



GENERAL ASSEMBLY

No.: GS-1-3-2007
Koprivnica, 10 July 2007

In accordance to Article 300 e of the Companies Act (Official Gazette "Narodne novine" no.: 111-1993, 34-1999, 52-2000 and 118-2003) General Assembly of PODRAVKA d.d. held on 10 July 2007 reached the

R E S O L U T I O N
on ratification of annual financial
reports for business year 2006

I. Ratified were annual financial reports for business year 2006 with reports and opinions of certified auditors:

- consolidated for PODRAVKA d.d. (headquarters and subsidiaries);
- for PODRAVKA d.d.

II. Annual report of the Board of PODRAVKA d.d. on PODRAVKA d.d. (headquarters and subsidiaries) operations, and on the state of the Company for business year 2005 was also ratified.

General Assembly
President
Branko Vuljak



GENERAL ASSEMBLY

No.: GS-1-4-2007
Koprivnica, 10 July 2007

In accordance to Article 275 e of the Companies Act (Official Gazette "Narodne novine" no. 111-1993, 34-1999, 52-2000 and 118-2003), General Assembly of PODRAVKA d.d. held on 10 July 2007 reached the

R E S O L U T I O N **on appropriating profits for business year 2006**

I.

Profits of Podravka d.d. shown in financial reports of PODRAVKA d.d. for business year 2006 amounting to HRK 5,929,693.17 will be appropriated as follows:

- for entry into legal reserves (Article 222 of the Companies Act)
5% of the profit will be appropriated, which is HRK 296,484.66,
- for reserves for own shares HRK 1,985,953.80 will be allocated
- for other reserves HRK 182,362.74.

II.

Payment of dividend on regular shares in gross amount of HRK 5 for each share to the shareholders of PODRAVKA d.d. registered in the computer system of the Central Depository Agency on the 7th day prior to General Assembly of PODRAVKA d.d. is approved to be paid from the remaining current profit and other reserves. Payments will be made until 31 December 2007.

General Assembly
President
Branko Vuljak



GENERAL ASSEMBLY

No.: GS-1-5-2007
Koprivnica, 10 July 2007

In accordance to Article 233 of the Companies Act ("Official Gazette Narodne novine" no. 111-1993, 34-1999, 52-2000 and 118-2003), General Assembly of PODRAVKA d.d. held on 10 July 2007 reached the

R E S O L U T I O N **on purchase of own shares**

PODRAVKA Food Processing Industry, d.d. (hereinafter: Group) will acquire own shares via one or more purchases of regular shares in A series in the name of PODRAVKA Food Processing Industry, d.d. of nominal value of HRK 300.00 each (hereinafter: Shares) in the Zagreb Stock Exchange under the following terms:

- I. The highest total number of Shares purchased based on this Resolution, together with the shares that the Group acquired earlier or are in the process of acquiring based on previously concluded contracts, is 10 (ten) percent of the Group equity.
- II. Management Board of Podravka Group is authorized to make independent purchases of own shares up to amount of 10 (ten) percent of the Group equity.
- III. The lowest possible price per share is 50 (fifty) percent of average market value of the Share (without prepaid possible taxes and other expenses and costs), during 10 (ten) work days immediately preceding the day the Share was purchased.
- IV. The highest possible price per share (without prepaid possible taxes and other expenses and costs), per Share is not 10 (ten) percent above the average market value of the share during ten work days immediately preceding the day the Share was purchased.
- V. The Group will conclude one or more contracts on Shares purchase pursuant to this Resolution, and subscribe the Shares to its own name at the Central Depository Agency.
- VI. Pursuant to Article 235 of the Companies Law, the Group's treasury shares carry no rights. The Group will acquire Shares for the reasons stated in the Article 233 of the Companies Law.
- VII. This Resolution is valid for 18 (eighteen) months of the day it is passed.

General Assembly
President
Branko Vuljak



GENERAL ASSEMBLY

No.: GS-1-6-2007
Koprivnica, 10 July 2007

In accordance to Article 275 of the Companies Act ("Official Gazette Narodne novine" no. 111-1993, 34-1999, 52-2000 and 118-2003), General Assembly of PODRAVKA d.d. held on 10 July 2007 reached the

R E S O L U T I O N **on discharge of the members of the** **Management Board of Podravka d.d.**

Members of the Board of PODRAVKA d.d. are discharged from their duty, and their management of PODRAVKA d.d. in the year 2006 is thus approved.

General Assembly
President
Branko Vuljak



GENERAL ASSEMBLY

No.: GS-1-7-2007
Koprivnica, 10 July 2007

In accordance to Article 275 of the Companies Act ("Official Gazette Narodne novine" no. 111-1993, 34-1999, 52-2000 and 118-2003), General Assembly of PODRAVKA d.d. held on 10 July 2007 reached the

R E S O L U T I O N **on discharge of the members of the** **Supervisory Board of Podravka d.d.**

Members of the Supervisory Board of PODRAVKA d.d. are discharged from their duty and their supervision over the affairs in Podravka d.d. in 2006 is thus approved.

General Assembly
President
Branko Vuljak



GENERAL ASSEMBLY

No.: GS-1-8-2007
Koprivnica, 10 July 2007

In accordance to Article 275 of the Companies Act ("Official Gazette Narodne novine" no. 111-1993, 34-1999, 52-2000 and 118-2003), General Assembly of PODRAVKA d.d. held on 10 July 2007 reached the

R E S O L U T I O N
on naming the auditor for Podravka d.d.
for the business year 2007
and determining the fees

I. The financial statements of the parent company PODRAVKA Food Processing Industry d.d. Koprivnica and of its affiliated (subsidiary) companies, and also consolidated financial statements of the PODRAVKA Group shall be audited by the authorised auditors:

Deloitte d.o.o.
headquartered in Zagreb, Heinzelova Street 33.

II. Management Board of PODRAVKA d.d. is authorized to make applicable auditing contracts with this auditing company as well as to agree the compensation for their work.

General Assembly
President
Branko Vuljak