

No: GA-1-3-2024.
Koprivnica, 16th May 2024

In accordance with Article 275 of the Company Law (Official Gazette No 152/11 – clear version, 111/12, 68/13, 110/15, 40/19, 34/22, 114/22, 18/23 and 130/23), the General Assembly of PODRAVKA Inc. held on 16th May 2024, adopted the following

RESOLUTION
on profit distribution of PODRAVKA Inc. for the year 2023

I

It is determined that net profit of PODRAVKA Inc., M.B. 03454088, PIN 18928523252 (hereinafter: the Company) for the year 2023 stated in the audited annual financial statements of the Company, amounts to 47,400,243.53 EUR.

II

The net profit of the Company for year 2023 from article I of this Decision shall be allocated as follows:

- legal reserves in the amount of EUR 2,370,012.18
- other reserves in the amount of EUR 22,246,221.75.

III

It is approved that dividend to shareholders of the Company, owners of ordinary shares under the ticker PODR-R-A, shall be paid out in the gross amount of EUR 3,20 per share.

Dividend shall be paid out to all shareholders that are registered as shareholders at the Central Depository & Clearing Company Inc. on June 14th 2024 (record date).

Date on which securities of the Company will be traded without dividend payment right is June 13th 2024 (ex date).

Dividend payment claim will be due on July 12th 2024 (payment date).

The total maximum amount of dividend amounts to EUR 22,784,009.60. Paid amount of dividend will depend on the number of shares belonging to registered shareholders at the Central Depository & Clearing Company Inc. (reduced for dividend on treasury shares).

IV

After the net profit of the Company has been allocated in accordance with articles II and III of this Decision Proposal, the remaining part of net profit shall be retained in retained earnings.

V

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

President
of the General Assembly:

Nina Tepes, Ph.D.



No: GA-1-4-2024.
Koprivnica, 16th May 2024

In accordance with Article 275 of the Company Law (Official Gazette No 152/11 – clear version, 111/12, 68/13, 110/15, 40/19, 34/22, 114/22, 18/23 and 130/23), the General Assembly of PODRAVKA Inc. (hereinafter: "Company") held on 16th May 2024, adopted the following

RESOLUTION
on discharging the Management Board members of PODRAVKA Inc.
for the year 2023

I

Discharge is given to the members of the Management Board of PODRAVKA Inc. in respect of their duties carried out in managing the Company in the year 2023.

II

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

President
of the General Assembly:

Nina Tepes, Ph.D.



No: GA-1-5-2024,
Koprivnica, 16th May 2024

In accordance with Article 275 of the Company Law (Official Gazette No 152/11 – clear version, 111/12, 68/13, 110/15, 40/19, 34/22, 114/22, 18/23 and 130/23), the General Assembly of PODRAVKA Inc. (hereinafter: "Company") held on 16th May 2024, adopted the following

RESOLUTION
on discharging the Supervisory Board members of PODRAVKA Inc.
for the year 2023

I

Discharge is given to the members of the Supervisory Board of PODRAVKA Inc. by which their duties and supervision over managing Company business in the year 2023 have been approved.

II

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

President
of the General Assembly:

Nina Tepes, Ph.D



No: GA-1-6-2024.
Koprivnica, 16th May 2024

In accordance with Articles 247.a paragraph 1 and 276.a paragraph 4 of the Company Law (Official Gazette No 152/11 – clear version, 111/12, 68/13, 110/15, 40/19, 34/22, 114/22, 18/23 and 130/23), the General Assembly of PODRAVKA Inc. held on 16th May 2024, adopted the following

RESOLUTION
on approving the Remuneration Report
of the Supervisory Board's members as well as the Management Board's members
in the year 2023

I

The Remuneration Report of the Supervisory Board's members as well as the Management Board's members in the year 2023 is approved, which is attached to this Resolution and makes its integral part.

II

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

President
of the General Assembly:

Nina Tepes, Ph.D.



No: GA-1-7-2024.
Koprivnica, 16th May 2024

In accordance with Articles 247.a paragraph 1 and 276.a paragraph 4 of the Company Law (Official Gazette No 152/11 – clear version, 111/12, 68/13, 110/15, 40/19, 34/22, 114/22, 18/23 and 130/23), the General Assembly of PODRAVKA Inc. held on 16th May 2024, adopted the following

RESOLUTION
on approving change and amendment of the Remuneration Policy

I

Pursuant to the article 247.a paragraph 1 of the Companies Act, the Remuneration Policy approved at the General Assembly of PODRAVKA Inc. on June 14, 2022 (hereinafter: Remuneration Policy), is changed and amended to determine the highest amount of Remuneration of the members of the Management Board as follows:

The total Remuneration of member of the Management Board for a particular year is limited to total fixed annual salary of an individual member of the Management Board, an annual bonus, which can amount to a maximum of the annual fixed salary, participation in the Company's long-term share incentive program, whereby the number of salaries taken into account for the allocation of shares for a particular year is limited to 12 and all other benefits which for a particular year can amount to a maximum of 2 monthly fixed salaries of respective member of the Management Board.

The stated total Remuneration of an individual member of the Management Board for a particular year does not include the rights acquired in earlier period.

II

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

President
of the General Assembly:

Nina Tepes, Ph.D.



No: GA-1-8-2024.
Koprivnica, 16th May 2024

In accordance with Article 275 of the Company Law (Official Gazette No 152/11 – clear version, 111/12, 68/13, 110/15, 40/19, 34/22, 114/22, 18/23 and 130/23), the General Assembly of PODRAVKA Inc. (hereinafter: Company) held on 16th May 2024, adopted the following

RESOLUTION
on appointing the Company auditors for the business year 2024
and determination of their respective fees

I

In accordance with the recommendation and commitment submitted by the PODRAVKA Inc. Audit Committee, the financial statements of the parent company PODRAVKA Food Processing Industry Inc. and of its affiliated companies, along with consolidated financial statements of the Podravka Group for the business year 2024 shall be audited by the authorised auditor companies:

ERNST & YOUNG Ltd.

headquartered in Zagreb, Radnička Street 50

and

GRANT THORNTON audit Ltd.

headquartered in Zagreb, Grada Vukovar Street 284.

II

PODRAVKA Inc. Management Board is authorized to enter in appropriate agreements on audit services with the Auditing Companies from previous item in which will be determined remuneration for their work.

III

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

President
of the General Assembly:

Nina Tepes, PhD

