



**GENERAL ASSEMBLY**

No. GS-1-3-2018  
Koprivnica, 12<sup>th</sup> June 2018

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 12<sup>th</sup> June 2018 passed the following

**RESOLUTION  
on using the profit of PODRAVKA Inc. for the business year 2017**

I

Net profit of the company PODRAVKA Inc., M.B. 03454088, PIN 18928523252 (hereinafter: the Company) for the business year 2017 stated in the audited Annual Financial Statements of the Company, amounts HRK 86,437,219.04.

II

The net profit of the Company for year 2017 shall be allocated as follows:

- legal reserves in the amount of HRK 4,321,860.95.

III

It is approved that dividend to shareholders of the Company, owners of ordinary shares, shall be paid out in the gross amount of HRK 7.00 (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 July 12<sup>th</sup> 2018 (record date).

Date on which securities of the Company will be traded without dividend payment right is July 11<sup>th</sup> 2018 (ex date).

Dividend payment claim will be due on August 10<sup>th</sup> 2018 (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-1-4-2018  
Koprivnica, 12<sup>th</sup> June 2018

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 12<sup>th</sup> June 2018 passed the following

**RESOLUTION**  
**on discharging the Company Management Board members**  
**for the business year 2017**

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 2017.

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-1-5-2018  
Koprivnica, 12<sup>th</sup> June 2018

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 12<sup>th</sup> June 2018 passed the following

**RESOLUTION  
on Discharging the Company Supervisory Board members  
for the business year 2017**

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 2017 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-1-6-2018  
Koprivnica, 12<sup>th</sup> June 2018

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 12<sup>th</sup> June 2018 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:

- ❖ *verification of lawful measuring instruments and/or activities regarding preparation of lawful measuring instruments for verification.*

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 Management Board of the Company is authorised to establish the purified text of the Articles of Association in compliance with this Resolution.

President of the  
General Assembly

Hrvoje Markovinović  
signed



**GENERAL ASSEMBLY**

No. GS-1-7-2018  
Koprivnica, 12<sup>th</sup> June 2018

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 12<sup>th</sup> June 2018 passed the following

**RESOLUTION**  
**on electing the Supervisory Board members of PODRAVKA Inc.**

I

It is hereby determined that for the Supervisory Board members of PODRAVKA Inc.:

1. Dubravko Štimac,
2. Petar Vlaić,
3. Petar Miladin,
4. Luka Burilović,
5. Marko Kolaković,
6. Slavko Tešija and
7. Damir Grbavac

their membership at PODRAVKA Inc. Supervisory Board terminates on 7<sup>th</sup> September 2018, by expiry of their mandate.

II

As members of the Supervisory Board of PODRAVKA Inc. are elected:

1. Dubravko Štimac, M. Econ., Zagreb, Stupnička 18, PIN: 40402971482,
2. Petar Vlaić, B. Sc. Eng., Zagreb, Ljubijaska 85, PIN: 95645311308,
3. prof. Petar Miladin, PhD., Zagreb, Zelengaj 77, PIN: 88899511525,
4. Damir Grbavac, M. Econ., Samobor, Andrije Bijankinija 27, PIN: 79690397796,
5. Luka Burilović, univ. spec. oec., Vinkovci, Vijenac Jakova Gotovca 23, PIN: 09991752217,
6. Krunoslav Vitelj, M. Econ., Legrad, Šoderica 134, PIN: 55989560281 and
7. Dajana Milodanović, expert specs oec., Đurđevac, Ivana Gorana Kovačića 6, PIN: 63554610682 .

The mandate of the elected members of the Supervisory Board of PODRAVKA Inc. mentioned in paragraph 1) of this item begins on 8<sup>th</sup> September 2018 and lasts 4 (four) years.

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-1-8-2018  
Koprivnica, 12<sup>th</sup> June 2018

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 12<sup>th</sup> June 2018 passed the following

**RESOLUTION  
on appointing the Company auditors  
for the business year 2018  
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 2018 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