

Pursuant to the Article 335 and 365 of the Company Law (Official Gazette of the Republic of Serbia, No. 36/2011, 99/2011, 83/2014, 5/2015), Article 65 of the Law on the Capital Market (Official Gazette of the Republic of Serbia, No. 31/2011), Article 22 and 23 of the Article of Association „GALENKA – FITOFARMACIJA“ a.d. (hereinafter referred to as: The Company), and on the decision of the Board of Directors Company's of May 19<sup>th</sup> 2016, the Company announces the following

### **INVITATION TO SHAREHOLDERS FOR THE ANNUAL GENERAL MEETING**

1. The Annual General Meeting will be held on June 24<sup>th</sup> 2016 in the Company's headquarters in Zemun, Batajnički drum bb, starting at 13.00.

2. The Board of Directors has established the following

#### **DRAFT AGENDA**

##### **of the Annual General Meeting**

1. Adoption of the minutes from the previous Annual General Meeting held on June 26<sup>th</sup> 2015
2. Adoption of the Annual Report for 2015
3. Adoption of the Annual Consolidated Report for 2015
4. Adoption of the Board of Directors Report for 2015
5. Making a decision on profit distribution for 2015
6. Making a decision on reward for work to the non-executive members of the Board of Directors
7. Making a decision on the acquisition of own shares
8. Making a decision on appointment of the directors
9. Selection of an independent auditor for 2016
10. Making a decision on amendments and modifications of the Company's Articles of Association

3. The total number of the Company shares on the day of making the decision to convene The Annual General Meeting is 2,640,000 shares.

4. All shares are ordinary, with the voting right, which means that the total number of votes in The General Meeting is 2,640,000 votes.

5. Each of the proposed items on the agenda is voted on publicly. The necessary majority for the making of each of the decisions is a simple majority of present shareholders. In determining the number of votes of shareholders for the purposes of determining the majority for the decision-making, the votes of shareholders who voted in writing are also taken into account.

6. At The Annual General Meeting it is possible to discuss and decide only on points from the agenda. One or more shareholders who own at least 132,000 voting shares may propose the Board of Directors additional items for the agenda to be discussed and/or decided on provided that the explained proposal and the proposed text of the decision are delivered in writing no later than 4 June 2016. The Company will publish the proposal on its website no later than on the next day after the receipt of the proposal.

A shareholder who owns at least 2,640 shares has the right to ask questions to the Board of Directors regarding the items on the agenda items and receive an answer, in accordance with the Law, the Company's Articles of Association and the Rules of Procedure of The General Meeting. The questions asked in writing must be received no later than June 21<sup>st</sup> 2016, together with the application for participation in the meeting.

7. The date June 14<sup>th</sup> 2016 is determined as the shareholders' day.

The date June 24<sup>th</sup> 2016 is determined as the dividend day.

8. The shareholders or proxies of shareholders who own at least 2,640 shares on the shareholders' day have the right to personal participation in the work of The Annual General Meeting.

Shareholders who individually own less than 2,640 shares shall have the right to participate through mutual proxy or to vote in absentia.

Shareholders, i.e. their proxies, who have the right to personally participate in the work of the The General Meeting, must confirm their presence at the meeting by June 21<sup>st</sup> 2016, at the latest.

The application form has been published at the website of the Company.

9. Shareholders may vote in writing, without being present at the meeting, by using the voting form published on Company's website.

The completed voting form must be submitted to the Company by June 21<sup>st</sup> 2016, at the latest.

10. The shareholders may authorize a proxy to attend the meeting on their behalf and to vote at the scheduled meeting.

The shareholders who do not have enough votes to personally participate in the meeting may join together and authorize the same proxy to represent them at the meeting, provided that being so joint they owns at least 2,640 shares.

A proxy may be any business competent person, except persons for which Article 345 of the Company Law stipulates that they cannot be shareholders' proxies.

The proxy must be submitted to the Company no later than by June 21<sup>st</sup> 2016.

The proxy for voting submitted by a physical entity must be notarized in court in accordance with the law that regulates notarization of signatures, if submitted in writing, i.e. certified with eligible electronic signature, court in accordance with the law that regulates electronic signature, if submitted electronically. The proxy for voting is non-transferable.

The proxy forms have been published at the Company's website.

11. The materials for the meeting, forms and detailed instructions to shareholders have been published at the Company's website, [www.fitofarmacija.rs](http://www.fitofarmacija.rs), in the section For Investors / General Meeting 2016. Company's Regulations are published in the section For Investors / Corporate Governance / Company's Regulations.

The shareholders may contact the Company's Secretary, Lidija Nikolić, at telephone 011/30-72-314 or via e-mail at [nikolic@fitofarmacija.rs](mailto:nikolic@fitofarmacija.rs) for any further questions.