

## CORPORATE GOVERNANCE CODE

### ANNUAL QUESTIONNAIRE



All questions contained in this questionnaire refer to the period of one year to which the annual financial reports refer.

Company (firm)

AD PLASTIK d.d., Solin, Matoševa 8

**1. Does the company have its www pages on the Internet?**

if yes, at which address?

YES/NO IN MORE DETAIL

YES [www.adplastik.hr](http://www.adplastik.hr)

if not, why?

/

**2. Are the semi-annual, annual and quarterly reports available to the shareholders?**

at Company's headquarters (if not, why?)

YES

through Company's www pages at Internet (if not, why?)

NO The annual report for the previous year is available on Company's web site. Company's quarterly and semi-annual reports are available on Zagreb Stock Exchange web site ([www.zse.hr](http://www.zse.hr)).

in English language (if not, why?)

YES

**3. Does the Company have the Calendar of Events? (if not, why?) if yes,**

is the calendar of events released on the Company's www pages on the Internet? (if not, why?),

YES

is the calendar of events duly and on time updated? (if not, why?)

YES The Calendar of Events is made public in the Annual Report.

NO There was no need for updating the Calendar of Events since there have been no changes.

**4. Does the Company release the list of shareholders and is the list updated at least twice a month? (if not, why?)**

NO The Company releases and updates data on top 10 shareholders daily on its web page.

**5. Is your Company a reciprocal stock ownership company with another company or companies? if yes,**

with which companies?

NO

are data on reciprocal stock ownership made public and how? (if not, why?)

/

**6. Does the Company release in its annual report data on securities it has issued and which are held by the members of the Supervisory Board or Board of Directors? (if not, why?)**

NO Data on securities held by the members of the Board of Directors and Supervisory Board are released on the Croatian Stock Exchange web site.

**7. Does the Company release on its www pages data on securities it has issued and which are held by the members of the Supervisory Board or Board of Directors and are such data regularly (within 48 hours) updated? (if not, why?)**

NO Data on securities held by the members of the Board of Directors and Supervisory Board are released on the Croatian Stock Exchange web site.

**8. Does the Company establish and release risk factors? (if not, why?)**

YES Risk factors are included in the Annual Report and released as such.

**9. Did the Company establish the mechanisms to ensure:**

that the nature and importance of privileged information as well as restrictions related thereto are explained to the persons who dispose of or are in contact with such information? (if not, why?)

YES	
-----	--

the control of the privileged information flow and their possible abuse (if not, why?)

YES	
-----	--

**10. Does each Company's share entitle the shareholder to one vote? If not,**

were all relevant data on the content of rights of shares which do not entitle to one vote publicly and timely released? (if not, why?)

YES	
-----	--

/	
---	--

how were such explanations released?

/	
---	--

**11. Were the candidacies of all the candidates for Supervisory Board membership to be elected at the Shareholders' Meeting or nominated released on Companies www pages, together with their CVs? (if not, why?)**

NO	There were not several candidates for the Supervisory Board position, therefore there was no need to release the candidacies.
----	---

**12. Does the Company treat all the shareholders equally? (if not, why?)**

YES	
-----	--

**13. Did the Company issue new shares? if yes,**

were all the shareholders able to participate in the increase of the Company's share capital, in proportion to their own share in the Company's share capital up to then, in the form of free transferable securities which include such priority rights, in order to protect the interests of shareholder which are at the moment of issuing, unable to register and buy new shares? (if not, why?)

NO	
----	--

/	
---	--

was the intention to issue new shares released at least 10 days before the date set up as the date according to which the balance in the Book of Shares was to be established as relevant for determining which shareholders have priority rights in the acquisition of newly issued shares? (if not, why?)

/	
---	--

**14. Did the Company acquire or release treasury stocks? if yes, was the acquisition or release made**

YES	
-----	--

in the open market? (if not, why?)

YES	
-----	--

in such a way that it does not give preference to certain shareholders or investors or groups of shareholders, or investors? (if not, why?)

YES	
-----	--

**15. Is the designation of proxies at the Shareholders' Meeting extremely simple and without any formal requirements? (if not, why?)**

YES	
-----	--

**16. Did the Company provide for the shareholders who for whatever reason were unable to vote at the Shareholders' Meeting, without extra charge, proxies who were required to vote according to their instructions? (if not, why?)**

NO	Until now the Company had no such requests.
----	---

**17. Did the Board of Directors, when convening the Shareholders' Meeting, set the date according to which the balance in the Book of Shares was to be established as relevant for the right to vote at the Shareholders' Meeting so that such date is before the Shareholders' Meeting date and not less than 7 days before it? (if not, why?)**

YES	
-----	--

18. Does the decision on dividend payment or advance payment include date on which the person who is a shareholder acquires the right to dividend payment and the date or period when the dividend is paid? (if not, why?)

YES	
-----	--

19. Is the date on which the person who is a shareholder acquires the right to dividend payment or

YES	
-----	--

20. Is the dividend payment or advance payment date at least 12, and not more than 30 days after the

YES	
-----	--

21. Was the period of dividend payment or advance payment longer than 10 days? (if yes, why?)

YES	
-----	--

22. Were certain shareholders accorded preferential treatment during dividend payment or advance payment? (if yes, why?)

YES	
-----	--

23. Was the decision on dividend payment or advance payment which determined the above dates released and submitted to the Stock Exchange not later than 2 days after it has been rendered?

YES	
-----	--

24. Was the Shareholders' Meeting agenda, as well as all the relevant data and documents together with explanations referring to the agenda, released on the Company's www page on the Internet, and made available to shareholders on the Company premises from the date of the first release of the agenda? (if

YES	
-----	--

25. Was the Shareholders' Meeting agenda, as well as all the relevant data and documents released on the Company's www pages on the Internet released also in English? (if not, why?)

YES	
-----	--

26. Were the requirements for the participation in Shareholders' Meeting and use of voting rights set (regardless of whether they are allowed by law or Articles of Association), e.g. registration for participation in advance, proxy authentication and similar? (if yes, why?)

YES	Due to legal security and organization of Company's Shareholders' Meeting.
-----	--

27. Does the report submitted by the Supervisory Board to the Shareholders' Meeting include, in addition to the content prescribed by the law, the evaluation of the Company's business performance in general, work of the Board of Directors and special review of their cooperation with the Board of Directors? (if not,

YES	
-----	--

28. Is it made possible for the shareholders to participate and particularly to vote at the Shareholders' Meeting by modern means of communication technology? (if not, why?)

NO	Until now the Company did not find it justified to implement modern communication means since the method of voting used until present, and prescribed by the Articles of Association and Shareholders' Meeting Rules of Procedure, proved to be the optimum solution.
----	---

29. Did the Company's Board of Directors release the decisions of the Shareholders' Meeting as well as data on possible claims for contesting such decisions? (if not, why?)

YES	
-----	--

30. Did Supervisory Board decide on the framework of their working programme that includes the list of regular sessions and data which should be regularly and timely made available to the members of Supervisory Board? (if not, why?)

NO	The sessions and the work of the Supervisory Board are held in compliance with established routine and the Supervisory Board Rules of Procedure.
----	--

31. Did Supervisory Board adopt internal rules of procedure? (if not, why?)

YES	
-----	--

32. List the names of the Supervisory Board members.

BORUT MEH, MARIN MILIŠIĆ, NIJAZ HASTOR, NIKOLA ZOVKO, TOMISLAV DULIĆ, DRANDIN DMITRIJ LEONIDOVIĆ, VALERIJ PAVLOVIĆ KISELJEVIĆ

33. Specify for each Supervisory Board member in which companies he/she is also a member of Supervisory Board or Board of Directors. Indicate if any of such companies is considered a competitor.

BORUT MEH - Chairman of Supervisory Board Lesna TIP d.d., member of Board of Directors Prevent Sarajevo d.o.o., Chairman of Board of Directors Prevent Global d.d. • NIJAZ HASTOR - Chairman of Supervisory Board in companies: Prevent DEV GmbH, ASA Holding, Prevent BH d.o.o. and Deputy Chairman of Supervisory Board of the company Volkswagen Sarajevo d.o.o., and member of Board of Directors of the company Arkun-poslovno posredništvo d.o.o. • DRANDIN DMITRIJ LEONIDOVIĆ - member of Supervisory Board in companies: OAO Vtoroj Moskovskij proborostroitel'nij zavod, ZAO Sankt-Peterburgskij bank investicij, OAO Korporacija Aerokozmičeskoe oborudovanie, OAO Pavlovskij mašinstroitel'nij zavod Voshod, OAO Naučno-konstruktorskoe bjuro vičislitel'nih sistem, OAO Mičurinskij zavod Progres, OAO Elektropribor (Voronež); and General Manager in companies: OAO SPIK and OOO UK Orion OOO Lizingovaja kompanija OPK • VALERIJ PAVLOVIĆ KISELJEVIĆ - member of Supervisory Board in companies: OAO Korporacija Aerokozmičeskoe oborudovanie, OAO Pavlovskij mašinstroitel'nij zavod Voshod, OAO Naučno-konstruktorskoe bjuro vičislitel'nih sistem, OAO Mičurinskij zavod Progres, OAO Saturn, ZAO Sankt-Peterburgskij avtopromišljenij klaster, ZAO Avtokomponenti i oborudovanie, OAO Elektropribor (Tambov), OAO Kalužskij zavod elektronih izdelij, OAO Sankt-Peterburgskij zavod točnih elektromehaničeskih priborov; and General Manager in companies: ZAO Sankt-Peterburgskij avtopromišljenij klaster and ZAO Avtokomponenti i oborudovanie, Executive Director of Association Sankt-Peterburgskaja asocijacija proizvođitel'nej avtokomponentov. • NIKOLA ZOVKO - member of Supervisory Board ZAO ADP-Luga. • None of the above companies are considered competitive companies to the company AD PLASTIK d.d.

34. Is the Supervisory Board made up of mainly independent members? (if not, why?)

NO	Members of Supervisory Board Tomislav Dulić, Marin Milišić and Nikola Zovko are employees of the Company. Other members of the Supervisory Board are management personnel or representatives of companies which, as leading Company shareholders, receive proceeds from the Company in form of dividends.
----	---

35. Which members of the Supervisory Board are independent?

There are no independent members in the Supervisory Board.

36. Is there a long-term succession plan in the Company? (if not, why?)

YES	
-----	--

37. Is the award or compensation received by the members of the Supervisory Board in full or partially determined according to the contribution to the Company's performance? (if not, why?)

YES	
-----	--

38. Is the compensation for members of the Supervisory Board:

determined by the decision of the Shareholders' Meeting

YES
-----

determined in the Articles of Association

YES
-----

determined in any other way (if yes, how?)

NO	
----	--

39. Are detailed data on all compensations and other proceeds received by every single member of the Supervisory Board from the Company or persons associated with the Company, including the compensation structure, made publicly available? (if not, why?) (if yes, where?)

YES	The compensations and proceeds received by each member of the Supervisory Board from the Company are released on the Company's web page as part of the decisions rendered by the Shareholders' Meeting of the Company.
-----	--

40. Does each member of Supervisory Board notify the Company on all changes regarding his/her ownership of the Company shares, not later than the following work day, after such change has occurred? (if not, why?)

YES

41. Specify all the business deals in which, on one side, participated the members of the Supervisory Board or persons associated with them and, on the other, the Company or persons associated with it

There were no business deals in which, on one side, participated the members of the Supervisory Board or persons associated with them and, on the other, the Company or persons associated with it.

42. Were all the business deals in which, on one side, participated the members of the Supervisory Board or persons associated with them and, on the other, the Company or persons associated with it:

concluded on market basis (particularly with regard to deadlines, interests, guarantees and similar)? (if not, why and which?)

/

clearly listed in the Company's reports? (if not, why and which?)

/

confirmed by an independent evaluation made by experts who were independent with regard to the participants in the business deal in question? (if not, why and which?)

/

43. Are there contracts or agreements entered into between the member of the Supervisory Board and the

NO

were they previously approved by the Supervisory Board? (if not, why?)

/

are the essential elements of all such contracts or agreements included in the Annual Report? (if not, why?)

/

44. Did the Supervisory Board establish Nominations Commission? (if not, why?) if yes,

NO

Supervisory Board until present did not find it necessary to establish Nominations Commission.

did the Commission evaluate the composition, size, membership and quality of work of the Supervisory Board and Board of Directors and has it made appropriate recommendations to the Supervisory Board? (if not, why?)

/

did the commission make an assessment of knowledge, skills and expertise of each of the members of the Supervisory Board and notified Supervisory Board thereof? (if not, why?)

/

did the Commission examine the problems related to the Supervisory Board and Board of Directors continuity plans? (if not, why?)

/

did the Commission examine the Board of Directors policy regarding engagement of senior managerial staff? (if not, why?)

/

45. Did the Supervisory Board establish the Awarding Commission? if yes,

YES

does the majority of Commission members come from the independent members of the Supervisory Board? (if not, why?)

NO

There are no independent members of the Supervisory Board.

did the Commission propose to the Supervisory Board the awarding policy for the management which should refer to all forms of awarding, and particularly to the fixed part of the award, variable part related to the business performance, pension plan and retirement severance pay? (if not, why?)

NO

Certain management awarding policy elements are included in previously defined managerial contracts between the Company and members of the Board of Directors.

when it refers to the variable part of the award related to the business performance, did the Commission proposal include recommendations for determining objective criteria for performance evaluation? (if not, why?)

YES

did the Commission propose to the Supervisory Board award for certain members of the Board of Directors, in compliance with the Company's awarding policy and the evaluation of performance of each director? (if not, why?)

YES

did the Commission propose to the Supervisory Board an appropriate form and content of the contract with the members of the Board of Directors? (if not, why?)

YES

did the Commission monitor the amount and the structure of the award for senior managerial staff and give general recommendations to the Board of Directors related thereto? (if not, why?)

NO

The work of the Commission is exclusively focused on earnings of the members of Board of Directors.

regarding the simulative part of the award for the management, when it includes share options or other arrangements based on acquisition of shares, did the Commission consider the general policy of such type of awarding and propose to the Supervisory Board appropriate solutions, and did it examine the data released in the Annual Report in relation to that, prior to their release?

NO

**46. Did the Supervisory Board establish the Auditing commission? (if not, why?) if yes,**

YES

does the majority of Commission members come from the independent members of the Supervisory Board? (if not, why?)

NO

There are no independent members in the Supervisory Board.

did the Commission monitor the integrity of Company's financial information, and particularly the accuracy and consistency of accounting methods used by the Company and the Group it belongs to, including the criteria for consolidation of financial statements of companies belonging to the Group? (if not, why?)

NO

Auditing Commission was established in the last quarter of 2008 and was unable to perform the activities from the area of its competence in 2008.

did the Commission evaluate the quality of internal control and risk management system, with the aim to appropriately identify and make public the main risks to which the Company is exposed (including the risks associated with compliance with regulations), and to manage them appropriately? (if not, why?)

NO

as above.

did the Commission engage in the provision of internal audit system efficiency, particularly by making recommendations while selecting, appointing, re-appointing and replacing internal audit department manager and regarding the funds that at made available, and the evaluation of manager's actions regarding the findings and recommendations of the internal audit? (if not, why?)

NO

as above.

if there is no internal audit in the Company, did the Commission evaluate the need for establishing such function? (if not, why?)

NO

as above.

did the Commission give recommendations to the Supervisory Board regarding the selection, appointment, re-appointment or replacement of external auditor and conditions for his engagement? (if not, why?)

NO

as above.

did the Commission supervise the autonomy and objectivity of external auditor, particularly regarding the rotation of chartered auditors within the auditor firm and compensations paid by the Company for the services of external audit? (if not, why?)

NO

as above.

did the Commission monitor the nature and quantity of services other than auditing, and received by the Company from the auditor firm or persons related thereto? (if not, why?)

NO

as above.

did the Commission prepare rules regarding what services the external auditor firm and persons related thereto shall not provide to the Company, which services may be provided only with prior approval of the Commission, and which services may be provided without prior approval? (if not, why?)

NO

as above.

did the Commission examine the efficiency of external audit and actions of senior managerial staff in view of the recommendations made by the external auditor? (if not, why?)

NO

as above.

did the Commission investigate the circumstances regarding the external auditor's notice and give appropriate recommendations to the Supervisory Board (if there was such notice)? (if not, why?)

NO	as above.
----	-----------

does the Commission have open and unlimited communication with the Board of Directors and Supervisory Board? (if not, why?)

YES	
-----	--

to whom does the Commission report?

to the Supervisory Board
--------------------------

does the Commission have open and unlimited communication with the internal and external auditor? (if not, why?)

YES	
-----	--

Did the Board of Directors deliver to the Commission for audit:

timely and periodical summaries of financial reports and related documents before such data were released (if not, why?);

NO	as above.
----	-----------

data on changes in accounting principles and criteria(if not, why?);

NO	as above.
----	-----------

accounting procedures accepted for the majority of activities (if not, why?);

NO	as above.
----	-----------

any major deviation between the book and real value by individual items (if not, why?);

NO	as above.
----	-----------

all correspondence with the internal audit department or independent auditors (if not, why?).

NO	as above.
----	-----------

Did the Board of Directors notify the Auditing Commission about the methods used for posting of significant and unusual transactions when there are several accounting methods of presenting of such events? (if not, why?)

NO	as above.
----	-----------

Did the Auditing Commission discuss with the independent auditor the questions regarding:

change or maintenance of accounting principles and criteria, (if not, why?)

NO	as above.
----	-----------

application of regulations, (if not, why?)

NO	as above.
----	-----------

important evaluations and conclusions when preparing financial reports, (if not, why?)

NO	as above.
----	-----------

risk evaluation methods and results, (if not, why?)

NO	as above.
----	-----------

high risk areas of activity, (if not, why?)

NO	as above.
----	-----------

detected major defects and significant imperfections in internal control, (if not, why?)

NO	as above.
----	-----------

effect of external factors (economic, legal and industrial) on financial reports and audit procedures. (if not, why?)

NO	as above.
----	-----------

did the Auditing Commission provide for delivery of quality information by dependant and associated companies, and third persons (such as expert advisors)? (if not, why?)

NO	as above.
----	-----------

**47. Was the documentation relevant for the work of the Supervisory Board delivered to all the members on time? (if not, why?)**

YES	
-----	--

**48. Were all the decisions with the voting results recorded in Minutes of the Supervisory Board meetings, with the indication of how each member has voted? (if not, why?)**

YES	
-----	--

**49. Did the Supervisory Board prepare evaluation of its work in the previous period which includes the evaluation of contribution and competency of each member, as well as of the work of the Board in general, the evaluation of the work of Commissions established by the Supervisory Board, and the evaluation of achieved Company goals in relation to the planned goals?**

NO	
----	--

50. List the names of the members of the Board of Directors.

JOSIP BOBAN, ILIJA POKRAJAC, IVICA TOLIĆ, NENAD MARKOVIĆ, KATIJA KLEPO

51. Are there rules for the work of the Board of Directors which regulate the issues regarding:

area of activity and goals,

YES

rules of procedure,

YES

rules for settlement of the conflict of interests,

YES

Secretariat of the Board of Directors,

YES

convening of sessions, decision-making, agenda, preparation and content of Minutes and delivery of documents,

YES

cooperation with the Supervisory Board.

YES

(if not, why?)

52. Did the Company release the declaration on the awarding policy for the Board of Directors and Supervisory Board as part of the Annual Report? (if not, why?)

NO The Company did not adopt the declaration on the awarding policy for the Supervisory Board and Board of Directors.

53. Does the Declaration on awarding policy, if there is such, include the following elements:

more significant changes regarding the awarding policy in comparison with the previous year, (if not, why?)

/

explanation of the relative share and importance of fixed and variable awarding components, (if not, why?)

/

sufficient information on performance criteria, the fulfillment of which is the basis for the acquisition of share options, shares or another form of variable part of the award, (if not, why?)

/

sufficient information regarding the dependence of the sum of the award and performance, (if not, why?)

/

ground indicators and reasons for the awarding of annual bonuses or benefits of non-cash nature, (if not, why?)

/

summary of contracts with the members of the Board of Directors which should include data on contract term, notice periods and particularly severance pays. Any form of rewarding the members of the Board of Directors and Supervisory Board consisting of share options or other rights to acquire shares, or if the award is based on the Company's share price, should be prior to coming into force be approved by the Shareholders' Meeting. This approval refers to the awarding principles and not to the approval of awarding individual members of the Board of Directors or Supervisory Board. (if not, why?)

/

54. Is the Declaration on awarding policy permanently released on Company's www pages on the Internet? (if not, why?)

NO The Company did not adopt the declaration on the awarding policy for the Supervisory Board and Board of Directors.

55. Are the detailed data on all the earnings and compensations received by each member of the Company's Board of Directors released in the Annual Report? (if not, why?)

NO In line with the practice to date, the Company does not release data on the earnings of the members of the Board of Directors in its Annual Report.



**56. Are all the forms of awards for the members of the Board of Directors and Supervisory Board, including the options and other benefits, released by individual items and persons in detail in the Company's Annual Report? (if not, why?)**

NO	In line with the practice to date, the Company does not release data on the earnings of the members of the Board of Directors and Supervisory Board in its Annual Report.
----	---

**57. Does the Declaration on awards for the members of the Board of Directors include the following elements regarding each member of the Board of Directors who discharged the duty in the year to which**

total amount of salary, regardless of whether it has been paid or not, (if not, why?)

/	
---	--

compensations or benefits received from associated companies, (if not, why?)

/	
---	--

compensations in the form of the participation in profit or bonus and reasons for which they have been paid, (if not, why?)

/	
---	--

any additional awards paid to the members of the Board of Directors for activities they have carried out for the Company outside of the usual scope of duties of a Board of Directors member, (if not, why?)

/	
---	--

compensation paid or to be paid to the former member of the Board of Directors regarding the termination of discharging the function in the course of the year to which the declaration refers, (if not, why?)

/	
---	--

total evaluated value of non-cash benefits considered compensation, and not included in previous points, (if not, why?)

/	
---	--

regarding award in shares or share options or other forms of rewarding based on the acquisition of shares: - number of options or shares approved by the Company in the year to which the declaration refers and conditions for their use, (if not, why?)

/	
---	--

number of options made in the year to which the declaration refers and, for each one of them, the number of shares and the price at which it has been executed or the value of shares included in the distribution among the members of the Board of Directors at the end of the year, (if not, why?)

/	
---	--

number of options not executed at the end of the year, price at which they can be executed, date of execution and main terms for the execution, (if not, why?)

/	
---	--

any change regarding the change of conditions for the execution of existing options that occurred in the Company in the year to which the declaration refers, (if not, why?)

/	
---	--

any loan (including the debt and interest rate), advance payment or guarantee in favor of the members of the Board of Directors awarded by associated companies which are included in the consolidated financial report. (if not, why?)

/	
---	--

**58. Did every member of the Board of Directors notify the Company's Supervisory Board about all the changes regarding his/her ownership of the Company shares not later than the day following such change, and the obligation of the Company to release such change as soon as possible? (if not, why?)**

YES	
-----	--

**59. Specify all the business deals in which, on one side, participated the members of the Board of Directors or persons associated with them and, on the other, the Company or persons associated with it.**

There were no business deals in which participated, on one side, the members of the Board of Directors or persons associated with them and, on the other, the
---

**60. Were all the business deals in which, on one side, participated the member of the Board of Directors or persons associated with them and, on the other, the Company or persons associated with it:**

concluded on market basis (particularly with regard to deadlines, interests, guarantees and similar)? (if not, why and which?)

NO	There were no business deals in which, on one side, participated the members of the Board of Directors or persons associated with them and, on the other, the Company or persons associated with it.
----	--

clearly listed in the Company's reports? (if not, why and which?)

NO	as above.
----	-----------

confirmed by an independent evaluation made by experts who were independent with regard to the participants in the business deal in question? (if not, why and which?)

NO as above.

61. Do the members of the Board of Directors have significant share in the companies that may be considered competitive companies? (if yes, which, where and how much?)

NO

62. Are the members of the Board of Directors also members of the Supervisory Boards of other companies? (if yes, specify the names of such members of the Board of Directors, names of companies in which they are the members of the Supervisory Boards and functions they discharge in such Supervisory Boards)

YES JOSIP BOBAN - Deputy Chairman of the Supervisory Board: SG Plastik d.o.o. and AD Brodovi d.o.o., member of Supervisory Board in EURO APS srl. • ILIJA POKRAJAC - member of Supervisory Board: SG Plastik d.o.o. and ZAO Adp Luga, Deputy Chairman of the Supervisory Board in EURO APS srl. • IVICA TOLIĆ - Chairman of Supervisory Board in ZAO Adp Luga • KATIJA KLEPO - member of Supervisory Board in: EURO APS srl. and ZAO Adp Luga • NENAD MARKOVIĆ - member of Supervisory Board in ZAO Adp Luga.

63. Does the Company have external auditor? (if not, why?)

YES

64. Is the Company's external auditor:

associated with the Company by holding stock or interest (if yes, specify how)

NO

provides to the Company, by himself/herself or through associated persons, other services? (if yes, specify what services and indicate how much it costs)

NO

65. Did independent auditors notify directly the Auditing Commission about the following issues:

discussion on main accounting policy,

NO

important defects and significant imperfections of internal control,

NO

alternative accounting procedures,

NO

disagreement with the Board of Directors, risk assessment, and

NO

possible fraud and/or abuse analysis.

NO

if not, why?

Auditing Commission was established in the last quarter of 2008 and was unable to perform the activities from the area of its competence in 2008.

66. Did the Company release the amounts of compensations paid to independent external auditors for conducted audit and other services? (if not, why)

NO In line with the practice to date, the Company does not release the amounts of compensations paid to independent external auditors for conducted audit.

67. Does the Company have internal auditors and established internal control system? (if not, why?)

YES

68. Is it possible for the investors to request in writing and to obtain on time relevant data from the Company's Board of Directors or person in the Company in charge with the relations with investors? (if not, why?)

YES

69. How many meetings did the Board of Directors hold with investors?

During 2008 the Company Board of Directors held a number of meetings with investors.

70. Did anyone suffer negative consequences because he/she indicated to responsible authorities or bodies within or outside the Company, the deficiency in implementation of regulations or ethical

NO

71. Do all the members of the Board of Directors and Supervisory Board agree that allegations stated in the answers to this questionnaire are to the best of their knowledge absolutely true? (If not, specify which members of the Board of Directors and Supervisory Board disagree, with which answers they disagree and why)

YES	
-----	--