

APPROVED  
by resolution of the Management Board  
of JSC Ditton pievadķēžu rūpnīca on 07.05.2020.  
(Protocol No.02/2020)

by resolution of the Council  
of JSC Ditton pievadķēžu rūpnīca on 07.05.2020.  
(Protocol No.227)

**Draft decisions on the issues of the agenda  
of the ordinary shareholders' meeting of JSC Ditton pievadķēžu rūpnīca on 18.06.2020**

**1. Approval of the annual report for the year 2019**

Resolution:

The ordinary shareholders` meeting of JSC Ditton pievadķēžu rūpnīca held on 18.06.2020, after having considered and taken a note on Company`s annual report for the year 2019, including Financial statements, Council and Management reports on the operating results in 2019, Management report on Corporate governance and Auditor`s report done by Aktīvs M Audits Ltd., Audit Committee report and in view of information and documents on Company`s economic activity in 2019 and the Management report to the ordinary shareholders` meeting on 18.06.2020, decided:

to approve the annual report of the JSC Ditton pievadķēžu rūpnīca for the year 2019 with enclosed appendixes, reports and all the related Company`s records.

**2. Profit distribution for the year 2019**

Resolution:

The ordinary shareholders` meeting of JSC Ditton pievadķēžu rūpnīca held on 18.06.2020, after having approved Company`s annual report for the year 2019 and taken a note on Council and Management Board reports decided:

to stated that the Company closed the year 2019 with loss EUR 117,506 and to drive Company`s activity for covering this loss by next period income.

**3. Approval of new edition of the Remuneration policy of the Joint Stock Company Ditton pievadķēžu rūpnīca**

Resolution:

The ordinary shareholders` meeting of JSC Ditton pievadķēžu rūpnīca held on 18.06.2020 after having considered a project of new edition of the Remuneration policy of the Joint Stock Company Ditton pievadķēžu rūpnīca decided:

to approve new edition of the Remuneration policy of the Joint Stock Company Ditton pievadķēžu rūpnīca and to engage the Management Board to include Council and Management Board remuneration report in the further Annual reports in accordance with the new edition of the Remuneration policy of the Joint Stock Company Ditton pievadķēžu rūpnīca.

#### **4. Approval of new edition of the Regulations on the convening and course of shareholders' meetings of the JSC Ditton pievadķēžu rūpnīca**

Resolution:

The ordinary shareholders' meeting of JSC Ditton pievadķēžu rūpnīca held on 18.06.2020 after having considered a project of new edition of the Regulations on the convening and course of shareholders' meetings of the JSC Ditton pievadķēžu rūpnīca decided:

to approve new edition of the Regulations on the convening and course of shareholders' meetings of the JSC Ditton pievadķēžu rūpnīca and to engage the Management Board and Council of the Company when convening and holding shareholders' meetings of JSC Ditton pievadķēžu rūpnīca to guide themselves by the Regulations adopted.

#### **5. Election of the Council of the JSC Ditton pievadķēžu rūpnīca.**

Resolution:

On the basis of the Article 296, 297 and 300 of the Commercial Law of the Republic of Latvia, point 6.2.11. and 6.3. of the Statute of the Company the ordinary shareholders' meeting has decided:

1. To accept and approve termination of powers of the existing Council because the previously elected Council member V. Kazačonoks has relinquished his office.

2. To elect new the Council of the Company for the period of 5 years according to the Article 296 of the Commercial Law of the Republic of Latvia and of the Statute of the Company in the following composition:

\_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_,  
\_\_\_\_\_, \_\_\_\_\_.

3. To state that the newly elected Council has to elect from its composition the Chairman of the Council and Deputy Chairman of the Council until 28.06.2020 and to complete all necessary formalities and procedures concerning the election into composition of the Council and Audit Committee, functions of which pursuant to the Articles of the Company and Financial Instruments Market Law are executed by the Council.

4. To state the remuneration to the members of the Council according to the remuneration policy of the Council and Management Board members.

5. To charge the Management Board of the Company to submit the application to the Commercial Register of the Register of Enterprises of the Republic of Latvia for registration of the Council composition and its term of powers.

6. The Resolution on start of the term of powers of the new elected Council is valid from the date of this Resolution of the shareholders' meeting.

Chairman of the Management Board

(signature)

R.Zarāns

Member of the Management Board

(signature)

N.Redzoba