

In accordance with the powers granted under Art. 92 Par. 1 Line 6), related to Art. 80 of the Articles of Association of Energoprojekt Holding plc., the Supervisory Board of Energoprojekt Holding through its resolution issued at the 17th meeting held on 08.08.2017 has convoked the 46th Extraordinary General Meeting of Energoprojekt Holding plc.

Pursuant to provisions of 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 09.08.2017**

**INVITATION TO ATTEND THE**

**46th EXTRAORDINARY GENERAL MEETING  
OF ENERGOPROJEKT HOLDING PLC.  
SCHEDULED FOR SEPTEMBER 1, 2017 AT 10:00 AM  
IN THE PROJECTION ROOM AT THE ENERGOPROJEKT BUILDING**

**OR, IN THE EVENT THE MEETING IS RESCHEDULED  
DUE TO LACK OF QUORUM  
ON SEPTEMBER 11, 2017  
IN THE PROJECTION ROOM AT THE ENERGOPROJEKT BUILDING  
AT 10:00 AM**

**WITH THE FOLLOWING**

**A G E N D A**

**1. RESOLUTION ON APPOINTMENT OF THE PRESIDENT OF GENERAL MEETING**

The total number of shares voting on this resolution is 10,833,592.

Based on Art. 69 related to Art. 38 Par. 3 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. RESOLUTION ON DISMISSAL OF MEMBERS OF THE SUPERVISORY BOARD OF ENERGOPROJEKT HOLDING PLC.**

The total number of shares voting on this resolution 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 APPOINTMENT OF MEMBERS OF THE SUPERVISORY BOARD OF ENERGOPROJEKT HOLDING PLC.**

The total number of shares voting on this resolution 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 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.

**4. RESOLUTION ON:**

**4.1. FEES TO THE MEMBERS OF SUPERVISORY BOARD FOR THEIR ENGAGEMENT IN THIS BOARD**

The total number of shares voting on this resolution 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.

**4.2. PRIOR CONSENT FOR SIGNING OF AGREEMENT ON FEES TO THE MEMBERS OF SUPERVISORY BOARD OF ENERGOPROJEKT HOLDING PLC.**

The total number of shares voting on this resolution 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) (**Investor Relations page, General Meeting submenu**), 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 46th Extraordinary General Meeting from our website [www.energoprojekt.rs](http://www.energoprojekt.rs) (**Investor Relations page, General Meeting submenu**), 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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Andjelko Kovacevic, B.Sc. CE 