

DRAFT RESOLUTIONS WHICH WILL BE PROPOSED AT AGROTON PUBLIC LIMITED (THE "COMPANY") ANNUAL GENERAL MEETING on AUGUST 07, 2012

ORDINARY RESOLUTIONS

RESOLUTION No. 1

After consideration of the financial statements of the Company for the period from 21 September 2009 to 31 December 2009, the year ended 31 December 2010 and the year ended 31 December 2011 the reports of the directors and the auditors for the same periods, the shareholder hereby accept and approve the financial statements of the Company for the period from 21 September 2009 to 31 December 2009, the year ended 31 December 2010 and the year ended 31 December 2011.

RESOLUTION No. 2

Having considered the Remuneration Report of the Board of Directors, the shareholders hereby resolve to fix the remuneration of the members of the Board of Directors as follows:

Iurii Zhuravlov - \$10,000 per month
Larisa Orlova - \$7,000 per month
Tamara Lapta - \$7,000 per month
Volodymyr Kudryavtsev - \$1,000 per month
Borys Supikhanov - \$1,000 per month

RESOLUTION No. 3

That the removal of Messrs BAKER TILLY KLITOU & PARTNERS from the position of the auditors of the Company in Cyprus be and is hereby authorized and approved.

RESOLUTION No. 4

That the appointment of KPMG Limited as the auditors of the Company in Cyprus be is hereby approved and the Board of Directors is hereby authorized to fix their remuneration.

RESOLUTION No. 5

That the recommendation of the Board of Directors that dividends for the years 2010 and 2011 will not be paid and that the profits for the respective years are retained be and is hereby ratified.

SPECIAL RESOLUTIONS

RESOLUTION No. 6

That Mr. IURII ZHURAVLOV be and is hereby re-elected as the Director of the Company.

RESOLUTION No. 7

That Ms. LARYSA ORLOVA be and is hereby re-elected as the Director of the Company.

RESOLUTION No. 8

That Mr. BORYS SUPIKHANOV be and is hereby re-elected as the Director of the Company.

RESOLUTION No. 9

That Ms. TAMARA LAPTA be and is hereby re-elected as the Director of the Company.

RESOLUTION No. 10

That Mr. VOLODYMYR KUDRYAVTSEV be and is hereby re-elected as the Director of the Company.