

Based on Art. 65 of the Law on the Capital Market (RS Official Gazette No. 31/2011)

ENERGOPROJEKT HOLDING PLC.
Belgrade, Bulevar Mihaila Pupina 12 St.
(reg.no. 07023014, core business code 6420)

ISSUES THIS

**REPORT FROM THE 43rd REPEAT ANNUAL GENERAL MEETING OF
ENERGOPROJEKT HOLDING PLC.**

On 16.06.2015 the 43rd 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. APPROVAL OF ENERGOPROJEKT GROUP ANNUAL CONSOLIDATED STATEMENTS FOR 2014 (*Energoprojekt Group consolidated financial statements for 2014; Auditor's Report for 2014 and Annual Business Report*).
2. APPROVAL OF ENERGOPROJEKT HOLDING PLC. ANNUAL BUSINESS REPORT FOR 2014 (*Energoprojekt Holding plc. financial statements for 2014; Auditor's Report for 2014 and Annual Business Report*).
3. RESOLUTION ON DISTRIBUTION OF UNDISTRIBUTED PROFITS.
4. APPROVAL OF REPORT BY THE SUPERVISORY BOARD OF ENERGOPROJEKT HOLDING PLC.
5. RESOLUTION ON THE APPOINTMENT THE COMPANY AUDITOR AND APPROVAL OF THE AUDITOR'S SERVICE FEE.
6. APPOINTMENT OF MEMBER OF THE SUPERVISORY BOARD OF ENERGOPROJEKT HOLDING PLC.
7. RESOLUTION ON DISMISSAL AND THE APPOINTMENT OF MEMBER OF THE SUPERVISORY BOARD OF ENERGOPROJEKT HOLDING PLC.

The minutes from the 43rd repeat annual general meeting of ENERGOPROJEKT HOLDING PLC. (performed as notary act, bearing the seal of a public notary) as well as the approved

resolutions and voting results on all items of the agenda deliberated by the shareholders, are all available for download through the company website www.energoprojekt.rs (Investor Relations page, 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.

Chairman of General Meeting

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Zoran Vasić

**ENERGOPROJEKT HOLDING PLC.
CEO**

Vladimir Milovanović

Based on Art. 51 par. 3 of the Law on the Capital Market (RS Official Gazette No. 31/2011), ENERGOPROJEKT HOLDING PLC. from Belgrade, Bulevar Mihaila Pupina 12 (reg.no. 07023014, business code 06420 Holding business) publishes the full text of the:

**MANAGEMENT RESOLUTIONS APPROVING THE ANNUAL REPORT
FOR 2014 AND DISTRIBUTION OF PROFITS,
ISSUED AFTER THE REPORTING DEADLINE**

At the 43rd repeat annual general meeting of shareholders of ENERGOPROJEKT HOLDING PLC. held on 16 June 2015 in the projection room at the Energoprojekt office building, 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:

- APPROVAL OF ENERGOPROJEKT GROUP ANNUAL CONSOLIDATED STATEMENTS FOR 2014 (*Energoprojekt Group consolidated financial statements for 2014; Auditor's Report for 2014 and Annual Business Report*).
- APPROVAL OF ENERGOPROJEKT HOLDING PLC. ANNUAL BUSINESS REPORT FOR 2014 (*Energoprojekt Holding plc. financial statements for 2014; Auditor's Report for 2014 and Annual Business Report*).
- RESOLUTION ON DISTRIBUTION OF UNDISTRIBUTED PROFITS.

NOTE:

The above GM resolutions of ENERGOPROJEKT HOLDING PLC. are provided below, while the Annual Report of ENERGOPROJEKT HOLDING PLC. for 2014 and the Energoprojekt Group consolidated financial statements for 2014 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 Milovanović

ITEM 1.
APPROVAL OF ANNUAL CONSOLIDATED STATEMENTS
OF ENERGOPROJEKT GROUP FOR 2014

*(Energoprojekt Group consolidated financial statements for 2014; Auditor's Report
for 2014 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. at the 43rd repeat annual general meeting of shareholders of ENERGOPROJEKT HOLDING PLC. held on 16 June 2015 in the projection room at the Energoprojekt office building, under item 1 of the agenda, issued the following

RESOLUTION

1. The Annual Consolidated Statements of Energoprojekt Group for 2014 *(Energoprojekt Group consolidated financial statements for 2014; Auditor's Report for 2014 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 Vasić

ITEM 2.
APPROVAL OF ANNUAL BUSINESS REPORT
OF ENERGOPROJEKT HOLDING PLC. FOR 2014
*(Energoprojekt Holding plc. financial statements for 2014; Auditor's Report for 2014
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. at the 43rd repeat annual general meeting of shareholders of ENERGOPROJEKT HOLDING PLC. held on 16 June 2015 in the projection room at the Energoprojekt office building, under item 2 of the agenda, issued the following

RESOLUTION

1. The Annual Business Report of ENERGOPROJEKT HOLDING PLC. for 2014 *(Energoprojekt Holding plc. financial statements for 2014; Auditor's Report for 2014 and Annual Business Report)* is 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 Vasić

ITEM 3.

**APPROVAL OF 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. at the 43rd repeat annual general meeting of shareholders of ENERGOPROJEKT HOLDING PLC. held on 16 June 2015 in the projection room at the Energoprojekt office building, 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 2014 totalled RSD 43,867,139.06.
2. The Company's undistributed profits from the previous years amount to RSD 260,519,128.30.
3. The total amount of the Company's undistributed profits, including undistributed profits from the previous years and realised profits from 2014, amount to RSD 304,386,267.36 and shall be distributed as follows:
 - for dividend payment, in the gross total of RSD 20.00 per share to the shareholders of Energoprojekt Holding plc. (RSD 218,625,840.00 RSD);
 - the remaining balance of RSD 85,760,427.36 will be retained as undistributed profit.
4. 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 www.energoprojekt.rs (Investor Relations page, General Meeting submenu).
5. 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.
6. The right for dividend and other distributions payment has any person registered in

Central Securities Depository and Clearing House as legal shareholder of the Energoprojekt Holding plc. shares on 29.05.2015 (Dividend Day).

7. After the resolution to pay dividend, a shareholder eligible to receive dividend becomes a creditor of the Company for the amount of the dividend.
8. 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.
9. Dividend shall be paid to shareholders on 30.11.2015.

Chairman of General Meeting

Zoran Vasić