

31 May, 2011

### ***Resolutions of the regular meeting of shareholders***

Today, on 31 May 2011 the regular meeting of shareholders of JSC "Ditton pievadķēžu rūpnīca" has taken place with the following agenda:

1. Approval of the annual report for year 2010.
2. Profit distribution of year 2010.
3. Adoption of Regulations of the Council and the Management Board and Remuneration Policy of the Council and the Management Board members

The following decisions have been taken:

#### 1. On the first item of agenda:

*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 of year 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. Having examined the Auditor's SIA „Deloitte Audits Latvia” note, provided documents, as well as explanations of the Management Board and the Council, to approve nonmaterial investments into development of the Company in accordance with the annual report of JSC "Ditton pievadķēžu rūpnīca" for year 2010 and to consider performance of these investments as relevant to the interests of the Company in accordance with the previous shareholders' decisions on development of JSC "Ditton pievadķēžu rūpnīca".*

*1.3. 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. On the second item of agenda:

*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 leave the gained profit undistributed and to direct it at development of the Company and redemption of the losses of the previous financial year.*

3. On the third item of agenda:

*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 the remuneration amount for the Council of JSC „Ditton pievadķēžu rūpnīca” determined by the shareholders’ meeting.*

On behalf of the Management Board

Chairman of the Management Board

P.Dorofejevs