



FINTEL ENERGIJA AD

On January 10, 2019, pursuant to Article 372 and Article 373, in conjunction with the provision of Article 335 of the Company Law ("Official Gazette of the Republic of Serbia", 36/2011, 99/2011, 83/2014 and 5/201544/2018 and 95/2018) (hereinafter: **the Law**) and Article 14 of the Articles of Association of the company FINTEL ENERGIJA AD BEOGRAD, registry number: 20305266 (hereinafter: "**the Company**"), the Board of Directors issues the following:

**CALL
FOR EXTRAORDINARY SESSION OF THE SHAREHOLDERS' ASSEMBLY OF
FINTEL ENERGIJA AD BEOGRAD**

1. Time and place of holding the extraordinary session of the Shareholders' Assembly

This is to inform the Shareholders of the Company that the extraordinary session of the Shareholders' Assembly will be held on February 01, 2019, starting at 12:00 p.m. in the registered business seat of the Company at Bulevar Mihajla Pupina 115e, Novi Beograd.

2. Proposal of the agenda at the extraordinary session of the Shareholders' Assembly and the majority for the decision-making process

The extraordinary session of the Shareholders' Assembly will be held on the following established agenda:

PREVIOUS AND PREPARATORY PROCEDURE

1. Appointment of the minute taker and the voting Commission,

REGULAR WORK

1. Adoption of the Decision on the appointment of the members of the Board of Directors,
2. Adoption of the Decision on amendments to the Articles of Association of the Company.

This is to give proposal to the Assembly to issue Decisions on all items of the agenda.

On the day of the convening of the Shareholders' Assembly session, the total number of issued shares is 26,510,506 ordinary shares, i.e. the total number of shares participating in the decision making and voting on all proposed agenda items is 26,510,506 (one share one vote). The Shareholders' Assembly shall make decisions by a simple majority vote of the shareholders present and entitled to vote on a particular issue.

The Shareholders' Assembly consists of all shareholders of the Company.



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The quorum for an extraordinary session of the Assembly shall be a simple majority of the total number of votes of the class of voting shares.

3. Takeover of materials for the extraordinary session of the Shareholders' Assembly

The shareholders may download materials for the extraordinary session of the Shareholders' Assembly from the Company's website: www.fintelenergija.rs.

4. Rights of shareholders in regard with participation in the extraordinary session of the Shareholders' Assembly

The shareholder has the following rights to take part in the extraordinary session of the Shareholders' Assembly:

1. the right to vote on issues on which his class of shares is voting,
2. the right to participate in the discussion on issues on the agenda of the Shareholders' Assembly, including the right to submit proposals, to ask questions concerning the agenda and to receive answers in accordance with the Statute and the Rules of Procedure of the Shareholders' Assembly.

The Assembly may decide and discuss only about items on the agenda.

One or more shareholders holding at least 5% of the voting shares may propose to the Board of Directors: 1) additional items for the agenda of the session which they propose to be discussed by the Shareholders' Assembly, provided they present the rationale for such proposal; 2) additional items for the agenda of the session that are proposed to be adopted by the Shareholders' Assembly, provided they present the rationale for such proposal and deliver the text of those decisions; 3) other decisions on the existing items on the agenda, provided they present the rationale for such proposal and deliver the text of those decisions.

Proposals indicating the applicant's data shall be made in writing no later than 10 days before the date of holding the Shareholders' Assembly session. The Company is obliged to publish the proposal for supplementing the agenda on the Company's website no later than the next day after the date of receipt of the proposal. If the Board of Directors does not accept the proposal of the agenda within three days from the date of receipt, the applicant has the right to request within three days the competent court in extrajudicial proceedings to order the Company to submit the proposal on the agenda of the Shareholders' Assembly.

The shareholders may vote in writing and without being present at the session of the Shareholders' Assembly (voting in absentia) by filling out and submitting a voting form with the verification of their signature to the Company in accordance with the law governing the verification of signatures.





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The shareholder has the right by assigning a Power of Attorney, to authorize a certain person to participate on his behalf in the work of the Shareholders' Assembly, including the right to vote on his behalf. The proxy has the same rights in terms of participation in the work of the session of the Shareholders' Assembly as the shareholder who gave him the legal authority. The PoAs shall be submitted at the Company's headquarters no later than three working days before the day of the Assembly's session. The shareholders - legal entities verify the power of attorney by verifying the signature of the legal representative. The shareholders - natural persons verify the power of attorney in accordance with the law regulating the certification of signatures. The PoAs must be legible, unequivocal, made in the official language of the Republic of Serbia, with the full name of the permanent residence or place of residence, registration number and number of the identity card of the person to whom the power of attorney is given, and the PoA needs to contain the names and surnames of the owners of shares, number and address from the Central Registry of Securities, signed by the personal signature of the owner of the shares with the number of the ID card. The PoAs issued by the legal entities, the owners of the shares, must include the first and last name, with the registration number and the full address of the place of residence or residence of the persons authorized to represent, the name of the legal entity as registered in accordance with the regulations on registration must be officially registered, authenticated by the signature of the authorized person for representation.

The shareholder or proxy may notify the Company of the given Power of Attorney for voting by e-mail i.e. by sending a digitally signed authorization to the e-mail address milan.novakovic@fintel.bz, and the Company shall consider that the power of attorney has been received timely if it arrives at the stated address no later than one day prior to the scheduled meeting.

5. Shareholders' Day

This is to determine January 22, 2019 as the Shareholders' Day and as the tenth day prior to the day of holding of the extraordinary session of the Shareholders' Assembly.

Only shareholders who are shareholders of the Company on the established shareholders' date have the right to participate in the work of the Shareholders' Assembly session.

6. Call the Shareholders into session and duration of the posting

This call for the session is sent to persons who are shareholders of the Company on the date the Board of Directors made a decision on convening the extraordinary session of the Shareholders' Assembly, as follows:

1. by posting the call on the website of the Company www.fintelenergija.rs.





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2. by posting the call on the website of the Register of Business Entities,
3. by posting the call on the websites of the Belgrade Stock Exchange, the Securities Commission and the Central Securities Depository.

The web publishing shall be posted until the date of the session of the Shareholders' Assembly.

By posting this Call, the Company has also provided information required by the provisions of Article 65 of the Law on the Capital Market.

FINTEL ENERGIJA AD BEOGRAD

Board of Directors

Claudio Nardone
Claudio Nardone, President of the Board of Directors