

**Ad 2.**

KONČAR – ELECTRICAL INDUSTRY, Inc.  
Zagreb, Fallerovo šetalište Street No 22

Pursuant the Trading Company Act, Article 275, and the Statutes of KONČAR – ELECTRICAL INDUSTRY Inc., Article 36, the Annual General Meeting held on 12<sup>th</sup> July, 2016,

Takes the notice of the Managing Board 2015 Annual Report on the position of the Company and dependent Companies.

In Zagreb, on 12<sup>th</sup> July, 2016

AGM Chairman

Vladimir Plečko

KONČAR – ELECTRICAL INDUSTRY, Inc.  
Zagreb, Fallerovo šetalište Street No 22

The AGM takes the notice of the information on 2015 KONČAR – ELECTRICAL INDUSTRY Inc. Financial Reports and 2015 KONČAR GROUP Consolidated Financial Reports as determined by the Managing and the Supervisory Boards including Auditor Reports on the performed audit of financial reports.

In 2015 the Company generated the following amounts expressed in thousands of Croatian kunas (HRK):

- Total revenues	- in the amount of:	193.271
- Total expenditures	- in the amount of:	130.837
- Profit before taxation	- in the amount of:	62.434
- Income tax	- in the amount of:	0
- Net profits	- in the amount of:	62.434
- Total assets of the Company:		1.626.367
- Capital, reserves and unallocated profits:		1.572.405

In 2015 the Končar Group generated the following amounts expressed in thousands of Croatian kunas (HRK):

- Total consolidated revenues	- in the amount:	3.296.461
- Total consolidated expenditures	- in the amount:	3.126.906
- Profit before taxation	- in the amount:	169.555
- Income tax	- in the amount:	18.234
- Profits after taxation	- in the amount:	151.321
- Total assets:		3.650.038
- Capital, reserves and unallocated profits:		2.321.496

In Zagreb, on 12<sup>th</sup> July, 2016

AGM Chairman

Vladimir Plečko

**Ad 4.**

KONČAR – ELECTRICAL INDUSTRY, Inc.  
Zagreb, Fallerovo šetalište Street No 22

Pursuant the Trading Company Act, Article 275, and the Statutes of KONČAR – ELECTRICAL INDUSTRY Inc., Article 36, the Annual General Meeting held on 12<sup>th</sup> July, 2016

Takes the notice of the Supervisory Board Report on supervision of management of business operations of the Company in 2015

In Zagreb, on 12<sup>th</sup> July, 2016

AGM Chairman

Vladimir Plečko

KONČAR – ELECTRICAL INDUSTRY, Inc.  
Zagreb, Fallerovo šetalište Street No 22

Pursuant the Trading Company Act, Article 220 (Official Gazette of the Republic of Croatia, NN No.: 111/93, 34/99, 121/99, 52/00, 118/03, 107/07, 146/08, 137/09, 125/11, 111/12, 68/13 and 110/15), and the provision of the Statutes of KONČAR – ELECTRICAL INDUSTRY Inc., Article 22 and Article 23, Para 2, and Article 24, the Annual General Meeting held on 12<sup>th</sup> July, 2016 reached the following

DECISION  
on payment of dividends

1.  
Available / retained profits generated in the business year of 2015 in the amount of HRK 30,795,096.00 are allocated for payment of dividends amounting to HRK 12,00 per share
2.  
Dividends shall be paid to every shareholder that is registered in the Depository of the Central Clearing Depository Association (SKDD) as a holder of rights arising from the share on the date that falls 15 (fifteen) days after holding of the AGM. That is the date of acquisition of the right to payment of dividends.
3.  
The payment of any dividend shall be executed not later than 15 (fifteen) days from the date of acquisition of the claim to pay the dividend.

Explanation:

KONČAR – ELECTRICAL INDUSTRY Inc. Managing Board and Supervisory Board have determined 2015 Financial Statements of the Company on 31<sup>st</sup> March, 2016.

The net profits of KONČAR – ELECTRICAL INDUSTRY Inc. generated during the business year of 2015 amount to HRK 62,434,471.15. The profits in the amount of HRK 62,434,471.15 are allocated into:

- legal reserves (5 %)	- in the amount of HRK 3,121,723.56
- other reserves	-in the amount of HRK 28,517,651.59

Total	HRK 31,639,375.15
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It has been proposed to the Annual General Meeting of KONČAR – ELECTRICAL INDUSTRY Inc. to: pay the rest of profits generated in the business year of 2015 in the amount of HRK 30,795,096.00 to shareholders as dividends. The stated amount represents a dividend of HRK 12.00 per share

(the total number of shares 2.572.119 deducted by 5.861 pieces of company own shares = 2.566.258 shares; HRK 30,795,096.00 : 2.566.258 shares = HRK 12.00 per share).

In Zagreb, on 12<sup>th</sup> July, 2016

AGM Chairman  
Vladimir Plečko

KONČAR – ELECTRICAL INDUSTRY, Inc.  
Zagreb, Fallerovo šetalište Street No 22

Pursuant the Trading Company Act, Article 276, the Annual General Meeting held on 12<sup>th</sup> July, 2016 has passed the following

**DECISION**

The Company Managing Board members are relieved of duty to manage business operations of the Company in 2015

In Zagreb, on 12<sup>th</sup> July, 2016

AGM Chairman

Vladimir Plečko

**Ad 6.b**

KONČAR – ELECTRICAL INDUSTRY, Inc.  
Zagreb, Fallerovo šetalište Street No 22

Pursuant the Trading Company Act, Article 276, and the Statutes of KONČAR – ELECTRICAL INDUSTRY Inc., Article 36, the Annual General Meeting held on 12<sup>th</sup> July, 2016 has passed the following

### DECISION

The Company Supervisory Board members are relieved of duty to supervise managing of business operations of the Company in 2015.

In Zagreb, on 12<sup>th</sup> July, 2016

AGM Chairman

Vladimir Plečko

KONČAR – ELECTRICAL INDUSTRY, Inc.  
Zagreb, Fallerovo šetalište Street No 22

Pursuant the Trading Company Act, Article 269, and the Statutes of KONČAR – ELECTRICAL INDUSTRY Inc., Article 36, the Annual General Meeting held on 12<sup>th</sup> July, 2016, has reached the following

## DECISION

The Company Supervisory Board members shall receive one-off remuneration for the achieved 2015 business result in the amount of 1/10 of the amount of remuneration of each Company Managing Board member, while the Supervisory Board Chairman and Deputy Chairman shall receive one-off remuneration in the amount of 1/10 of the remuneration of the Managing Board Chairman. The paid amounts shall be net amounts and the Company shall pay associated taxes, local taxes and contributions.

The AGM determines a monthly remuneration for the Supervisory Board Members for each following business year in the (gross) amount of 1.5 x mean (gross) salary paid in Končar – Electrical Industry Group during the month preceding the month in which the remuneration is being calculated.

In Zagreb, on 12<sup>th</sup> July, 2016

AGM Chairman

Vladimir Plečko

KONČAR – ELECTRICAL INDUSTRY, Inc.  
Zagreb, Fallerovo šetalište Street No 22

Pursuant the Trading Company Act, Article 275, and the Statutes of KONČAR – ELECTRICAL INDUSTRY Inc., Article 36, the Annual General Meeting held on 12<sup>th</sup> July, 2016

### DECISION

Companies PricewaterhouseCoopers Ltd. from Zagreb, Kneza Ljudevita Posavskog Street No 31/VI is appointed to be the auditor for KONČAR – ELECTRICAL INDUSTRY Inc. Financial Reports and the KONČAR Group Consolidated Financial Reports for the year of 2016.

In Zagreb, on 12<sup>th</sup> July, 2016

AGM Chairman

Vladimir Plečko



KONČAR – ELECTRICAL INDUSTRY, Inc.  
Zagreb, Fallerovo šetalište Street No 22

Pursuant the Trading Company Act, Article 275, and the Statutes of KONČAR – ELECTRICAL INDUSTRY Inc., Article 36 and 61, the Annual General Meeting held on 12<sup>th</sup> July, 2016, has passed the following

**DECISION  
ON AMENDMENTS OF THE STATUTES**

Article 1

Para 1 of Article 34 is amended and it now reads as follows:

“The official organ of the Company is the Commercial Court web site comprising the Court Register of Companies”;

A new Para 2 is added and it now reads as follows:

“The Annual General Meeting is convened with an invitation is published at the web site comprising the Court Register of Companies”.

The existing Para 2,3,4,5,6 become Para 3,4,5,6 and 7.

Article 2

All the other Articles of the Statues remain unchanged.

Article 3

Amendments of the Statues come into force on the date of their registration into the Court Register of the Commercial Court of Zagreb.

Article 4

The Managing Board of the Company is in charge to apply for registration of the amendments to the Commercial Court of Zagreb.

In Zagreb, on 12<sup>th</sup> July, 2016

AGM Chairman

Vladimir Plečko

**KONČAR – ELECTRICAL INDUSTRY, Inc.**  
**Zagreb, Fallerovo šetalište Street No 22**

**ANNUAL GENERAL MEETING**

Pursuant the Trading Company Act, Article 275 (Official Gazette of the Republic of Croatia No.: 111/93, 34/99, 121/99, 52/00, 118/03, 107/07, 146/08, 137/09, 125/11, 152/11, 111/12, 68/13 and 110/15), and the Statutes of KONČAR – ELECTRICAL INDUSTRY Inc., Article 36, the Annual General Meeting held on 12<sup>th</sup> July, 2016, has reached the

**DECISION**  
**ON A DONATION FOR THE RENEWAL OF VUKOVAR WATER TOWER**

Article 1

On the basis of the proposal of the Managing and Supervisory Board, KONČAR - ELECTRICAL INDUSTRY Inc. shall donate a lump sum amount of HRK 1.500.000,00.

Article 2

The town of Vukovar has initialled the project “Vukovar water tower – a symbol of Croatian unity” under the sponsorship of the President of the Republic of Croatia.

Article 3

This decision comes into force on the date of its adoption

In Zagreb, on 12<sup>th</sup> July, 2016

AGM Chairman

Vladimir Plečko

**KONČAR – ELECTRICAL INDUSTRY, Inc.**  
**Zagreb, Fallerovo šetalište Street No 22**

**ANNUAL GENERAL MEETING**

It is determined that the term of office for the following Supervisory Board Members of KONČAR ELECTRICAL INDUSTRY expired on 3<sup>rd</sup> July, 2016:

- 1) Nikola Plavec, PID: 02265209595 Varaždin, Braće Radića 15/B;
- 2) Petar Mišura, PID: 73733267010, Šibenik, Milice i Turka 150;
- 3) Dragan Marčinko, PID:73589649637, Samobor, Zagorska 30;
- 4) Nenad Filipović, PID: 50609858137, Zagreb, Ružmarinka 35
- 5) Petar Vlaić, PID: 95645311308, Zagreb, Ljubljanska 85
- 6) Vicko Ferić, PID: 78639377930, Zagreb, Jurjevska 58

In Zagreb, on 12<sup>th</sup> July, 2016

AGM Chairman

Vladimir Plečko

KONČAR – ELECTRICAL INDUSTRY, Inc.  
Zagreb, Fallerovo šetalište Street No 22

Pursuant the Trading Company Act, Article 256, Para 1, and Art 258 the Annual General Meeting has passed the following

**DECISION  
ON THE ELECTION OF SUPERVISORY BOARD MEMBERS**

1. The following gentlemen are elected to by Supervisory Board Members of the Company KONČAR ELECTRICAL INDUSTRY Inc.:
  - 1) Vicko Ferić, PID: 78639377930, Zagreb, Jurjevska 58, retired,
  - 2) Branko Lampl, PID: 60309355253, Zagreb, Petrova 40, retired,
  - 3) Petar Vlaić, PID: 95645311308, Zagreb, Ružičnjak 21, President of the Company for Management of Obligatory and Voluntary Retirement Funds,
  - 4) Josip Lasić, PID: 95348594512, Zagreb, Malešnica 8, Head of the Property Management Department of the Company for Management of Obligatory Retirement Funds,
  - 5) Joško Miliša, PID: 39972942361, Zagreb, Srebrnjak 131, President of the Managing Board of the Fund Management Company,
  - 6) Nikola Anić, PID: 52065340758, Zagreb, Dugavska 30, President of the Managing Board of the Company for Establishment of Alternative Investment Funds and Management of Alternative Investment Funds.
2. Supervisory Board Members are elected for the term of office of four years.
3. This Decision comes into force on the day of its passing.

In Zagreb, on 12<sup>th</sup> July, 2016

AGM Chairman

Vladimir Plečko