



GENERAL ASSEMBLY

No.: GS-1-2-2008
Koprivnica, 22 July 2008

Pursuant to item 275 of the Companies Act (Official Gazette No. 111-1993, 34-1999, 52-200, 118-2003 and 107-2007) and Article 31 of the Articles of Association of PODRAVKA d.d., Koprivnica, the General Assembly of PODRAVKA d.d., held on 22 July 2008 has passed the following

RESOLUTION
on the election of the president and vice-president of the
General Assembly of PODRAVKA d.d.

I

BRANKO VULJAK from Đelekovec, Mihovila Pavleka Miškine 94,
has been elected President of the General Assembly of PODRAVKA d.d. for a 4 (four) year mandate.

II

TOMO TROŠELJ from Koprivnica, Vinica 2,
has been elected Vice-president of the General Assembly of PODRAVKA d.d.
for a 4 (four) year mandate.

III

The mandates of the elected President and Vice-president of the General Assembly of PODRAVKA d.d. shall commence from the date of the passing of this Resolution.

President of the General Assembly:

Branko Vuljak, signed



GENERAL ASSEMBLY

No.: GS-1-4-2008
Koprivnica, 22 July 2008

Pursuant to item 300 e of the Companies Act (Official Gazette No. 111-1993, 34-1999, 52-200, 118-2003 and 107-2007), the General Assembly of PODRAVKA d.d., held on 22 July 2008 has passed the following

RESOLUTION
on determining the annual financial statements for the
business year 2007

I

The following annual financial statements for the business year 2007 with accompanying reports and opinions of the authorised auditors have hereby been determined:

- consolidated for PODRAVKA d.d. (parent company and subsidiaries);
- for PODRAVKA d.d.

II

The annual report of the Management Board of PODRAVKA d.d. on business operations of PODRAVKA d.d. (parent company and subsidiaries) and on the Company's position in the business year 2007 have been determined.

President of the General Assembly:

Branko Vuljak, signed



GENERAL ASSEMBLY

No.: GS-1-5-2008
Koprivnica, 22 July 2008

Pursuant to item 275 of the Companies Act (Official Gazette No. 111-1993, 34-1999, 52-200, 118-2003 and 107-2007), the General Assembly of PODRAVKA d.d., held on 22 July 2008 has passed the following

RESOLUTION **on the appropriation of profit for the business year 2007**

I

The profit of PODRAVKA d.d. as disclosed in the financial statements of PODRAVKA d.d. for the business year 2007 in the amount of 3,628,469.32 HRK will be appropriated as follows:

- 5% of the profit in the amount of 181,423.47 HRK shall be allocated to legal reserves (Article 222 of the Companies Act)
- the amount of 3,447,045.85 HRK shall be allocated to reserves for own shares.

II

Other reserves in the amount of 13,765,262.39 HRK and statutory reserves in the amount of 2,090,075.77 HRK shall be allocated to reserves for own shares.

President of the General Assembly:

Branko Vuljak, signed



GENERAL ASSEMBLY

No.: GS-1-6-2008
Koprivnica, 22 July 2008

Pursuant to item 275 of the Companies Act (Official Gazette No. 111-1993, 34-1999, 52-200, 118-2003 and 107-2007), the General Assembly of PODRAVKA d.d., held on 22 July 2008 has passed the following

RESOLUTION
on the discharge of members of the
Management Board of PODRAVKA d.d.

Discharge has been given to the members of the Management Board of PODRAVKA d.d. in respect of which their duties in the leading of PODRAVKA d.d. in 2007, have been approved.

President of the General Assembly:

Branko Vuljak, signed



GENERAL ASSEMBLY

No.: GS-1-7-2008
Koprivnica, 22 July 2008

Pursuant to item 275 of the Companies Act (Official Gazette No. 111-1993, 34-1999, 52-200, 118-2003 and 107-2007), the General Assembly of PODRAVKA d.d., held on 22 July 2008 has passed the following

RESOLUTION
on the discharge of members of the
Supervisory Board of PODRAVKA d.d.

Discharge has been given to the members of the Supervisory Board of PODRAVKA d.d. in respect of which their duties and supervision over the leading of the business operations of PODRAVKA d.d. in 2007, have been approved.

President of the General Assembly:

Branko Vuljak, signed



GENERAL ASSEMBLY

No.: GS-1-8-2008
Koprivnica, 22 July 2008

Pursuant to item 275 of the Companies Act (Official Gazette No. 111-1993, 34-1999, 52-200, 118-2003 and 107-2007), the General Assembly of PODRAVKA d.d., held on 22 July 2008 has passed the following

RESOLUTION
on the dismissal of members of the
Supervisory Board of PODRAVKA d.d.

Upon the expiry of their mandates, the following members of the Supervisory Board of PODRAVKA d.d. have been relieved of their office:

- **Mr. MARKO EĆIMOVIĆ** from Koprivnica, Rudolfa Horvata 54, (PIN: 2501947311413) – Vice-president of the Supervisory Board,
- **Mr. MILAN ARTUKOVIĆ** from Zagreb, Nazorova 18 (PIN: 1105934330056) – member of the Supervisory Board and
- **Mr. GORAN GAZIVODA** from Zagreb, Ivana Kukuljevića 13, (PIN: 1203949330062) – member of the Supervisory Board.

II

This Resolution shall be put in force on the date of its passing.

President of the General Assembly:

Branko Vuljak, signed



GENERAL ASSEMBLY

No.: GS-1-9-2008
Koprivnica, 22 July 2008

Pursuant to item 275 of the Companies Act (Official Gazette No. 111-1993, 34-1999, 52-200, 118-2003 and 107-2007), the General Assembly of PODRAVKA d.d., held on 22 July 2008 has passed the following

RESOLUTION
on the election of members of the
Supervisory Board of PODRAVKA d.d.

I

The following members of the Supervisory Board of PODRAVKA d.d. have been elected for a mandate of 4 (four) years:

- 1) **Ms. KARMEN ANTOLIĆ** (born 9 October 1959), from Koprivnica, Tome Čikovića 19, doctor of medicine, specialist in internal medicine, (ID: 101701220).
- 2) **Mr. NIKOLA GREGUR** (born 14 November 1953), from Koprivnica, Braće Radića 27a, graduate economist, (ID: 100229708).
- 3) **Mr. DAMIR KOVAČIĆ** (born 24 April 1965) from Zagreb, Dotršćinska 16, doctor of science, department of biotechnology, field agronomy, agrarian economy, (ID: 102960645).
- 4) **Mr. DARKO MARINAC** (born 21 December 1950) from Zagreb, Vidovčica 10, graduate engineer in chemical technology (ID: 15697086).
- 5) **Mr. BRANKO VULJAK** (born 28 August 1955) from Đelekovec, Mihovila Pavleka Miškine 94, graduate electrical engineer (ID: 15614280).

II

The mandate of the elected members of the Supervisory Board of PODRAVKA d.d. from item I hereof, shall commence on the date of the passing of this Resolution.

President of the General Assembly:

Branko Vuljak, signed



GENERAL ASSEMBLY

No.: GS-1-10-2008
Koprivnica, 22 July 2008

Pursuant to item 275 of the Companies Act (Official Gazette No. 111-1993, 34-1999, 52-200, 118-2003 and 107-2007), the General Assembly of PODRAVKA d.d., held on 22 July 2008 has passed the following

RESOLUTION
on the appointment of auditors of PODRAVKA d.d. for the
business year 2008 and the determination of their fee

I

The financial statements of the parent company PODRAVKA, food processing company Inc. Koprivnica and its affiliated (subsidiary) companies and also the consolidated financial statements of the PODRAVKA GROUP shall be audited by the following authorised auditing company:

DELOITTE d.o.o.
with headquarters in Zagreb, Radnička cesta 80/VI.

II

The Management Board of PODRAVKA d.d. shall be authorised to enter appropriate auditing agreements with the auditing company from the previous item hereof and arrange the remuneration for their services, accordingly.

President of the General Assembly:

Branko Vuljak, signed