**DECISION ON CONVENING THE EXTRAORDINARY SHAREHOLDERS’ MEETING AND DETERMINING THE PROPOSED AGENDA**

Pursuant to Article 371, paragraph 1, and Article 398, paragraph 1, item 8) of the Law on Companies (“Official Gazette of the Republic of Serbia”, no. 36/2011, 99/2011, 83/2014, 5/2015, 44/2018, 95/2018, 91/2019, and 109/2021) (hereinafter: the “Law”), and Article 24 of the Articles of Association of the joint stock company **FINTEL ENERGIJA A.D. BELGRADE**, with registered seat at Masarikova 5, 21st floor, registration number: 20305266 (hereinafter: the “Company”), the Board of Directors of the Company, at the meeting held in Belgrade on June 20, 2025, hereby adopts the following:

**1. Convening of the Extraordinary Shareholders’ Meeting**

The Extraordinary Shareholders’ Meeting of the Company is convened for **July 15, 2025**, starting at **10:00 a.m.**, at the registered business seat of the Company, Masarikova 5, 21st floor, Belgrade.

**2. Public Invitation to Shareholders**

The public invitation to the shareholders of the Company to participate in the Extraordinary Shareholders’ Meeting shall be published on **June 20, 2025**.

The public invitation will be published:

1. on the Company’s website – [www.fintelenergija.rs](http://www.fintelenergija.rs),
2. on the website of the Business Registers Agency,
3. on the websites of the Belgrade Stock Exchange, the Securities Commission, and the Central Securities Depository and Clearing House.

On the date of convening the Shareholders’ Meeting, the total number of issued ordinary shares of the Company is **26,510,506**, and the total number of shares with voting rights is **26,510,506** (one share, one vote), applicable to all items on the agenda.

**3. Agenda**

The following agenda for the Extraordinary Shareholders’ Meeting of the Company is determined:

**PRELIMINARY AND PROCEDURAL ITEMS:**

1. Appointment of the minute-taker and the Voting Commission.

**REGULAR BUSINESS:**

1. Adoption of the Decision on the Return of Additional Founder Payments Not Increasing the Share Capital of the Company.

It is proposed that the Shareholders’ Meeting adopts decisions on all agenda items.

**4. Access to Meeting Materials**

Shareholders may access the complete materials for the Extraordinary Shareholders’ Meeting on the Company’s website: [www.fintelenergija.rs](http://www.fintelenergija.rs)

**5. Shareholders’ Record Date**

The record date for determining the list of shareholders entitled to participate in the Extraordinary Shareholders’ Meeting is **July 5, 2025**, i.e. the tenth day prior to the date of the meeting.

The Company determines the list of shareholders based on the extract from the unified records of shareholders maintained by the Central Securities Depository and Clearing House.

A shareholder who transfers shares after the record date retains the right to participate in the meeting based on the number of shares held on the record date.

**6. Shareholders’ Rights**

Shareholders are entitled to participate in the Extraordinary Shareholders’ Meeting as follows:

1. the right to vote on matters relevant to their class of shares,
2. the right to participate in the discussion of agenda items, including the right to make proposals, ask questions related to the agenda, and receive answers in accordance with the Articles of Association and the Rules of Procedure of the Shareholders’ Meeting.

The Meeting may deliberate and decide only on items included in the agenda.

One or more shareholders holding at least **5% of voting shares** may propose to the Board of Directors:

1. additional items for discussion (with reasoning),
2. decisions to be made on new items (with draft decisions),
3. alternative decisions on existing agenda items (with reasoning and draft decisions).

Proposals must be submitted in writing, with identification of the submitter, no later than 10 days prior to the meeting. If the Board of Directors does not accept the proposal within 3 days, the submitter has an additional 3 days to request the competent court in non-contentious proceedings to order the Company to include the proposal in the agenda. The Company is required to publish such a proposal on its website no later than the following day after receipt.

For better organization of the meeting, shareholders or their proxies may participate **electronically**, via real-time two-way communication, enabling remote participation and interaction. Shareholders must notify the Company of this at least **3 days before** the meeting by email to **tamara.mladjenovic@energogreen.com**.

Shareholders may vote **in absentia** by submitting a filled-out voting form with a notarized signature, in accordance with the Law on Signature Certification.

Shareholders may issue a **proxy** authorizing a person to attend and vote on their behalf.

A proxy has the same rights as the shareholder who issued the authorization.

Proxies must be submitted to the Company’s registered seat **no later than three working days** before the meeting.

* Legal entities must authorize a proxy with the signature of the legal representative.
* Natural persons must notarize their proxy in accordance with the Law on Signature Certification.

Proxies must be clear, unambiguous, in the official language of the Republic of Serbia, and include: the full name, address, ID number, and ID card number of the proxy, as well as the full name, ID number, and registered address of the shareholder, as per the records of the Central Securities Depository, with the shareholder’s handwritten signature and ID number.

Proxies issued by legal entities must include:

* full identification of the proxy,
* the full name of the legal entity as registered,
* official registration reference,
* signature of the authorized legal representative.

**7. Quorum and Voting Majority**

The quorum for the Shareholders’ Meeting is constituted by a simple majority of total voting rights related to the relevant class of shares.

**8. Implementation of this Decision**

The Executive Director of the Company is instructed to take all legal and factual actions necessary to implement this Decision and register it with the Serbian Business Registers Agency.

**9. Entry into Force**

This Decision enters into force on the day of its adoption.

**FINTEL ENERGIJA A.D. BELGRADE**
**Board of Directors**

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**Claudio Nardone**
President of the Board of Directors