

APPROVED
by resolution of the Management Board of JSC "Ditton pievadķēžu rūpnīca"
dated 29.04.2011 (Protocol No.04/2011)

by resolution of the Council of JSC "Ditton pievadķēžu rūpnīca"
dated 06.05.2011 (Protocol No.148)

DRAFT

**Resolutions on issues of the agenda
of regular meeting of shareholders
of JSC "Ditton pievadķēžu rūpnīca" dated 31.05.2011**

1. Approval of the annual report for year 2010.

Resolution:

The regular general meeting of shareholders of JSC "Ditton pievadķēžu rūpnīca" (31.05.2011), having considered and taken note of the annual report of the Company for year 2010, Council and Management Reports on the results in 2010, Report on Corporate Governance by the Management Board, the Auditor's SIA „Deloitte Audits Latvia” Report, Report of the Revision Committee, as well as existing legal and financial documentation on the Company's economic activity in 2010 and the Management Board's report to the regular meeting of shareholders (31.05.2011), decided to:

1.1. Approve the annual report of JSC "Ditton pievadķēžu rūpnīca" for year 2010 together with its appendixes, reports and documentation related to the annual report;

1.2. Recognize activities of the Council and the Management Board in 2010 as appropriate to the mission and goals of the Company, interests and decisions of the shareholders of the JSC „Ditton pievadķēžu rūpnīca”.

2. Profit distribution of year 2010.

Resolution:

The regular meeting of shareholders of JSC "Ditton pievadķēžu rūpnīca" (31.05.2011) ascertains that the Company has closed the year 2010 with the profit in the amount of LVL 379 900. Taking into consideration resolution of the regular general meeting of shareholders of JSC "Ditton pievadķēžu rūpnīca" dated 28.05.2010, the shareholders decided to direct the gained profit at redemption of the losses of previous financial year.

3. Adoption of Regulations of the Council and the Management Board and Remuneration Policy of the Council and the Management Board members.

Resolution:

The regular general meeting of shareholders of JSC "Ditton pievadķēžu rūpnīca" (31.05.2011), having considered Regulations of the Council, Regulations of the Management Board and

Remuneration Policy of the Council and Management Board Members offered by the Council and the Management Board, decided to:

3.1. Approve Regulations of the Council and Regulations of the Management Board;

3.2. Take note of Remuneration Policy of the Council and Management Board members and approve it in the part of determination of remuneration amount for the Council members of JSC „Ditton pievadkēžu rūpnīca”.

Chairman of the Management Board

P.Dorofejevs

Member of the Management Board

N.Redzoba

Member of the Management Board

J.Sokolovskis