

APPROVED  
by resolution of the Management board  
of JSC Ditton pievadķēžurūpnīca on 16.06.2016.  
(Protocol No.05/2016)

by resolution of the Council  
of JSC Ditton pievadķēžurūpnīca on 30.06.2016.  
(Protocol No.193)

**Draft decisions on the issues of the agenda  
of the regular shareholders' meeting of JSC Ditton pievadķēžurūpnīca on 29.07.2016**

**1. Approval of the annual report for the year 2015**

*Resolved:*

The regular shareholder's meeting of JSC Ditton pievadķēžurūpnīca held on 29.07.2016, after having considered and taken a note on Company's annual report for the year 2015, Council and Management reports on the results in 2015, Management report on Corporate governance, the Auditor's report done by Deloitte Audits Latvia LTD, as well as existing legal and financial records on Company's economic activity in 2015 and the Management report to the regular shareholder's meeting on 29.07.2015, decided:

To approve the annual report of the JSC Ditton pievadķēžurūpnīca for the year 2015 with enclosed appendixes, reports and all the related records.

**2. Profit distribution for the year 2015**

*Resolved:*

After taking a note on Company's Management and Council reports, annual report for the year 2015, when was concluded that the Company closed the year 2015 with loss EUR **4 269 964**, the shareholder's meeting took decision to drive Company's activity for covering this loss by next period income.

**3. Operations and development plans of the Company for 2015-2017**

*Resolved:*

After having considered Council and Management reports, the regular shareholder's meeting of JSC Ditton pievadķēžurūpnīca held on 24.07.2015 resolved:

1. To take a note on Council and Management reports enclosing the analysis of the market, where the Company is operating, and Company's operations and development plans for 2015 -2017;
2. To support proposed by the Management board measures for improvement of Company's economic standing;
3. To consider that operations of the members of the Management Board and Council of the Company correspond to Company's aims and missions and to exonerate them from any responsibility in relation to Company's loses;
4. To assign Council and Management board to continue their duties in accordance with their competences and terms of office.

*Alternative resolution on the 3<sup>rd</sup> issue*

1. To take a note on Council and Management reports enclosing the analysis of the market, where the Company is operating, and Company's operations and development plans for 2015 -2017;

2. To assign the newly elected Management board of the Company to design measures on improvement of Company's economic position;
3. To assign the Management board to convene an extraordinary shareholder's meeting (but not later than 1.11.2016) for election of the new Council of the Company;
4. To assign the newly elected Council to undertake rotation in accordance with measures on the improvement of the Company's economic standing;
5. To exonerate the members of the Management board and Council of the Company from any responsibility for Company's loss and ask them to continue their duties till the election of the new Council and Management board.

Chairman of the Management Board

(signature)

R.Zarāns

Member of the Management Board

(signature)

N.Redzoba