

APPROVED
by resolution of the Management Board of JSC "Ditton pievadķēžu rūpnīca"
dated 04.09.2009 (Protocol No.14/2009)

by resolution of the Council of JSC "Ditton pievadķēžu rūpnīca"
dated 10.09.2009 (Protocol No.133)

DRAFT

**Resolutions on issues of the agenda
of extraordinary meeting of shareholders
of JSC "Ditton pievadķēžu rūpnīca" dated 16.10.2009**

1. Election of the auditor of the Company.

Resolution:

1.1. To elect _____ (unified registration No. _____, legal address: _____) as jury auditor of the company taking into account its written consent to be elected as auditor, Clause 176 of Commercial Law, Clause 62 of the Annual Accounts Law.

1.2. To determine term of powers of auditor till cancellation of this resolution or withdrawal of powers on the base of written statement of the auditor providing that it will be submitted not later than 5 months before the end of financial year.

1.3. To charge the Management Board to conclude a written contract with elected auditor.

** Note:* on the day of publishing of draft resolution the Company has not received proposals from the shareholders about the auditor.

2. Election of the revision committee of the Company.

Resolution:

2.1. To elect the revision committee of the company in the following composition: _____ and _____.

To state the following remuneration to the revision committee: _____ Ls per annum, particularly to the chairman of committee – _____ Ls, member of committee – _____ Ls. Remuneration shall be paid after presenting statement of the revision committee to the annual general meeting of shareholders.

** Note:* on the day of publishing of draft resolution the Company has not received proposals from the shareholders on candidates of the revision committee.

3. Election of the Council of the Company and determination of the remuneration for Council members.

Resolution:

3.1. On the basis of Article 296 of the Commercial Law and notice of Council member J.Sokolovskis to the Company about resign from the position, to consider the authorities of the existing Council as terminated.

3.2. To elect the Council of the Company for the period of 3 years from the date of the election in the following composition: _____, _____, _____, _____.

3.3. To state that the newly elected Council has to elect from its composition the Chairman of Council and Deputy Chairman (Chairmen) of Council till __.__.2009.

3.4. To state the following remuneration to the members of the Council:

- Chairman of the Council - _____ Ls per months;
- Deputy Chairman (Chairmen) of the Council - _____ Ls per months;
- Members of the Council - _____ Ls per months.

** Note:* on the day of publishing of draft resolution the Company has not received proposals from the shareholders on candidates of the Council members and amount of the remuneration to Council members according to the Article 296 part 4 and Article 300 of the Commercial Law.

4. To charge the Management Board of the Company to submit the application to the Commercial Register of the Register of Enterprises of Republic of Latvia for registration of changes.

Chairman of the Management Board	(signature)	E.Zavadskis
Deputy Chairman of the Management Board	(signature)	P.Dorofejevs
Member of the Management Board	(signature)	N.Redzoba