legislation, UniCredit Banka Slovenija d.d. implemented valuation, monitoring and reporting of the collateral in line with regulatory time frame and internal guidelines. The management system of credit risk mitigation techniques is embedded in the credit approval process and in the credit risk monitoring process. In case of collaterals, the process of valuation is based on precautionary principles, with reference to the use of "fair market values" and to the application of adequate haircuts to ensure that, in case of liquidation, there are no unexpected losses.

Controls and related responsibilities are duly formalized and documented in internal rules and job descriptions. Furthermore, processes are implemented to control that all the relevant information regarding the identification and evaluation of the credit protection are correctly registered in the system.

Collaterals accepted in support of credit lines granted by UniCredit Banka Slovenija d.d. primarily include:

- Real estate (residential and commercial), movables, financial collateral, pledge of life insurance;
- Personal warranty, surety, bank guarantee, state warranty, insurance.

When accepting credit risk mitigation technique, UniCredit Banka Slovenija d.d. emphasizes the importance of processes and controls of the legal certainty requirements of the protection, as well as the assessment of the suitability of the collateral or guarantee. In case of personal guarantees, the protection provider has to be assessed in order to measure his/her solvency and risk profile. Monitoring processes of credit risk mitigation techniques ensure that general and specific requirements established by credit policies, internal and regulatory rules are met over time.

According to collateral guidelines, collaterals are exposed to a regular reviewing process, either on individual or portfolio basis. Such approach gives the Bank a better view of the current status and actual value of collateral.

Bank's exposure toward non-banks clients

EUR 1,000 Non-bank customers	31/12/2012		31/12/2011	
	Exposure	Collateral	Exposure	Collateral
1	14,131	14,007	252,687	197,176
2	419,350	236,468	269,778	77,564
3	432,442	240,867	220,314	78,033
4	480,166	406,294	290,600	130,492
5	253,315	130,154	461,039	209,861
6	220,345	166,975	275,889	107,117
7	207,489	161,945	294,890	136,043
8	94,950	70,717	132,139	72,545
Doubtful and default	244,786	118,235	219,176	43,379
Not rated	22,893	12,940	25,206	3,755
Total	2,389,868	1,558,602	2,441,718	1,864,589

Please note that the above credit exposure is expressed in terms of gross values not including impaired amounts. Other financial assets and Balances with Central Bank within Statement of Financial Position are classified as Banks or Clients.

Bank's exposure toward banks clients

EUR 1,000 Banks	31/12/2012		31/12/2011	
	Exposure	Collateral	Exposure	Collateral
1	4,441	-	69,592	-
2	88,769	-	2,081	-
3	7,049	3,733	4,660	3,980
4	246	-	5,442	-
5	377	-	7,135	6,447
6	633	-	590	-
7	-	-	-	-
8	511	511	578	-
Doubtful and default	-	-	-	-
Not rated	355	-	6	-
Total	102,380	4,244	90,084	10,427

Please note that the above credit exposure is expressed in terms of gross values. Other financial assets and Balances with Central Bank within Statement of Financial Position are classified as Banks or Clients.

Risk Report

IMPAIRMENT AND PROVISIONING POLICIES

The Bank has a defined procedure and internal policy for portfolio monitoring and impairments. Internal policy on impairments is in line with the Bank of Slovenia decree. Impairments of on-balance-sheet assets and off-balance-sheet assets are conducted according to the IFRS standards.

The Bank uses two approaches and methodologies for impairments – individual and portfolio approach. Corporate exposures lower than 100,000 euros are considered individually not significant and the amount of provisions can be assessed on portfolio basis. Exposures of private individuals lower than 300,000 euros are considered individually not significant and the amount of provisions can be assessed on portfolio basis.

Impairment allowances on financial assets relating to customers that are individually significant, or to customers whose repayments significantly defer, are evaluated individually based upon best estimate of the present value of the cash flow that is expected to be received. In estimating these cash flows, the Bank makes judgments about the counterparty's financial situation, past repayment discipline and repayment pattern. The Bank assesses the credit quality of the clients on a monthly basis and on that basis creates impairments; the procedure is covered by guidelines and is supported by IT solutions.

For other clients, the Bank sets impairments using individual approach (on a client or transaction level) by taking into consideration the following:

- In estimating these cash flows, the Bank makes judgments about the counterparty's financial situation, past repayment discipline and repayment pattern;
- Bankruptcy or any other legal proceedings that can result in loss for the Bank;
- Information that might have impact on received repayments to the Bank.

The impairment of a financial asset is the difference between the carrying amount and the recoverable amount. The recoverable amount is defined as the present value (discounted value) of estimated future cash flows with the application of the original effective interest rate. The effective interest rate is the interest rate that exactly discounts estimated future cash payments or receipts through the expected lifetime of the financial asset, or when appropriate, a shorter period to the net carrying amount of the financial asset.

The projected cash flows from the exercise of collateral (best-quality collateral, adequate collateral and real estate and movable property collateral) are taken into consideration in the calculation of the impairment of a financial asset or provision for contingency and commitment including off-balance sheet items.

In 2012, UniCredit Banka Slovenija d.d. implemented the Application and Behavioral scoring in Retail segment, resulting in 26 rating classes with assigned adequate probabilities of default.

Specific loan loss provisions for private individuals segment are monthly calculated on the portfolio basis. Parameters relevant for expected loss calculation are based on portfolio quality and are in line with standards.

The Bank uses a collective assessment based on risk classes for customers who are not individually significant, or for customers, who are individually significant, but with no signs for individual impairment. Impairment allowances cover credit losses inherent in portfolios of loans and advances. When assessing the need for collective loss allowances, the Management considers factors such as credit quality, portfolio size and economic factors including analysis of past repayment discipline in those classes. Impairments for "Incurred but not reported" events are calculated on a monthly basis, based on portfolio quality and so-called loss detection period. IBNR (*Incurred but not reported*) are generic impairments.

The Bank regularly monitors the portfolio development and the coverage ratio, which is regularly reported to the senior management and to the Management Board. The Bank also performs monitoring on a single client level, for those clients whose payments are overdue. To identify which department is dealing with a specific client, the Bank has adopted three statuses, namely:

- The "Watch Loan" status means that the client is still performing, but may be endangered according to different warning signals criteria. In such cases, specific action plans are required by the Credit Underwriting unit and set up and executed by the business units.
- The "Restructuring" status: In such a case, the Bank attempts to restructure the exposure towards the client with the aim to bring the client back to the normal performing status, whereby any potential losses are to be minimized. This activity is led by the Restructuring and Workout unit and assisted by the business units.
- The "Work-out" status: This status means that the contract with the client is cancelled and the Restructuring and Workout unit is responsible for recovery via legal execution possibilities.

Bank's exposure toward non-bank clients according to their internal rating

EUR 1,000 Non-bank customers	31/12/2012			31/12/2011		
	Exposure	Impairments	Collateral	Exposure	Impairments	Collateral
1	14,131	1	14,007	252,687	188	197,176
2	419,350	53	236,468	269,778	53	77,564
3	432,442	258	240,867	220,314	252	78,033
4	480,166	390	406,294	290,600	494	130,492
5	253,315	717	130,154	461,039	1,228	209,861
6	220,345	1,464	166,975	275,889	1,525	107,117
7	207,489	3,819	161,945	294,890	4,248	136,043
8	94,950	3,123	70,717	132,139	1,922	72,545
Doubtful and default	244,786	102,674	118,235	219,176	75,072	43,379
Not rated	22,893	906	12,940	25,206	497	3,755
Total	2,389,868	113,404	1,558,602	2,441,718	85,479	1,864,589

Please note that the above credit exposure is expressed in terms of gross values. Other financial assets and Balances with Central Bank within Statement of Financial Position are classified as Banks or Clients.

Credit assets are classified and reported as non-performing if one or more of the default criteria under the Basel II are met: full repayment unlikely, interest or principal payments on a material exposure more than 90 days past due, restructuring resulting in a loss to the lender, realization of a loan loss, or opening of bankruptcy proceedings. These advances are classified and reported under non-performing assets.

On average in the Bank, loan loss provisions covered 41.94 % of reported non-performing (NPL) assets, which is classified as 90 days past due or fulfill any other criteria for defaulted credit exposure. At the end of December 2012, NPL increased by 25.61 million euros or 11.68 % to 244.78 million euros. Loan loss provisions for non-performing loans have increased by 27.93 million euros or 36.77 % to 102.67 million euros. Out of all non-performing loans 25 % are assessed as portfolio based loan loss provisions.

Impaired loans are divided into the following categories:

- Non-performing loans – formally impaired loans, being exposure to insolvent borrowers, even if the insolvency has not been recognized in a court of law, or borrowers in a similar situation. Measurement is on a loan-by-loan or portfolio basis.
- Doubtful loans – exposure to borrowers experiencing temporary difficulties, which the Group believes may be overcome within a reasonable period of time. Doubtful loans are valued on a loan-by-loan basis or portfolio basis.
- Restructured loans – exposure to borrowers with whom a rescheduling agreement has been entered into including renegotiated pricing at interest rates below market, the conversion of loans / reduction of principal etc.; measurement is on a loan-by-loan basis or portfolio basis.
- Past-due loans – total exposure to any borrower not included in the other categories, which at the balance-sheet date has expired facilities or unauthorized overdrafts that are more than 90 days and less than 180 days past due.

Categories of impaired loans

EUR 1,000 Bank of Italy Class	31/12/2012	31/12/2011
Doubtful loans	48,355	41,095
Past-due loans	49,143	46,730
Restructured loans	7,442	9,995
Non-performing loans	139,846	121,355
TOTAL	244,786	219,176

Please note that the above credit exposure is expressed in terms of gross values.

COUNTERPARTY RISK

Credit risk is generally defined as risk of non-performance of counterparts on repaying principal, interest, and/or miscellaneous payments related to obligations out of properties of the transactions. Counterparty credit risk arises when transactions in treasury or security instruments are concluded with the counterparty.

Risk Report

For the purposes of credit risk management, UniCredit Banka Slovenija d.d. has been using a counterparty credit risk model based on the simulation approach. The exposure of any individual counterparty is evaluated by running a path simulation of its portfolio based on the individual products contained therein. The future present value of the whole portfolio is calculated based on market volatility, correlations between specific risk factors, future cash flows and stress considerations.

The simulation calculations are performed for all major types of transactions, e. g. forward foreign exchange transactions, currency options, interest rate instruments, equity / bond-related instruments, credit derivatives and commodity derivatives. The Bank applies a confidence interval of 97.5 %.

Counterparty risk exposures for financial derivatives of UniCredit Banka Slovenija d.d. by rating class

EUR 1,000 Rating class	Counterparty risk exposure	
	31/12/2012	31/12/2011
1	8,569	118,891
2	36,803	6,667
3	7,166	755
4	19,239	30,946
5	262	368
6	8,021	20,183
7	8,044	5,929
8	6,910	16,182
Non-performing	4,283	8,805
Total	99,297	208,725

In 2012, the counterparty credit risk exposure decreased by 52 % compared to 2011; major part of the decrease can be contributed to the terminated and matured financial derivatives.

Market Risk

UniCredit Banka Slovenija d.d. takes on exposures to market risk, which is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices.

Market risks arise from open positions in interest rate, currency, credit spread, commodity and equity products. All of these are exposed to general and specific market movements and changes in the level of volatility of market rates or prices such as interest rates, credit spreads, foreign exchange rates, commodity and equity prices.

The table below shows the exposure to market risks

EUR 1,000 Content	31/12/2012	31/12/2011
Assets		
Cash and cash balances with central banks	27,760	62,796
Financial assets held for trading	44,428	67,988
Available-for-sale financial assets	314,093	295,158
Derivatives - hedge accounting	14,144	6,866
Loans and receivables	2,364,631	2,451,094
Held-to-maturity financial assets	12,930	19,968
Investments in subsidiaries, associates and joint ventures	253	17,317
Total	2,785,384	2,932,909
Liabilities		
Deposits from central banks	251,823	-
Financial liabilities held for trading	43,593	66,813
Derivatives - hedge accounting	66,027	60,587
Financial liabilities measured at amortised cost	2,196,155	2,566,457
Provisions	2,443	1,553
Total	2,563,744	2,704,748

MARKET RISK MANAGEMENT TECHNIQUES

Market risk management includes all activities related to the Bank's treasury operations and management of the balance sheet structure. Risk positions are aggregated at least daily, analyzed by the independent market risk management unit and compared with the risk limits set by the ALCO committee. Cash flow hedge is used by the Bank for managing interest rate risk in accordance with IFRS.

At UniCredit Banka Slovenija d.d., market risk management includes ongoing reporting on the risk position, definition of risk limits and limit utilization as well as the daily presentation of results of treasury operations.

The ALCO sets the risk limits for the Bank's market risk activities at least once a year in close cooperation with the respective units at UniCredit Bank Austria AG, Vienna. The entire set of rules for treasury operations and market risk management is laid down in the Financial Markets Rulebook and is divided into three parts (General Part, Specific Part and Unit Parts). To sum up, two sets of limits are defined:

- Global Market Risk limits: these are intended to establish a boundary to the economic capital absorption and to the economic loss accepted for activities under trading activities regime. These limits have to be consistent with the assigned budget of revenues and the defined risk taking capacity. Global Market Risk limits are the following:
 - Loss Warning Level, which is defined as the 60 days rolling period accumulated economic Profit & Loss of a risk taker;
 - Combined Stress Test Warning Level, which represents a potential loss in value of a portfolio calculated on the basis of a distressed scenario;
 - Value at Risk (VaR), which represents the potential loss in value of a portfolio over a defined period for a given confidence interval;
- Granular Market Risk limits: those exist independently of, but act in concert with the Global Market Risk limits; in order to control more effectively and more specifically different risk types, these limits are generally granular sensitivity or stress-related limits. Sensitivities limits represent the change in the market value of a financial instrument due to moves of the relevant market risk factors.

Only authorized risk-takers are permitted to enter into risk positions.

Limits and warning levels are monitored by the local Market Risk function. Breaches are reported, upon occurrence, to the relevant bodies. Consequently, the escalation process is activated in line with the procedures set in the Policy, to establish the most appropriate course of action to restore exposure within the approved limits. Limit breaches are reported both to the local ALCO.

UniCredit Banka Slovenija d.d. uses the standardized approach for calculating capital requirements related to trading positions and thus for regulatory reporting of capital requirement for market risk. However, VaR is used for the internal management of market risk. VaR represents the estimated loss that will arise on a specific portfolio over a specified period of time (holding period) from an adverse market movement

Risk Report

with a specified probability (confidence level). More precisely, UniCredit Banka Slovenija d.d. uses for its internal market risk management the IMOD risk model, which was developed by the UniCredit group. Ongoing work on the model consists of regular back testing procedures, integration of new products, model adjustments to general market development, implementation of regulatory requirements (like the one from the Directive 2010/76/EU (CRD III): an incremental risk capital charge (IRC), a comprehensive risk measure (CRM) specific to the correlation trading portfolio (CTP), a stressed value-at-risk (sVaR)).

The model used for the internal management of market risk is based on historical simulation with a 500-day market data time window for scenario generation. VaR is based on a one-day holding period and a confidence interval of 99 %. Besides VaR, present value of the basis point (pvbp) and credit spread basis point are calculated. Basis point limits per currency and maturity band, basis point sums per currency and/or per maturity segment (total of absolute basis point values) and credit spread basis point limit are used for risk management. Based on aggregated data, the IMOD risk management system provides the major risk parameters for treasury operations once a day.

Other factors of equal importance are stress-oriented volume and position limits. Regular stress scenario calculations complement the information provided on a monthly basis to ALCO. Such stress scenarios are based on assumptions of extreme movements in individual market risk parameters. UniCredit Banka Slovenija d.d. analyses the effect of these fluctuations and a liquidity disruption in specific products and risk factors on the Bank's results and net asset position.

These assumptions of extreme movements are dependent on currency and liquidity and are set by the Bank. The results of these stress tests are taken into account also in establishing and reviewing limits.

Additional elements of the limit system are loss-warning level limits. Loss warning level is defined as the 60-day rolling period accumulated economic Profit & Loss and provides an early indication of any accumulation of position losses. The Market Risk unit calculates, compares with current budgeted figures and reports the income data from market risk activities (Profit & Loss) on a daily basis. Reporting covers the components reflected in IFRS-based net income and the marking to market of all investment positions regardless of their recognition in the IFRS-based financial statements (total return).

In order to check the market conformity of deals, UniCredit Banka Slovenija d.d. uses the MARCONIS system, which was developed by UniCredit group. The MARCONIS system reviews completely and systematically the market conformity of each treasury transaction. Both in 2012 and in 2011, there were no deals concluded which were finally classified as not market conform. In 2012, the MARCONIS system was extended to include another module, and the tool is also used to address the topic of price transparency (determining minimum margins and maximum hedging costs for Corporate Treasury Sales).

INTEREST RATE, FOREIGN EXCHANGE, EQUITY AND SPREAD RISK

The results of the internal model based on VaR (one day holding period, 99 % confidence level) for 2012 are at levels comparable to the previous year's results. The VaR figures of the Bank in the table below include interest (IR), foreign exchange (FX), equity (EQ) and spread (Spread) VaR components.

VaR of UniCredit Banka Slovenija d.d. in 2012 and 2011

EUR 1,000	Value at Risk 2012			Value at Risk 2011		
	Minimum	Maximum	Average	Minimum	Maximum	Average
IR VaR	176	463	325	4	709	180
Spread VaR	1,857	2,618	2,104	1,055	2,386	1,546
FX VaR	1	221	12	1	36	5
EQ VaR	103	3,236	3,021	1,861	2,972	2,333
Total VaR	2,428	3,864	3,592	2,380	3,530	2,812

For internal monitoring, UniCredit Banka Slovenija d.d. additionally splits VaR into Trading Book VaR and Banking Book VaR. In the year 2012, the average Trading book VaR stood at 22,000 euros and the average Banking book VaR amounted to 3,579,000 euros.

In the management of interest rate risk, the Bank positions itself mainly in EUR, USD and CHF. Exposures in these currencies during 2012 and 2011 are presented below and include trading book as well as all banking book items. The Bank only ran insignificant positions in currencies other than those presented here.

Interest rate basis point shift in 2012

EUR Currency	31/12/2012						Annual max, min, average		
	Up to 1 month	1 month to 3 months	3 months to 1 year	1 year to 5 years	Over 5 years	Total	Annual maximum	Annual minimum	Absolute average
CHF	406	(340)	(20)	(592)	(264)	(809)	1.059	(5.154)	(2,239)
EUR	(8,221)	(11,638)	62	34,363	650	15,216	43,139	14,142	28,316
USD	(166)	77	(244)	-	-	(333)	196	(493)	(42)
Total	11,631	30,602	19,959	38,066	1,602	16,361	45,691	14,698	30,857

Interest rate basis point shift in 2011

EUR Currency	31/12/2011						Annual max, min, average		
	Up to 1 month	1 month to 3 months	3 months to 1 year	1 year to 5 years	Over 5 years	Total	Annual maximum	Annual minimum	Absolute average
CHF	637	(874)	5	(456)	(158)	(848)	1.849	(6,188)	(2,367)
EUR	(5,036)	(4,827)	2,287	30,849	767	24,040	47,758	(3,480)	16,075
USD	12	162	-	-	-	174	418	1	133
Total	5,685	5,863	2,292	31,306	925	25,062	48,169	1,459	18,982

The relation between 'interest rate risk in the banking book' and the Bank's capital is established by the Basel II framework and requires the Bank to compare the change in market value of the banking book after a 2-percent interest rate shock with the Bank's net capital resources. In case such an interest rate shock absorbs more than 20 % of the Bank's net capital resources the Bank's supervisory authority may require the Bank to take measures in order to reduce risk.

Stress testing results show that a 2-percent interest rate shock (parallel decrease of interest rates) at year end 2012 would absorb about 1.5 % of the Bank's net capital resources which is far below the threshold level of 20 %. The current investment of equity capital is taken into account as an open risk position.

Besides the Basel II required sensitivity measure mentioned above, UniCredit Banka Slovenija d.d. measures and monitors the Banking Book interest rate risk also with regard to the sensitivity of net interest income (Net Interest Income sensitivity).

Interest rate risk has in case of the Net Interest Income sensitivity an impact on all owned positions up to one year resulting from business and strategic investment decisions (banking book only). On December 31 2012, the sensitivity of interest income to an immediate and parallel shift of +100 bps was 4,066,425 euros and -1,175,525 euros for a shift of -100 bps.

Additionally, the Bank measures the impact on Net Economic Value of various potential interest rate shocks for the total bank exposures. The main scenarios which are assessed on monthly basis represent:

- Parallel shift of interest rate curves of +/-200 bps and +/-100 bps;
- Changes in the steepness of the rate curve is analyzed by clockwise turning (increase in short-term rates and a simultaneous fall in long-term rates) and by counter-clockwise turning (short-term rates fall and long-term rates rise).

At the end of 2012, euro remains the main risk factor, but sensitivity to interest rates decreased particularly in parallel shift scenario.

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Sensitivity of Net Economic Value

Scenario	Risk factor	Stress result (EUR) 31/12/2012			Stress result (EUR) 31/12/2011		
		EUR	CHF	USD	EUR	CHF	USD
Parallel -200 bp		(3,768,296)	44,496	17,170	(5,336,506)	84,840	(21,835)
Parallel +200 bp		2,704,615	(150,048)	(65,880)	4,460,482	(160,430)	34,632
Parallel -100 bp		(3,060,749)	38,968	17,170	(2,479,790)	83,103	(17,477)
Parallel +100 bp		1,429,569	(77,918)	(33,140)	2,312,671	(82,457)	17,363
Turn clockwise		(1,235,889)	/	/	(827,856)	/	/
Turn counter clockwise		752,612	/	/	825,732	/	/

The Bank's debt security portfolio mainly comprises bonds from first-class issuers classified as trading, available for sale or held to maturity. As of 31 December 2012, 63 % of the Bank's bond portfolio represented the Republic of Slovenia government bonds. The Bank regularly monitors the situation on the financial markets and estimates credit ratings of the issuers. As a measure of credit spread risk the Bank daily calculates and monitors the spread basis point value of its portfolios.

Spread basis point value in 2012

EUR Maturity	31/12/2012					Annual max, min, average		
	Up to 6 months	6 months to 2 years	2 years to 7 years	Over 7 years	Total	Annual maximum	Annual minimum	Absolute average
Total	912	15,802	66,441	3,673	86,828	101,565	86,828	95,268

Spread basis point value in 2011

EUR Maturity	31/12/2011					Annual max, min, average		
	Up to 6 months	6 months to 2 years	2 years to 7 years	Over 7 years	Total	Annual maximum	Annual minimum	Absolute average
Total	1,400	5,955	86,875	6,226	100,457	175,986	97,729	135,624

In addition to the sensitivity approach presented above, the Bank measures the impact of credit spread shock on Net Economic value of the Bank for the total bank exposures in Slovenian government bonds.

On 31 December 2012, the scenario of parallel increase of +200 bps of credit spreads on Slovenian government bonds the Bank held would result in a Net Economic Value loss of 6.9 million euros.

Besides VaR, Foreign Exchange positioning is also monitored by each currency on aggregated position level. During 2012, the Bank held larger positions only in major currencies.

Open FX position in major currencies in 2012 and 2011

EUR 1,000 Currency	2012		2011	
	Annual maximum in short position	Annual maximum in long position	Annual maximum in short position	Annual maximum in long position
CHF	(1,794)	1,141	(1,071)	6,649
GBP	(946)	232	(401)	90
JPY	(301)	302	(496)	512
USD	(952)	13,680	(1,280)	2,205

Balance sheet positions in different currencies as of 31 December 2012

EUR 1,000 Content	EUR	CHF	USD	Other	Total
Cash and cash balances with the Central Bank	26,100	676	365	619	27,760
Financial assets held for trading	44,225	32	171	-	44,428
Available-for-sale financial assets	314,093	-	-	-	314,093
Derivatives - hedge accounting	14,190	-46	-	-	14,144
Loans and receivables	1,984,010	365,404	12,750	2,467	2,364,631
To banks	58,447	12,295	12,727	2,467	85,936
To customers	1,917,682	351,635	-	-	2,269,317
Other financial assets	7,880	1,474	24	-	9,378
Held-to-maturity financial assets	12,930	-	-	-	12,930
Property, plant and equipment	10,747	-	-	-	10,747
Intangible assets	19,236	-	-	-	19,236
Investments in subsidiaries, associates and joint ventures	253	-	-	-	253
Tax assets	6,974	-	-	-	6,974
Current tax assets	1,381	-	-	-	1,381
Deferred tax assets	5,593	-	-	-	5,593
Other assets	163	-	8	-	171
TOTAL ASSETS	2,432,920	366,066	13,294	3,087	2,815,367
Deposits from central banks	251,823	-	-	-	251,823
Financial liabilities held for trading	43,225	230	139	-	43,593
Derivatives - hedge accounting	65,848	179	-	-	66,027
Financial liabilities measured at amortized cost	2,001,599	168,482	21,912	4,161	2,196,155
Deposits from banks	547,899	29,013	16	5	576,933
Deposits from customers	1,195,944	6,139	21,571	4,136	1,227,789
Loans from banks	213,947	132,873	-	-	346,820
Subordinated liabilities	30,101	-	-	-	30,101
Other financial liabilities	13,708	458	326	20	14,512
Provisions	2,443	-	-	-	2,443
Tax liabilities	-	-	-	-	-
Current tax liabilities	-	-	-	-	-
Deferred tax liabilities	-	-	-	-	-
Other liabilities	3,699	1	2	1	3,703
TOTAL LIABILITIES	2,368,637	168,892	22,053	4,162	2,563,744
Share capital	20,384	-	-	-	20,384
Share premium	107,760	-	-	-	107,760
Fair value reserves	-18,733	(4)	-	-	(18,737)
Retained earnings	141,679	-	-	-	141,679
Net profit for the year	537	-	-	-	537
TOTAL EQUITY	251,627	(4)	-	-	251,623
TOTAL LIABILITIES AND EQUITY	2,620,264	168,887	22,053	4,162	2,815,367

Risk Report

Balance sheet positions in different currencies as of 31 December 2011

EUR 1,000 Content	EUR	CHF	USD	Other	Total
Cash and cash balances with the Central Bank	61,566	399	326	505	62,796
Financial assets held for trading	67,501	77	411	-	67,988
Available-for-sale financial assets	295,158	-	-	-	295,158
Derivatives - hedge accounting	6,866	-	-	-	6,866
Loans and receivables	1,999,641	429,145	20,993	1,314	2,451,094
To banks	36,552	31,367	20,850	1,314	90,083
To customers	1,958,883	397,243	113	-	2,356,239
Other financial assets	4,207	535	30	-	4,772
Held-to-maturity financial assets	19,968	-	-	-	19,968
Property, plant and equipment	12,727	-	-	-	12,727
Intangible assets	17,317	-	-	-	17,317
Investments in subsidiaries, associates and joint ventures	-	-	-	-	-
Tax assets	11,609	-	-	-	11,609
Current tax assets	73	-	-	-	73
Deferred tax assets	11,536	-	-	-	11,536
Other assets	103	-	10	-	113
TOTAL ASSETS	2,492,456	429,621	21,740	1,819	2,945,636
Deposits from central banks	-	-	-	-	-
Financial liabilities held for trading	66,006	445	361	-	66,813
Derivatives - hedge accounting	60,437	150	-	-	60,587
Financial liabilities measured at amortized cost	2,344,801	200,238	19,867	1,551	2,566,457
Deposits from banks	1,117,830	59,287	796	161	1,178,074
Deposits from customers	922,203	8,415	17,646	1,360	949,624
Loans from banks	258,904	132,020	-	-	390,924
Subordinated liabilities	30,180	-	-	-	30,180
Other financial liabilities	15,685	516	1,424	30	17,655
Provisions	1,553	-	-	-	1,553
Tax liabilities	5,073	-	-	-	5,073
Current tax liabilities	855	-	-	-	855
Deferred tax liabilities	4,218	-	-	-	4,218
Other liabilities	4,261	1	2	2	4,265
TOTAL LIABILITIES	2,482,132	200,834	20,230	1,553	2,704,748
Share capital	20,384	-	-	-	20,384
Share premium	107,760	-	-	-	107,760
Fair value reserves	(28,399)	-	-	-	(28,399)
Retained earnings	133,773	-	-	-	133,773
Net profit for the year	7,370	-	-	-	7,370
TOTAL EQUITY	240,888	-	-	-	240,888
TOTAL LIABILITIES AND EQUITY	2,723,020	200,834	20,230	1,553	2,945,636

FINANCIAL DERIVATIVES

Following international recommendations, the Bank classifies its derivatives transactions into interest rate contracts, foreign exchange contracts, securities related transactions and credit and other derivatives based on the underlying financial instrument.

In all the categories, a distinction is made between over-the-counter (OTC) and exchange traded products. Most of the derivatives portfolio is composed of the OTC derivatives only a minor part represent bond futures as an exchange traded product. During the year, the Bank actively used this instrument for interest rate position management purposes. This is evident from the tables below showing a breakdown of all derivatives transactions by the remaining time to maturity.

UniCredit Banka Slovenija d.d. is a business partner in plain-vanilla and structured transactions for corporate customers and promptly closes risk positions which could lead to an excess of the available market risk limits.

UniCredit Banka Slovenija d.d. also uses derivatives to optimize its balance sheet structure.

For portfolio management and risk management purposes, contracts are valued at current prices using recognized and tested models. Market values show the contract values as of the balance sheet date where positive market values of OTC contracts indicate the current default risk arising from the relevant activity.

Notional volume of derivative transactions as of 31 December 2012

EUR 1,000	Notional		Positive market value		Negative market value	
	Trading book	Bank book	Trading book	Bank book	Trading book	Bank book
Derivative instrument types / Underlying						
1. Debt securities and interest rate indexes	1,001,312	1,617,247	19,326	13,956	18,537	28,751
a) Options	318,135	-	311	-	311	-
b) Swaps	683,177	1,617,247	19,016	13,956	18,227	28,751
c) Forwards	-	-	-	-	-	-
d) Futures	-	-	-	-	-	-
e) Others	-	-	-	-	-	-
2. Equity instruments and stock indexes	746	-	18	-	18	-
a) Options	746	-	18	-	18	-
b) Swaps	-	-	-	-	-	-
c) Forwards	-	-	-	-	-	-
d) Futures	-	-	-	-	-	-
e) Others	-	-	-	-	-	-
3. Gold and currencies	384,679	212,256	24,777	188	24,896	37,276
a) Options	185,789	-	11,876	-	11,876	-
b) Swaps	146,582	212,256	12,012	188	12,208	37,276
c) Forwards	52,308	-	889	-	812	-
d) Futures	-	-	-	-	-	-
e) Others	-	-	-	-	-	-
4. Commodities	3,391	-	171	-	139	-
5. Other underlyings	-	-	-	-	-	-
Total	1,390,128	1,829,503	44,292	14,144	43,590	66,027

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Notional volume of derivative transactions as of 31 December 2011

EUR 1,000 Derivative instrument types / Underlying	Notional		Positive market value		Negative market value	
	Trading book	Bank book	Trading book	Bank book	Trading book	Bank book
1. Debt securities and interest rate indexes	1,208,337	1,734,169	20,263	6,770	19,541	22,629
a) Options	444,713	-	1,200	-	1,200	-
b) Swaps	763,624	1,734,169	19,063	6,770	18,341	22,629
c) Forwards	-	-	-	-	-	-
d) Futures	-	-	-	-	-	-
e) Others	-	-	-	-	-	-
2. Equity instruments and stock indexes	738	-	14	-	14	-
a) Options	738	-	14	-	14	-
b) Swaps	-	-	-	-	-	-
c) Forwards	-	-	-	-	-	-
d) Futures	-	-	-	-	-	-
e) Others	-	-	-	-	-	-
3. Gold and currencies	726,780	219,221	46,475	96	46,155	37,957
a) Options	307,145	-	17,292	-	17,292	-
b) Swaps	290,102	219,221	25,511	96	25,511	37,957
c) Forwards	129,533	-	3,672	-	3,352	-
d) Futures	-	-	-	-	-	-
e) Others	-	-	-	-	-	-
4. Commodities	12,532	-	411	-	361	-
5. Other underlyings	-	-	-	-	-	-
Total	1,948,387	1,953,390	67,163	6,866	66,072	60,587

Liquidity Risk

Liquidity risk is the risk that the Bank is unable to meet on time its payment obligations associated with its financial liabilities when they fall due or to replace funds when they are withdrawn. The consequence may be the failure to meet obligations to repay depositors and fulfill commitments to lend.

This type of risk is inherent in the banking operations and can be triggered by institution-specific events like a rating downgrade or market-wide events such as system outage or capital and money market disruptions.

UniCredit Banka Slovenija d.d. considers liquidity risk as a central risk in banking business and manages it in a comprehensive and structured manner. Procedures, responsibilities and reporting lines in this area have been laid down in the liquidity policy and include a contingency plan in the event of a liquidity crisis.

The two main components of the Bank's liquidity risk management are short-term liquidity and structural liquidity management. Both include scenario analysis and stress testing aspects in addition to regular position monitoring and management activities.

SHORT-TERM LIQUIDITY

Under the short-term component of liquidity risk management, the Bank understands aspects of intraday liquidity and day-to-day funding needs of the Bank. The first focuses on ensuring access to sufficient intraday liquidity to meet any obligations the Bank may have to clearing and settlement systems and includes monitoring of major currency payment flows and payment system collateral in real time.

The day-to-day funding is managed by active participation in the interbank market in line with the arising funding needs and developments identified in the monthly funding plan. Daily monitoring of short-term liquidity gaps ensures that on any day and over any future time period there is a limited amount of refinancing required.

For the purpose of short-term liquidity management, volume limits are in place and monitored on a daily basis at UniCredit Banka Slovenija d.d. for maturities of up to three months, which limit all Treasury transactions and the securities portfolio of the Bank. Volume limits are also established for open maturities in various currencies to keep down the risk of a need for follow-up funding in the event that foreign currency markets dry up.

STRUCTURAL LIQUIDITY

Structural liquidity management is a complement to the interbank market focused short-term liquidity framework and focuses on medium-term as well as long-term liquidity management. It covers an extended time horizon from overnight maturities up to the final maturities of the Bank's long-term assets and liabilities and takes account of maturity, currency and concentration aspects. Excessive structural mismatches are avoided by currency level monitoring which also confines the Bank's sensitivity to swap market disruptions.

STRESS TESTING

To ensure business continuity during periods of severely adverse developments, the Bank runs liquidity stress tests for a combined scenario. This scenario is defined as combining a general negative development in the market environment (market crisis) and a name-driven crisis specific for UniCredit Bank Slovenija d.d.. The defined time frame for the stress test is one month. Furthermore, the result of the combined scenario is also an important metrics when defining the Bank's risk appetite. The stress testing results are regularly presented and discussed on ALCO. By securing an appropriate level of funding resources the Bank ensures that its potential refinancing capacities at all times exceed the funding needs projected within defined scenario.

FUNDING PLAN

The Funding Plan is prepared on a yearly basis in order to maintain a good balance between assets and liabilities. It is based on the analysis of assets and liabilities and their effects on the short-term and structural liquidity position of the bank. As such, the Funding Plan plays a fundamental role in the overall liquidity management. The timely execution of the Funding Plan is being monitored on a continuous basis as part of the monitoring process of development of asset and liabilities.

CONTINGENCY LIQUIDITY POLICY

Liquidity crisis is a high impact, low probability event. If the liquidity crisis was to occur, it is essential for the Bank to act on time to minimize potentially disruptive consequences of the crisis. Contingency liquidity policy has an objective of ensuring the availability of effective organizational model in order to manage the negative effects of liquidity crisis situation. It governs the management of potential liquidity shocks to the Bank whenever they may arise.

A fundamental part of the Contingency Liquidity Policy is the Contingency Funding Plan. Such plan consists of a set of potential but specific management actions together with a description of liquidity instruments at disposal in a crisis situation. Each instrument is to be presented together with its size and potential timing of execution, in order to improve the Bank's liquidity position during crisis period.

YEAR-END ASSESSMENT OF LIQUIDITY

Despite difficult situation on global and local markets, the Bank has maintained a strong liquidity profile throughout 2012. The main source of funding besides the primary funding sources remains the liquidity centre at UniCredit Bank Austria AG, Vienna where the Bank refinances at the market liquidity.

The Bank manages the maturity mismatches by maintaining an adequate liquidity reserve in the form of ECB eligible loans and securities.

Risk Report

Balance sheet, due to maturity on 31 December 2012

EUR 1,000 Content	Total	On demand	Up to 1 month	1 - 3 months	3 - 12 months	1 - 5 years	Over 5 years
Cash and cash balances with central banks	27,760	27,760	-	-	-	-	-
Financial assets held for trading	44,428	-	994	1,248	5,113	35,347	1,726
Available-for-sale financial assets	314,093	-	8,797	24,524	9,726	161,375	109,671
Derivatives - hedge accounting	14,144	-	723	2	1,654	4,118	7,647
Loans and receivables	2,364,631	74,934	145,438	83,877	494,606	812,991	752,785
To banks	85,936	74,934	4,901	493	1,360	4,248	-
To customers	2,269,317	-	131,200	83,384	493,236	808,712	752,785
Other financial assets	9,378	-	9,337	-	10	31	-
Held-to-maturity financial assets	12,930	-	-	428	-	5,909	6,593
Property, plant and equipment	10,747	-	-	-	-	-	10,747
Intangible assets	19,236	-	-	-	-	-	19,236
Investments in subsidiaries, associates and joint ventures	253	-	-	-	-	-	253
Tax assets	6,974	-	-	-	1,381	5,593	-
Current tax assets	1,381	-	-	-	1,381	-	-
Deferred tax assets	5,593	-	-	-	-	5,593	-
Other assets	171	-	80	18	44	2	27
Total assets (1)	2,815,367	102,694	156,032	110,097	512,524	1,025,335	908,685
Deposits from central banks	251,823	-	-	-	-	251,823	-
Financial liabilities held for trading	43,593	-	841	1,182	5,147	34,704	1,719
Derivatives - hedge accounting	66,027	-	-	37	5,189	30,862	29,939
Financial liabilities measured at amortized cost	2,196,155	671,525	130,460	286,131	416,074	507,796	184,169
Time deposits to banks	576,933	1,782	60,744	32,887	220,439	128,224	132,857
Time deposits to customers	1,227,789	669,743	58,097	252,238	185,160	60,389	2,162
Loans from banks	346,820	-	27	284	8,176	319,183	19,150
Subordinated liabilities	30,101	-	101	-	-	-	30,000
Other financial liabilities	14,512	-	11,491	722	2,299	-	-
Provisions	2,443	-	356	10	442	1,577	58
Tax liabilities	-	-	-	-	-	-	-
Current tax liabilities	-	-	-	-	-	-	-
Deferred tax liabilities	-	-	-	-	-	-	-
Other liabilities	3,703	-	53	85	1,447	1,412	706
Share capital	20,384	-	-	-	-	-	20,384
Share premium	107,760	-	-	-	-	-	107,760
Fair value reserves	(18,737)	-	-	-	-	-	(18,737)
Retained earnings	141,679	-	-	-	-	-	141,679
Net profit for the year	537	-	-	-	-	-	537
Total liabilities and equity (2)	2,815,367	671,525	131,710	287,445	428,299	828,174	468,214
Inconsistency (1)-(2)	-	(568,831)	24,322	(177,348)	84,225	197,161	440,471

Balance sheet, due to maturity on 31 December 2011

EUR 1,000 Content	Total	On demand	Up to 1 month	1 - 3 months	3 - 12 months	1 - 5 years	Over 5 years
Cash and cash balances with central banks	62,796	27,796	35,000	-	-	-	-
Financial assets held for trading	67,988	-	4,511	1,286	5,757	46,586	9,848
Available-for-sale financial assets	295,158	-	498	4,543	1,574	170,222	118,321
Derivatives - hedge accounting	6,866	-	552	913	103	2,963	2,335
Loans and receivables	2,451,094	69,376	145,199	112,659	475,792	870,223	777,845
To banks	90,083	69,376	735	890	9,574	9,508	-
To customers	2,356,239	-	139,769	111,766	466,211	860,648	777,845
Other financial assets	4,772	-	4,695	3	7	67	-
Held-to-maturity financial assets	19,968	-	-	4	19,964	-	-
Property, plant and equipment	12,727	-	-	-	-	-	12,727
Intangible assets	17,317	-	-	-	-	-	17,317
Investments in subsidiaries, associates and joint ventures	-	-	-	-	-	-	-
Tax assets	11,609	-	-	-	73	11,536	-
Current tax assets	73	-	-	-	73	-	-
Deferred tax assets	11,536	-	-	-	-	11,536	-
Other assets	113	-	55	11	10	3	34
Total assets (1)	2,945,636	97,172	185,815	119,416	503,273	1,101,533	938,427
Deposits from central banks	-	-	-	-	-	-	-
Financial liabilities held for trading	66,813	-	4,094	1,279	5,729	45,916	9,795
Derivatives - hedge accounting	60,587	-	423	432	4,344	26,549	28,839
Financial liabilities measured at amortized cost	2,566,457	413,637	477,143	556,470	335,405	689,192	94,610
Time deposits to banks	1,178,074	23,708	165,093	444,676	216,519	273,792	54,286
Time deposits to customers	949,624	382,536	264,216	108,910	113,567	79,589	806
Loans from banks	390,924	-	40,884	614	4,097	335,811	9,518
Subordinated liabilities	30,180	-	180	-	-	-	30,000
Other financial liabilities	17,655	7,393	6,770	2,270	1,222	-	-
Provisions	1,553	-	119	4	102	394	934
Tax liabilities	5,073	-	-	-	855	4,218	-
Current tax liabilities	855	-	-	-	855	-	-
Deferred tax liabilities	4,218	-	-	-	-	4,218	-
Other liabilities	4,265	-	1,754	88	525	1,822	76
Share capital	20,384	-	-	-	-	-	20,384
Share premium	107,760	-	-	-	-	-	107,760
Fair value reserves	(28,399)	-	-	-	-	-	(28,399)
Retained earnings	133,773	-	-	-	-	-	133,773
Net profit for the year	7,370	-	-	-	-	-	7,370
Total liabilities and equity (2)	2,945,636	413,637	483,533	558,273	346,960	768,091	375,142
Inconsistency (1)-(2)	-	-316,465	-297,718	-438,857	156,313	333,442	563,285

Risk Report

Operational Risk

OPERATIONAL RISK FRAMEWORK

Operational risk is the risk of direct or indirect loss arising from a wide variety of causes associated with a bank's processes, personnel, technology and infrastructure, and from external factors other than credit, market and liquidity risk. Operational risk also includes legal risk, but it excludes strategic and reputation risk.

To monitor, mitigate and control the operational risk, the Bank has established a consistent, value-added framework for assessing and managing operational risk and the overall effectiveness of internal control environment. The Bank focuses on proactive identification and mitigation of operational risk and related incidents. The goal is to keep operational risk at appropriate levels, in light of the Bank's financial strength, the characteristics of its businesses, the markets in which it operates, and the competitive and regulatory environment to which it is subject. Key themes are transparency of information, escalation of key issues and accountability for issue resolution.

The Bank's approach to operational risk management is intended to mitigate such losses by supplementing traditional control-based approaches to operational risk with risk measures, tools and disciplines that are risk-specific, consistently applied and utilized. Spread of culture that is aware of operational risk is an essential tool to mitigate the risk and reduce the actual losses.

OPERATIONAL RISK GOVERNANCE SYSTEM

The Management Board of UniCredit Banka Slovenija d.d. has the ultimate responsibility for the effective control over the operational risk exposure. The Management Board in coordination with the senior management is also responsible for verifying that the operational risk measurement and control system is closely integrated in the day-to-day risk management process.

At UniCredit Banka Slovenija d.d., the entity responsible for taking decisions on operational risk topics is the Operational Risk Committee (OpRisk Committee). Within the Committee, the risk exposure, the mitigation actions, the measuring and control methodologies and all analyses done on operational risk are reported and discussed. The Committee is responsible for proposing interventions according to risks/scenarios reported results, recommending insurance policies where applicable. Based on operational risk reporting, operational risk control procedures and limits are proposed and monitored.

At the UniCredit group level, Operational Risk Committee in Vienna is held on a quarterly basis, where all legal entities take part. The Operational Forum is organized on a yearly basis with the common goal to get insight on important topics related to operational risk and to get involved in vital discussions together with establishment of contacts within the OpRisk Management of the UniCredit group.

The Management Board is regularly updated on operational risk issues, notified on operational risk cases, operational risk changes as well as relevant breaches of policies.

The Operational Risk unit is independently organized and incorporated within the Risk Management division, working in close cooperation with the operational risk managers from business divisions and staff functions. The Operational Risk team ensures regular control of operational risk and is responsible for the identification, assessment, monitoring and mitigation/control of operational risk. The Team is also involved in the new product implementation process. Operational risk managers are responsible for taking measures to reduce, prevent, or take out insurance against risks. The regular Manager's Day workshop is organized by the Operational Risk unit in order to discuss important topics with the operational risk managers and maintain the level of knowledge and awareness related to the management of operational risk.

OPERATIONAL RISK MEASUREMENT SYSTEM

The operational risk governance system of UniCredit Banka Slovenija d.d. enables timely identification, management and mitigation of risk exposure, defining a system of responsibilities and controls of the involved structures.

UniCredit Banka Slovenija d.d. has been using the Advanced Measurement Approach (AMA) for measuring and calculating capital requirement for operational risk since September 2009. An enhanced version of the risk capital model for operational risk has been developed at the Group level and implemented also in our Bank. It uses a combination of internal and external loss data to support statistical modeling of capital requirement estimates, which are then adjusted to reflect qualitative data regarding the operational risk and control environment.

The Bank's operational risk framework is supported by the Application for Risk Gauging Online (ARGO), a Group internally designed operational risk software tool. ARGO integrates the individual components of the operational risk management framework into a unified, web-based tool. ARGO enhances the capture, reporting and analysis of operational risk data by enabling risk identification, measurement, monitoring, reporting and analysis to be done in an integrated manner, thereby enabling efficiencies in the Bank's monitoring and management of its operational risk.

A network of independent functions and teams is involved in managing and controlling risks, providing the Management Board with sufficient information on the risk situation and enabling the Management Board to manage risk. As a new body in 2012, the Permanent Workgroup concept (PWG) was set up within the Operational Risk Committee, which provides timely monitoring of risk mitigation actions and escalating any criticalities to the appropriate level of management. The purpose of quarterly reports prepared by the Permanent Workgroup is to enable management to maintain operational risk at appropriate levels within each line of business, to escalate issues and to monitor regularly mitigation actions.

The main four elements of Operational Management and Measurement System are: internal and external loss data collection and analysis, scenario analysis and business environment and internal control factors (KRIs).

Internal Loss Data Collection

Internal loss data has been collected since 2002 and has helped to:

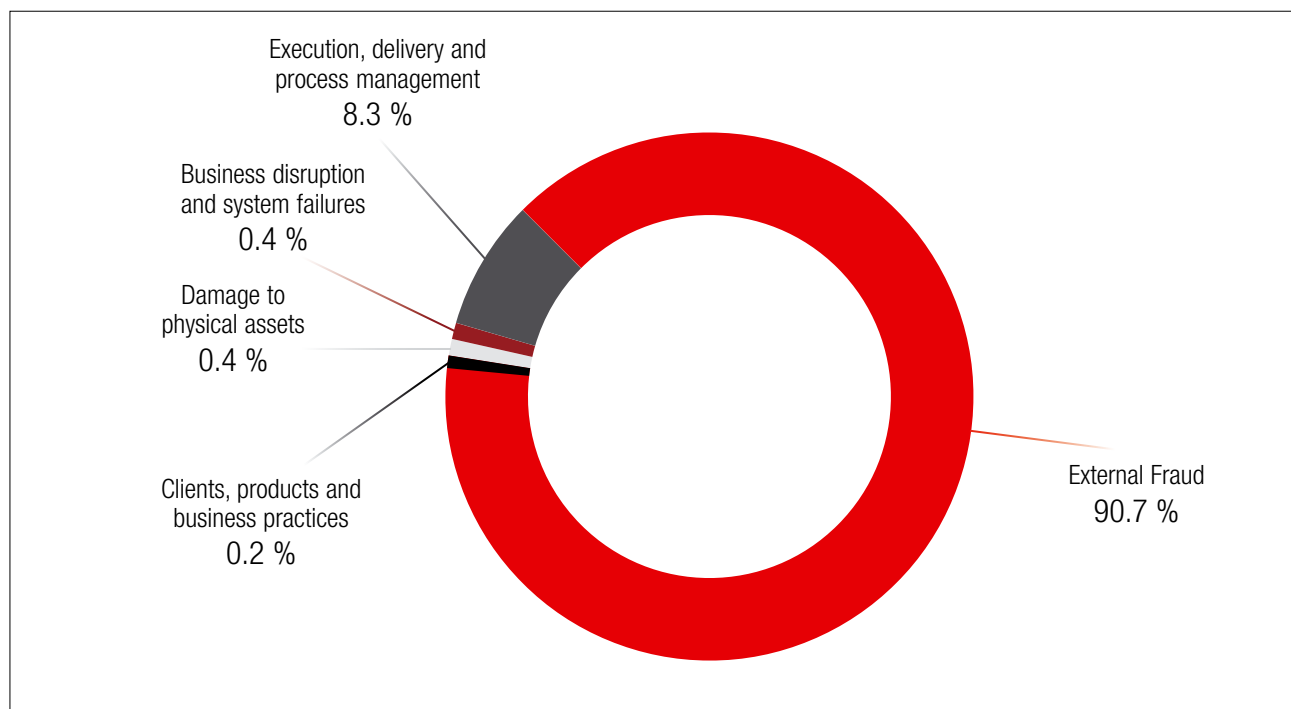
- Spread the awareness of operational risk throughout the Bank;
- Build experience in the operational risk concept and tools;
- Achieve a deeper understanding of the embedded risk in the business process.

Internal Loss Data are collected and processed in close coordination and cooperation with other departments and units. The minimum threshold at which an event is recorded is 100 euros of actual loss or 10,000 euros of potential loss. Any losses below these thresholds are not collected. The operational risk events are allocated in line with operational risk standards to the following seven categories:

- Internal fraud;
- External fraud;
- Employment practices and workplace safety;
- Clients, products and business practices;
- Damage to physical assets;
- Business disruption and system failures;
- Execution, delivery and process.

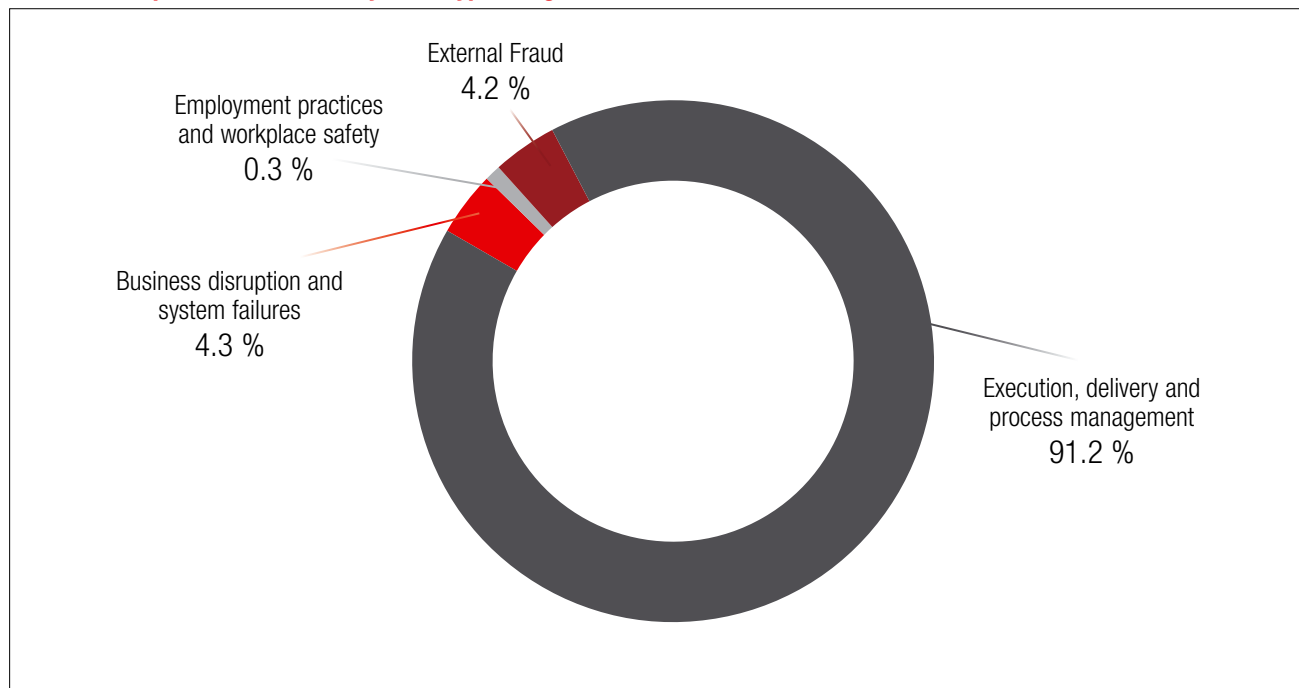
Operational risk losses get regularly reconciled with the Bank's Profit and Loss Statement in order to ensure completeness of the collected operational risk losses.

Share of net operational risk loss by event type categories in 2012



Risk Report

Share of net operational risk loss by event type categories in 2011



The Bank has to consider the fact that it always takes numerous measures to manage and reduce operational risk. Implementation of mitigation measures is constantly monitored and new measures are proposed.

Key Risk Indicators (KRI)

Risk indicators are numerical variables whose trend is linked to the processes' operational risk exposure. Risk indicators are ratios or data reflecting the operational risk profile: the value of an indicator should be correlated to changes in risk levels. Monitoring operational risk using indicators will give the Operational Risk Team, process owners and persons directly in charge of the risk management early warning signals. The selection process of indicators involves the Operational Risk Management function and process owners and is based on internal loss data, external events, scenario analysis, experts' suggestion of processes and internal audit, business environment and internal control factors.

Scenario Analysis

The goal of scenario analysis is to assess the Bank's operational risk exposure to high impact and low probability events. The scenarios are defined by analyzing internal losses, external events deemed relevant, key operational risk indicators' trend, processes, products and event types. The experience of process managers and operational risk managers as well as suggestions from internal audit and the senior management is taken into consideration. Results, in terms of worst case scenarios, critical processes, mitigation proposals or impacts on capital at risk are described in specific scenario reports.

Internal Validation

The Bank uses internal validation process and supporting architecture as a dynamic risk management tool. The main objective of the internal validation is to assess the overall soundness and the effectiveness of the Operational Risk Management System as well as the compliance to the Group standards and the Supervisory requirements for using the AMA.

The goal of the internal validation process is to identify the key operational risks specific to our environment and assess the degree to which it maintains appropriate controls. Action plans are developed for control issues identified, and business units are held accountable for tracking and resolving these issues on a timely basis.

Legal and Compliance Risks

Banks are highly regulated financial institutions and constantly supervised by competent authorities as they bring and bear systemic risk. Legal and compliance risks represent risks of loss of earnings arising from violations or non-compliance with laws, by-laws, rules, regulations, agreements, prescribed practices, or ethical standards. The Bank faces the legal methodology risk, which is the risk that the methods adopted and steps taken to protect the Bank's assets against claims by others or to protect against liability to pay damages or compensation to others are inadequate. In addition, the Bank is subject to operational legal risk which arises, in the course of the conduct of the Bank's commercial operations, that it incurs obligations or liabilities that were not foreseen, or are greater than were foreseen or that its rights and claims prove to be fewer, or of a lower value, than had been expected.

The Bank is exposed also to the compliance risks, such as the risks of law sanctions, measures of supervisory authorities, monetary losses or reputational risks, which the Bank shall bear as a consequence of unintentional or intentional (non)compliance with laws, external or internal regulations, standards, codes, etc.

Our objective is to identify, manage, monitor and mitigate legal and compliance risks throughout the Bank. We seek to actively mitigate these risks by identifying them, setting adequate standards and procedures for their management as well as ensuring compliance through proactive monitoring.

The legal and compliance risk policy is implemented through identification and ongoing review of areas where legal risk is found to be present, through allocation of responsibility for the development of procedures for management and mitigation of these risks and through establishing of procedures to monitor compliance, taking into account the required minimum standards.

Legal and compliance risks cannot be entirely eliminated or avoided and they are hardly predictable. UniCredit Banka Slovenija d.d. is involved in a very few legal proceedings, which are still pending.

Business Risk

Business risk is defined as adverse, unexpected change in business volume and / or margins that cannot be attributed to other risk types, resulting in fluctuations of revenues and costs, not considering extraordinary items. The changes in business volume result from unexpected development of market trend, unexpected customer behavior or new market participants / products.

The calculation of business risk is based on an earnings-at-risk model using historical time series of revenues and costs.

Business risk measurement thus measures the influence of external factors on decline in profits and effect on market value.

As part of the general income and cost management, the operational management of business risk is the responsibility of individual business units.

Risk Arising from the Bank's Shareholders and Equity Interests

UniCredit Banka Slovenija d.d. is not actively making long-term investments in shares on its own account for the purpose of realizing short-term trading or long-term substantial value increases. The shareholdings of the Bank are either closely related to the Bank's business (SWIFT, Bankart, etc.) or the result of restructuring attempts (out of loans and reverse repo transaction).

Real Estate Risk

UniCredit Banka Slovenija d.d. has no exposure to real estate financing and does not invest in real estate itself.

Risk Report

Information According to Pillar 3

In line with the regulation on the Pillar 3 and the fact that UniCredit Banka Slovenija d.d. is consolidated into the UniCredit group, the Bank has to disclose the following information on capital management, available funds and capital requirements for different risk categories.

Capital Management

Within the Internal Capital Adequacy Assessment Process (ICAAP), UniCredit Banka Slovenija d.d. focuses on the economic view of matching the economic capital (capital demand) with the risk-taking capacity (shareholder's equity) in line with the Pillar II of the Basel accord.

The economic capital is calculated retrospectively on a quarterly basis but it is also monitored within the yearly planning process. As both capital demand and capital supply evolve over time, the Bank ensures that on the one side capital demand – mainly driven by business plans and by risk-profile forecasts in combination with macro-economic scenarios – does not exceed capital supply and on the other side the capital supply – mainly influenced by planned capital transactions and expected profits – is kept at a level to cover the calculated risks at all times.

Economic capital is intended to reflect the Bank's specific risk profile in a comprehensive and consistent way. With the exception of liquidity risk, economic capital is calculated using uniform value-at-risk methods across all types of risk which were mentioned in this risk report. A specific factor taken into account in the required risk capital is business risk, which reflects the influence of external factors such as consumer behavior or competitive situation on the market value of business divisions or subsidiaries. Unexpected losses over a period of one year are calculated with a confidence level of 99.97 %. The overall responsibility for identification of risks and assessment of risk level is with the ALCO.

Besides the economic view, the Bank has to comply with the regulatory requirements set by the Basel II and the Slovenian legislation. Here, the regulatory capital for credit risk, market risk and operational risk accounts for the capital demand, while balance-sheet capital (Tier 1, Tier 2 and Tier 3) constitutes the capital supply side. Capital adequacy is monitored continuously by the Bank's Management and filed with the Bank of Slovenia on a quarterly basis. The Bank of Slovenia requires each bank to maintain a ratio of total regulatory capital to the risk weighted asset (the capital adequacy ratio) at or above the internationally agreed minimum of 8 %.

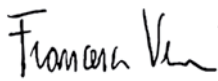
The structure of the regulatory capital, capital requirements and capital adequacy ratio for 2012 and 2011 is presented in the table below. The capital adequacy ratio increased from 10.95 % at the end of 2011 to 13.45 % at the end of 2012. The Tier 1 ratio increased from 10.21 % at the end of 2011 to 12.22 % at the end of 2012. During the observed period, the Bank was constantly in line with the regulatory capital requirements and at the same time even increased the security of its business.

Own funds and capital requirement

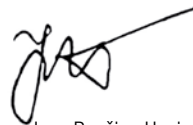
EUR 1,000			
ID	Content	31/12/2012	31/12/2011
1	TOTAL OWN FUNDS FOR SOLVENCY PURPOSES	259,893	241,973
1.1	ORIGINAL OWN FUNDS	242,615	239,194
1.1.1.1	Paid up capital	20,384	20,384
1.1.1.3	Share premium	107,760	107,760
1.1.2.1	Reserves	141,679	133,773
1.1.2.6	Valuation differences eligible as original own funds	(7,972)	(5,406)
1.1.5	(-) Other deductions from Original Own Funds	(19,236)	(17,317)
1.1.5.1	(-) Intangible assets	(19,236)	(17,317)
1.1.5.4	(-) Other country specific deductions to Original Own Funds	-	-
1.2	ADDITIONAL OWN FUNDS	30,000	30,000
1.2.2.3	Subordinated loan capital	30,000	30,000
1.3	(-) DEDUCTIONS FROM ORIGINAL AND ADDITIONAL OWN FUNDS	(12,722)	(27,221)
1.3.8	(-) IRB Provision shortfall	(12,722)	(27,221)
1.4	TOTAL ORIGINAL OWN FUNDS FOR GENERAL SOLVENCY PURPOSES	236,254	225,583
1.5	TOTAL ADDITIONAL OWN FUNDS FOR GENERAL SOLVENCY PURPOSES	23,639	16,389
2	CAPITAL REQUIREMENTS	154,613	176,779
2.1	TOTAL CAPITAL REQUIREMENTS FOR CREDIT, COUNTERPARTY CREDIT, DILUTION AND DELIVERY RISKS	144,056	166,941
2.1.1	Standardised approach (SA)	59,685	64,525
2.1.1.1a	SA exposure classes excluding securitization positions	-	-
2.1.1.1b	IRB exposure classes excluding securitization positions	59,685	64,525
2.1.1.1b.01	Central governments and central banks	253	181
2.1.1.1b.02	Institutions	3,211	4,369
2.1.1.1b.03	Corporates	8,951	8,913
2.1.1.1b.04	Retail	45,628	48,949
2.1.1.1b.06	Other non-credit obligation assets	1,642	2,113
2.1.2	Internal ratings based Approach (IRB)	84,371	102,416
2.1.2.1	IRB approaches when neither own estimates of LGD nor Conversion Factors are used	75,540	91,389
2.1.2.1.02	Institutions	4,447	2,740
2.1.2.1.03	Corporates	71,093	88,649
2.1.2.3	Equity IRB	8,831	11,027
2.2	SETTLEMENT RISK	-	-
2.3	TOTAL CAPITAL REQUIREMENTS FOR POSITION, FOREIGN EXCHANGE AND COMMODITY RISKS	155	134
2.4	TOTAL CAPITAL REQUIREMENTS FOR OPERATIONAL RISKS (OpR)	10,402	9,704
2.4.3	OpR Advanced measurement approaches	10,402	9,704
2.6	OTHER AND TRANSITIONAL CAPITAL REQUIREMENTS	-	-
3.2	Surplus (+) / Deficit (-) of own funds	105,280	65,194
3.2.a	Solvency ratio (%)	13.45 %	10.95 %
	Tier 1 ratio	12.22 %	10.21 %



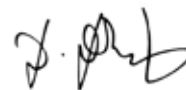
Mag. Stefan Vavti
Chairman of the Management Board



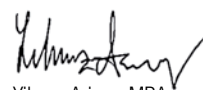
Francesco Vercesi, MBA
Member of the Management Board



Mag. Jana Benčina Henigman
Member of the Management Board



Mag. Damijan Dolinar, CFA
Member of the Management Board



Yilmaz Arisoy, MBA
Chief Financial Officer

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