

In accordance with the powers granted under Art. 92 Par. 1 Line 6) of the Articles of Association of Energoprojekt Holding plc., the Supervisory Board of Energoprojekt Holding through its resolution issued at the 89<sup>th</sup> meeting held on 23/06/2020 has convoked the 52<sup>nd</sup> Annual General Meeting of Energoprojekt Holding plc.

Based on Art. 335 of the Law on Business Companies and Art. 40 of the Articles of Association of Energoprojekt Holding plc., as well as Art. 352 Par. 3 of the Law on Business Companies and Art. 63 Par. 3 of the Articles of Association of Energoprojekt Holding plc., the Supervisory Board of Energoprojekt Holding presents

**TO ALL SHAREHOLDERS**

**on this day 23<sup>rd</sup> June 2020 the following**

**INVITATION TO ATTEND THE  
52<sup>nd</sup> ANNUAL GENERAL MEETING  
OF ENERGOPROJEKT HOLDING PLC.  
SCHEDULED FOR 23<sup>rd</sup> JULY 2020 AT 10:00 AM  
IN THE POJECTION ROOM AT THE ENERGOPROJEKT BUILDING**

**OR, IN THE EVENT THE MEETING IS RESCHEDULED  
DUE TO LACK OF QUORUM  
ON 31<sup>st</sup> JULY 2020, AT 10:00 AM  
IN THE PROJECTION ROOM AT THE ENERGOPROJEKT BUILDING**

**WITH THE FOLLOWING**

**A G E N D A**

- 1. APPROVAL OF ENERGOPROJEKT HOLDING PLC. ANNUAL STATEMENTS FOR 2019 (*Energoprojekt Holding Plc. annual financial statements for 2019; Auditor's Report for 2019 and Annual Business Report*)**

The total number of shareholder votes in the General Meeting of Energoprojekt Holding plc. is 10.833.592.

Based on Art. 69 Par. 1 of the Articles of Association of Energoprojekt Holding plc., this resolution is adopted by a simple majority of the shareholders present with right to vote upon the matter being deliberated.

- 2. APPROVAL OF ENERGOPROJEKT HOLDING PLC. ANNUAL CONSOLIDATED STATEMENTS FOR 2019 (*Energoprojekt Holding Plc. consolidated annual financial statements for 2019; Auditor's Report for 2019 and Annual Business Report*)**

The total number of shareholder votes in the General Meeting of Energoprojekt Holding plc. is 10.833.592.

Based on Art. 69 Par. 1 of the Articles of Association of Energoprojekt Holding plc., this resolution is adopted by a simple majority of the shareholders present with right to vote upon the matter being deliberated.

**3. RESOLUTION ON DISTRIBUTION OF UNDISTRIBUTED PROFITS**

The total number of shareholder votes in the General Meeting of Energoprojekt Holding plc. is 10.833.592.

Based on Art. 69 Par. 1 of the Articles of Association of Energoprojekt Holding plc., this resolution is adopted by a simple majority of the shareholders present with right to vote upon the matter being deliberated.

**4. APPROVAL OF REPORT BY THE SUPERVISORY BOARD OF ENERGOPROJEKT HOLDING PLC.**

The total number of shareholder votes in the General Meeting of Energoprojekt Holding plc. is 10.833.592.

Based on Art. 69 Par. 1 of the Articles of Association of Energoprojekt Holding plc., this resolution is adopted by a simple majority of the shareholders present with right to vote upon the matter being deliberated.

**5. RESOLUTION ON APPOINTMENT OF THE COMPANY AUDITOR AND APPROVAL OF THE AUDITOR'S SERVICE FEE**

The total number of shareholder votes in the General Meeting of Energoprojekt Holding plc. is 10.833.592.

Based on Art. 69 Par. 1 of the Articles of Association of Energoprojekt Holding plc., this resolution is adopted by a simple majority of the shareholders present with right to vote upon the matter being deliberated.

**6. APPOINTMENT OF MEMBER OF THE SUPERVISORY BOARD OF ENERGOPROJEKT HOLDING PLC.**

The total number of shareholder votes in the General Meeting of Energoprojekt Holding plc. is 10.833.592.

Based on Art. 86 Par. 3 of the Articles of Association of Energoprojekt Holding plc., candidates appointed as members of Supervisory Board should reach the majority of votes on Annual General Meeting of Energoprojekt Holding plc. If two candidates with the same number of votes appear, the voting procedure should be repeated only for those two candidates.

**7. ADOPTION OF THE ARTICLES OF ASSOCIATIONS OF ENERGOPROJEKT HOLDING P.L.C.**

The total number of shareholder votes in the General Meeting of Energoprojekt Holding plc. is 10.833.592.

Based on Art. 69 Par. 1 of the Articles of Association of Energoprojekt Holding plc., this resolution is adopted by a simple majority of the shareholders present with right to vote upon the matter being deliberated.

**8. ADOPTION OF THE RESOLUTION ON ISSUING ENERGOPROJEKT HOLDING P.L.C CORPORATE BONDS IN PUBLIC PROCUREMENT PROCESS**

The total number of shareholder votes in the General Meeting of Energoprojekt Holding plc. is 10.833.592.

Based on Art. 69 Par. 1 of the Articles of Association of Energoprojekt Holding plc., this resolution is adopted by a simple majority of the shareholders present with right to vote upon the matter being deliberated.

**NOTE:** The meeting may only deliberate upon items contained on the Agenda.

**Instructions for obtaining documents for the meeting**

Based on Art. 76 Par. 1 of the Articles of Association of Energoprojekt Holding plc. all relevant documents for the meeting are made available to the shareholders, together with this notice, through the company website [www.energoprojekt.rs](http://www.energoprojekt.rs) (submenu "Investors", section "General Meeting"), where they can be downloaded in full.

**Legal note to shareholders on participation in the meeting**

Based on Art. 33 Par. 3 and 4 of the Articles of Association of Energoprojekt Holding plc., **in order to personally take part in the meeting a shareholder must have at least 9000 shares**; however, shareholders who individually do not possess the requisite number of shares may participate in the meeting through a joint proxy, or vote in absentia in accordance with the Articles of Association of Energoprojekt Holding plc.

Also, please be informed that you can download all required documents for the 45th Annual General Meeting from our website [www.energoprojekt.rs](http://www.energoprojekt.rs) (submenu "Investors", section "General Meeting"), including:

1. **Power of Attorney Form;**
2. **Notice of Shareholders Day with an explanation that on this day only shareholders of Energoprojekt Holding plc. may participate in the meeting;**
3. **Absentee Voting Form;**
4. **Manual on Shareholders' Power of Attorney issued in electronic form.**

**CHAIRMAN OF THE SUPERVISORY BOARD**

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**Dobroslav Bojović, B.Sc. Economics**