

In accordance with the powers granted under Art. 92 Par. 1 Line 6), related to Art. 372 Par. 1 Line 2) of the Company Law and Art. 80 Par. 1 Line 2), the Supervisory Board of Energoprojekt Holding plc. through its resolution issued at the 41st meeting held on 25/01/2019 has convoked the 49th Extraordinary General Meeting of Energoprojekt Holding plc.

Pursuant to provisions of Art. 335 of the Company Law and Art. 40 of the Articles of Association of Energoprojekt Holding plc., as well as Art. 352 Par. 3 of the Company Law 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 28/01/2019

INVITATION TO ATTEND THE

**49th EXTRAORDINARY GENERAL MEETING
OF ENERGOPROJEKT HOLDING PLC.
SCHEDULED FOR FEBRUARY 18, 2019 AT 09:00 AM
IN THE PROJECTION ROOM AT THE ENERGOPROJEKT BUILDING**

**OR, IN THE EVENT THE MEETING IS RESCHEDULED
DUE TO LACK OF QUORUM
ON FEBRUARY 26, 2019
IN THE PROJECTION ROOM AT THE ENERGOPROJEKT BUILDING
AT 09:00 AM**

WITH THE FOLLOWING

A G E N D A

- 1. CONSENT OF CONTRACT AGREEMENT ON REVOLVING LINE FOR LETTERS OF GUARANTEE LETTERS OF INTENT NO. RL 0669/18 WITH UNICREDIT BANK SERBIA PLC. BELGRADE**

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.

- 2. CONSENT OF CONTRACT AGREEMENT ON MULTI-PURPOSE REVOLVING LINE NO. R 612/2018 WITH UNICREDIT BANK SERBIA PLC. BELGRADE**

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. CONSENT OF AGREEMENT CONCLUDED IN ANNEX NO. 17 OF THE GENERAL CONTRACT ON SHORT-TERM MULTI-PURPOSE REVOLVING LINE NO. 01/13 WITH SOCIETE GENERALE BANK SERBIA 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.

4. AUTHORIZING THE SUPERVISORY BOARD OF ENERGOPROJEKT HOLDING PLC. FOR MAKING DECISIONS ON GIVING CONSENT FOR CONTRACT AGREEMENTS ON FRAMEWORK LINES AND LINES EXTENDED WITH COMMERCIAL BANKS

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 (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 49th Extraordinary General Meeting from our website 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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Dobroslav Bojović, B.Sc. Economics