

REPUBLIC OF CROATIA

No: OU-458/2018-2

Notary Public

Mato Medić

Kutina, Trg kralja Tomislava 7

Discussed on 15 October 2018 (the fifteenth of October two thousand eighteen) in Kutina, at the business premises (headquarters) of Petrokemija Plc. Fertilizer Company, Kutina, Aleja Vukovar 4, starting at 12.00 (twelve hundred hours), (according to the notice on convocation, the General Assembly was supposed to start at 12,00 hrs.)-----

I, Notary Public, Mato Medić, from Kutina, Trg kralja Tomislava 7, came at the request of Petrokemija Plc. Fertilizer Company, to the company headquarters (business premises) in Kutina, Aleja Vukovar 4, in order to prepare the minutes of the General Assembly of that public limited company, inserted into the court register of the Commercial Court in Zagreb, registry insert with company's number (MBS) 080004355, taxpayer number (OIB) 24503685008.-----

It is determined that at today's General Assembly the following attendees are present:-

I. From the Supervisory Board, consisting of the following members:-----

1. Mijo Šepak, PIN 38512309032, Husain, Frana Krste Frankopana 48, President of the Supervisory Board, -----

2. Željko Klaus, PIN 86607606361, Husain, Petra Zrinskog 31, Vice President of the Supervisory Board, -----

3. Ladislav Turčinović, PIN 69430525230, Sveti Petar u Šumi, Jukini 81, Member of the Supervisory Board,-----

4. Marijan Kuprešak, PIN 53756130078, Osijek, Vijenac Murse 2, Member of the Supervisory Board,-----

5. Robert Blažinović, PIN 26915343198, Zagreb, Prenjska ulica 10, Member of the Supervisory Board ,-----

only the President of the Supervisory Board, Mr. Mijo Šepak is present, furthermore-----

II. from the Management Board consisting of the following members: -----

1. Đuro Popijač, PIN 07944363524, Rakitje, Školska ulica 41, President of the Management Board,-----

2. Davor Žmegač, PIN 57183812111, Kutina, Školska 7, Member of the Management Board.-

All the members of the Management Board referred to in points 1 and 2 are present,
furthermore-----

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III. Shareholders or shareholders' representatives (assignees) listed on the list of participants
attached below, furthermore -----

IV. Mr. Goran Aparac, law graduate - Head of the Company's Legal Department.-----

V. Mr. Mladen Ostrički, of VOBCO, LLC, Varaždin, Zagrebačka 61 / IV, a company
in charge of electronic collection and processing of votes at today's General Assembly.-----

Mr. Mijo Šepak, who I know in person and by name, as the President of the Supervisory
Board, opened the Company's General Assembly at 12.00 hrs (twelve hundred hours) and took
the chair.-----

Namely, pursuant to Art. 29, paragraph 1, sentence 1 of Petrokemija Plc.'s, statute, the
text of which is a full (revised) text in line with Art. 303, paragraph 1 of the Corporate Law (OG
111/93, 34/99, 121/99 - authentic interpretation, 52/00 - CCRH Decision, 118/03, 107/07,
146/08, 137/09, 125/11- ref. Art. 381 of the Criminal Code, 152/11 revised text, 111/12, 68/13
and 110/15-hereinafter CL), defined by the Company Supervisory Board on 11 October 2017
(the eleventh of October two thousand seventeen), the company's General Assembly is chaired
by the President of the Supervisory Board. -----

The General Assembly chairman, Mr. Mijo Šepak, stated that the notice on convocation
of today's General Assembly, together with the agenda, was posted on the website of the Court
Register on 5 September 2018 (the fifth of September two thousand eighteen), -----
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Pursuant to Art. 286 paragraph 3 of CL to these minutes the following is attached:

1. The notice on convocation of today's General Assembly, together with the
agenda, posted on the website of the Court Register on 5 September 2018 (the fifth
of September two thousand eighteen), (4 pages), also-----
2. The Decision of the Supervisory Board no. 8/2018 from 4 September 2018 (the
fourth of September two thousand eighteen), (2 pages), also-----
3. The Decision of the Management Board and the Supervisory Board no. 9/2018 from
4 September 2018 (the fourth of September two thousand eighteen), (4 pages).-----

In the notice from 5 September 2018 (the fifth of September two thousand eighteen),
posted on the website of the Court Register, the stated-----

Agenda

is as follows:

1. Opening of the General Assembly and determining the list of participants -----

2. Decision on the amendments of the Statute-----
3. Decision on the recall of the Supervisory Board members-----
4. Decision on the election of the Supervisory Board members-----

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5. Decision on amendments of the Decision on the increase of the company's subscribed capital by contributions in cash excluding the priority right of the shareholders and amendments of the company's Statute from 9 July 2018-----

The chairman of the company's Assembly, Mr. Mijo Šepak, read the Agenda.-----

After that, the agenda was elaborated as follows:-----

Ad 1 (Opening of the General Assembly and determining the list of participants)-----

The chairman of the Company's General Assembly, Mr. Mijo Šepak, concluded that on today's assembly, out of 4.289.287 (four million two hundred and eighty-nine thousand two hundred and eighty-seven) shares with the priority right to vote, 298.343 (two hundred and ninety-eight thousand three hundred and forty-three) shares/ votes are represented, which is 6,96% when compared to the whole amount of shares with the priority right to vote, thus the conditions for the Company's General Assembly to be held have not been met.-----

Namely, pursuant to Art. 31 paragraph 1 of the Company's Statute, the General Assembly has the right to make decisions if shareholders or their assignees, who individually or all together have shares the nominal value of which exceeds 50% (fifty percent) of the amount of the company's capital at the time of the General Assembly.-----

Afterwards, the chairman of the Company's General Assembly, Mr. Mijo Šepak, decided to wait for 15 (fifteen) minutes in case of eventual quorum establishment in that time. After 15 (fifteen) minutes have passed, meaning at 12:25 (twelve twenty-five hours), he concluded that the quorum has not been established and that there are no conditions for today's General Assembly to be held.-----

Then, the chairman of the Company's General Assembly, Mr. Mijo Šepak, signed the list of attendees, which is attached to these minutes, and handed the list to the attendees for inspection, having beforehand read the list of attendees, that is, their assignees.-----

Afterwards, Mr. Goran Aparac, the Head of the Company's Legal Department, informed the attendees that a backup General Assembly was planned for 31 October 2018 (the thirty-first of October two thousand eighteen) at 12,00 (twelve hundred) hours and that this was published in the above mentioned notice from 5 September 2018 (the fifth of September two

thousand eighteen).-----

In the end, the chairman of the Company's General Assembly, Mr. Mijo Šepak, concluded today's meeting.-----

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To the minutes the following is attached:-----

-the list of attendees, then-----

-the notice on convocation of today's General Assembly, together with the agenda, posted on the website of the Court Register on 5 September 2018 (the fifth of September two thousand eighteen),then-----

-Decision of the Supervisory Board no. 8/2018 from 4 September 2018 (the fourth of September two thousand eighteen), and-----

-Decision of the Company's Management Board and the Supervisory Board no. 9/2018 from 4 September 2018 (the fourth of Septemebr two thousand eighteen)-----

The record of these minutes is issued for the Company and for the Commercial Court in Zagreb. In line with Art. 25 and 38 of the Regulation on Temporary Notary Tariff, a notary public reward of HRK 2.320,00 + VAT 25% was charged. Notary public fee in line with tar. No. 3 pt. 1 and tar. No. 1 pt. 4 of the Notary Publics Act is HRK 140,00 (HRK 40,00 for request + HRK 100,00 for the preparation of the minutes).-----

Notary Public

Mato Medić