

## Accession Letter

To: UniCredit Bank AG, London Branch as Facility Agent

From: The companies listed in the Schedule and Adriatic Midco B.V. as Obligors' Agent

Dated:

Dear Sirs,

### **Adriatic Midco B.V. – Senior Facilities Agreement dated 20 February 2015 (the “Facilities Agreement”)**

1. The companies listed in the Schedule each agree to become an Additional Borrower and Additional Guarantor and to be bound by the terms of the Facilities Agreement, the Intercreditor Deed and the other Finance Documents as Additional Borrowers and Additional Guarantors pursuant to Clause 26.2 (*Additional Borrowers*) and Clause 26.4 (*Additional Guarantors and Transaction Security*) of the Facilities Agreement respectively (in each case subject always to any applicable limitations set out in Clause 19.11 (*Limitations*) or the other terms of the Finance Documents).
2. Each Additional Obligor is a company duly incorporated under the laws of the applicable jurisdiction as stated in the Schedule with the registered number detailed in the Schedule.
3. Each Additional Obligor's administrative details are stated in the Schedule.
4. Without prejudice to the other provisions of Clause 20 (*Representations*) of the Facilities Agreement, and solely in relation to the guarantee and indemnity given by Koncern Bambi A.D. Pozarevac under Clause 19 (*Guarantee and Indemnity*) of the Facilities Agreement in respect of any obligations of AD Imlek Beograd-Padinska Skela under the Finance Documents (the “**Relevant Bambi Transaction**”), the representation and warranty in Clause 20.3(c) (*Authority*) of the Facilities Agreement shall be qualified by reference to the Reservation in para (a) of Schedule 3 (*Qualifications*) of the legal opinion of Karanović&Nikolić law office to be issued on or about the date hereof.
5. Subject to paragraph 4 above, Adriatic Midco B.V. confirms that no Default is continuing or would occur as a result any of the companies listed in the Schedule becoming Additional Borrowers.
6. This letter and any non-contractual obligations arising out of or in connection with it are governed by English law. The courts of England shall have exclusive jurisdiction to settle any dispute arising out of or in connection with this Accession Letter.
7. Terms which are used in this Accession Letter which are not defined in this Accession Letter but are defined in the Facilities Agreement shall have the meaning given to those terms in the Facilities Agreement.
8. By their signature below each of the Facility Agent and the Obligors' Agent confirm their respective acceptance of each of the companies listed in the Schedule as Additional Guarantor and Additional Borrower for the purposes of the Facilities Agreement.

(Signature page follows)

**The Obligors' Agent**

ADRIATIC MIDCO B.V.

By:

Title:

**The Facility Agent**

UNICREDIT BANK AG, LONDON BRANCH

By:

Title:

**The Additional Obligors**

AD IMLEK BEOGRAD-PADINSKA SKELA

By:

Title:

KONCERN BAMBI A.D. POZAREVAC

By:

Title:

## SCHEDULE

### Acceding Obligors

<b>Acceding Obligor</b>	<b>Acceding As</b>	<b>Jurisdiction and Company number</b>	<b>Administrative details</b>
AD Imlek Beograd-Padinska Skela	<i>Additional Borrower</i>  <i>Additional Guarantor</i>	Belgrade, Republic of Serbia (07042701)	Address: Batajnicki drum 14 km, the Republic of Serbia  Telephone: +381 11 3772 463; +381 64 87 80 072 Email: marija.jovic@imlek.rs (copy to milanka.mladenovic@imlek.rs; zorica.petrovic@imlek.rs) Fax: : +381 11 37 14 541  Attention: Marija Jovic
Koncern Bambi A.D. Pozarevac	<i>Additional Borrower</i>  <i>Additional Guarantor</i>	Pozarevac, Republic of Serbia (07162936)	Address: Djure Djakovica bb, Pozarevac, the Republic of Serbia  Telephone: +381 11 2222 580; +381 64 87 84 156 Email: ikostadinovic@bambi.rs Fax: +381 11 2222 559; +381 12 211 875  Attention: Ivan Kostadinović- CFO