

APPROVED
by resolution of the Management Board of JSC "Ditton pievadķēžu rūpnīca"
dated 24.11.2008 (Protocol No.12/2008)

by resolution of the Council of JSC "Ditton pievadķēžu rūpnīca"
dated 24.11.2008 (Protocol No.122)

DRAFT

**Resolutions on issues of the agenda
of extraordinary meeting of shareholders
of JSC "Ditton pievadķēžu rūpnīca" dated 09.01.2009**

1. Amendments to the Articles of the Company and election of revision committee.

Resolution:

1.1. Taking into account changes in legislative acts of Republic of Latvia and considering proposals of the Management Board and the Council, approve proper amendments to the Articles of the company proposed by the Management Board (enclosed).

1.2. To approve the Articles of the company in new wording with accepted amendments.

1.3. To determine that amendments to the Articles of JSC „Ditton pievadķēžu rūpnīca”, which are mentioned in the items 1.1 and 1.2 of the current resolution, come into force from the moment of their registration in the Commercial register of Register of Enterprises of Republic of Latvia.

1.4. To elect the revision committee of the company in the following composition:

_____, _____, _____.
To state the following remuneration to the revision committee: _____ Ls per annum.

1.5. To charge the Council of the company to elect a new composition of the Management Board till January 15, 2009 in conformity with the approved amendments to the Articles.

1.6. To charge the Management Board with notifying the Register of Enterprises of Republic of Latvia about the redrafted Articles and amendments accepted to it and changes in the composition of the Management Board.

2. About activity of the Company in conditions of global economic crisis.

Resolution:

Taking into account development and aggravation of processes of global economic crisis, meeting of shareholders considers it necessary to give all necessary powers to the Management Board and the Council to work out antirecessionary programs for development of the company, to conclude contracts and agreements with state and municipal administration institutions and private persons, subjects of the EU and third states, including, about founding branches and joint ventures, reorganization and modernization of production, about guaranties and financing.

Meeting of shareholders considers that these necessary powers are granted to the Council and the Management Board without being subject to their confirmation by shareholders, except cases when in conformity with the legal norms there are additional procedures required.

Meeting of shareholders considers that the Council and the Management Board have the right to use their powers at their discretion, maintaining required confidentiality and responsibility, and reporting to the meeting of shareholders as well.

Chairman of the Management Board	(signature)	E.Zavadskis
Deputy Chairman of the Management Board	(signature)	P.Dorofejevs
Members of the Management Board	(signature)	N.Redzoba
	(signature)	J.Kostromins
	(signature)	V.Kovalenok