

ENERGOPROJEKT
HOLDING p.l.c.

Based on Art. 65 of the Law on the Capital Market (RS Official Gazette No. 31/2011, 112/2015 and 108/2016)

ENERGOPROJEKT HOLDING PLC.
Belgrade, Bulevar Mihaila Pupina 12
(reg.no. 07023014, core business code 64.20)

ISSUES THIS

**REPORT FROM THE 45th REPEAT ANNUAL GENERAL MEETING OF
ENERGOPROJEKT HOLDING PLC.**

On June 16th, 2017 the 45th repeat annual General Meeting of Energoprojekt Holding Plc. was held.

According to the agenda, the following resolutions were deliberated and approved at the meeting:

1. **RESOLUTION ON APPROVAL OF ENERGOPROJEKT HOLDING PLC. ANNUAL STATEMENTS FOR 2016 (Energoprojekt Holding Plc. financial statements for 2016; Auditor's Report for 2016 and Annual Business Report)**
2. **RESOLUTION ON APPROVAL OF ENERGOPROJEKT HOLDING PLC. ANNUAL CONSOLIDATED STATEMENTS FOR 2016 (Energoprojekt Holding Plc. Consolidated financial statements for 2016; Auditor's Report for 2016 and Annual Business Report)**
3. **RESOLUTION ON DISTRIBUTION OF UNDISTRIBUTED PROFITS**
4. **RESOLUTION ON APPROVAL OF REPORT BY THE SUPERVISORY BOARD OF ENERGOPROJEKT HOLDING PLC.**
5. **RESOLUTION ON APPOINTMENT OF THE COMPANY AUDITOR AND APPROVAL OF THE AUDITOR'S SERVICE FEE**
6. **RESOLUTION ON APPOINTMENT OF MEMBER OF THE SUPERVISORY BOARD OF ENERGOPROJEKT HOLDING PLC.**

Appointed as the new member of the Supervisory Board of Energoprojekt Holding Plc. was: Smiljana Balsic (per period till the other members' of Supervisory Board mandate expires).

The minutes from the 45th repeat annual General Meeting of Energoprojekt Holding Plc. as well as the approved resolutions and voting results on all items of the agenda deliberated by the shareholders, are all available for shareholders to download through the company website www.energoprojekt.rs (section Investor Relations, General Meeting submenu). This report is accompanied by the resolutions required under Art. 51 par. 3 of the Law on the Capital Market, as provided below.



ENERGOPROJEKT HOLDING PLC.
CEO

Vladimir Milovanovic, Dipl. Ing.

Based on Art. 51 par. 3 of the Law on the Capital Market (RS Official Gazette No. 31/2011, 112/2015 and 108/2016), Energoprojekt Holding Plc. from Belgrade, Bulevar Mihaila Pupina 12 (reg.no. 07023014, core business code 64.20 Holding Business) publishes the full text of the:

**MANAGEMENT RESOLUTIONS APPROVING THE ANNUAL REPORT
FOR 2016 AND DISTRIBUTION OF PROFITS,
ISSUED AFTER THE FINANCIAL STATEMENTS REPORTING DEADLINE**

At the 45th repeat annual General Meeting of shareholders of Energoprojekt Holding Plc. held on June 16th, 2017, the following resolutions were issued (in accordance with Art. 51 par. 3 of the Law on the Capital Market) and are hereby published in full-text version:

- RESOLUTION ON APPROVAL OF ENERGOPROJEKT HOLDING PLC. ANNUAL BUSINESS REPORT FOR 2016 (*Energoprojekt Holding Plc. financial statements for 2016; Auditor's Report for 2016 and Annual Business Report*)
- RESOLUTION ON APPROVAL OF ENERGOPROJEKT HOLDING PLC. ANNUAL CONSOLIDATED STATEMENTS FOR 2016 (*Energoprojekt Holding Plc. Consolidated financial statements for 2016; Auditor's Report for 2016 and Annual Business Report*)
- RESOLUTION ON DISTRIBUTION OF UNDISTRIBUTED PROFITS.

NOTE:

The above GM resolutions of Energoprojekt Holding Plc. are provided in Annex, while the Annual Report of Energoprojekt Holding Plc. for 2016 and the Energoprojekt Group consolidated financial statements for 2016 were published earlier, within the legal deadline, on the official websites of Energoprojekt Holding Plc. (www.energoprojekt.rs) and the Belgrade Stock Exchange (www.belex.rs) and were forwarded to the Serbian Securities Commission.

ENERGOPROJEKT HOLDING PLC.

CEO



Vladimir Milovanovic, Dipl. Ing.

THE EXTRACT FROM MINUTES
FROM THE 45TH REPEAT ANNUAL GENERAL MEETING OF
ENERGOPROJEKT HOLDING PLC.
HELD ON JUNE 16TH, 2017

... needless omitted...

ITEM 1 - APPROVAL OF ENERGOPROJEKT HOLDING PLC. ANNUAL STATEMENTS
FOR 2016 (Energoprojekt Holding Plc. financial statements for 2016; Auditor's Report
for 2016 and Annual Business Report)

In accordance with Art. 34 par. 1 item 8 of the Articles of Association of Energoprojekt Holding Plc., the General Meeting of Energoprojekt Holding Plc., under item 1 of the Agenda, issued the following

RESOLUTION

1. The Annual Statements of Energoprojekt Holding Plc. for 2016 (*Energoprojekt Holding Plc. financial statements for 2016; Auditor's Report for 2016 and Annual Business Report*) are approved, in full accordance with the Supervisory Board's proposal which forms an integral part of this Resolution.
2. The reports from item 1 above are an integral part of this resolution and are stored in the archive.

Chairman of General Meeting



Zoran Vasic
Zoran Vasic

**THE EXTRACT FROM MINUTES
FROM THE 45TH REPEAT ANNUAL GENERAL MEETING OF
ENERGOPROJEKT HOLDING PLC.
HELD ON JUNE 16TH, 2017**

... needless omitted...

ITEM 2 - APPROVAL OF ENERGOPROJEKT HOLDING PLC. ANNUAL CONSOLIDATED STATEMENTS FOR 2016 (Energoprojekt Holding Plc. Consolidated financial statements for 2016; Auditor's Report for 2016 and Annual Business Report)

In accordance with Art. 34 par. 1 item 9 of the Articles of Association of Energoprojekt Holding Plc., the General Meeting of Energoprojekt Holding Plc., under item 2 of the Agenda, issued the following

RESOLUTION

1. The Annual Consolidated Statements of Energoprojekt Holding Plc. for 2016 (*Energoprojekt Holding Plc. Consolidated financial statements for 2016; Auditor's Report for 2016 and Annual Business Report*) are approved, in full accordance with the Supervisory Board's proposal which forms an integral part of this resolution.
2. The reports from item 1 above are an integral part of this resolution and are stored in the archive.

Chairman of General Meeting



Zoran Vasic
Zoran Vasic

THE EXTRACT FROM MINUTES
FROM THE 45TH REPEAT ANNUAL GENERAL MEETING OF
ENERGOPROJEKT HOLDING PLC.
HELD ON JUNE 16TH, 2017

... needless omitted...

ITEM 3 - RESOLUTION ON DISTRIBUTION OF UNDISTRIBUTED PROFITS

In accordance with Art. 34 par. 1 item 7 of the Articles of Association of Energoprojekt Holding Plc., the General Meeting of Energoprojekt Holding Plc., under item 3 of the Agenda, issued the following

**RESOLUTION
ON DISTRIBUTION OF UNDISTRIBUTED PROFITS**

1. The net profit generated by Energoprojekt Holding Plc. (hereinafter: Company) in 2016 totalled RSD 232,114,102.41.
2. The Company's undistributed profits from the previous years amount to RSD 99,049,546.40.
3. The total amount of the Company's undistributed profits, including undistributed profits from the previous years and realised profits from 2016, amount to RSD 331,163,648.81 and shall be distributed as follows:

3.1. for special purpose reserves, dedicated to acquiring of own shares for the purpose of distribution to employees or members of the Executive and Supervisory Board priming, pursuant to the article 282 par. 4 line 2 of the Company Law, in total amount of RSD 80,000,000.00;

a) Resolution on the use of this reserve for acquiring of own shares should be made by Supervisory Board of the Company;

is also b) Resolution on distribution of the acquired own shares to employees of the Company, or related Company, or priming of Executive Board members should be made by Supervisory Board and resolution on priming of Supervisory Board members should be made by General Meeting;

3.2. for dividend payment, in the gross total of RSD 20.00 per share to the Company's shareholders or in total amount of RSD 216,671,840.00;

- a) The Company shall inform all shareholders eligible for the dividend payment, within 15 days of this resolution, of its decision to pay dividend, in compliance with the legal provisions on notifying shareholders of general meetings, by publishing the information on the company website;
- b) The dividend on shares is paid to shareholders based on their rights arising from the type and class of their shares held on dividend day, in proportion to their share of the total number of shares of the same class;
- c) The right for dividend and other distributions payment has any person registered in Central Securities Depository and Clearing House as legal shareholder of the Company on May 29th, 2017 (Dividend Day);
- d) After the resolution to pay dividend, a shareholder eligible to receive dividend becomes a creditor of the Company for the amount of the dividend;
- e) Shareholders who transfer the shares based on which they are entitled to receive dividend after Dividend Day, but before the dividend is paid, shall keep their right to the dividend.
- f) Dividend shall be paid to shareholders on November 30th, 2017

3.3. The remaining balance of RSD 34,491,808.81 will be retained as undistributed profit.

Chairman of General Meeting

