

DRAFT RESOLUTIONS
of Annual General Meeting of Shareholders
of joint stock company "Grindeks" to be held on 12 June 2015

1. Reports of Board, Supervisory Council, Audit Committee and statement of Sworn Auditor

To take notice of the reports of the Board, the Supervisory Council, the Audit Committee and the statement of the sworn auditor of joint stock company "Grindeks".

2. Approval of Annual report for the year 2014

To approve the following Annual Reports for the year 2014 prepared by the Board of joint stock company "Grindeks" and revised by the Supervisory Council of joint stock company "Grindeks":

- 1) Annual Report for the year 2014 of joint stock company "Grindeks" prepared in accordance with the legislative acts of the Republic of Latvia;
- 2) Consolidated annual Report for the year 2014 of joint stock company "Grindeks" prepared in accordance with International Financial Reporting Standards (IFRS).
- 3) To cover losses of joint stock company "Grindeks" in the amount of 2 540 171 EUR from the undistributed profit from the previous years.

3. Election of the auditor for the year 2015 and determination of the remuneration for the auditor

- 1) To elect SIA "Deloitte Audits Latvia" (certificate number 43) as auditor of the Annual Reports of joint stock company "Grindeks" for the year 2015.
- 2) To determine the remuneration for the auditor of the Annual Reports of joint stock company "Grindeks" for the year 2015 in the amount of EUR 32 500 (thirty two thousand, five hundred euros), not including taxes provided by the legislative acts.
- 3) To assign the Board of joint stock company "Grindeks" to sign the contract with the elected auditor for audit of the Annual Reports of joint stock company "Grindeks" for the year 2015.

4. Denomination of the nominal value from lats to euro and Amendments to the Articles of Association

- 1) To perform denomination of the joint stock company "Grindeks" 9 585 000 (nine million five hundred eighty five thousand) shares with nominal value of the each share 1,00 LVL (one Latvian lat zero santims) from Latvian lats to euro, determining that after the denomination the share capital consists of 9 585 000 (nine million five hundred eighty five thousand) shares with nominal value of the each share 1,40 EUR (one euro forty cents) with total value of the share capital 13 419 000,00 EUR (thirteen million four hundred nineteen thousand euro zero cents).
- 2) The positive difference arising from the joint stock company "Grindeks" shares denomination from Latvian lats to euro in the amount of 219 226,30 EUR (two hundred nineteen thousand two hundred twenty six euro and thirty cents) to transfer into the joint stock company "Grindeks" reserves.
- 3) To determine that the denomination should be carried out as of the July 15, 2015 (end of the day).
- 4) To amend the Articles of Association - to express Clause 4.1 in the new wording:
"4.1. The Company's share capital is 13 419 000,- EUR (thirteen million four hundred nineteen thousand euro zero cents). The Company's share capital consists of 9 585 000 (nine million five hundred eighty five thousand) shares. The nominal value of the each share is 1,40 EUR (one euro forty cents).
- 5) To amend the Articles of Association - to express Clause 6.2. (14) in the new wording:
"14) sponsorship and donations which amount exceed 3 000,- EUR (three thousand euro)".