



GENERAL ASSEMBLY

No. GS-2-3-2017
Koprivnica, 30th June 2017

Pursuant to Article 275 of the Companies Act (Official Gazette No. 152/11-full text, 111/12 68/13 and 110/15), the General Assembly of PODRAVKA Inc. held on 30th June 2017 passed the following

**RESOLUTION
on using the profit of PODRAVKA Inc. for the business year 2016**

I

It is determined that net profit of PODRAVKA Inc., M.B. 03454088, OIB 18928523252 (hereinafter: the Company) for the business year 2016 stated in the audited Annual Financial Statements of the Company, amounts HRK 179.321.686,91.

II

The stated profit of the Company for year 2016 shall be allocated to:
- legal reserves in the amount of HRK 8.966.084,35.

III

It is accepted that dividend to shareholders of PODRAVKA Inc., owners of ordinary shares under the ticker PODR-R-A, shall be paid out in the gross amount of 7.00 HRK (seven kunas) per share. Dividend shall be paid out to all shareholders that are registered as shareholders at the Central Depository & Clearing Company Inc. on 30th day after the date of the ordinary Company General Meeting (record date). Date on which securities of PODRAVKA Inc. will be traded without dividend payment right is the last trading day preceding the record date (ex date). Dividend payment claim will be due upon the expiration of 30 days from the record date (payment date).

IV

After the net profit of the Company is being allocated according to items II and III of this Proposal of Decision, the last part of net profit shall be carried to other reserves. Accounted amount of dividend for treasury shares of the Company shall be allocated to retained earnings.

V

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

President of the
General Assembly

Hrvoje Markovinović
signed



GENERAL ASSEMBLY

No. GS-2-6-2017
Koprivnica, 30th June 2017

Pursuant to Articles 275 and 301 of the Companies Act (Official Gazette No. 152/11-full text, 111/12, 68/13 and 110/15), the General Assembly of PODRAVKA Inc. (hereinafter: the Company) held on 30th June 2017 passed the following

RESOLUTION
on changes and amendments
of the Company Articles of Association

I

The Articles of Association of PODRAVKA Inc. (hereinafter: Articles of Association) is changing and amending as follows:

Article 1

Amending Article 6 of the Articles of Association named „Scope of activities“ the Company shall perform besides the aforementioned activities as follows:

❖ *production, trade and using dangerous chemicals.*

Article 2

In Article 12 of the Articles of Association named „Disclosure of data and statements of the Company“, paragraph 1 is changed as follows:

„1) The data and the statements of the Company shall be disclosed according to provisions of the Companies Act and other applicable regulations. The Official Gazette of the Company is the Company's website.“

Article 3

In Article 17 of the Articles of Association named „Composition“, paragraph 1 is changed as follows:

„1) The Management Board shall consist of three to six members appointed by the Supervisory Board.“

II

Other provisions of the Articles of Association remained completely unchanged.

III

This Decision on changes and amendments to the Articles of Association will entry into effect and is applied as of the day it is entered in the register of Commercial court in Varaždin.

IV

The Supervisory Board is authorised to establish the purified text of the Articles of Association in compliance with this Decision.

President of the
General Assembly

Hrvoje Markovinović
signed



GENERAL ASSEMBLY

No. GS-2-4-2017
Koprivnica, 30th June 2017

Pursuant to Article 275 of the Companies Act (Official Gazette No. 152/11-full text, 111/12, 68/13 and 110/15), the General Assembly of PODRAVKA Inc. (hereinafter: "Company") held on 30th June 2017 passed the following

**RESOLUTION
on discharging the Company Management Board members
for the business year 2016**

I

Discharge is given to the members of the Company Management Board in respect of their duties carried out in managing the Company in the business year 2016.

II

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

President of the
General Assembly

Hrvoje Markovinović
signed



GENERAL ASSEMBLY

No. GS-2-7-2017
Koprivnica, 30th June 2017

Pursuant to Article 275 of the Companies Act (Official Gazette No. 152/11-full text, 111/12, 68/13 and 110/15), the General Assembly of PODRAVKA Inc. (hereinafter: "Company") held on 30th June 2017 passed the following

RESOLUTION
on appointing the Company auditors
for the business year 2017
and determination of their fee

I

The financial statements of the parent company PODRAVKA Inc., Koprivnica and of its affiliated (subsidiary) companies, along with consolidated financial statements of the Podravka Group for the business year 2017 shall be audited by the authorised auditing company:

KPMG Croatia Ltd.
headquartered in Zagreb, Eurotower, Ivana Lučića 2a/17.

II

The Company Management Board is authorized to enter in appropriate agreements on auditing with the above mentioned Auditing Company and to determine remuneration for their service.

III

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

President of the
General Assembly

Hrvoje Markovinović
signed



GENERAL ASSEMBLY

No. GS-2-5-2017
Koprivnica, 30th June 2017

Pursuant to Article 275 of the Companies Act (Official Gazette No. 152/11-full text, 111/12, 68/13 and 110/15), the General Assembly of PODRAVKA Inc. (hereinafter: "Company") held on 30th June 2017 passed the following

RESOLUTION
on Discharging the Company Supervisory Board members
for the business year 2016

I

Discharge is given to the members of the Company Supervisory Board by which their duties and supervision over managing Company business operations in the business year 2016 have been approved.

II

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

President of the
General Assembly

Hrvoje Markovinović
signed



GENERAL ASSEMBLY

No. GS-2-8-2017
Koprivnica, 30th June 2017

Pursuant to Article 275 of the Companies Act (Official Gazette No. 152/11-full text, 111/12, 68/13 and 110/15), the General Assembly of PODRAVKA Inc. held on 30th June 2017 passed the following

**RESOLUTION
on recall and election
the Supervisory Board member of PODRAVKA Inc.**

I

Present Supervisory Board member of PODRAVKA Inc. Dinko Novoselec from Zagreb, Kranjčevićeva 44, OIB: 35751455327 is recalled as of 30th June, 2017.

II

New elected member to the Supervisory Board of PODRAVKA Inc. is Ivana Matovina from Sesvete, Ulica maćuhica 27, OIB: 29131784236.

III

Supervisory Board member of the company PODRAVKA Inc. stated under item 2 of this Resolution is elected to a 4-year term, as of 30th June 2017.

IV

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

President of the
General Assembly

Hrvoje Markovinović
signed