

Pursuant to Article 383, paragraph 1, item 1 and Article 417 of the Companies Act and Article 133.135 and 136 of the Statutes of the Company for the production and trade of fur and fur products Dimko Mitrev AD import-export Veles number of 0202-430/1 11:06 .2008 (hereinafter "Company"), the Board of Directors of the Company at its meeting held on 19.04.2013 adopted the following:

## **Draft Decision**

### **Amending the Articles of AD Dimko Mitrev Veles Consolidation**

#### **Amendments to the Statute of Dimko Mitrev AD Veles refer to the following:**

1.1. Article 10 is amended as follows:

Priority activities of the company:

"15:11. Tanning and dressing of leather, finishing the dyeing of fur "

1.2. Article 72, paragraph 1 is amended as follows:

"The Board of Directors has five (5) members, four (4) non-executive members who are appointed as non-executive directors of the Board of Directors (hereinafter referred to as non-executive members) and one (1) member of the Executive Board of Directors (hereinafter Text: CEO)

1.3. Article 72, paragraph 1, item 1: 1 is amended as follows:

"At least one (1) non-executive member of the Board of Directors, the Assembly elected as independent members of the board of directors"

1.4. Article 72, paragraph 1, item 2 is amended as follows:

When selecting members of the board of directors who are appointed for one (1) member shall be elected as an independent member of the board of directors.

#### **EXPLANATION**

Given the global economic crisis, unprecedented conditions for operation, reducing the volume of work and osetnoto reduce employee of the company, itself the need for intervention and change of the Company's Statute, to reduce costs and at the same already voobichaerna practice in many companies in the country. For these reasons, the Board of Directors of the Company Dimko Mitrev AD Veles its meeting held on 19.04.2013 adopted the draft decision to amend the statute Dimko Mitrev AD Veles.

Taking into account the above proposes the General Meeting of the Company Dimko Mitrev AD Veles approaches to making this decision at its meeting scheduled for 29.05.2013 for amending the Statute of Dimko Mitrev AD Veles and after its passing and decision - to authorize the Board of Directors of JSC Veles Dimko Mitrev to prepare a revised text of the statute having regard to this decision.

This decision is made in a way that individually, the members are outstanding changes and supplements to the Dimka Mitrev AD Veles.

Amendments were made to the following provisions of the Statute:

\* Article 10 as a priority activity of the company rather than the current

18:30. Dressing and dyeing of fur, manufacture of articles of fur: it has changed in the current situation already figurura code:

11.15 Tanning and dressing of leather, dressing and dyeing of fur

In Article 72, paragraph 1, number of board of directors is reduced from seven (7) of the five members of which four (4) will be non-executive members and an executive member of the board of directors.

In Article 72 paragraph 1 item 1 assembly will choose at least one independent member of the board of directors from among the non-executive members;

In Article 72, paragraph 1, item 2 in the selection of members of the board of directors are appointed to one (1) member of the non-executive independent members on the board.

This is in accordance with Article 367 of the Companies Act.

Other provisions of the statute remain nepromenteti.

Based on the foregoing, the Board of Directors of the Company made a decision as to the tenure and it was suggested the Assembly.

**President of the Board of Directors**

**Luybomir Bogoevski**