

ENERGOPROJEKT
HOLDING p.l.c.

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 44th REPEAT ANNUAL GENERAL MEETING OF
ENERGOPROJEKT HOLDING PLC.**

On June 23rd, 2016 the 44th 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 GROUP ANNUAL CONSOLIDATED STATEMENTS FOR 2015 (*Energoprojekt Group consolidated financial statements for 2015; Auditor's Report for 2015 and Annual Business Report*)**
2. **RESOLUTION ON APPROVAL OF ENERGOPROJEKT HOLDING PLC. ANNUAL BUSINESS REPORT FOR 2015 (*Energoprojekt Holding plc. financial statements for 2015; Auditor's Report for 2015 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 MEMBERS OF THE SUPERVISORY BOARD OF ENERGOPROJEKT HOLDING PLC.**

Appointed as members of the Supervisory Board of Energoprojekt Holding pl. were: Andjelko Kovacevic, Tamara Kaznovac Popovic (as independent members), Dragan Aleksic, Nebojsa Perunicic, Aleksandar Glisic Slobodan Jovanovic i Vladimir Sekulic (as other members).

7. **RESOLUTION ON FEES TO THE MEMBERS OF SUPERVISORY BOARD FOR THEIR ENGAGEMENT IN THIS BOARD AND ON PRIOR CONSENT FOR SIGNING OF AGREEMENT ON FEES TO THE MEMBERS OF SUPERVISORY BOARD OF ENERGOPROJEKT HOLDING PLC.**

8. DECISION ON ACQUISITION OF OWN SHARES OF ENERGOPROJEKT HOLDING PLC.

The minutes from the 44rd 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
Vladimir Milovanovic



CHAIRMAN OF GENERAL MEETING

Zoran Vasic
Zoran Vasic

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 2015 AND DISTRIBUTION OF PROFITS,
ISSUED AFTER THE FINANCIAL STATEMENTS REPORTING DEADLINE**

At the 44th repeat annual General Meeting of shareholders of Energoprojekt Holding plc. held on June 23rd, 2016 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:

- RESOLUTION ON APPROVAL OF ENERGOPROJEKT GROUP ANNUAL CONSOLIDATED STATEMENTS FOR 2015 (*Energoprojekt Group consolidated financial statements for 2015; Auditor's Report for 2015 and Annual Business Report*)
- RESOLUTION ON APPROVAL OF ENERGOPROJEKT HOLDING PLC. ANNUAL BUSINESS REPORT FOR 2015 (*Energoprojekt Holding plc. financial statements for 2015; Auditor's Report for 2015 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 2015 and the Energoprojekt Group consolidated financial statements for 2015 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**

[Signature]
Vladimir Milovanovic

ITEM 1.
APPROVAL OF ANNUAL CONSOLIDATED STATEMENTS
OF ENERGOPROJEKT GROUP FOR 2015
(Energoprojekt Group consolidated financial statements for 2015; Auditor's Report
for 2015 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 44th repeat annual General Meeting of shareholders of Energoprojekt Holding plc. held on June 23rd, 2016 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 2015 (*Energoprojekt Group consolidated financial statements for 2015; Auditor's Report for 2015 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

ITEM 2.
APPROVAL OF ANNUAL BUSINESS REPORT
OF ENERGOPROJEKT HOLDING PLC. FOR 2015
(Energoprojekt Holding plc. financial statements for 2015; Auditor's Report for 2015
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 44th repeat annual general meeting of shareholders of Energoprojekt Holding plc. held on June 23rd 2016 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 2015 (*Energoprojekt Holding plc. financial statements for 2015; Auditor's Report for 2015 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 Vasic
Zoran Vasic

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 44th repeat annual General Meeting of shareholders of Energoprojekt Holding plc. held on June 23rd, 2016 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 2015 totalled RSD 236,972,445.04.
2. The Company's undistributed profits from the previous years amount to RSD 87,132,334.36.
3. The total amount of the Company's undistributed profits, including undistributed profits from the previous years and realised profits from 2015, amount to RSD 324,104,779.40 and shall be distributed as follows:
 - for dividend payment, in the gross total of RSD 20.00 per share to the Company's shareholders or in total amount of RSD 218,625,840.00 dinara;
 - the remaining balance of RSD 105,478,939.40 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 (Section Investor Relations, 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 Company on June 5th, 2016 (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 November 30th, 2016.



Chairman of General Meeting

Zoran Vasic
Zoran Vasic *ZB*