

Based on Art. 427 items 5 and 6 of the Business Companies Law (RS Official Gazette No. 36/2011, 99/2011, 83/2014, 5/2015), Art. 111 items 5 and 6 of the Articles of Association of Energoprojekt Holding plc. and item 3 of the Resolution from the 43rd regular Annual General Meeting of Energoprojekt Holding plc. held on 16.06.2015, the Executive Board of Energoprojekt Holding plc. at its 257th meeting held on 09.11.2015 issues this

**RESOLUTION**  
**on the conditions and terms for payment of dividend for 2014**  
**to shareholders of Energoprojekt Holding plc.**

1. The gross total dividend to be paid to shareholders of Energoprojekt Holding plc. for 2014 is RSD 218,625,840.00.
2. The dividend from item 1 will be paid to persons legally registered with the Central Securities Depository and Clearing House as holders of shares of Energoprojekt Holding plc. as at 29.05.2015 (Dividend Date).
3. As at Dividend Date, the company has issued a total of 10.931.292 ordinary shares with voting rights, which form one class of shares providing equal rights to the shareholders, with a gross dividend per share totaling RSD 20.00.
4. Dividends for the business year 2014 will be paid to shareholders in cash, through the Central Securities Depository and Clearing House, excluding shareholders whose records are incomplete, and any dividend payment fees of the Central Securities Depository and Clearing House will be charged to Energoprojekt Holding plc.
  - 4a. Shareholders whose records are incomplete (recorded as such in the legal holders database kept by the Central Securities Depository and Clearing House) will receive the dividend due from the company immediately upon submitting the additional necessary documents for updating the records in the Central Securities Depository and Clearing House's database, once the updated information is entered in the system, but not before the date stated in item 6 of this resolution.
5. Dividends are paid after deducting any withholding tax amount which the company is required to calculate, withhold, and pay for its shareholders when distributing dividends, excluding domicile companies, in accordance with tax regulations.
6. Dividends will be paid by the company to shareholders through the Central Securities Depository and Clearing House not later than 30.11.2015.
7. The CEO is hereby authorised to prepare and issue a dividend payment announcement to the shareholders, in accordance with regulations.
8. This resolution is effective immediately.

Energoprojekt Holding plc.  
CEO

Vladimir Milovanović, BSc(Eng)