

Based on Art. 65 of the Law on the Capital Market (RS Official Gazette No. 31/2011), Energoprojekt Holding plc. from Belgrade, Bulevar M. Pupina 12 (ID number: 07023014, Business code: 06420 Holding business) presents this:

REPORT OF A SIGNIFICANT EVENT
(Invitation to attend the XXXIX Annual General Meeting
of Energoprojekt Holding plc.)

In accordance with the powers granted under Art. 92 Par. 1 Line 6 of the Articles of Association of Energoprojekt Holding plc., the Supervisory Board of Energoprojekt Holding through its resolution issued at the 6th meeting held on 22.05.2012 issues this

NOTICE OF CONVOCATION
THE XXXIX ANNUAL GENERAL MEETING
OF ENERGOPROJEKT HOLDING PLC.
WILL TAKE PLACE ON JUNE 21, 2012
IN THE PROJECTION ROOM AT THE ENERGOPROJEKT BUILDING
STARTING FROM 9:00 AM

OR, IN THE EVENT THE MEETING IS RESCHEDULED
DUE TO LACK OF QUORUM
ON JUNE 29, 2012
IN THE PROJECTION ROOM AT THE ENERGOPROJEKT BUILDING
AT 09:00 AM

A G E N D A

- 1. APPROVAL OF ENERGOPROJEKT GROUP ANNUAL CONSOLIDATED STATEMENTS FOR 2011** (*Energoprojekt Group consolidated financial statements for 2011; Auditor's Report for 2011 and Annual Business Report*).
(*as presented by: Holding Supervisory Board*)
- 2. APPROVAL OF ENERGOPROJEKT HOLDING PLC. ANNUAL BUSINESS REPORT FOR 2011** (*Energoprojekt Holding plc. financial statements for 2011; Auditor's Report for 2011 and Annual Business Report*).
(*as presented by: Holding Supervisory Board*)
- 3. RESOLUTION ON DISTRIBUTION OF PROFITS IN ENERGOPROJEKT HOLDING PLC. FOR 2011**
(*as presented by: Holding Supervisory Board*)
- 4. 10th ISSUE OF ORDINARY SHARES WITHOUT A PUBLIC OFFERING FOR THE CONVERSION OF UNDISTRIBUTED PROFIT INTO SHARE CAPITAL**
(*as presented by: Holding Supervisory Board*)

5. **APPROVAL OF REPORT BY THE SUPERVISORY BOARD OF ENERGOPROJEKT HOLDING PLC.**
(as presented by: Holding Supervisory Board)
6. **RESOLUTION ON THE APPOINTMENT THE COMPANY AUDITOR AND APPROVAL OF THE AUDITOR'S SERVICE FEE**
(as presented by: Holding Supervisory Board)
7. **NOTICE OF REGISTRATION OF NEW EP HOLDING PLC. COMPANY DATA WITH THE BUSINESS REGISTERS AGENCY IN THE PROCESS OF ENSURING COMPLIANCE WITH THE LAW ON BUSINESS COMPANIES**
(as presented by: Holding Supervisory Board)

NOTE: The meeting may only deliberate upon items contained on the Agenda.

Shareholders Day

In accordance with Art. 36 of the Articles of Association of Energoprojekt Holding plc. Shareholders Day is the day when a list is prepared of shareholders eligible to participate in the general meeting, which takes place on the tenth day prior to the day scheduled for the meeting, in this case on 11th June, 2012.

The list of Energoprojekt Holding plc. shareholders is prepared based on records kept by the Central Securities Depository.

Any person listed as a shareholder of Energoprojekt Holding plc. who transfers his shares to a third party after Shareholders Day shall remain eligible to participate in the general meeting based on the shares earlier held on Shareholders Day.

Dividend Day

In accordance with Art. 31 of the Articles of Association of Energoprojekt Holding plc. dividends and other distributions are paid to all persons registered as shareholders of Energoprojekt Holding plc. on the date specified by the Supervisory Board (Dividend Day), in this case on 11th June, 2012.

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 were published on 22.05.2012 for shareholders on the company website www.energoprojekt.rs (**Investor Relations page, General Meeting submenu**).

**CHAIRMAN OF THE SUPERVISORY BOARD
ENERGOPROJEKT HOLDING PLC.**



Ivar Berger, LLB