

Pursuant to Article 335, Article 372 paragraph 1, item 1) and Article 441 paragraph 1, item 7) of the Law on Companies ("Official Gazette of RS" no. 36/2011, 99/2011, 83/2014 and 5/2015, "Law"), Article 60 and Article 62 of the Statute and provisions of the Decision of the Supervisory Board as of August 27<sup>th</sup> 2015 on amendment of Decision on convocation of XXII extraordinary session of the General Meeting of the Company dated August 04<sup>th</sup> 2015, joint stock company "Jelen Do" ad Jelen Do, with registered seat at Jelen Do, registration number: 07219784 ("Company" or "Jelen Do") on August 27<sup>th</sup> 2015 issues the following:

**INVITATION TO XXII (EXTRAORDINARY) SESSION OF THE GENERAL MEETING OF THE COMPANY**

1. XXII (extraordinary) session of the General Meeting of the Company shall be held on September 28<sup>th</sup> 2015, in the premises of Law Office "Stankovic & partners", in Belgrade, 19 no. Njegoseva street, 2<sup>nd</sup> floor, starting at 09,00am.

The Supervisory Board of the Company verified the following proposal of the agenda for the General Meeting session:

- 1) Election of the Chairman of the Company's General Meeting;
- 2) Identification of persons present and verification of authorizations for voting;
- 3) Determining whether conditions for validity of work of the Company's General Meeting are fulfilled (work and decision making quorum);
- 4) Appointing minutes keeper, minutes verifiers and members of the voting commission;
- 5) Rendering of the Decision on adoption of the proposed agenda;
- 6) Rendering of the Decision on adoption of minutes from previously held session of the Company's General Meeting;

Shodno članovima 335., 372. stav 1. tačka 1) i 441. stav 1. tačka 7) Zakona o privrednim društvima ("Službeni glasnik RS" br. 36/2011, 99/2011, 83/2014 i 5/2015, "Zakon"), članovima 60. i 62. Statuta, te odredbama Odluke nadzornog odbora donete 27.08.2015. godine kojom je izmenjena Odluka o sazivanju XXII vanredne sednice skupštine društva od 04.08.2015. godine, javno akcionarsko društvo „Jelen Do“ ad Jelen Do, sa registrovanim sedištem u mestu Jelen Do, matični broj: 07219784 ("Društvo" ili „Jelen Do“) dana 27.08.2015. godine upućuje:

**POZIV ZA XXII (VANREDNU) SEDNICU SKUPŠTINE AKCIONARA DRUŠTVA**

1. XXII (vanredna) sednica skupštine Društva održaće se dana 28.09.2015. godine, u prostorijama Advokatske kancelarije „Stanković & partneri“, u Beogradu, ul. Njegoseva br. 19, 2. sprat, sa početkom u 09,00 časova.

Za sednicu skupštine akcionara nadzorni odbor Društva utvrdio je sledeći predlog dnevnog reda:

- 1) Izbor predsednika skupštine akcionara Društva;
- 2) Utvrđivanje prisutnih lica i verifikacija punomoćja za glasanje;
- 3) Utvrđivanje ispunjenosti uslova za punovažan rad skupštine akcionara Društva (kvorum za rad i odlučivanje);
- 4) Imenovanje zapisničara, overivača zapisnika i članova komisije za glasanje;
- 5) Donošenje odluke o usvajanju predloženog dnevnog reda;
- 6) Donošenje odluke o usvajanju zapisnika sa prethodne održane sednice skupštine akcionara Društva;

- |  |   |
|--|---|
| <p>7) Rendering of the Decision on change of legal form of the Company;</p> <p>8) Rendering of the Decision on adoption of amendments of the Company's Incorporation Act;</p> <p>9) Rendering of the Decision on appointment of members of the limited liability company Jelen Do' bodies;</p> <p>10) Rendering of the Decision on adoption of the Report on necessity of conducting the change of legal form procedure;</p> <p>11) Rendering of the Decision on withdrawal of the Company's stocks from regulated market, i.e. MTP;</p> <p>12) Rendering of the Decision on cessation of the public company status;</p> <p>13) Rendering of the Decision on appointment of the limited liability company Jelen Do' other representatives;</p> <p>14) Miscellaneous.</p> | <p>7) Donošenje odluke o promeni pravne forme Društva;</p> <p>8) Donošenje odluke o usvajanju izmena osnivačkog akta Društva;</p> <p>9) Donošenje odluke o imenovanju članova organa društva s ograničenom odgovornošću Jelen Do;</p> <p>10) Donošenje odluke o usvajanju Izveštaja o potrebi sprovođenja postupka promene pravne forme;</p> <p>11) Donošenje odluke o povlačenju akcija Društva sa regulisanog tržišta, odnosno MTP;</p> <p>12) Donošenje odluke o prestanku svojstva javnog društva;</p> <p>13) Donošenje odluke o imenovanju ostalih zastupnika društva s ograničenom odgovornošću Jelen Do;</p> <p>14) Razno.</p> |
|--|---|
- 
- |  |  |
|--|--|
| <p>2. It is suggested that the General Meeting of the Company renders decisions on items 1) – 14) of the agenda, subject to voting by stockholders who are the owners of stocks with voting right.</p> <p>3. The list of stockholders entitle to participate at the General Meeting of the Company shall be determined on the day which falls on the tenth day before the date of the General Meeting session referred to under item 1. of this invitation, respectively on September 18<sup>th</sup> 2015, pursuant to data from the Central Securities Depository and Clearing House (Stockholders Day).</p> | <p>2. Predlaže se da skupština Društva donese odluke o tačkama 1) - 14) dnevnog reda, o kojima glasaju akcionari koji poseduju akcije sa pravom glasa.</p> <p>3. Spisak akcionara koji imaju pravo učešća u radu skupštine Društva utvrđuje se na dan koji pada na deseti dan pre dana održavanja sednice skupštine iz tačke 1. ovog poziva tj. na dan 18.09.2015. godine, prema podacima Centralnog registra za hartije od vrednosti (dan akcionara).</p> |
|--|--|

4. Only those stockholders which are the stockholders of the Company on the Stockholders Day from item 3. of this invitation shall be entitled to participate at the General Meeting of the Company.
5. The right to participate at the General Meeting of the Company and to decide on items listed in the proposed agenda (Voting Right) belong to stockholders i.e. their representatives holding or representing at least 0,1% of the total number of stocks, which amounts to 107.307 of regular stocks.
6. Decision on change of legal form of the Company referred to under item 7) of the proposed agenda, pursuant to provisions of Article 481 paragraph 2 of the Law, shall be rendered by three-fourths majority of votes of stockholders present.
7. Decision on withdrawal of the Company's stocks from regulated market, i.e. referred to under item 11) of the proposed agenda, pursuant to provisions of Article 123 paragraph 1 of the Law on the Capital Market, shall be rendered by three-fourths majority of total number of stocks with voting right.
9. Decision on cessation of the public company status referred to under item 12) of the proposed agenda, pursuant to provisions of Article 149 paragraph 1, item 3), sub item 1) of the Belgrade Stock Exchange Rules of Business Operation, shall be rendered by votes of the stockholders holding stocks subject to forced buyout.
10. Decisions referred to under items 1) – 9) and 8) – 10), 13) and 14) of the of the proposed agenda, pursuant to Article 56 of the Statute shall be rendered by plain majority of votes of stockholders present.
4. Samo akcionari koji su akcionari Društva na dan akcionara iz tačke 3. ovog poziva imaju pravo na učešće u radu skupštine.
5. Pravo učešća u radu skupštine Društva i odlučivanja po navedenim tačkama predloženog dnevnog reda (pravo glasa) imaju akcionari odnosno njihovi punomoćnici koji imaju ili zastupaju najmanje 0,1% ukupnog broja akcija, koji iznosi 107.307 običnih akcija.
6. Odluka o promeni pravne forme Društva pod tačkom 7) predloženog dnevnog reda, u skladu sa odredbama člana 481. stav 2. Zakona donosi se tročetvrtinskom većinom glasova prisutnih akcionara.
7. Odluka o povlačenju akcija Društva sa regulisanog tržišta, odnosno MTP pod tačkom 11) predloženog dnevnog reda, u skladu sa odredbom člana 123. stav 1. Zakona o tržištu kapitala donosi se glasovima koji predstavljaju najmanje tri četvrtine od ukupnog broja akcija sa pravom glasa.
9. Odluka o prestanku svojstva javnog društva pod tačkom 12) predloženog dnevnog reda, u skladu sa članom 149. stav 1. tačka 3) podtačka 1) Pravila poslovanja Beogradske berze ad Beograd donosi se glasovima akcionara koji su prinudno otkupili akcije Društva.
10. Odluke pod tačkama 1) – 9), 8) – 10), 13) i 14) predloženog dnevnog reda, u skladu sa članom 56. Statuta donose se običnom većinom glasova prisutnih akcionara.

- |  |   |
|--|---|
| <p>11. Materials for the session can be downloaded from the web page of the Company <a href="http://www.carmeuse.rs">www.carmeuse.rs</a> or collected personally by the stockholder or its proxy at the Company's seat, every working day between 10,00am and 14,00pm, starting from the date of publication of the invitation to the session until the date of the session i.e. until September 28<sup>th</sup> 2015.</p> | <p>11. Materijali za sednicu dostupni su za preuzimanje na internet stranici Društva <a href="http://www.carmeuse.rs">www.carmeuse.rs</a> ili lično od strane akcionara ili punomoćnika akcionara u sedištu Društva, svakog radnog dana u periodu između 10,00 i 14,00 časova i to počev od dana objavljivanja poziva za sednicu do dana održavanja sednice odnosno do 28.09.015. godine.</p> |
| <p>12. The stockholder can participate at the General Meeting session in person or by proxy.</p>   | <p>12. Akcionar može učestvovati u radu skupštine Društva lično ili preko punomoćnika.</p>  |
| <p>13. The stockholder entitled to personally participate in the General Meeting session can authorize another person, in writing, to participate at the General Meeting session on his/her behalf and to vote instead of the stockholder, provided that the authorization must be in compliance with Article 344 of the Law.</p>  | <p>13. Akcionar koji ima pravo na lično učešće u radu skupštine Društva može u pisanoj formi dati punomoćje drugom licu da u njegovo ime učestvuje u radu skupštine i glasa umesto akcionara pri čemu punomoćje mora biti sačinjeno u skladu sa članom 344. Zakona.</p>   |
| <p>14. The stockholder's proxy cannot be a person who is:</p>  | <p>14. Punomoćnik akcionara ne može biti lice koje je:</p>  |
| <p>1) A controlling stockholder of the Company or an entity controlled by the controlling stockholder, or</p>  | <p>1) kontrolni akcionar Društva ili je lice koje je pod kontrolom kontrolnog akcionara, ili</p>  |
| <p>2) The Company's director or a member of the Supervisory Board, or a person acting in that capacity in another company which is the controlling stockholder of the Company or in a company controlled by the controlling stockholder, or</p>  | <p>2) direktor ili član nadzornog odbora Društva, ili lice koje ima to svojstvo u drugom društvu koje je kontrolni akcionar Društva ili u društvu koje je pod kontrolom kontrolnog akcionara, ili</p>   |
| <p>3) An employee of the Company or a person with that status in another company which is the controlling stockholder of the Company or in a company controlled by the controlling stockholder, or</p>   | <p>3) zaposleni u Društvu ili lice koje ima to svojstvo u drugom društvu koje je kontrolni akcionar Društva ili u društvu koje je pod kontrolom kontrolnog akcionara, ili</p>   |
| <p>4) A person deemed to be a related party of an individual referred to in items 1) through 3) of this paragraph, in accordance with the Law, or</p>  | <p>4) lice koje se u skladu sa Zakonom smatra povezanim licem sa fizičkim licem iz tačke 1) do 3) ovog stava, ili</p>   |

- 5) The Company's auditor or employee of an entity in charge of audit, or a person with that status in another company which is controlling stockholder of the Company or in a company controlled by the controlling stockholder.
- 5) revizor Društva ili zaposleni u licu koje obavlja reviziju Društva, ili lice koje ima to svojstvo u drugom društvu koje je kontrolni akcionar Društva ili u društvu koje je pod kontrolom kontrolnog akcionara.
15. The Stockholder or the stockholder's proxy is obligated to deliver duly executed power of attorney, in person at the Company's premises or via mail at the Company's registered seat address, not later than three days prior to the date of the General Meeting session, by 14,00pm.
15. Uredno punomoćje akcionar ili punomoćnik akcionara dužni su da dostave lično u prostorije Društva ili poštom na adresu registrovanog sedišta Društva, najkasnije tri dana pre dana održavanja sednice skupštine, do 14,00 časova.
16. The stockholders can vote in absence regardless of the number of stocks provided that if the stockholder shall vote in writing by use of the voting form, such voting form must be certified pursuant to the law governing signature certification.
16. Akcionari mogu da glasaju u odsustvu bez obzira na broj akcija s tim da ukoliko akcionar glasa pismenim putem obrazaca – formular za glasanje mora biti overen u skladu sa zakonom kojim se uređuje overa potpisa.
17. Voting form must be delivered to the Company in person at the Company's premises or via mail at the Company's registered seat address, not later than three days prior to the date of the General Meeting session, by 14,00pm.
17. Formular za glasanje mora se dostaviti Društvu lično u prostorijama Društva ili poštom na adresu registrovanog sedišta Društva najkasnije tri radna dana pre dana održavanja sednice skupštine, do 14,00 časova.
18. The Company shall provide the voting forms in accordance with the Law, which shall be taken care of by the person designated by the General Manager of the Company.
18. Društvo obezbeđuje obrasce – formulare za glasanje u skladu sa Zakonom, o čemu se stara lice koje odredi generalni direktor Društva.
19. The stockholders with at least 5% of the Company's stocks can propose additions to the agenda, pursuant to Article 337 of the Law, in writing, not later than 10 days prior to the Company's General Meeting session date referred to under item 1.1 of this invitation.
19. Dopunu dnevnog reda, u skladu sa članom 337. Zakona, mogu u pisanoj formi predložiti akcionari koji poseduju najmanje 5% akcija Društva, najkasnije 10 dana pre dana održavanje sednice skupštine Društva iz tačke 1. ovog poziva.
20. The stockholder entitled to personally participate at the General Meeting has the right to direct questions in relation with items on the proposed agenda to directors or members of the Supervisory Board, according to Article 342 of the Law, in writing, before the General Meeting session or during the session, whereas the answers shall be provided at the session during
20. Akcionar koji ostvaruje pravo na lično učešće u skupštini ima pravo da direktorima ili članovima nadzornog odbora postavlja pitanja u vezi sa tačkama predloženog dnevnog reda, shodno članu 342. Zakona, i to u pisanoj formi pre sednice skupštine ili na samoj sednici, a odgovori se daju u toku sednice prilikom razmatranja tačaka dnevnog reda povodom kojih su pitanja

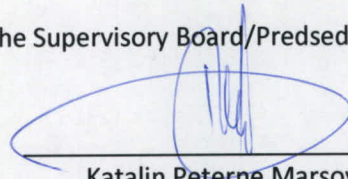
discussion on items of the agenda with respect to which the questions were raised.

postavljena.

21. This invitation shall be published on web page of the Company [www.carmeuse.rs](http://www.carmeuse.rs), web page of the Register of Companies kept by the Business Registers Agency, as well as on web pages of the Belgrade Stock Exchange and the Securities Commission and at the same time is considered to be a notification in accordance with Article 65 of the Law on the Capital Market.

21. Ovaj poziv se objavljuje na internet stranici Društva [www.carmeuse.rs](http://www.carmeuse.rs), internet stranici Registra privrednih subjekata Agencije za privredne registre, kao i internet stranicama Beogradske berze i Komisije za hartije od vrednosti i istovremeno se smatra obaveštenjem u skladu sa članom 65. Zakonom o tržištu kapitala.

Chairman of the Supervisory Board/Predsednik nadzornog odbora



Katalin Peterne Marsoy

