



GENERAL ASSEMBLY

No. GS-1-3-2011
Koprivnica, 14 July 2011

Pursuant to Article 275 of the Companies Law (Official Gazette No. 111-1993, 34-1999, 52-2000, 118-2003, 107-2007, 146-2008 and 137-2009), The General Assembly of PODRAVKA d.d. held on 14 July 2011 reached the following

RESOLUTION
on distribution of profit for the business year 2010

I

Profit of Podravka d.d. shown in the financial reports of PODRAVKA d.d. (M.B. 03454088, OIB 18928523252) for the business year 2010 is HRK 10,927,024.96.

Profit realized will be used to cover the loss transferred from previous years.

II

This Resolution comes to force as of the date it is reached.

President of the
General Assembly

Hrvoje Matić



GENERAL ASSEMBLY

No. GS-1-4-2011
Koprivnica, 14 July 2011

Pursuant to Article 275 of the Companies Law (Official Gazette No. 111-1993, 34-1999, 52-2000, 118-2003, 107-2007, 146-2008 and 137-2009), The General Assembly of PODRAVKA d.d. held on 14 July 2011 reached the following

**RESOLUTION
on discharging
PODRAVKA d.d. Management Board members**

I

Discharge is given to the members of the Management Board of PODRAVKA d.d. in respect of their duties carried out in managing the PODRAVKA d.d. Company in 2010.

II

This Resolution comes to force as of the date it is reached.

President of the
General Assembly

Hrvoje Matić



GENERAL ASSEMBLY

No. GS-1-5-2011
Koprivnica, 14 July 2011

Pursuant to Article 275 of the Companies Law (Official Gazette No. 111-1993, 34-1999, 52-2000, 118-2003, 107-2007, 146-2008 and 137-2009), The General Assembly of PODRAVKA d.d. held on 14 July 2011 reached the following

**RESOLUTION
on discharging
PODRAVKA d.d. Supervisory Board members**

I

Discharge is given to the members of the Supervisory Board of PODRAVKA d.d. by which their duties and supervision over managing business operations of PODRAVKA d.d. in the business year 2010 have been approved.

II

This Resolution comes to force as of the date it is reached.

President of the
General Assembly

Hrvoje Matić



GENERAL ASSEMBLY

No. GS-1-6-2011
Koprivnica, 14 July 2011

Pursuant to Article 275 and 301 of the Companies Law (Official Gazette No.111-1993, 34-1999, 52-2000, 118-2003, 107-2007, 146-2008 and 137-2009), The General Assembly of PODRAVKA d.d. held on 14 July 2011 reached the following

RESOLUTION
on amendments of PODRAVKA d.d. KOPRIVNICA Articles of Association;

- I. PODRAVKA d.d. Articles of Association (hereinafter: Articles of Association) are amended as follows:

Article 1

Article 16 of the Articles of Association is deleted.

Article 2

Article 26, item 2 of the Articles of Association changes to following:

„State property management agency" headquartered in Zagreb, Ivana Lučića street 6, OIB: 75666130770 appoints 2 (two) members of the Supervisory Board and it shall continue to exercise this right as long as the Republic of Croatia is the shareholder of at least 10% (ten percent) of Company share capital.“

Article 3

Article 32 of the Articles of Association is added a new item:

"Company Management Board is authorized to reach the decision enabling votes of the shareholders, representatives and proxies via electronic communication."

Article 4

In Article 34 item 2 of the Articles of Association the word "statutory" is deleted.

- II All other provisions of the Articles of Association remain unchanged.
- III This Resolution on amendments to the Articles of Association is coming to force and is applied as of the day it is entered in the Commercial Court register in Varaždin.
- IV The Supervisory Board is authorised to determine the purified text of the Articles of Association compliant to this Resolution on amendments of Articles of Association.

President of the
General Assembly

Hrvoje Matić



GENERAL ASSEMBLY

No. GS-1-7-2011
Koprivnica, 14 July 2011

Pursuant to Article 275 of the Companies Law (Official Gazette No. 111-1993, 34-1999, 52-2000, 118-2003, 107-2007, 146-2008 and 137-2009), The General Assembly of PODRAVKA d.d. held on 14 July 2011 reached the following

RESOLUTION
on appointing the auditor for PODRAVKA d.d.
for the business year 2011
and determination of remuneration for its work

- I. The financial statements of the parent company PODRAVKA Food Processing Industry d.d. Koprivnica and of its affiliated (subsidiary) companies, along with consolidated financial statements of the PODRAVKA Group for the business year 2011 shall be audited by the authorised auditor:

DELOITTE d.o.o.
headquartered in Zagreb, Radnička Street 80.

- II. The Management Board of PODRAVKA d.d. is authorized to enter appropriate auditing agreements with the above mentioned Auditing Company and to fix remuneration for its service.

President of the
General Assembly

Hrvoje Matić