

„GALENKA – FITOFARMACIJA“ a.d.
Material for the 21st Annual General Meeting
Zemun, May 19th 2016

Pursuant to Articles 22 and 23 of the Articles of Association of „GALENKA - FITOFARMACIJA" a.d. (hereinafter referred to as: the Company) and Article 5 and 7 of the Rules of Procedure of the General Meeting, the Board of Directors at its meeting held on May 19th 2016 made the following

DECISION

1. The regular 21st Annual General Meeting of the Company is hereby **CONVENED**, to be held on June 24th 2016 in the Company's headquarters in Zemun, Batajnički drum bb, starting at 13:00.
 2. The following DRAFT AGENDA of the Annual General Meeting is established:
 1. Adoption of the minutes from the previous Annual General Meeting held on June 26th 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 date June 14th 2016 is determined as the shareholders' day.
The date June 24th 2016 is determined as the dividend day.
 4. 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.
 5. An integral part of this decision is the Invitation to shareholders for the meeting, to be published at the Company's website, Belgrade Stock Exchange's website, Serbian Business Registers Agency and Securities Commission website.
 6. A three member Voting Committee is appointed, comprising of:
 1. Zorica Jeremić, the president
 2. Ivana Petković, member
 3. Gordana Arlov, member
- The rights and obligations of the Commission are regulated in detail in the Rules of Procedure of the General Meeting.
7. The Chief Corporate Affairs Officer is tasked with organizing and conducting the convening of the Annual General Meeting.

**ADOPTION OF THE MINUTES FROM THE PREVIOUS ANNUAL
GENERAL MEETING HELD ON JUNE 26th 2015**

NOTARY PUBLIC
Nina Štiglić
Belgrade, Zemun
Karađorđeva no. 2.

OPU: 458-2015
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-----**NOTARY PUBLIC MINUTES**-----

I, Nina Štiglić, Notary Public with registered office in Belgrade, Zemun, Karađorđeva Street no. 2 (two), hereby confirm that on **June 26, 2015** (June twenty sixth two thousand fifteen), at 13:00 hours (thirteen hours), upon invitation from "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)", registration no. 07725531, tax ID no. 100001046 pursuant to Article 86 paragraph 1 of the Law on Notary Public, attended the Regular Meeting of Shareholders' Assembly of "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)" which was held at the registered office of the Company in Belgrade, Zemun, Batajnički drum Street bb (no number), and in capacity of the minute taker -----

The main information related to the business name, status, registration no., legal form, registered office, date of incorporation, tax ID number, information on legal representatives, president and members of the Executive Board, are defined based on the insight into the Excerpt from Registration of business entity "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)", issued by the Business Registers Agency, on June 10, 2015, barcode no. 8000038464999, and insight into the records of data base on business entities of the Business Registers Agency, on the basis of which insight it was determined that "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)", registration no. 07725531, tax ID no. 100001046, active joint stock company with registered office in: Belgrade, Zemun, Batajnički drum Street bb (no number), was founded on September 21, 1999, that:

the following persons are registered as **Company Representatives**: -----

- General Manager - Dragan Nenadović, personal ID no. 0901964710055,-----
----- Corporate Executive Director - Slavica Peković, personal ID no. 2112969715163-----

the following persons are registered as **directors/members of the Board of Directors**:

President of the Board of Directors - Nedeljko Puhar, personal ID no. 0502943710347,--
----- member of the Board of Directors - Slavica Peković, personal ID no. 2112969715163,----- member of the Board of Directors - Dušan Mojsilović, personal ID no. 0207960720036,----- member of the Board of Directors - Branislav Medaković, personal ID no. 2808959710036, ----- member of the Board of Directors - Živorad Vojinović, personal ID no. 2102954772068, ----- member of the Board of Directors - Mirjana Bogičević, personal ID no. 2704956719016, -----
----- member of the Board of Directors - Dragan Nenadović, personal ID no. 0901964710055.-----

Živorad Vojinović

Notary Public

Having determined the basic information about the joint stock company, pursuant to Article 86, paragraph 1 of the Law on Notary Public, Article 363, 364, 365 and 367 of the Company Law, and Article 15 of the Rules of Procedure of Shareholders' Assembly of "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)", from June 26, 2014, I have prepared the:-----

----- **MINUTES** -----

----- **of the Regular Meeting of the Shareholders' Assembly**-----

----- **of "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)"**-----

--- which took place on June 26, 2015 (June twenty sixth two thousand fifteen) -----
 ----- beginning at 13:30 hours (thirteen hours and thirty minutes)-----

Type of meeting: Regular Meeting of the Shareholders' Assembly of "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)"-----

Date of shareholders: June 16, 2015 (June sixteenth two thousand fifteen),-----

Place of the meeting: Premises of the Company at the registered office of the Company, in: Belgrade, Zemun, Batajnički drum Street bb (no number).-----

Before the beginning of the meeting, and upon my request, I was provided with evidence that the meeting had been duly convened, and was provided with the following documentation:-----

----- 1. Invitation to shareholders to Regular Meeting of the Shareholders' Assembly of "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)", published on the website of the Business Registers Agency, (www.aprov.rs) – on May 28, 2015 (May twenty eighth two thousand fifteen), on the website of the Company (www.fitofarmacija.rs) - on May 25, 2015. (May twenty fifth two thousand fifteen) and on website of Belgrade Exchange, (www.belex.rs) - on May 25, 2015. (May twenty fifth two thousand fifteen), all in accordance with Article 335 of the Company Law, Article 65 of the Law on Capital Market, Articles 5 and 7 of the Statute of "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)" and Articles 22 and 23 of the Rules of Procedure of Shareholders' Assembly "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)", from June 26, 2014 and Decision on convening the Regular Meeting of the Shareholders' Assembly of "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)", adopted at the meeting of the Board of Directors of "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)" on May 25, 2015. -----

2. List of Shareholders – Excerpt from Uniform Records of Shareholders of the Central Registry, Depository and Clearing of Securities from June 16, 2015 (June sixteenth two thousand fifteen) as the date of shareholders, and pursuant to Article 331, paragraph 1 and 2 of the Company Law with the list of shareholders who have the right to participate in the work of the Assembly, and which is provided as an attachment to these Minutes.--

I have determined that Joint stock company "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)", with registered office in Belgrade, Zemun, Batajnički drum Street bb (no number), registration no. 07725531, tax ID no. 100001046, has 1.288 (one thousand two hundred eighty eight) shareholders with a total of 1,320,000 (one million three hundred twenty thousand) ordinary shares and as many votes.-----

An integral part of these Minutes, pursuant to Article 363 of the Company Law is evidence that the Assembly was duly convened. -----

It is acknowledged that the Meeting did not begin at 13:00 (thirteen) hours, as planned, but at 13:30 hours (thirteen hours and thirty minutes).-----

The following persons are present at the Shareholders' Assembly Meeting: -----

Representatives of "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)": -----

- **Dragan Nenadović**, General Manager, personal ID no. 0901964710055 -----

- **Slavica Peković**, Corporate Executive Director, personal ID no. 2112969715163, -----

- **Nedeljko Puhar**, President of the Board of Directors, personal ID no. 0502943710347- -----

- **Branislav Medaković**, member of the Board of Directors, personal ID no. 2808959710036-----

- **Živorad Vojinović**, member of the Board of Directors, personal ID no. 2102954772068-----

- **Mirjana Bogičević**, member of the Board of Directors, personal ID no. 2704956719016-----

In addition to representatives of "**GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)**", **some of whom are shareholders of the company**, the following persons were also present at the meeting:-----

- **Živojin Maletić**, personal ID no. 2007938710211,-----

- **Marjan Triaška**, personal ID no. 0710983800332, as representative of the Proxy for "Sempiola invest", through Proxy "KOR REAL BP DOO BAČKI PETROVAC" whose power of attorney for representation was verified by inspecting the Power of Attorney issued by "Sempiola invest limited", on June 3, 2015, Power of Attorney issued by "KOR REAL BP DOO BAČKI PETROVAC".-----

- **Vladimir Živković**, personal ID no. 2704976783918, as Proxy for "AGROMARKET DOO KRAGUJEVAC", whose power of attorney for representation was verified by inspecting Excerpt from Registration of business entity by the BRA, from June 25, 2015, barcode number 8000038659579, by inspecting the Power of Attorney issued by -----

“AGROMARKET DOO KRAGUJEVAC”, as well as by inspecting the OP Form notarized before the Municipal Court in Kragujevac, on September 22, 2009-----

- **Stevo Delić**, personal ID no. 2904983710429, as Proxy for “THE BANK OF NEW YORK MELLON”, in the book of shareholders registered as “UNICREDIT BANK SRBIJA A.D. - ZBIRNI RAČUN”, whose power of attorney for representation was verified by inspecting the Power of Attorney issued by “THE BANK OF NEW YORK MELLON”, on June 2, 2015-----

- **Živorad Vojinović**, personal ID no. 2102954772068, as Proxy for “MIKEND DOO”, whose power of attorney for representation was verified by inspecting Excerpt from Registration of business entity by the BRA, od on June 25, 2015, barcode number 8000038659678, as well as by inspecting the OP Form notarized before the Municipal Court in Kragujevac, on February 24, 2010-----

The following persons were also present at the Meeting as guests, upon invitation of the Board of Directors:-----

- **Daljević Dejan**, personal ID no. 0802969710454 **External Auditor of the Company - "UHY REVIZIJA d.o.o. Belgrade"**, was also present at the Meeting -----

- **Snežana Kostić-Zobec**, personal ID no. 2502959715494, representative of “GALENKA BROKER AD BELGRADE”,-----

- **Aleksandra Korać**, personal ID no. 0711977715052, **lawyer**,-----

- “**Roman Minarik**”, citizen of Germany, passport no. “C4XJ55R2K”-----

The following persons were also present at the Meeting:-----

Gordana Arlov, personal ID no. 2901971715221, -----

Lidija Nikolić, personal ID no. 0311983715090,-----

Ivana Petković, personal ID no. 0707979715397,-----

Identity of the attendees was determined based on personal documents that are provided in attachment to these Minutes-----

Forms for voting in absentia for regular Meeting of Shareholders’ Assembly, were provided by: -----

- **Gordan Savčić**, personal ID no. 1902964183748,-----

- - "TERRA CAPITAL CAYMAN", tax ID no. HL-269579,-----

- - "HERMA INVESTMENTS CO. LIMITED", tax ID no. HE 135924, -----

- - Milomir Nenadović, personal ID no. 1208938714014,-----

- - Đuro Đurđević, personal ID no. 0502959774116,-----

- - Nevena Ivanović, personal ID no. 2012976715360,-----

- - Spasoje Mijatović, personal ID no. 2504950710387,-----

- - Milan Puhar, personal ID no. 1603971870028,-----

- - Zorica Nenadović, personal ID no. 2308965778219,-----

PROCEDURAL PART:----- -----

Opening of the Assembly-----

The Meeting began at 13:30 (thirteen hours thirty minutes).-----

President of the Board of Directors, Nedeljko Puhar, proposed to, in accordance with established practice of "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)", the majority shareholder should be the Chairperson, namely Živorad Vojinović. The proposal was put to vote. Živorad Vojinović was elected Chairperson by unanimous decision.-----

Chairperson Živorad Vojinović opened the Assembly, welcomed the present shareholders, external auditor and Company management. After opening the Assembly, he acknowledged that the Law on Notary Public had been in force since September 1, 2014, and he appointed Notary Public Nina Štiglić from Belgrade, Zemun, as the minute taker at this Assembly, and informed the attendees that the Notary Public would be making audio recording of the Assembly Meeting, and the attendees agreed to this.-----

The Chairperson elected the following persons as **members of the Committee for voting**:-----

Gordana Arlov, personal ID no. 2901971715221, -----

Lidija Nikolić, personal ID no. 0311983715090,-----

Ivana Petković, personal ID no. 0707979715379.-----

Ivana Petković submitted the Report of the Committee for voting:-----

The Assembly was attended by shareholders, namely their proxies, who own more than 50% of the total number of votes. The present shareholders, and/or their proxies and shareholders who voted in absentia are:-----

Shareholder	Own votes	Power of Attorney		Total votes	%	Total %
		votes	Issuer of the PoA			
Came in person						60.61%
Živorad Vojinović	284,598	50,277	“Mikend doo”	334,875	25.37	
Vladimir Živković		219,648	“Agromarket doo”	219,648	16.64	
Nedeljko Puhar	81,096			81,096	6.14	
Dragan Nenadović	75,475			75,475	5.72	
Stevo Delić		64,500	“UniCredit bank Srbija A.D.- zbirni račun”	64,500	4.89	
Marijan Triaška		22,712	“Sempiola investment limited”	22,712	1.72	
Živojin Maletić	1,758			1,758	0.13	
Voted in absentia						7.32%
“Terra Capital Cayman”	41,372			41,372	3.13	
“Herma investments co. Ltd”	40,061			40,061	3.03	
Gordan Savčić	3,275			3,275	0.25	
Milomir Nenadović	2,772			2,772	0.21	
Đuro Đurđević	2,667			2,667	0.20	
Nevena Ivanović	1,845			1,845	0.14	
Spasoje Mijatović	1,843			1,843	0.14	
Milan Puhar	1,788			1,788	0.14	
Zorica Nenadović	984			984	0.07	
Total:				896,671	67.93	67.93%
Total number of votes in the Assembly:				1,320,000	100%	

It was acknowledged that there was the quorum for the Assembly Meeting and that the Company Assembly can make valid decisions.-----

After opening the Assembly, the Chairperson acknowledged the agenda with the following items: -----

1. Adopting the Minutes from the previous Meeting, held on June 26, 2014; -----
2. Adopting the Annual Report for 2014-----
3. Adopting the Consolidated Annual report for 2014; -----
4. Adopting the Report of the Board of Directors for 2014-----

Živorad Vojinović

Notary Public

5. Making decision on distribution of profit for 2014; -----
6. Making decision on reward for work to the Board of Directors for 2014-----
7. Making decision on purchasing own shares of the Company-----
8. Making decision on selection of independent auditor for 2015-----
9. verification of the decision of the Board of Directors on founding a subsidiary in the Republic of Slovenia-----

REGULAR PART OF THE MEETING -----

Having acknowledged that prerequisites for further work of the Assembly had been fulfilled, the Chairperson of the Assembly Živorad Vojinović warned the attendees that voting on all items of the Agenda is public, and stated that only the proposed items of the Agenda may be discussed at the Meeting, and then continued the work according to the set items of the Agenda. -----

ITEM 1: ADOPTION OF THE MINUTES FROM THE PREVIOUS MEETING OF THE ASSEMBLY, HELD ON JUNE 26, 2014-----

Informant on the said item is the Chairperson of the Assembly who, after a brief statement and informing those present about the adopted Minutes of the previous Meeting of the Assembly from June 26, 2014, opened the discussion. As no one from those presents came forward for discussion, the Chairperson put to vote the Adoption of the minutes from the previous meeting of the Assembly, from June 26, 2014.-----

It is acknowledged that results of voting for the First item of the Agenda:-----

“FOR” – 873,959 (eight hundred seventy three thousand nine hundred fifty nine) votes or 97.47% (ninety seven point forty seven percent) of the total number of votes based on ordinary shares of the Company. -----

“AGAINST” - none, -----

“ABSTENTION” – 22,712 (twenty two thousand seven hundred twelve) votes or 2.53% (two point fifty three percent) of the total number of votes based on ordinary shares of the Company.-----

It is acknowledged that the Assembly of “GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)” at the regular meeting held on June 26, 2015 (June twenty sixth two thousand fifteen), pursuant to Article 20 of the Statute of “GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)”, adopted the following: -----

Živorad Vojinović

Notary Public

-----**DECISION**-----

To adopt the Minutes from the previous meeting of the Assembly of "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)", from June 26, 2014-----

ITEM 2. ADOPTION OF ANNUAL REPORT FOR 2014 -----

With respect to this item of the Agenda, the Chairperson announced the informant General Manager of the Company, Dragan Nenadović. The informant in this item of the Agenda, stated that it was with great pleasure that for many consecutive years he had been presenting the operations and financial statement of the Company, and that this time again he would be presenting a successful business year and results. The Company managed to respond to all market demands and challenges of the competitors, while at the same time remaining responsible toward the state, management, shareholders and employees. He said that the Decision that is before the Assembly has formal character. He said that the report consists practically of four segments, including financial statement for 2014, independent auditor's report on completed audit of the financial statements for 2014, annual business report for 2014 and statements of persons responsible for preparing the annual report.-----

The informant explained that the Annual Report for 2014 was prepared in accordance with Article 50 of the Law on Capital Market and in accordance with the Rules on content, form and manner of publishing annual, semi-annual and quarterly reports of public companies, that it was reviewed in detail and approved by the Board of Directors, that it was published within the legally prescribed deadline at the website of the Company, that it was submitted to the Committee for Securities and Belgrade Exchange within the legally prescribed deadline. -----

After the brief of the Informant, the Chairperson asked whether the independent auditor had something to add. -----

Representative of the independent auditor, Dejan Daljević stated that the previous year was specific because of changes in legal regulations, but that the Company, with excellent cooperation, completed everything properly and especially praised the work of the Company.-----

After this, President of the Audit Committee, Mirjana Bogičević, stated that everything went fine and that she was pleased with the work of the committee.-----

After this, the Chairperson opened discussion on this item of the Agenda. -----

Representative of shareholders of "Sempiola investment limited", Marijan Triaška, asked to take the floor, and asked the following questions: -----

Živorad Vojinović

Notary Public

1. What was the amount of receivables written-off? -----

2. What are five biggest companies whose receivables were written-off? -----

3. For what purpose will short-term financial placements be used? -----

The informant on this item of the Agenda, General Manager Dragan Nenadović answered that: -----

- There is no write-off of receivables, but there is only performed adjustment of value of receivables in accordance with the Law, as well as that they had collected around 80% he emphasized that the Company is very cautious about this and that he would not answer the second question since he had already said that there were no receivables written-off, and therefore there are no companies whose receivables were written-off i. -

- Regarding the third question, the informant answered that short-term financial placements were realized through term deposited foreign currency funds and that they are only under term deposit.-----

He added that a list of 10 (ten) biggest companies where value adjustments were performed would be submitted to shareholder of "Sempiola investment limited". -----

Dragan Nenadović especially added that write-offs are performed only when receivables cannot be collected through executive decisions, or if debtors file bankruptcy. He said that he does not know the exact percentage, but that it is not significant, and that value adjustments are lower than 1%.-----

The Chairperson asked whether others want to discuss this item of the Agenda, after which he concluded the discussion and put the decision to vote. -----

It is acknowledged that **results of voting for the Second item of the Agenda:**-----

"FOR" – 873,959 (eight hundred seventy three thousand nine hundred fifty nine) votes or 97.47% (ninety seven point forty seven percent) of the total number of votes based on ordinary shares of the Company. -----

"AGAINST" - none, -----

"ABSTENTION" - 22,712 (twenty two thousand seven hundred twelve) votes or 2.53% (two point fifty three percent) of the total number of votes based on ordinary shares of the Company.-----

Živorad Vojinović

Notary Public

It is acknowledged that Assembly "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)" at the regular meeting held on June 26, 2015. (June twenty sixth two thousand fifteen), pursuant to Article 20 of the Statute of "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)", adopted the following: -----

-----**DECISION**-----

TO ADOPT THE Annual Report of the Company for 2014, consisting of:-----

1. Financial Statement for 2014; -----
2. Independent auditor's report o completed audit of the financial statements for 2014; --
3. Annual Report for 2014; -----
4. Statements of persons responsible for preparing the Annual Report. -----

It is acknowledged that the annual Report of the Company for 2014 is a publicly available document and can be found at the website of the Company and website of Belgrade Exchange.-----

ITEM 3. ADOPTION OF ANNUAL CONSOLIDATED REPORT FOR 2014-----

With respect to this item of the Agenda, the Chairperson announced the Informant General Manager of the Company, Dragan Nenadović and possibly supervisory auditor and President of the Audit Committee. The informant in this item of the Agenda, Dragan Novaković stated that consolidation is small, that figures are insignificant and that he Law has been com plied with in full.-----

President of the Audit Committee said she had nothing to add.-----

Independent Auditor said he had nothing to add because he had already said everything in the previous item.-----

The Chairperson opened discussion. As none of those present asked to take the floor, the Chairperson put the decision to vote.-----

It is acknowledged that results of voting for the Third item of the Agenda:-----

"FOR" - 873,959 (eight hundred seventy three thousand nine hundred fifty nine) votes or 97.47% (ninety seven point forty seven percent) of the total number of votes based on ordinary shares of the Company. -----

Živorad Vojinović

Notary Public

“AGAINST” -none, -----

“ABSTENTION” - 22,712 (twenty two thousand seven hundred twelve) votes or 2.53% (two point fifty three percent) of the total number of votes based on ordinary shares of the Company.-----

It is acknowledged that Assembly “GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)” at the regular meeting held on June 26, 2015. (June twenty sixth two thousand fifteen), pursuant to Article 20. of the Statute of “GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)”, adopted the following: -----

-----**DECISION**-----

TO ADOPT THE Annual Consolidated Report of the Company for 2014, comprised of: -

1. Consolidated Financial Statements for 2014; -----
2. Independent auditor’s report on completed audit of the Consolidated Financial Statements for 2014; -----
3. Consolidated Annual Report for 2014; -----
4. Statements of persons responsible for preparing the Consolidated Annual Report. ----

It is acknowledged that Annual Consolidated report of the Company for 2014 is a publicly available document and can be found at the website of the Company and website of Belgrade Exchange. -----

ITEM 4. ADOPTION OF THE REPORT OF THE BOARD OF DIRECTORS FOR 2014 -

With respect to this item of the Agenda, the Chairperson announced the Informant Slavica Peković. The informant in this item of the Agenda stated that members of the Board of Directors of the Company were elected in accordance Its main purpose is to provide assurances to shareholders that the work of the Company in the previous year was in accordance with legal regulations. In the previous year, the Board of Directors worked in standard composition, five regular meetings were held and twelve meetings in writing. The Board of Directors was regularly informed by the Executive Board on the operations. The Audit Committee also regularly reported to the Board of Directors. And the final assurance that the Board of Directors has is from the Independent Auditor. -----

Živorad Vojinović

Notary Public

Finally, she concluded that operations of the Company was in accordance with legal regulations and that all obligations of the Company related to regular reporting and publishing of reports, were fulfilled in accordance with the law.-----

The Board of Directors announced to the Assembly that the directors' mandate expires on February 1, 2016, and that in their opinion it is not purposeful to convene an extraordinary meeting of the Assembly only because of directors' appointment. The Board of Directors thinks that it is possible to apply 394 of the Company Law, pursuant to which the directors, upon expiry off their mandate, may continue to perform their function until the first following meeting of the Assembly in 2016. -----

After this, the Chairperson opened the discussion. As none of those present asked to take the floor, the Chairperson put the decision to vote.-----

It is acknowledged that results of voting for the Fourth item of the Agenda:-----

"FOR" - 873,959 (eight hundred seventy three thousand nine hundred fifty nine) votes or 97.47% (ninety seven point forty seven percent) of the total number of votes based on ordinary shares of the Company. -----

"AGAINST" - none, -----

"ABSTENTION" - 22,712 (twenty two thousand seven hundred twelve) votes or 2.53% (two point fifty three percent) of the total number of votes based on ordinary shares of the Company. -----

It is acknowledged that Assembly "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)" at the regular meeting held on June 26, 2015. (June twenty sixth two thousand fifteen), pursuant to Article 20 of the Statute of "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)", adopted the following: -----

-----**DECISION**-----

To adopt the Report Of the Board of Directors "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)" for 2014-----

ITEM 5. ADOPTING DECISION ON DISTRIBUTION OF PROFIT FOR 2014 -----

The Chairperson said that this item contained three sub-items, namely: -----

5.1 Decision on payment of dividends for 2014, -----

5.2 Decision on increase of equity by turning retained profit into equity -----

5.3 Decision on issuance of shares without public offer for the purpose of turning retained profit into equity -----

Common informant under this item and all sub-items is Dragan Nenadović, whereby all sub-items will be voted on separately. The informant Dragan Nenadović said that this is the most interesting item of the agenda and that practically this item of the Agenda would require four decisions which will be put to vote.-----

The first decision is the Decision on distribution of profit for 2014 and it is included in the Table. He said that the total profit amounted to RSD 757,423,931.05 (seven hundred fifty seven million four hundred twenty three thousand nine hundred thirty one dinars and 05/100). He also said that there was no need to make allocation for mandatory reserves, because the Company had already reached the prescribed 10% (ten percent) of its equity. The proposal is to distribute the entire profit of the Company. -----

Total gross amount that is allocated for dividend is RSD 200,640,000.00. Dividend per share amounts to RSD 152.00, gross. The proposed dividend amount is in accordance with the Policy of Dividends of the Company and in accordance with the planned business activities and investments.-----

Retained profit from previous years plus turning statutory reserves of the Company into retained profit, plus retained profit of the current year, makes the total retained profit in the amount of RSD 2,337,777,317.88. -----

The proposal is to implement capital increase on the basis of retained profit in the amount of RSD 1,755,600,000.00, which would correspond to the amount of equity that the Company has until December 31, 2014. After this he explained in detail how the structure of equity would look like after the distribution of profit, by commenting separately each item from the Table that constitutes the Decision.-----

The goal of this type of distribution of profit is to turn the enormous figure of retained profit into equity and that shareholders know how much they have in their equity. This would strengthen the capital foundation of Company operations. -----

The Chairperson opened discussion. As none of those present asked to take the floor, the Chairperson put the decision to vote -----

It is acknowledged that results of voting for the Fifth item of the Agenda:-----

Živorad Vojinović

Notary Public

“FOR” - 873,959 (eight hundred seventy three thousand nine hundred fifty nine) votes or 97.47% (ninety seven point forty seven percent) of the total number of votes based on ordinary shares of the Company. -----

“AGAINST” - none, -----

“ABSTENTION” - 22,712 (twenty two thousand seven hundred twelve) votes or 2.53% (two point fifty three percent) of the total number of votes based on ordinary shares of the Company. -----

It is acknowledged that the Assembly of “GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)” at the regular meeting held on June 26, 2015. (June twenty sixth two thousand fifteen), pursuant to Articles 270, 294 and 295 of the Company Law ("RS Official Gazette", no. 36/2011, 99/2011, 83/2014 and 5/2015) and Article 20, with respect to Articles 12. and 13. of the Statute of “GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)”, adopted the following: -----

-----**DECISION**-----

-----on distribution of profit for 2014 -----

To adopt the distribution of profit for 2014 according to the following Table:-----

1.	PROFIT FROM CURRENT YEAR	757,423,931.05
	To be distributed into mandatory reserves	0.00
2.	PROFIT FOR DISTRIBUTION	757,423,931.05
3.	A PART FOR PAYMENT OF DIVIDENDS (RSD 152 gross per share)	200,640,000.00
	Retained profit from previous years	1,763,200,404.36
	Turning statutory reserves into retained profit	17,792,982.47
	Retained profit from current year	556,783,931.05
4.	TOTAL RETAINED PROFIT	2,337,777,317.88
5.	INCREASE OF EQUITY	1,755,600,000.00
6.	RETAINED PROFIT	582,177,317.88

After the distribution of profit for 2014, capital of the Company will look like in the following table:-----

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	Share capital December 31, 2014	1.755.600,000,00
	Capital increase on the basis of distribution of profit from 2014	1.755.600,000,00
1.	SHARE CAPITAL DECEMBER 31, 2015	3.511.200,000,00
2.	MANDATORY RESERVES 01.01.2015.	175.560,000,00
3.	STATUTORY RESERVES	0,00
4.	STATUTORY RESERVES FOR DEVELOPMENT PURPOSES	500,000,000,00
5.	SPECIAL RESERVES FOR PURCHASE OF OWN SHARES	158,000,000,00
6.	REVALUATION RESERVES	27.397.600,00
7.	UNREALIZED LOSSES FROM SECURITIES	3.029,39
8.	RETAINED PROFIT	582.177.317,88
	TOTAL CAPITAL	4.954.331.888,49

ITEM 5.1 DECISIONS ON PAYMENT OF DIVIDENDS FOR 2014

-

The informant Dragan Nenadović said that the decision on payment of dividends only has formal character, but that it must be put to vote. He said that this decision would define the deadline for payment of dividends as September 30, 2015 (September thirtieth two thousand fifteen), whereby the Board of Directors proposes that the period for payment of dividends should be from September 7 to 11, 2015 (September seventh to eleventh, two thousand fifteen).

The Chairperson said that everything is the same like last year and that nothing changed.

the Chairperson opened discussion. As none of those present asked to take the floor, the Chairperson put the decision to vote

It is acknowledged that results of voting for item 5.1 of the agenda:

“FOR” - 873,959 (eight hundred seventy three thousand nine hundred fifty nine) votes or 97.47% (ninety seven point forty seven percent) of the total number of votes based on ordinary shares of the Company.

“AGAINST” - none,

“ABSTENTION” - 22,712 (twenty two thousand seven hundred twelve) votes or 2.53% (two point fifty three percent) of the total number of votes based on ordinary shares of the Company.

It is acknowledged that the Assembly of "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)" at the regular meeting held on June 26, 2015. (June twenty sixth two thousand fifteen), pursuant to Articles 271 and 272 of the Company Law ("RS Official Gazette", br. 36/2011, 99/2011, 83/2014 and 5/2015) Article 20 and with respect to Articles 14 and 15 of the Statute of "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)" and Policy of Dividends of the Company, adopted the following: -----

-----**DECISION**-----

-----on payment of dividends for 2014-----

1. For the payment of dividends, to allocate a part of retained profit for 2014 in total gross amount of RSD 200,640,000.00 (two hundred million six hundred forty thousand), namely in gross amount of RSD 152.00 (one hundred fifty two dinars) per share. -----

2. The allocated amount will be paid to shareholders who have been identified as shareholders on the dividend date, according to the list of shareholders defined by the Central registry of Securities. Pursuant to Article 15 of the Statute of the Company, the dividend date is the date of the Assembly meeting, namely June 26, 2015. -----

3. Dividend is paid in money to all shareholders in proportion to the number and nominal value of the shares. -----

4. The management must, within 15 (fifteen) days from the day of the Assembly, notify the shareholders on the day of dividend payment, through Company website. The deadline for payment of dividend is September 30, 2015. -----

5. If after the dividends date, and before the payment of dividends, a shareholder should transfer his shares that entitle him to dividends, he will retain the right to receive payment of dividend. -----

ITEM 5.2 DECISIONS TO INCREASE SHARE CAPITAL -----

The informant Dragan Nenadović said that, against the published text, item 11 (eleven) was added, authorizing the Board of Directors to, after implementing the procedure of capital increase, amend Article 8 and Article 0 of the Statute of the Company, prepare revised text and implement the procedure of registration of amendment to the Statute with the Business Registers Agency. -----

The Chairperson invited Snežana Kostić-Zobec as the representative of a broker, to add something if she has, and she replied that this is not the first time that shares are issued in this manner. She explained that for every share, the shareholder would get a new share from new emission, that all shareholders would be notified about this at -----

their home addresses and that all legal formalities with respect to the said emission of shares would be complied with. -----

The Chairperson opened discussion. As none of those present asked to take the floor, the Chairperson put the decision to vote -----

It is acknowledged that results of voting for item 5.2 of the agenda:-----

“FOR” – 809,459 (eight hundred nine thousand four hundred fifty nine) votes or 90.27% (twenty point twenty seven percent) of the total number of votes based on ordinary shares of the Company.-----

“AGAINST” – 64,500 (sixty four thousand five hundred) votes or 7.19% (seven point nineteen percent), -----

“ABSTENTION” - 22,712 (twenty two thousand seven hundred twelve) votes or 2.53% (two point fifty three percent) of the total number of votes based on ordinary shares of the Company. -----

It is acknowledged that Assembly “GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)” at the regular meeting held on June 26, 2015. (June twenty sixth two thousand fifteen), pursuant to Articles 294, 305 do 308 of the Company Law ("RS Official Gazette", no. 36/2011 and 99/2011, 83/2014, 5/2015), Article 20, with respect to Article 12 of the Statute of “GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)” and Policy of Dividends of the Company, adopted the following: -----

-----**DECISION**-----

-----on increase the share capital-----

1. before making this decision on capital increase, it was determined that : -----

- Share capital of the Company amount to: RSD 1,755,600,000.00 (one billion seven hundred fifty five million six hundred thousand RSD) and according to the data from the Central Registry Depository and Clearing of Securities is divided into 1,320,000 (one million three hundred twenty thousand) ordinary shares, with individual nominal value of 1,330.00 RSD (one thousand three hundred thirty RSD). -----

- In the Registry of Business Entities of the Business Registers Agency, share capital of the Company is reconciled with the records in the Central Registry and is registered as subscribed and paid in the amount of RSD 1,755,600,000.00 (one billion seven hundred fifty five million six hundred thousand RSD).-----

- On the basis of the adopted financial statement for 2014 and Decision on adoption of Auditor's Report for 2014 with positive opinion, and in accordance with Decision on distribution of profit, total retained profit as of December 31, 2014 amounts to RSD 2,337,777,317.88 (two billion three hundred thirty seven million seven hundred seventy seven thousand three hundred seventeen RSD and 88/100). -----

2. This decision increases the share capital of the Company from Company funds, by turning a part of retained profit from previous years into share capital as follows: -----

-by the amount of RSD 1.755.600,000.00 -----
(one billion seven hundred fifty five million six hundred thousand RSD)-----

3. Total amount of the share capital of the Company after the increase of share capital in the competent registries will amount to: -----

- 3.511.200,000.00 RSD (three billion five hundred eleven million two hundred thousand RSD).-----

4. On the basis of this decision, the Company will issue shares without public offer, through emission of shares of a closed type, without obligation to publish prospectus. ---

5. In the name of capital increase 1,320,000 (one million three hundred twenty thousand) shares with nominal value of RSD 1,330.00 (one thousand three hundred thirty RSD) per share will be issued, and the number of shares after such increase will amount to 2,640,000 (two million six hundred forty). -----

6. Shareholders of the Company shall have the right to acquire shares in proportion to the number of shares they hold, and who are registered as shareholders in the Uniform Records of shareholders of the Company in the Central Registry, Depository and Clearing of Securities with balance as of June 26, 2015. For every share they already hold, the shareholders will be distributed, free of charge, one share from the new emission.-----

7. Shares are ordinary, registered and are deemed paid. Shares bear markings ("CFI" code and "ISIN" number) which will be subsequently assigned by the Central Registry. --

8. Every share from this emission will give the shareholders the same rights in accordance with the law, Articles of Association and Statute, especially: -----

- the right to participate in the work of the Assembly and voting right, -----

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- - the right to participate in distribution of profit, -----

- - the right to a part of liquidation and bankruptcy estate, -----

- - preemptive right to purchase share from new emission, and -----

- - the right to free disposal of shares. -----

9. Registration and publishing of this decision shall be performed in accordance with legal regulations, and the shareholders will be individually notified in writing. -----

10. Pursuant to this decision, registration of increase of share capital will be registered with the Business Registers Agency, and registration of the emission of shares and shareholders will be performed in the Central Registry in accordance with the Rules of Procedure of the Central Registry. -----

11. This is to authorize the Board of Directors to, after implementation of the procedure of capital increase and issuance of shares, amend Article 8 (Share capital of the Company) and Article 9 (Types and classes of shares) of the Statute of the Company, prepare revised text and implement the procedure of registration of the amendment to the Statute with the Business Registers Agency. -----

12. Everything not regulate in this decision will be directly subject to the applicable legal regulations in this area. -----

13. This Decision shall come into force on the day when it is adopted and will be published on the website of the Company, BRA and Belgrade Exchange. -----

ITEM 5.3 DECISIONS TO ISSUE SHARES WITHOUT PUBLIC OFFER -----

The informant Dragan Nenadović said that this decision practically realizes the previous decision and that the decision is related to technical issues, and defines in more detail everything that is related to the new emission of shares that is to follow. -----

The Chairperson invited Snežana Kostić-Zobec as the representative of a broker, to add something if she has, and she replied that the deadline for implementation of the entire procedure is around two months. -----

After this, The Chairperson je opened the discussion. As none of those present asked to take the floor, the Chairperson put the decision to vote -----

It is acknowledged that results of voting for item 5.3 of the agenda:-----

“FOR” – 809,459 (eight hundred nine thousand four hundred fifty nine) votes or 90.27% (twenty point twenty seven percent) of the total number of votes based on ordinary shares of the Company. -----

“AGAINST” - 64,500 (sixty four thousand five hundred) votes or 7.19% (seven point nineteen percent), -----

“ABSTENTION” - 22,712 (twenty two thousand seven hundred twelve) votes or 2.53% (two point fifty three percent) of the total number of votes based on ordinary shares of the Company. -----

It is acknowledged that Assembly “GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)” at the regular meeting held on June 26, 2015. (June twenty sixth two thousand fifteen), pursuant to Articles 245. and 248. of the Company Law ("RS Official Gazette", br. 36/2011, 99/2011, 83/2014 and 5/2015), Article 12 of the Law on Capital Market (the "RS Official Gazette", no. 31/2011), Article 20, with respect to Articles 8 and 12 of the Statute of “GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)”, adopted the following: -----

-----**DECISION**-----

-----**TO ISSUE SHARES WITHOUT PUBLIC OFFER**-----

-----**in order to turn retained profit into share capital**-----

1. The Company will issue ordinary shares of the 6th emission, without public offer, for the purpose of capital increase from Company funds, by turning retained profit into share capital. -----

2. The emission of shares is of closed type, without the obligation to publish a public prospectus and is intended for the existing shareholders to whom the shares will be distributed free of charge.-----

3. The shares are issued, transferred and recorded in dematerialized form of electronic record in the information system of the Central Registry, Depository and Clearing of Securities.-----

4. Shareholders of the Company shall have the right to acquire shares in proportion to the number of shares they hold, and who are registered as shareholders in the Uniform Records of shareholders of the Company in the Central Registry, Depository and Clearing of Securities with balance as of June 26, 2015, in proportion to the number of shares they hold, namely their percentage share in the share capital of the Company. ---

5. According to financial statements for 2014, which were confirmed by the Auditor, share capital amounts to RSD 1,755,600,000.00 (one billion seven hundred fifty five million six hundred thousand RSD), and total -----

Retained profit with balance as of December 31, 2014, amounts to 2,337,777,317.88 RSD (two billion three hundred thirty seven million seven hundred seventy seven thousand three hundred seventeen RSD and 88/100). A part of the retained profit, in the amount of RSD 1,755,600,000.00 (one billion seven hundred fifty five million six hundred thousand RSD), was dedicated to capital increase by the decision of the Assembly.-----

6. The Company will issue 6th emission of shares for the purpose of capital increase in total volume of 1.755.600,000.00 RSD (one billion seven hundred fifty five million six hundred thousand RSD) and total number of 1,320,000 (one million three hundred twenty thousand) shares with individual nominal value of 1,330.00 RSD (one thousand three hundred thirty RSD). The shares will bear markings ("CFI" code) and series number ("ISIN" number) which will be assigned by the Central Registry, Depository and Clearing of Securities. -----

7. The number of shares has been determined for each shareholder individually in tabular view of this decision and constitutes an integral part thereof. The table contains the number of shares and percentage share in the share capital before and after issuance of shares of this emission. -----

8. Shares are deemed fully paid and each share from this emission gives the right to one vote in the Company Assembly in accordance with provisions of the Statute that regulate the rights of shareholders to participate in the work of the Assembly. -----

9. Shareholders from this decision shall also have the following rights: -----

- the right to participate in management in proportion to their share in equity; -----
- the right to participate in distribution of profit, in proportion to their share in equity; -----
- the right to a part of liquidation and bankruptcy estate of the Company, after payment to creditors, in case of dissolution of the Company; -----
- the right to equality with shareholders who hold shares of the same type; -----
- the right to free disposal of shares with no limitation; -----
- preemptive right to purchase shares from the next emission; -----
- other rights envisaged by the law, Statute and Articles of Association of the Company. -----

10. Shareholders bear the risk of operation of the Company proportion to their share in equity. -----

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11. Shareholders have the right to dividend, the distribution and amount of which will be decided by the Company Assembly at the moment of adoption of financial statement. Payments of dividends shall be made within deadlines defined in the Statute of the Company. -----

12. Shareholders will be notified on implemented procedure of issuance of new shares within eight days from the registration of shares in the Central Registry. -----

13. Registration of shares with the Central Registry and notifying the Commission for Securities will be performed by the corporate agent of the Company, and professional departments of the Company will complete the necessary registration with the Business Registers Agency. -----

14. The Company will, within three days from receipt of the notification from the Central Registry of Securities on completed registration of emission, submit an application for inclusion of these shares in the organized market of Belgrade Exchange, where the Company shares have already being traded. -----

15. This decision shall come into force on the day of adoption. The Board of Directors is authorized to, for the purpose of enforcement of this Decision, make its technical amendments. -----

ITEM 6. ADOPTING A DECISION ON COMPENSATION FOR WORK TO BOARD OF DIRECTORS 2014 -----

With respect to this item of the Agenda, the Chairperson announced the Informant Dragan Nenadović, General Manager of the Company. The informant in this item of the Agenda stated that compensation for work to non-executive members of the Board of Directors is in the amount of RSD 27,000,000.00 (twenty seven million) and that it does not come from the profit of the Company but from current operations.-----

The Chairperson opened discussion. As none of those present asked to take the floor, the Chairperson put the decision to vote -----

It is acknowledged that results of voting for the Sixth item of the Agenda-----

“FOR” – 809,459 (eight hundred nine thousand four hundred fifty nine) votes or 90.27% (twenty point twenty seven percent) of the total number of votes based on ordinary shares of the Company. -----

“AGAINST” - none, -----

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“ABSTENTION” - 87,212 (eighty seven thousand two hundred twelve) votes or 9.73% (nine point seventy three percent) of the total number of votes based on ordinary shares of the Company. -----

It is acknowledged that Assembly “GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)” at the regular meeting held on June 26, 2015. (June twenty sixth two thousand fifteen), pursuant to 20 of the Statute of “GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)”, adopted the following: -----

-----**DECISION**-----

-----on compensation for work to non-executive members of the Board of Directors-----

Special compensation is determined for non-executive members of the Board of Directors in gross amount of RSD 27,000,000.00 (twenty seven million). -----

This is to authorize the Board of Directors to, upon proposal from the President of the Board, make a decision to determine the amounts of individual compensations, as well as deadline for payment of the special compensation. -----

ITEM 7. ADOPTING DECISION ON ACQUISITION OF OWN SHARES OF THE COMPANY -----

With respect to this item of the Agenda, the Chairperson announced the Informant Slavica Peković. The informant in this item of the Agenda stated that this is a standard decision that has been adopted since 2006, and in order to facilitate solving of a potential problem. That this is an insurance against a possible event, in case there is a need to acquire own shares, so that the Board of Directors could react on the basis of already adopted decision. She hopes this need would not arise.-----

the Chairperson opened discussion.-----

Representative of shareholders “Sempiola investment limited”, Marijan Triaška, asked to join the discussion and asked the question: How many members does the Board of Directors have?-----

The informant replied that the Board of Directors has seven members.-----

As there were no other questions, the Chairperson closed the discussion and put the decision to vote.-----

It is acknowledged that results of voting for the Seventh item of the Agenda:-----

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"FOR" - 873,959 (eight hundred seventy three thousand nine hundred fifty nine) votes or 97.47% (ninety seven point forty seven percent) of the total number of votes based on ordinary shares of the Company. -----

"AGAINST" - none, -----

"ABSTENTION" - 22,712 (twenty two thousand seven hundred twelve) votes or 2.53% (two point fifty three percent) of the total number of votes based on ordinary shares of the Company. -----

It is acknowledged that the Assembly of "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)" pursuant to Article 282. of the Company Law ("RS Official Gazette", br. 36/2011, 99/2011, 83/2014 and 5/2015) and Article 20 of the Statute of "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)", adopted the following: -----

-----**DECISION**-----

-----to approve acquisition of own shares for business year 2015-----

1. The Company will, when needed, acquire own shares in the amount of up to 10% of the total amount of share capital. -----

2. Shares from clause 1 of this Decision are ordinary shares issued in all previous emissions of the Company, are without voting rights, do not count toward quorum for deciding at the Assembly, and do not give the right to dividend -----

3. Nominal value of these shares will still be included in the share capital of the Company. -----

4. This is to authorize the Board of Directors to, as needed, define in its decisions the day of activating this Decision, minimum number of shares for acquisition in individual cycle, minimum and maximum price of acquisition of shares, method, time and place of trading, as well as manner of disposal and price, namely method of determining the price when disposing the shares, in case own shares were to be disposed for a compensation, in accordance with the Law. -----

5. The offer to acquire own shares will be forwarded to all Company shareholders by applying pro rata method. -----

6. Acquisition of shares will be implemented in one or more cycles, depending on response of the shareholders, in the period until adoption of the Annual report for 2015. -----

7. The Board of Directors of the Company undertakes to inform the Assembly on the completed acquisition in accordance with clause 6 of this Decision at the first subsequent meeting.-----

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8. Exceptionally, pursuant to Article 282, paragraph 4, clause 1 of the Company Law, the Board of Directors is authorized to acquire and dispose own shares in the regulated market in case of major disturbances in the market, namely major oscillation of market price of Company shares. -----

ITEM 8. ADOPTING DECISION ON SELECTION OF INDEPENDENT AUDITOR FOR 2015 -----

With respect to this item of the Agenda, the Chairperson announced the Informant Mirjana Bogićević as the president of the Audit Committee. The informant in this item of the Agenda said that the Audit Committee had reviewed the offers and that, taking into account professional qualifications and reputation of Auditing Firm "UHY REVIZIJA d.o.o. Belgrade", then recommendation of the Audit Committee of the Company as well as the fact that the offer of "UHY REVIZIJA d.o.o. Belgrade" is economically and professionally most acceptable for the Company, proposed to the Board of Directors to propose to the Company Assembly to select this firm for the conducting of audit activities in the Company for 2015 -----

The Chairperson opened discussion. As none of those present asked to take the floor, the Chairperson put the decision to vote -----

It is acknowledged that results of voting for the Eighth item of the Agenda:-----

"FOR" - 873,959 (eight hundred seventy three thousand nine hundred fifty nine) votes or 97.47% (ninety seven point forty seven percent) of the total number of votes based on ordinary shares of the Company. -----

"AGAINST" - none, -----

"ABSTENTION" - 22,712 (twenty two thousand seven hundred twelve) votes or 2.53% (two point fifty three percent) of the total number of votes based on ordinary shares of the Company. -----

It is acknowledged that the Assembly of "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)" pursuant to Article 20 of the Statute of "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)", adopted the following: -----

-----DECISION-----

----- on selection of independent auditor for business year 2015-----

- To select "UHY REVIZIJA d.o.o. Belgrade" from Belgrade, registration no. 17082175, as independent auditor for the conducting of audit activities in business year 2015. -----

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- This is to authorize the General Manager of the Company to conclude the Agreement on Audit Services that would regulate mutual rights and obligations of the parties with the selected audit firm from this Decision. -----

**ITEM 9. VERIFICATION OF THE DECISION OF THE BOARD OF DIRECTORS ON
FOUNDING A SUBSIDIARY IN THE REPUBLIC OF SLOVENIA**-----

With respect to this item of the Agenda, the Chairperson announced the Informant General Manager of the Company, Dragan Nenadović. The informant explained in this item of the Agenda that for the Company to be able to register products from the product assortment of the Company in EU member states EU, it is necessary that it has its representative or open its subsidiary in the EU. That the Board of Directors thought that opening a company in Slovenia would be a better solution, and because of faster communication,, as well as because it is cheaper. The said company has already been founded with the founding capital as envisaged in Slovenia, in the amount of EUR 7,500.00 (seven thousand five hundred EUR). -----

The Chairperson opened discussion. As none of those present asked to take the floor, the Chairperson put the decision to vote -----

It is acknowledged that results of voting for the Ninth item of the Agenda:-----

“FOR” – 896,671 (eight hundred ninety six thousand six hundred seventy one) vote or 100% (one hundred percent) of the total number of votes based on ordinary shares of the Company. -----

“AGAINST” - none, -----

“ABSTENTION” - none. -----

It is acknowledged that the Assembly of “GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)” pursuant to Article 20 of the Statute of “GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)”, adopted the following: -----

DECISION-----

TO CONFIRM the Decision of the Board of Directors no. 1/3/15 from March 12, 2015 on founding of limited liability company “GALENKA-FITOFARMACIJA” zastupanje i trgovina d.o.o. Ljubljana. -----

CONCLUSION OF THE MEETING -----

After adopting the decisions stated above, the President of the Assembly stated that this meeting is concluded and thanked to all people present at the meeting.-----

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Notary Public confirms that the meeting was concluded at 14:30 (fourteen hours and thirty minutes).

ATTACHMENTS:

1. a copy of the excerpt from registration of company "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)", issued by the BRA, on June 10, 2015, barcode no. 8000038464999
2. a copy of the of the Decision of the Board of Directors to convene the meeting of the Assembly from May 25, 2015,
3. a copy of the Invitation "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)", registration no. 07725531, tax ID no. 100001046 od 25.05.2015,
4. a copy of the Uniform records of shareholders of "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)", issued by the Central Registry, Depository and Clearing of Securities, ref.no. CRHoV: 5633, on June 16, 2015
5. a copy of the Committee report on quorum, no. 592, from June 26, 2015
6. a copy of the Committee report on voting, no. 593, from June 26, 2015
7. a copy of the of the Statute of "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)" (revised text), barcode no. 0 000175 635267,
8. A copy of the of the Rules of Procedure of Shareholders' Assembly "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)", from June 26, 2014,
9. A copy of the Confirmation of received application for registration, no. BD 45315/2015, issued on May 26, 2015, by the BRA
10. A copy of the Confirmation of publishing the Invitation to shareholders to a regular Meeting of the Assembly, issued by "MassVision doo", on May 26, 2015
11. excerpt from electronic reader of personal ID card of Dragan Nenadović
12. excerpt from electronic reader of personal ID card of Slavica Peković
13. excerpt from electronic reader of personal ID card of Branislav Medaković
14. excerpt from electronic reader of personal ID card of Mirjana Bogičević
15. photocopy of personal ID card of Puhar Nedeljko

16. excerpt from electronic reader of personal ID card of Živorad Vojinović-----
17. excerpt from electronic reader of personal ID card of Ivana Petković-----
18. excerpt from electronic reader of personal ID card of Lidija Nikolić-----
19. excerpt from electronic reader of personal ID card of Gordana Arlov-----
20. excerpt from electronic reader of personal ID card of Snežana Kostić-Zobec-----
21. excerpt from electronic reader of personal ID card of Dejan Daljević-----
22. excerpt from electronic reader of personal ID card of Aleksandra Korać-----
23. excerpt from electronic reader of personal ID card of Stevo Delić, -----
24. a copy of the power of attorney for voting for "THE BANK OF NEW YORK MELLON", registered under number 1131, 15.06.2015, with "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)"-----
25. a copy of the application for participation on Shareholders' Assembly for "UNICREDIT BANK SRBIJA A.D. - ZBIRNI RAČUN", registered under number 1132, 15.06.2015, with "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)"-----
26. photocopy of personal ID card of Živojin Maletić-----
27. excerpt from electronic reader of personal ID card of Vladimir Živković-----
28. photocopy of personal ID card of Triaška Marijan-----
29. photocopy of the passport of "Roman Minarik"-----
30. excerpt from electronic reader of personal ID card of Dušan Mojsilović-----
31. a copy of the excerpt from registration of company "MIKEND DOO ŠABAC", issued by the BRA on June 25, 2015, barcode no. 8000038659678,-----
32. a copy of the OP Form "MIKEND DOO ŠABAC"-----
33. a copy of the voting form for "MIKEND DOO ŠABAC",-----
34. a copy of the power of attorney for voting for "MIKEND DOO ŠABAC".-----

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35. a copy of the excerpt from registration of company "KOR REAL BP DOO BAČKI PETROVAC", issued by the BRA, on 24.06.2015, barcode no. 8000038648221, with Power of Attorney for voting and Power of Attorney by "Sempiola investment limited"-----

36. a copy of the excerpt from registration of company "AGROMARKET DOO KRAGUJEVAC", issued by the BRA, on June 25, 2015, barcode no. 8000038659579, with OP Form, as well as Power of Attorney for voting.-----

37. a copy of the Form for voting in absentia, signed by Zorica Nenadović, filed under number 1174, with "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)" -----

38. a copy of the Form for voting in absentia, signed by Puhar Milan, filed under number 1177, with "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)" -----

39. a copy of the Form for voting in absentia, signed by Spasoje Mijatović, filed under number 1175, with "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)" -----

40. a copy of the Form for voting in absentia, signed by Nevena Ivanović, filed under number 1176, with "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)" -----

41. a copy of the Form for voting in absentia, signed by Đurđević Đuro, filed under number 1168, with "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)" -----

42. a copy of the Form for voting in absentia, signed by Milomir Nenadović, filed under number 1188, with "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)" -----

43. a copy of the Form for voting in absentia, signed by Gordan Savčić, filed under number 1179, with "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)" -----

44. a copy of the Form for voting in absentia, signed by "Terra Capital Cayman", filed under number 1164, with "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)" ----

45. a copy of the Form for voting in absentia, signed by "Herma investments co. Ltd", filed under number 1163, with "GALENKA-FITOFARMACIJA AD BELGRADE (ZEMUN)" -----

Živorad Vojinović

Notary Public

It is acknowledged that the Rules of Procedure of the Assembly stipulates that the Committee for Voting is appointed by the Board of Directors in the Decision to convene Assembly meeting. In its Decision to convene Assembly meeting, the Board of Directors appointed a three-member Committee for Voting comprised of: Zorica Jeremić, Ivana Petković and Gordana Arlov. After the Notary Public had warned the Chairperson of the Assembly about this, he stated that Zorica Jeremić as an appointed member of the Committee, was prevented from attending the meeting for justified reasons, and that he used his legal right as the Chairperson and, at the beginning of the meeting, appointed the Committee for Voting, whereby Ivana Petković and Gordana Arlov were reappointed, and Lidija Nikolić was appointed as the third member, instead of Zorica Jeremić, as the President of the Committee.

Notary public minutes were prepared on July 3, 2015 (July third two thousand fifteen) at 16:50 hours (sixteen hours and fifty minutes).

In accordance with the Company Law, these Minutes will be, in the presence of the Notary Public, signed by the President of the Assembly and members of the Committee for Voting. Pursuant to provisions of the Law on Notary Public, the Notary Public prepared and maintained the Minutes as the minutes taker.

President of the Committee for Voting and the Chairperson with their signatures on this document confirm that they have performed all actions prescribed by provisions of Article 355 of the Company Law in the presence of the Notary Public.

I confirm that I have read the Notary Public Minutes to the President of the Assembly, and that he, after this, in my presence, confirmed the content of the Minutes and signed it.

A copy of this Notary Public Minutes was issued to the President of the Company Assembly. Attachments are not issued along with the copy, but remain bound with the original of the Notary Public Minutes that is kept with the Notary Public. Photocopies of attachments are aligned with original documents.

Notary Public compensation for preparing the Notary Public Minutes was collected in total amount of RSD 27,000.00 (twenty seven thousand) pursuant to Article 21, Tariff no. 4, paragraph 1 of Notary Public Tariff (the "RS Official Gazette", no. 91/2014), and includes the amount of compensation of RSD 22,500.00 (twenty two thousand five hundred) and the amount of calculated VAT at the rate of 20% in the amount of RSD 4,500.00 (four thousand five hundred).

Živorad Vojinović

Notary Public

Signatures pursuant to Articles 355 and 363 of the Company Law, as well as Articles 86
and 89 of the Law on Notary Public:-----

the Chairperson of the Assembly:

Živorad Vojinović

Members of the Committee for Voting:

Lidija Nikolić

Gordana Arlov

Ivana Petković

NOTARY PUBLIC
Nina Štiglić
Belgrade, Zemun
Karađorđeva no. 2

THIS IS TO CONFIRM that this document, printed on July 3, 2015 (July third, two thousand fifteen) on 32 (thirty two) pages represents the ORIGINAL.-----

NOTARY PUBLIC
Nina Štiglić
Belgrade, Zemun
Karađorđeva no. 2

THIS IS TO CONFIRM that this COPY is identical to the original document that is kept
with the Notary Public.-----

The copy was issued to the Chairperson of the Assembly of "GALENIKA-
FITOFARMACIJA AD BELGRADE (ZEMUN)", Živorad Vojinović-----

-----In Belgrade, July 3, 2015 (July third, two thousand fifteen)-----

OPU:458-2015-----

NOTARY PUBLIC
Nina Štiglić
Belgrade, Zemun
Karađorđeva no. 2

Pursuant to Article 47 of the Articles of Association of „GALENKA - FITOFARMACIJA" a.d. (hereinafter referred to as: the Company), the Board of Directors at its meeting held on May 19th 2016 proposed to the General Meeting to make the following

D E C I S I O N

The Company's Annual Report for 2015 IS ADOPTED. The Report includes:

1. The Annual Financial Report for 2015
2. The Auditor's Report for 2015
3. The Annual Report of the Company's Operations for 2015
4. Statement of persons responsible for preparing the Annual Report
5. Decision of supervisors on the adoption of the Annual Report (note)
6. Decision on profit distribution or loss covering (note)

Annual Report for 2015 is public document and can be found on Company's website, Belgrade Stock Exchange's website and Securities Commission website.

E x p l a n a t i o n

The Board of Directors at its meeting held on May 19th 2016 concluded that the Annual Report for 2015:

- is prepared in accordance with Article 50 of the Law on Capital Market ("Official Gazette of the Republic of Serbia", no. 31/2011 and 112/2015) and in accordance with the Rules on the content, form and manner of publication of annual, semi-annual and quarterly reports of public companies ("Official Gazette of the Republic of Serbia", no.14/2012 and 5/2015);
- is approved by the Board of Directors;
- is published within the legally set deadline at the Company's website;
- is submitted to the Securities Commission and the Belgrade Stock Exchange (BSE) within the legally set deadline,

and therefore suggested that the General Meeting makes the decision as set forth in disposition.

Note: The Company's Annual Report for 2015 was published at the Company's website in the section: *For Investors - Information - Annual / Six month Reports.*

Pursuant to Article 47 of the Articles of Association of „GALENKA - FITOFARMACIJA" a.d. (hereinafter referred to as: the Company), the Board of Directors at its meeting held on May 19th 2016 proposed to the General Meeting to make the following

D E C I S I O N

The Company's Annual Consolidated Report for 2015 IS ADOPTED. The Report includes:

1. The Consolidated Financial Report for 2015
2. The Auditor's Consolidated Report for 2015
3. The Annual Consolidated Report of the Company's Operations for 2015
4. Statement of persons responsible for preparing the Annual Consolidated Report
5. Decision of supervisors on the adoption of the Annual Consolidated Report (note)
6. Decision on profit distribution or loss covering (note)

Annual Consolidated Report for 2015 is public document and can be found on Company's website, Belgrade Stock Exchange's website and Securities Commission website.

E x p l a n a t i o n

The Board of Directors at its meeting held on May 19th 2016 concluded that the Annual Report for 2015:

- is prepared in accordance with Article 50 of the Law on Capital Market ("Official Gazette of the Republic of Serbia", no. 31/2011 and 112/2015) and in accordance with the Rules on the content, form and manner of publication of annual, semi-annual and quarterly reports of public companies ("Official Gazette of the Republic of Serbia", no.14/2012 and 5/2015);
- is approved by the Board of Directors;
- is published within the legally set deadline at the Company's website;
- is submitted to the Securities Commission and the Belgrade Stock Exchange (BSE) within the legally set deadline,

and therefore suggested that the General Meeting makes the decision as set forth in disposition.

Note: The Company's Annual Consolidated Report for 2015 was published at the Company's website in the section: *For Investors - Information - Annual / Six month Reports*.

Pursuant to Article 339 of the Law on Business Companies (Official Gazette 36/2011, 99/2011, 83/2014 and 5/2015) and Article 47 of the Articles of Association of „GALENKA-FITOFARMACIJA“ a.d. (hereinafter referred to as: The Company), on the session held on May 19th 2016, the Board of Directors proposes to the General Meeting to issue the following

D E C I S I O N

TO ACCEPT the Board of Director's Report for 2015, in accordance with the Appendix which is an integral part of this decision.

E x p l a n a t i o n

In line with the obligations stated in the Article 399 of the Law on Business Companies, the Board of Directors has prepared the Report for 2015.

The submitted report particularly contains reports on accounting practice and Company's reporting practice, reports on compliance of the Company's business with the laws and other regulations, on the qualifications and independence of the Company's auditors.

The Board of Directors proposes to the General Meeting to decide as stated above.

Pursuant to Article 399 of the Law on Business Companies, and for the purpose of reporting to the shareholders at the regular Annual General Meeting, the Board of Directors of „GALENKA-FITOFARMACIJA“ a.d. (hereinafter referred to as: The Company) submits the

BOARD OF DIRECTORS REPORT FOR 2015

This report has been prepared on the basis of direct and indirect insights and analysis of all major aspects of the Company's business, which were performed by the Board of Directors during the reporting period.

In addition to executive management's detailed reporting, the Board of Directors has, for their assurance, considered and adopted the Company's Audit Committee Annual Report, which includes all business aspects from the area of reports of the Audit Committee positively evaluated.

The findings in this report have been finally formed also on the basis of the Company independent Auditor's report, UHY REVIZIJA d.o.o., in which it is assessed that the individual and consolidated financial statements have been prepared in accordance with the accounting regulations of the Republic of Serbia and that they objectively present the state of assets and liabilities as of Dec 31st 2015.

1. Accounting and financial reporting practice

Accounting policies which are being applied by the Company are described and disclosed in the notes, together with the financial statements.

The Board of Directors believes that the Company's accounting policies have been established in accordance with the legislation of the Republic of Serbia, and that the Company's Annual and Six-month Reports are prepared and disclosed in accordance with legislation and internal Company's rules.

The Board of Directors has reviewed and approved:

- Company's individual and consolidated six-month financial statements for 2015, on a session held on Aug 27th 2015
- Company's individual and Consolidated Annual financial statements for 2015, on a session held on Apr 22th 2016

The Company's independent auditor, UHY REVIZIJA d.o.o., Beograd, has expressed its unreserved opinion in his report both on annual individual and annual consolidated Company's financial statements for 2015 (Apr 18th 2016).

2. Company's compliance with Laws and other regulations

The Board of Directors believes that the Company's business is in compliance with Laws and other regulations and that the established internal control mechanisms are efficient and effective.

As the Company's activity is of high risk, the Company pays special attention to safety at work, health and environmental protection.

During the 2015, the Board of Directors did not identify any cases of Company's non-compliance with the laws and other regulations.

3. Qualification and independence of the Company's auditor with respect to the Company

By the decision of the Shareholders Assembly from June 26th 2015, the Company has contracted UHY REVIZIJA d.o.o., Belgrade, to audit its financial statements for the year of 2015.

UHY REVIZIJA d.o.o. (formerly EKI REVIZIJA d.o.o.) was founded in 2000 by the Institute of Economy in Belgrade. In 2012, it became a member of UHY International, a global network of independent accounting and consultancy companies, which provide auditing, accounting and tax and business consulting services.

UHY REVIZIJA d.o.o. is an independent legal entity with respect to the Company. In 2015, UHY REVIZIJA d.o.o. did not provide other services to the Company.

4. Contracts concluded between the Company and the directors, as well as related parties

In 2015, the Company did not conclude transactions of personal interest with the directors and related parties.

Pursuant to Article 270 of the Law on Business Companies and Article 12, 13, 15 and 47 of the Articles of Association of „GALENKA - FITOFARMACIJA" a.d. (hereinafter referred to as: the Company), the Board of Directors at its meeting held on May 19th 2016 proposed to the General Meeting to make the following

D E C I S I O N
on the distribution of profits for 2015

I The distribution of profits for 2015 is hereby adopted according to the following table:

	RSD
PROFITS FROM THE CURRENT YEAR	863,949,008.18
Distributed into mandatory reserves (Article 13 of the Articles of Association)	43,197,450.00
<i>PROFITS FOR DISTRIBUTION</i>	<i>820,751,558.18</i>
<i>PART FOR PAYMENT OF DIVIDEND</i>	<i>211,200,000.00</i>
<i>UNDISTRIBUTED PROFITS FROM THE CURRENT YEAR</i>	<i>609,551,558.18</i>

II

Pursuant to Article 13 of the Articles of Association, mandatory reserves make 5% of net profit, (RSD 43,197,450.00)

III

Determines a gross dividend of RSD 80.00 per share.

The allocated amount will be paid to the shareholders confirmed as such on the dividend day (record date), in accordance with the shareholders list determined by the Central Securities Depository. In line with the Article 15 of the Company's Articles of Association, the dividend day is the date the Annual General Meeting is held, June 24th 2016.

The dividends will be paid in cash to all shareholders in proportion to their shareholding and nominal value of the shares, who owned on the dividend day.

The deadline for dividends payment is date of September 30th 2016.

E x p l a n a t i o n

After considering the Annual Report for 2015, the Board of Directors decided to propose to the Annual General Meeting to distribute the profits from 2015 in the manner as shown in the disposition.

Pursuant to Article 13 of the Articles of Association, mandatory reserves make 5% of net profit, until the value of this reserve reaches at least 10% of the fixed capital. By allocation of the amount of RSD 43,197,450.00 into mandatory reserve, the value of these reserves is 6.23% of the value of share capital of the Company.

In accordance with the Company's dividend policy, and taking into account liquidity and planned investments, the Board of Directors proposes that the total gross amount of RSD 211,200,000.00 would be allocated for the payment of dividends, or 25.73% of the total available profits for distribution.

According to the distribution of profits for 2015, the capital of the Company will look like in the table below:

	RSD
FIXED ASSETS ON JANUARY 1 st 2016	3,511,200,000.00
<i>Mandatory reserves on December 31st 2015</i>	<i>175,560,000.00</i>
Increase of mandatory reserves based on the distribution of profit in 2015.	43,197,450.00
MANDATORY RESERVES ON JANUARY 1 st 2016	218,757,450.00
SPECIAL RESERVES FOR DEVELOPMENTAL PURPOSES	500,000,000.00
SPECIAL RESERVES FOR BUY-OFF OF OWN SHARES	158,000,000.00
REVALUATION RESERVES	25,722,200.00
UNREALIZED LOSSES FOR SECURITIES	2,692.17
<i>Undistributed profits from earlier years</i>	<i>583,833,417.88</i>
<i>Undistributed profits from the current years</i>	<i>609,551,558.18</i>
UNDISTRIBUTED PROFITS	1,193,384,976.06
TOTAL CAPITAL	5,607,061,933.89

Pursuant to Articles 271, 272 of the Law on Business Companies and Articles 14, 15 and 47 of the Articles of Association of „GALENKA - FITOFARMACIJA" a.d. (hereinafter referred to as: the Company), the Board of Directors at its meeting held on May 19th 2016 proposed to the General Meeting to make the following

D E C I S I O N

on the payment of dividends for year 2015

1. For dividend payments a portion of the undistributed profit for 2015 will be allocated, with total gross amount of RSD 211,200,000.00 or a gross dividend of RSD 80.00 per share.
2. The allocated amount will be paid to the shareholders confirmed as such on the dividend day (record date), in accordance with the shareholders list determined by the Central Securities Depository. In line with the Article 15 of the Company's Articles of Association, the dividend day is the date the General Meeting is held, being June 24th 2016.
3. The dividends will be paid in cash to all shareholders in proportion to their shareholding and nominal value of the shares.
4. The management will, within 15 days from the General Meeting date at latest, inform the shareholders on the dividend payment date through the Company's webpage. The deadline for dividends payment is date of September 30th 2016.
5. In case after the record date and before the payment of dividend, the shareholder transfers the shares on the basis of which he was entitled to dividend, he will keep the right to receive dividends payment.

E x p l a n a t i o n

After review of Annual Report for 2015, the Board of Directors concluded that no business loss was reported, there were no losses transferred from previous years and therefore is no need to cover them.

Since the earned profit is great enough to enable the payment of dividends and taking into consideration the impact of this payment to the Company liquidity, the Board of Directors adopted the decision as in the introduction of this Decision.

Pursuant to Article 47 of the Articles of Association of „GALENKA-FITOFARMACIJA“ a.d. (hereinafter referred to as: The Company) and Compensation and Rewards Policy, at the meeting held on May 19th 2016, the Board of Directors proposes to the General Meeting to issue the following

D E C I S I O N

On reward for work to the non-executive members of the Board of Directors

A special compensation has been established for the members of the Board of Directors in total amount of RSD 27,000,000.00.

Upon the proposal of the President of the Board, the Board of Directors is hereby authorized to decide on the compensation amount for each member of the Board.

E x p l a n a t i o n

In line with the Company's Compensation and Reward Policy, by the Decision of the Annual General Meeting a special cash compensation (incentive bonus) can be approved to the members of the Board of Directors, as a reward for a special contribution to the Company's business results.

Given the business results for 2015, as well as the bonus amount for the year of 2015 paid off to the Company's employees, the Board of Directors has proposed as stated above.

Pursuant to Article 47 of the Articles of Association of „GALENKA - FITOFARMACIJA" a.d. (hereinafter referred to as: the Company), the Board of Directors at its meeting held on May 19th 2016 proposed to the General Meeting to make the following

D E C I S I O N
on the acquisition of own shares for the business year 2016

1. The Company will, when needed, conduct the acquisition of own shares in the amount of up to 10% of the total amount of fixed capital.
2. The shares from item 1 of this Decision are ordinary shares issued in all previous issues of the Company, they are non-voting shares, and they are not counted in the quorum for the decision-making at the Annual General Meeting, nor do they give the right to dividends.
3. The nominal value of these shares will continue to be included in the fixed capital of the Company.
4. The Board of Directors is hereby authorized to make decisions, as necessary, determining the day for activating this decision, the minimum number of shares for acquisition in a single cycle, the minimum and maximum cost of acquiring shares, the method, time and place of trading, as well as the disposition and the price, i.e., the method of determining the price when disposing with shares, if own shares are to be alienated with a compensation, in accordance with the Law.
5. The offer for the acquisition of own shares will be sent to all shareholders of the Company according to the pro-rata method.
6. The acquisition of shares will take place in one or more cycles, depending on the response of shareholders, in the period before the adoption of the Annual Report for 2016.
7. The Company's Board of Directors is under obligation to inform the General Meeting about the conducted acquisition in accordance with point 6 of this Decision at its next meeting.
8. Exceptionally, pursuant to Article 282 of the Company Law, Board of Directors is authorized for acquisition and estrangement of own shares on regulated market in case of market instability or instability of Company's share prices.

Pursuant to Article 384 paragraph 2 item 1 of the Companies Law (*“Official Gazette of the Republic of Serbia”* 36/2011, 99/2011, 83/2014 and 5/2015) and Article 37 paragraph 2 item 1 of the Articles of Association of „GALENKA-FITOFARMACIJE“ a.d. (hereinafter: the Company), the Board of Directors at the session held on May 19th 2016, proposes to the General Meeting to adopt the following:

**DECISION
on appointment of the directors**

I We hereby appoint the following directors of “GALENKA-FITOFARMACIJE” a.d. Belgrade, for the period of four years, starting from June 24th 2016:

1. Nedeljko Puhar, from Belgrade, personal ID no. 0502943710347,
2. Živorad Vojinović, from Belgrade, personal ID no. 2102954772068,
3. Mirjana Bogičević, from Belgrade, personal ID no. 2704956719016,
4. Branislav Medaković, from Belgrade, personal ID no. 2808959710036,
5. Dušan Mojsilović, from Kragujevac, personal ID no. 0207960720036,
6. Dragan Nenadović, from Belgrade, personal ID no. 0901964710055,
7. Slavica Peković, from Belgrade, personal ID no. 2112969715163.

II The directors constitute the Board of Directors.

III Out of the appointed directors, the non-executive directors are:

1. Nedeljko Puhar,
2. Živorad Vojinović,
3. Mirjana Bogičević, who is at the same the independent director
4. Branislav Medaković,
5. Dušan Mojsilović.

IV Out of the appointed directors, the executive directors are:

1. Dragan Nenadović,
2. Slavica Peković.

V At the constitutive session of the Board of Director, the directors shall appoint the Chairman of the Board of Directors from the non-executive directors.

VI At the constitutive session of the Board of Director, the directors shall appoint the CEO of the Company from the executive directors.

VII The executive directors are legal representatives of the Company with the authorization to represent the Company without limitations.

VIII Decision on appointment of the Board of Directors and executive directors as legal representatives of the Company will be registered in the Serbian Business Registers Agency pursuant to the Law.

IX The constitutive session of the Board of Directors shall be convened and chaired by the oldest appointed director.

X In accordance with the decisions of the General Meeting on January 19th 2012, rights, obligations and responsibilities of each director shall be determined in accordance with the adopted

model of a separate agreement as defined in the Company's Articles of Association and the Company's Compensation and Reward Policy.

XI The CEO is authorized to sign separate agreements with the directors, on behalf of the Company.

The Chairman of the Board of Directors is authorized to sign agreement with the CEO, on behalf of the Company.

XII This decision shall enter into force on the date of its adoption.

E x p l a n a t i o n

Taking into account successful operations, continuous development and a stable rate of profit which the Company stated in the previous years, the Board of Directors proposes to the General Meeting to choose the same members of the Board of the Company for the next term of office.

The independent member of the Board of Directors, Ms Mirjana Bogićević, meets specific terms referred to in Article 392 of the Companies Law to be appointed as the independent director of the Company in the next term of office, which she confirmed in her written statement submitted to the Board of Directors.

Pursuant to Article 75 of the Companies Law, the Board of Directors adopted the decision on April 7th 2016, taking into account the strategic objectives of the Company, pursuant to which the non-executive director Dušan Mojsilović was authorized to continue performing this function, related to the fact that the company owned by him, Agromarket d.o.o. from Kragujevac, may be considered competition for the Company.

As all the proposed candidates meet the legal and statutory terms for their reappointment, the Board of Directors proposes that the General Meeting adopts the decision as in the introduction of this decision.

Note: The Board of Director's biographies was published at the Company's website in the section: *For Investors / Corporate Governance / Board of Directors*.

Pursuant to Article 47 of the Articles of Association of „GALENKA - FITOFARMACIJA" a.d. (hereinafter referred to as: the Company), the Board of Directors at its meeting held on May 19th 2016 proposed to the General Meeting to make the following

D E C I S I O N
on the selection of an independent auditor for the business year 2016

1. UHY REVIZIJA d.o.o. Belgrade, MB 17082175, is selected for an independent auditor to perform audit work in the business year 2016.

2.The Chief Executive Officer of the Company is authorized to conclude the Contract on the performance of an audit work, which will specify the mutual rights and obligations of the contractor with the selected auditor from this Decision.

E x p l a n a t i o n

The Board of Directors has considered the Audit Committee's proposal to choose UHY REVIZIJA d.o.o. from Belgrade as its independent auditor for business year 2016.

The Audit Committee, in it's proposal, has determined that the offer submitted by UHY REVIZIJA d.o.o. has met the most professional and economic demands established by the Company for external audit.

At the same time, UHY REVIZIJA d.o.o. meets legal requirements of professionalism and independence, which are required from an independent Auditor of the public corporation.

UHY REVIZIJA d.o.o. has also confirmed their independence with respect to the Company in their statement submitted to the Company's Audit Committee, in line with the Article 453 of the Company Law (the "RS Official Gazette" no. 36/2011 and 99/2011, 83/2014, 5/2015).

Based on the above, it has been decided as in the enacting terms.

DECISION
ON AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF
„GALENKA-FITOFARMACIJA“ a.d. Belgrade

I Articles of Association of „GALENKA-FITOFARMACIJA“ a.d. Belgrade dated June 26th 2014, is amended in Article 8 and Article 9 and now it reads:

“ **Article 8**
Share capital of the Company is registered and paid capital in the amount of RSD 3,511,200,000.00 (three billion five hundred eleven million two hundred thousand).
The share capital of the Company may be increased or reduced pursuant to the decision of the Company in cases and in manner prescribed under the Law.

Article 9
The share capital of the Company is divided into 2,640,000 shares, each nominal value of RSD 1,330.00 per share.

The Company shares are ordinary, bearer shares, transferable without limitation pursuant to the Law. The Company shares are fully paid and have the following important elements:

- 1. Issuer „GALENKA – FITOFARMACIJA“ a.d., company registration no. 07725531, TIN 10001046;*
- 2. ISIN no. RSFITOE21521;*
- 3. CFI with ESVUFR;*
- 4. Date of registration in the Central Register: July 24th 2015.*

The Company may issue ordinary and preferred shares, in accordance with legal regulations and decision of the General Meeting, which specifies the procedure of issuance, type and class of shares which are issued.

In addition to issued shares, the Company may have approved shares as ordinary or preferred, whose number may not exceed the amount of 50% of the number of ordinary shares as of the date of adoption of the decision by the General Meeting.

The Company may acquire treasury shares pursuant to the Law.

“

II The company directors is authorized to prepare the revised text of the Articles of Association of the Company and to implement the registration procedure in the Serbian Business Registers Agency with the purpose of compliance with the provisions of the Companies Law.

Explanation

Pursuant to the decision of the Annual General Meeting no. 6/20 dated June 26th 2015, a part of retained earnings is converted into the share capital of the Company by issuing new shares. In that manner the value of the share capital was increased to RSD 3,511,200,000.00 and a number of issued shares is increased to 2,640,000.

The changes in the share capital which were in July 2015 registered in the Central Register and registered at the Belgrade Stock Exchange, thus creating all the formal terms to amend the Articles of Association which contain data on the share capital and to register this change with the Serbian Business Registers Agency.

Since that the amendments of the Articles of Association may be performed only pursuant to the decision of the General Meeting, the Board of Directors proposes to the General Meeting to adopt the decision as in the introduction of this Decision.