

In accordance with the Company Law of the Republic of Serbia (“Official Gazette of RS”, no. 36/2011, 99/2011, 83/2014 – other law and 5/2015; the “**Law**”), the Board of Directors of the company Akcionarsko društvo industrija mleka i mlečnih proizvoda **Imlek** with registered seat at Industrijsko naselje bb, Padinska Skela, Belgrade, corporate identification number 07042701, (the “**Company**”), the only company involved in the status change, hereby adopts:

DRAFT DIVISION PLAN

1. SUBJECT OF THE DIVISION PLAN, OBJECTIVE AND TERMS OF SPIN OFF

- 1.1. The subject matter of this Division Plan is the status change of spin-off, to be executed by transferring a part of assets and liabilities of the Company to the limited liability company which shall be incorporated in the procedure of status change, resulting in the decrease of capital of the Company which shall continue to exist, all in accordance with the terms defined by this Division Plan and the Law (the “**Spin-off**”).
- 1.2. By the Spin-off a new company shall be established, as follows:
 - Adriatic Minorityco 004 doo Beograd, with registered address at Resavska 23, Belgrade, Republic of Serbia (“**Adriatic Minorityco 004**”).
- 1.3. Adriatic Minorityco 004 shall be established in the form of a limited liability company, and its corporate governance shall be organized in a one-tier system. Adriatic Minorityco 004 shall be established for an indefinite period of time, fully in accordance with the Memorandum of Association which is attached to this Division Plan and represents its integral part and which shall enter into force together with this Division Plan (the “**Memorandum of Association**”).
- 1.4. The objective of the Spin-off is to optimize corporate structure and to structure the operations of the Company to have a more effective management of the Company’s assets.

U skladu sa Zakonom o privrednim društvima Republike Srbije („Službeni glasnik RS“, br. 36/2011, 99/2011, 83/2014 – dr. zakon i 5/2015; „**Zakon**“), Odbor direktora akcionarskog društva Industrija mleka i mlečnih proizvoda **Imlek**, sa registrovanim sedištem na adresi Industrijsko naselje bb, Padinska Skela, Beograd, matični broj 07042701 („**Društvo**“), kao jedino privredno društvo koje učestvuje u statusnoj promeni, usvaja:

NACRT PLANA PODELE

1. PREDMET PLANA PODELE, CILJ I USLOVI IZDVAJANJA UZ OSNIVANJE

- 1.1. Predmet ovog Plana podele je statusna promena izdvajanje uz osnivanje koja će biti izvršena tako što će deo imovine i obaveza Društva biti izdvojen i prenet na društvo sa ograničenom odgovornošću koje će biti osnovano u postupku statusne promene, usled čega će doći do smanjenja kapitala Društva, pri čemu će Društvo nastaviti da postoji, sve u skladu sa ovim Planom podele i Zakonom („**Izdvajanje**“)
- 1.2. Izdvajanjem uz osnivanje se osniva novo društvo sa ograničenom odgovornošću, i to:
 - Adriatic Minorityco 004 doo Beograd, sa registrovanim sedištem na adresi Resavska 23, Beograd, Republika Srbija („**Adriatic Minorityco 004**“).
- 1.3. Adriatic Minorityco 004 se osniva u formi društva sa ograničenom odgovornošću, sa jednodomnim sistemom upravljanja, na neodređeno vreme, u svemu prema Osnivačkom aktu koji se nalazi u prilogu i čini sastavni deo ovog Plana podele, a koji stupa na snagu istovremeno sa stupanjem na snagu ovog Plana podele („**Osnivački akt**“).
- 1.4. Cilj Izdvajanja je optimizacija korporativne strukture i strukturiranje poslovanja Društva na način da se postigne efikasnije upravljanje imovinom Društva.

1.5. Detailed terms under which this status change shall be executed are defined in the following articles of this Division Plan.

2. IMPLICATIONS OF THE SPIN-OFF FOR THE SHARE CAPITAL

2.1. The total registered and paid-in share capital of the Company before the Spin-off is monetary and amounts to RSD 4.401.557.280 is paid-in in entirety and is divided into:

— 8.138.715 ordinary shares of the nominal value of RSD 540 per share, ISIN no RSIMLKE73325 CFI code: ESVUFR.

— 12.317 preferential shares of the nominal value of RSD 540 per share, ISIN no RSIMLKE39474 CFI code: EPNNNR.

2.2. The part of share capital of the Company shall be transferred to Adriatic Minorityco 004, so that after the Spin-off, the share capital of the Company shall be distributed as follows:

— the total registered and paid-in share capital of the Company shall be monetary and shall amount to RSD 4.394.906.100, paid in on 21 April 2016 and 22 December 2017 and will represent 8.138.715 ordinary shares of the nominal value of RSD 540 per share, ISIN no.: RSIMLKE73325 CFI code: ESVUFR; and

— the total registered and contributed share capital of Adriatic Minorityco 004 shall be monetary and shall amount to RSD 6.651.180, and shall be deemed to have been paid-in on the day of registration of Adriatic Minorityco 004 with the Serbian Business Registers Agency (the "SBRA").

1.5. Uslovi pod kojima se vrši ova statusna promena su bliže definisani u narednim članovima ovog Plana podele.

2. POSLEDICE IZDVAJANJA NA OSNOVNI KAPITAL

2.1. Ukupni upisani i uplaćeni osnovni kapital Društva pre Izdvajanja iznosi 4.401.557.280 dinara, u celosti je novčani i uplaćen, i podeljen je na:

— 8.138.715 običnih akcija nominalne vrednosti od 540 dinara po akciji, oznaka ISIN: RSIMLKE73325 CFI: ESVUFR.

— 12.317 preferencijalnih akcija nominalne vrednosti od 540 dinara po akciji, oznaka ISIN: RSIMLKE39474, CFI: EPNNNR.

2.2. Deo osnovnog kapitala Društva posle Izdvajanja biće prenet na Adriatic Minorityco 004, tako da će osnovni kapital Društva nakon Izdvajanja biti raspoređen na sledeći način:

— ukupni uplaćeni kapital Društva će biti novčani i iznosiće 4.394.906.100 dinara, u potpunosti uplaćen 21. aprila 2016. godine i 22. decembra 2017. godine i predstavljaće 8.138.715 običnih akcija nominalne vrednosti od 540 dinara po akciji, oznaka ISIN: RSIMLKE73325 CFI: ESVUFR; i

— ukupni uneti novčani kapital društva Adriatic Minorityco 004 iznositi 6.651.180 dinara, i smatraće se uplaćenim danom registracije osnivanja Adriatic Minorityco 004-a kod Agencije za privredne registre Republike Srbije („APR“).

2.3. Simultaneously with the Spin-off, the share capital of the Company shall be decreased in the amount corresponding to the amount of the capital which shall be transferred to Adriatic Minorityco 004, i.e in the amount of RSD 6.651.180 in the way that 12.317 preferential shares of nominal value of RSD 540 per share ISIN number: RSIMLKE39474, CFI code: EPNNNR will be cancelled.

3. THE LIST OF SHAREHOLDERS AND THE NOMINAL VALUE OF THEIR SHARE(S)

3.1. On the day of notarization of this Division Plan, the Shareholder of the Company is:

— **Danube Foods Group B.V.**, with its registered seat at the address Prins Bernhardplein 200, 1097 JB Amsterdam, the Netherlands, registered with the Netherlands Chamber of Commerce under corporate identification number 34180508, (the “**Shareholder**”), holding 100% of share capital in the Company, total nominal value of which amounts to RSD 4.401.557.280, divided into 8.138.715 ordinary shares of the nominal value of RSD 540 per share, ISIN no RSIMLKE73325 CFI code: ESVUFR and 12.317 preferential shares of the nominal value of RSD 540 per share, ISIN no RSIMLKE39474 CFI code: EPNNNR.

3.2. After the execution of the Spin-off:

- 1) The Shareholder shall hold 100% of shares in the Company, the total nominal value of which amounts to RSD 4.394.906.100, i.e. 8.138.715 ordinary shares of the nominal value of RSD 540 per share, ISIN no.: RSIMLKE73325 CFI code: ESVUFR; and
- 2) The Shareholder shall hold 100% of share in Adriatic Minorityco 004, of the nominal value in the amount of RSD 6.651.180.

2.3. Istovremeno sa Izdvajanjem smanjuje se osnovni kapital Društva za iznos dela osnovnog kapitala koji se prenosi na Adriatic Minorityco 004, tj. u iznosu od 6.651.180 dinara i to tako što će: biti poništeno 12.317 preferencijalnih akcija nominalne vrednosti od 540 dinara po akciji, oznaka ISIN: RSIMLKE39474, CFI: EPNNNR.

3. SPISAK ČLANOVA DRUŠTVA I NOMINALNA VREDNOST NJIHOVIH AKCIJA / UDELA

3.1. Član Društva, na dan overe ovog Plana podele je:

— **Danube Foods Group B.V.**, sa registrovanim sedištem na adresi adresi Prins Bernhardplein 200, 1097 JB Amsterdam, Holandija, registrovano kod nadležnog registra Holandije pod registracionim brojem 34180508, („**Član**“), vlasnik 100% akcijskog kapitala u Društvu, ukupne nominalne vrednosti 4.401.557.280 dinara, podeljenog na 8.138.715 običnih akcija nominalne vrednosti od 540 dinara po akciji, oznaka ISIN: RSIMLKE73325 CFI: ESVUFR i 12.317 preferencijalnih akcija nominalne vrednosti od 540 dinara po akciji, oznaka ISIN: RSIMLKE39474, CFI: EPNNNR.

3.2. Nakon sprovođenja Izdvajanja:

- 1) Član će imati 100% akcija u Društvu, ukupne nominalne vrednosti 4.394.906.100 dinara, i to 8.138.715 običnih akcija nominalne vrednosti od 540 dinara po akciji, oznaka ISIN: RSIMLKE73325 CFI: ESVUFR; i
- 2) Član će imati 100% udela u društvu Adriatic Minorityco 004, čiji osnovni kapital iznosi 6.651.180 dinara.

4. INFORMATION ON SHARE EXCHANGE

- 4.1. After the completion of Spin-off in accordance with this Division Plan, the Shareholder shall acquire 100% of share in Adriatic Minorityco 004 and shall keep its ordinary shares in the Company, in accordance with the article 3.2 above. Shareholder does not hold any special rights in the Company.
- 4.2. The share in Adriatic Minorityco 004 shall be considered acquired by the Shareholder starting from the day of registration of the Spin-off and the registration of incorporation of Adriatic Minorityco 004, and from that day onward, Shareholder shall be deemed to have all the rights based on the ownership of share, including the right to participate in profits.

5. ASSETS AND LIABILITIES WHICH ARE BEING TRANSFERRED

- 5.1. As at the date of the Separation Balance Sheet, total value of assets of the Company amounts to RSD thousand 58.415.314, and the total value of liabilities of the Company amounts to RSD thousand 57.093.935, according to the separation balance sheet made as of 31.12.2017., attached to this Division Plan and forming its integral part (the "Separation Balance Sheet").
- 5.2. In accordance with Separation Balance Sheet, the total book value of assets which shall be transferred from the Company to Adriatic Minorityco 004 on the basis of the Spin-off is RSD thousand 14.631.868.
- 5.3. The following assets shall be transferred to Adriatic Minorityco 004 on the basis of the Spin-off (the "**Transferred Assets**"):

— 238.559 ordinary shares ISIN no: RSBAMBE25298, CFI code: ESVUFR, owned by the Company in the company Koncern Bambi a.d. Požarevac, registered before Serbian Business Registers Agency under the corporate identification number 07162936, with registered seat at address Đure Đakovića bb,

4. PODACI O ZAMENI UDELA

- 4.1. Nakon sprovođenja Izdvajanja, u skladu sa ovim Planom podele, Član će steći 100% udela u Adriatic Minorityco 004, i istovremeno će zadržati svoje obične akcije u Društvu u skladu sa članom 3.2 gore. Član Društva nema posebna prava u Društvu.
- 4.2. Udeo u Adriatic Minorityco 004 Član stiče danom registracije Izdvajanja i registracije osnivanja Adriatic Minorityco 004, i počev od tog dana Član stiče sva prava po osnovu svojine na udelu, uključujući i pravo učešća u dobiti.

5. IMOVINA I OBAVEZE KOJI SE PRENOSE

- 5.1. Na dan sačinjavanja Deobnog bilansa, ukupna vrednost imovine Društva iznosi 58.415.314 hiljada dinara, a ukupna visina obaveza Društva iznosi 57.093.935 hiljada dinara, prema Deobnom bilansu Društva sačinjenom na dan 31.12.2017. koji čini sastavni deo ovog Plana podele („Deobni bilans“),.
- 5.2. U skladu sa Deobnim bilansom, ukupna računovodstvena vrednost imovine Društva koja se po osnovu Izdvajanja prenosi sa Društva na Adriatic Minorityco 004 iznosi 14.631.868 hiljada dinara.
- 5.3. Sledeća imovina će biti preneti na Adriatic Minorityco 004 na osnovu Izdvajanja (**„Preneta imovina“**):

— 238.559 običnih akcija ISIN br: RSBAMBE25298, CFI: ESVUFR koje Društvo poseduje u društvu Koncern Bambi a.d. Požarevac, registrovanom u Agenciji za privredne registre pod matičnim brojem 07162936, sa registrovanim sedištem na adresi Đure Đakovića bb, Požarevac u iznosu koji je naveden u Deobnom bilansu.

Požarevac in the amount set out in the Separation Balance Sheet.

- part of the Company's intangible assets, i.e. goodwill of the Company in the amount set out in the Separation Balance Sheet.

5.4. In accordance with Separation Balance Sheet, the total book value of liabilities which shall be transferred from the Company to Adriatic Minorityco 004 on the basis of the Spin-off is RSD thousand 14.625.217.

5.5. Following liabilities of the Company shall be transferred to Adriatic Minorityco 004 on the basis of the Spin-off (**the "Transferred Liabilities"**):

- Part of liabilities based on Loan Agreement with Danube Foods Group B.V. as of 12.09.2017. registered under National Bank of Serbia with code 624582 (the "Agreement 1") in the amount of RSD thousand 6.332.128, out of which the principal amounts to RSD thousand 6.332.128 and interest calculated on such principal amount until the date of the Separation Balance Sheet amounts to RSD 0.

- Part of liabilities based on Annex of loan agreement with UniCredit bank Serbia (payment agent) as of 11.08.2017. (the "Agreement 2") in the amount of out RSD thousand 8.293.089, out of which the principal amounts to RSD thousand 8.293.089 and interest calculated on such principal amount until the date of the Separation Balance Sheet amounts to RSD 0.

- The entire obligation related to the interest calculated on the above principal amounts until the date of registration of the Spin Off before Serbian Business Registers Agency will be transferred to Adriatic Minorityco 004 as well. The Company (i.e. its legal representative on behalf of the Company) will provide a statement on the total amount of the principal amount and the interest that is transferred to Adriatic Minorityco 004 in line with previous sentence, or the annex to the

- deo nematerijalne imovine Društva, tj. goodwill Društva u iznosu koji je naveden u Deobnom bilansu.

5.4. U skladu sa Deobnim bilansom, ukupna računovodstvena vrednost obaveza Društva koje se po osnovu Izdvajanja prenose sa Društva na Adriatic Minorityco 004 iznosi 14.625.217 hiljade dinara.

5.5. Sledeće obaveze će biti prenete na Adriatic Minorityco 004 na osnovu Izdvajanja (**„Prenete obaveze“**):

- Deo obaveze po osnovu Ugovora o zajmu sa Danube Foods Group B.V. zaključen dana 12.09.2017. zavedenim kod Narodne banke Srbije pod brojem 624582 („Ugovor 1“) u iznosu od 6.332.128 hiljada dinara, od čega glavnica iznosi 6.332.128 hiljade dinara a kamata obračunata na taj iznos glavnice do dana na koji je sačinjen Deobni bilans iznosi 0 dinara.

- Deo obaveze po osnovu Aneksa ugovora o kreditu sa UniCredit bank Serbia (agentom plaćanja) zaključen dana 11.08.2017. („Ugovor 2“) u iznosu od 8.293.089 hiljade dinara, od čega glavnica iznosi 8.293.089 hiljade dinara a kamata obračunata na taj iznos glavnice do dana na koji je sačinjen Deobni bilans iznosi 0 dinara.

Na Adriatic Minorityco 004 će biti preneti i obaveza plaćanja celokupne kamate koja bude obračunata na iznos gore navedenih glavnica do dana registracije Izdvajanja kod Agencije za privredne registre Republike Srbije. Društvo (tj. zakonski zastupnik Društva u ime Društva) će dati izjavu o ukupnom iznosu glavnice i kamate koji se u skladu sa prethodnom rečenicom prenose na Adriatic Minorityco 004, ili će biti zaključen aneks Ugovora u kom će biti naznačeni iznos glavnice i kamata koje se prenose. Ta izjava ili aneks Ugovora će zajedno sa ostalom

Agreement stating the transferred principal amount and transferred interest will be entered into. Said statement or annex to the Agreement, together with other accompanying documentation, will be the basis for reporting to the National Bank of Serbia on the change of debtor in accordance with the Decision on Reporting on the Foreign Credit Transactions.

6. METHOD OF TRANSFERRING ASSETS AND LIABILITIES TO ADRIATIC MINORITYCO 004

6.1. The assets which shall be separated from the Company, shall be transferred to Adriatic Minorityco 004 in the following way:

- The ownership title on the Transferred Assets described in the article 5.3 above, shall be transferred by the registration of change of the ownership over 238,559 ordinary shares in Bambi a.d. Požarevac ISIN no: RSBAMBE25298, CFI code: ESVUFR from the Company to Adriatic Minorityco 004 , which shall be registered with the Central Securities Depository and Clearing House (“CSD”) and/or other competent registers, after the entering into force and registration of the Spin-off and the registration of incorporation of Adriatic Minorityco 004.
- The Company's liabilities described in the Articles 5.4 and 5.5 above will be transferred from the Company to Adriatic Minorityco 004 in accordance with the Law on Obligations and Torts of the Republic of Serbia and other regulations that are applicable to the transfer of these liabilities. The National Bank of Serbia shall be notified of the transfer of the Transferred Obligations in accordance with the Decision on Reporting on the Foreign Credit Transactions.

6.2. Promptly after the signing and notarization of this Division Plan, and after the registration of the Spin-off, and registration of incorporation of Adriatic Minorityco 004 in accordance with this Division Plan, Adriatic Minorityco 004 shall undertake all legal actions required for effectuation of the

pratećom dokumentacijom biti osnov za izveštavanje Narodne banke Srbije o promeni dužnika u skladu sa Odlukom o izveštavanju o kreditnim poslovima sa inostranstvom.

6. NAČIN PRENOSA IMOVINE I OBAVEZA NA ADRIATIC MINORITYCO 004

6.1. Imovina koja se izdvaja iz Društva i biće preneti na Adriatic Minorityco 004 na sledeći način:

- Pravo svojine na Prenetoj imovini opisanoj u članu 5.3 gore će biti preneto upisom promene vlasništva na 238.559 običnih akcija u društvu Bambi a.d. Požarevac ISIN br: RSBAMBE25298, CFI: ESVUFR sa Društva na Adriatic Minorityco 004, a što će biti registrovano kod Centralnog registra depoa i kliringa hartija od vrednosti („CRHOV“) i/ili kod drugih nadležnih registara nakon stupanja na snagu i registracije Izdvajanja i registracije osnivanja Adriatic Minorityco 004.
- Obaveze Društva opisane u članovima 5.4 i 5.5 iznad će biti prenete na Adriatic Minorityco 004 danom registracije Izdvajanja u skladu sa Zakonom o obligacionim odnosima Republike Srbije i drugim propisima koji su primenljivi na prenos tih obaveza. Narodna Banka Srbije će biti izveštena o prenosu Prenetih Obaveza u skladu sa Odlukom o izveštavanju o kreditnim poslovima sa inostranstvom.

6.2. Odmah po potpisivanju i overi ovog Plana podele kod nadležnog organa i registraciji Izdvajanja i registracije osnivanja Adriatic Minorityco 004-a, u skladu sa ovim Planom podele Adriatic Minorityco 004 će preduzeti sve pravne radnje potrebne radi sprovođenja prenosa Prenete imovine i Prenetih obaveza

transfer of Transferred Assets and Transferred Liabilities to Adriatic Minorityco 004.

- 6.3. All registrations to be made in accordance with the Law, the Law on Accounting of the Republic of Serbia, Decision on Reporting on the Foreign Credit Transactions, Operating Rules of CSD, and other applicable laws of the Republic of Serbia, shall be made on the basis of this Division Plan.
- 6.4. From the date of registration of the Spin Off with the Serbian Business Registers Agency, all transactions related to the assets and liabilities of the Company which shall be transferred to Adriatic Minorityco 004 on the basis of this Division Plan, for accounting purposes shall be considered transactions made in the name of Adriatic Minorityco 004.

7. SPECIAL RIGHTS OF SHAREHOLDERS, DIRECTORS AND OTHER REPRESENTATIVES

- 7.1. There are no special rights of shareholders, directors or other representatives of the Company, nor will any special rights be granted to shareholders, directors and other representatives of Adriatic Minorityco 004.

8. EMPLOYEES

- 8.1. All Company's employees shall remain employed in the Company, and no employee of the Company shall continue his/hers employment in newly founded Adriatic Minorityco 004 on the basis, or because of the Spin-off.

9. DOCUMENTATION IN RELATION TO THE STATUS CHANGE

- 9.1. In accordance with Article 490 Para. 4, 5 and 6 of the Law, the Shareholder of the Company agreed that following documents shall not be made for purpose of the Spin-off:

— Financial reports with the opinion of the auditor, provided in the Article 490 Para. 1 Item 2 of the Law;

navedenih u ovom Planu podele na Adriatic Minorityco 004.

- 6.3. Sve registracije koje se imaju izvršiti u skladu sa Zakonom, Zakonom o računovodstvu Republike Srbije, Odlukom o izveštavanju o kreditnim poslovima sa inostranstvom, Pravilima poslovanja CRHOV, kao i svim drugim važećim zakonima Republike Srbije izvršiće se na osnovu ovog Plana podele.
- 6.4. Od datuma registracije Izdvajanja kod Agencije za privredne registre Republike Srbije, sve transakcije koje se odnose na imovinu i obaveze Društva koje se ovim Planom podele prenose na Adriatic Minorityco 004 se, u računovodstvene svrhe, smatraju transakcijama obavljenim u ime Adriatic Minorityco 004.

7. POSEBNE POGODNOSTI ČLANOVA, DIREKTORA I OSTALIH ZASTUPNIKA

- 7.1. Ne postoje posebne pogodnosti članova, direktora i ostalih zastupnika Društva, kao ni posebne pogodnosti koje se odobravaju članovima, direktorima ili ostalim zastupnicima društva Adriatic Minorityco 004.

8. ZAPOSLENI

- 8.1. Svi zaposleni u Društvu ostaju u radnom odnosu u Društvu i nijedan zaposleni u Društvu neće nastaviti radni odnos u novoosnovanom Adriatic Minorityco 004, na osnovu ili kao rezultat Izdvajanja.

9. DOKUMENTACIJA U VEZI SA STATUSNOM PROMENOM

- 9.1. U skladu sa stavovima čl. 490. st. 4., 5. i 6. Zakona, Član Društva se saglasio da se za potrebe Izdvajanja neće sačinjavati sledeći dokumenti:

— Finansijski izveštaji sa mišljenjem revizora, iz člana 490. st. 1. tačka 2. Zakona;

— Auditor's report on executed audit of the status change, provided in the Article 490 Para. 1 item 3 of the Law; and

— Board of Director's report on the status change, provided in the Article 490 Para. 1 item 4 of the Law.

9.2. It is hereby confirmed that the Shareholder of the Company was enabled to review all acts and documents provided in the Article 496 Para. 1 of the Law, at the seat of the Company.

9.3. It is hereby confirmed that the creditors of Company were notified about the Spin-off, fully in accordance with the Articles 495 and 497 of the Law.

9.4. It is hereby confirmed that the following documents attached with this Division Plan constitute its integral part:

— **Appendix 1:** Proposal of the Decision on Amendments of Articles of Association of the Company;

— **Appendix 2:** Proposal of the Memorandum of Association of Adriatic Minorityco 004; and

— **Appendix 3:** Separation Balance Sheet.

10. OTHER PROVISIONS

10.1. This Division Plan shall enter into force after its notarization before the competent authority.

10.2. This Division Plan, along with other necessary documents, represents the basis of the registration of status change of the Spin-off with the Register of Business Entities held by SBRA, and with CSD, NBS and any other competent body.

10.3. As a result of the Spin-off, and on the basis of this Division Plan and other prescribed documents, the incorporation of Adriatic Minorityco 004 shall be registered with the Register of Business Entities held by the SBRA.

— Izveštaj revizora o izvršenoj reviziji statusne promene, iz člana 490. st. 1. tačka 3. Zakona; i

— Izveštaj Odbora direktora o statusnoj promeni, iz člana 490. st. 1. tačka 4 Zakona.

9.2. Konstatuje se da je Članu Društva, omogućen u sedištu Društva uvid u akte i dokumente iz člana 496. stav 1. Zakona.

9.3. Konstatuje se da su poverioci Društva obavješteni o Izdvajanju, u svemu u skladu sa članovima 495. i 497. Zakona.

9.4. Konstatuje se da sastavni deo ovog Plana podele čine sledeći akti, koji se nalaze u prilogu:

— **Prilog 1:** Predlog Odluke o izmenama Statuta Društva;

— **Prilog 2:** Predlog Osnivačkog akta Adriatic Minorityco 004; i

— **Prilog 3:** Deobni bilans.

10. OSTALE ODREDBE

10.1. Ovaj Plan podele stupa na snagu nakon što bude overen kod nadležnog organa.

10.2. Ovaj Plan podele uz ostalu neophodnu dokumentaciju predstavlja osnov za upis statusne promene izdvajanja uz osnivanje u Registru privrednih subjekata koji se vodi pri APR-u, kao i za potrebne registracije CRHOV-u, NBS-u i kod svih drugih nadležnih organa.

10.3. Kao posledica Izdvajanja, a na osnovu ovog Plana podele i ostale propisane dokumentacije registrovaće se osnivanje Adriatic Minorityco 004 kod Registra privrednih subjekata koji se vodi pri APR-u.

For / Za: Company / Društvo

Name / Ime

Function / Funkcija

Prilog 1 - Predlog Odluke o izmenama Statuta Društva

Appendix 1 – Proposal of the Decision on Amendments to the Articles of Association of the Company

Prilog 2 - Predlog Osnivačkog akta Adriatic Minorityco 004
Appendix 2 - Proposal of the Memorandum of association of Adriatic Minorityco 004

Prilog 3 – Deobni bilans
Appendix 3 – Separation balance sheet

na dan 31.12.2017. godine u hiljadama dinara

POZICIJA	AD Imlek bilans stanja pre statusne promene	DEOBNI BILANS	
		AD Imlek posle statusne promene	Adriatic Minorityco 004 posle statusne promene
A. UPISANI A NEUPLAĆENI KAPITAL	-	-	-
B. STALNA IMOVINA	50.338.257	35.706.389	14.631.868
I. Nematerijalna imovina	30.382.065	21.419.430	8.962.635
II. Nekretnine, postrojenja I oprema	10.332.412	10.332.412	-
III. Bioloska sredstva	-	-	-
IV. Dugorocni finansijski plasmani	9.281.414	3.612.181	5.669.233
V. Dugorocna potrazivanja	283.943	283.943	-
VI. Odložena poreska sredstva	58.423	58.423	-
G. OBRтна IMOVINA	8.077.057	8.077.057	-
I. Zalihe	1.403.327	1.403.327	-
II. Potrazivanja po osnovu prodaje	4.321.337	4.321.337	-
III. Potrazivanja iz specifičnih poslovanja	-	-	-
IV. Druga potrazivanja	462.965	462.965	-
V. Finansijska sredstva koja se vrednuju po fer vrednosti kroz bilans	-	-	-
VI. Kratkoročni finansijski plasmani	302.893	302.893	-
VII. Gotovina	1.300.227	1.300.227	-
VIII. Porez na dodatu vrednost	267.420	267.420	-
IX. Aktivna vremenska razgranicenja	18.888	18.888	-
D. UKUPNA AKTIVA	58.415.314	43.783.446	14.631.868
A. KAPITAL	1.321.379	1.314.728	6.651
I. Osnovni kapital	4.401.557	4.394.906	6.651
II. Upisani a neuplaceni kapital	-	-	-
III. Otkupljene sopstvene akcije	-	-	-
IV. Rezerve	3.258.024	3.258.024	-
V. Rezerve po osnovu revalorizacije nem. imovine, nekretnine, postrojenja i oprema	1.409.033	1.409.033	-
VI. Nerealizovani dobitci po osnovu HVO	-	-	-
VII. Nerealizovani gubici po osnovu HVO	1.090	1.090	-
VIII. Nerasporedjeni dobitak	4.041.958	4.041.958	-
IX. Ucesce bez prava kontrole	-	-	-
X. Gubitak	11.788.103	11.788.103	-
B. Dugorocna rezervisanja i obaveze	51.620.349	37.252.455	14.367.894
I. Dugorocna rezervisanja	531.808	531.808	-
II. Dugorocne obaveze	51.088.541	36.720.647	14.367.894
V. Odložene poreske obaveze	87.323	87.323	-
G. Kratkoročne obaveze	5.386.263	5.128.940	257.323
I. Kratkoročne finansijske obaveze	1.099.811	842.488	257.323
II. Primljeni avansi, depoziti I kaucije	19.519	19.519	-
III. Obaveze iz poslovanja	3.066.947	3.066.947	-
IV. Ostale kratkorocne obaveze	71.900	71.900	-
V. Obaveze po osnovu poreza na dodatu vrednost	-	-	-
VI. Obaveze za ostale poreze, doprinose I druge dazbine	168.633	168.633	-
VII. Pasivna vremenska razgranicenja	959.453	959.453	-
D. Gubitak iznad visine kapitala	-	-	-
Đ. UKUPNA PASIVA	58.415.314	43.783.446	14.631.868

