



**ENERGOPROJEKT HOLDING A.D.**

**Belgrade, July 15, 2009.**

Based on Article 64 of the Law on Stocks and Bonds and Other Financial Instruments Market (Official Gazette of RS no. 47/2006) and Articles 6 and 7 of the Regulations on the content and manner of public companies' reporting and informing of ownership of shares with voting rights (Official Gazette of RS no. 100/06 and 116/06), Energoprojekt Holding Co. from New Belgrade, Bulevar M. Pupina 12 (statistical number 07023014, activity 74150 Holding Activities) herewith publishes:

### **REPORT ON IMPORTANT EVENT**

**(Report from the XXXIII annual shareholders meeting)**

**The general Shareholders Meeting of Energoprojekt Holding Co. from Belgrade was held on July 14, 2009 in the Dom Sindikata (the Big hall), According to the Agenda, the following decisions were considered and adopted at the Meeting:**

1. APPOINTMENT OF COMMISSIONS FOR VOTING  
(Decision made)
2. ELECTION OF PRESIDENT OF THE GENERAL SHAREHOLDERS MEETING OF ENERGOPROJEKT HOLDING CO.  
(Decision made)
3. DISCUSSION OF THE REPORT ON IMPLEMENTATION OF THE BUSINESS POLICY AND INFORMATION ON CURRENT OPERATIONS  
(In accordance with provisions of the Articles of Association, the General Shareholders Meeting does not vote on this item)
4. ADOPTING OF:
  - a) CONSOLIDATED FINANCIAL REPORTS OF ENERGOPROJEKT GROUP, AS WELL AS REPORT OF THE BOARD OF DIRECTORS, REPORT OF EXTERNAL AUDITOR AND REPORT OF THE SUPERVISION BOARD IN CONNECTION WITH CONSOLIDATED FINANCIAL REPORTS OF ENERGOPROJEKT GROUP FOR THE YEAR 2008  
(Decision made)
  - b) FINANCIAL REPORTS OF ENERGOPROJEKT HOLDING CO., AS WELL AS REPORT OF THE BOARD OF DIRECTORS, REPORT OF EXTERNAL AUDITOR, AND REPORT OF THE SUPERVISION BOARD IN CONNECTION WITH FINANCIAL REPORTS OF ENERGOPROJEKT HOLDING CO. FOR THE YEAR 2008  
(Decision made)
5. DECISION-MAKING CONCERNING DISTRIBUTION OF THE ANNUAL PROFIT OF ENERGOPROJEKT HOLDING CO. FOR THE YEAR 2008  
(Decision made)

## **I**

Total net profit (after taxation) according to the Annual Financial Report of the stock company Energoprojekt Holding a.d. (hereafter referred to as Company) for 2008 amounts to 488.301.716,68 RSD.

Total amount of the net profit from the Paragraph 1 of this Decision is distributed in the way as follows:

1. In the reserves of the Company 5%, in the amount of 24.415.085,83 RSD;
2. In undistributed profit the amount of 463.886.630,85 RSD.

## **II**

- a. Undistributed profits from previous years, until 31<sup>st</sup> December 2007 amounts to 377.939.900,78 RSD.
- b. Undistributed profit for 2008 amounts to 463.886.630,85 RSD.

## **III**

Total amount of undistributed profit including undistributed profits from previous years as well as those from 2008 amounts to 841.826.531,63 RSD.

The amount of undistributed profit mentioned in the previous paragraph

841.826.531,63 RSD) is distributed in the way as follows:

- a. A part of undistributed profit in the amount of 455.373.150,00 RSD (9.107.463 shares x 50,00 RSD) is distributed to rise the basic capital, proportionally to the number of shares which possess each shareholder in the basic capital of the Holding, in accordance with the Shareholders' Assembly Decision from the Item 5.b. concerning the ordinary shares of VI emission without a public tender in order to convert the undistributed profit into the basic capital of the Company, on the basis of which the exchange of the shares would rise their face value from 350,00 RSD to 400,00 RSD.
- b. A part of undistributed profit in the amount of 145.719.408,00 RSD is distributed for the dividend payment in shares 144.138.800,00 RSD which represents the equivalent RSD value of 360.347 shares, face value 400,00 RSD per each share, in accordance with the Decision of the Shareholders' Assembly of the Company from the Item 5.c. concerning the ordinary shares of the VII emission without a public tender in order to convert the undistributed profit into the basic capital of the Company.

By the Decision of the Executive Board of Directors made on 15<sup>th</sup> May 2009, the "Day of Dividend" is fixed for the day of 21<sup>st</sup> May 2009, as the day of making a list of shareholders who have the right on new shares on the basis of the rise in capital, proportionally to the number of shares which they possess in the basic capital of the Company in accordance with the evidence of the Central Register Depository and Clearing House.

A part of the undistributed profit in the amount of 1.580.608,00 RSD, which can not be paid in whole shares, will be paid to shareholders in monies over the value of a whole, full share for the part which belongs to them.

- c. The rest in the amount of 240.733.973,63 RSD is left as undistributed profit.

## **IV**

The Chief Executive Officer of the Company will take care of carrying out this Decision and he is authorized to undertake all necessary legal proceedings in order to carry out the Decision.

## **V**

The Decision comes into force on the day it has been made.

6. SELECTION OF THE AUDITOR AND DETERMINING COMPENSATION FOR AUDITOR'S WORK

(Decision made)

7. THE ENERGOPROJEKT HOLDING CO. OWN SHARES ACQUIRING AND TRANSFER

(Decision made)

8. MEDIUM-TERM (FOUR YEAR) PROGRAMME OF ENERGOPROJEKT HOLDING AND ENERGOPROJEKT GROUP BUSINESS POLICY FOR 2009-2013 PERIOD

(Decision is not made)

9. ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF ENERGOPROJEKT HOLDING CO.

As members of the Board of the directors the following persons were elected: Prof. dr Rajko Tepavac, Prof. dr Miodrag Nikolić (independent members); Vladan Pirivatrić, Vladimir Sekulić, Miodrag Zečević, Ignjat Tucović, Nada Bojović, Svetislav Simović, Jovan Korolija, Vitomir Perić i Slobodan Dinić (non-executive and executive members).

In accordance with the Article 8 of the Rule book on contents and form of public companies reporting, the Statement on essential events will be published in the daily gazette which is distributed in the whole territory of the republic of Serbia.

Energoprojekt Holding Co.  
President of the Shareholders Assembly

Slobodan Kumanudi