



**Resolutions put before the
TWENTIETH ORDINARY ANNUAL GENERAL MEETING
of
AGRANA Beteiligungs-Aktiengesellschaft
On 5 July 2007**

Agenda Item 2

Resolution pertaining to the allocation of net profits for the financial period 2006/2007

A resolution was tabled by the Management Board, and supported by the Supervisory Board, proposing the following allocation of net annual profits from the 2006/2007 financial period in the amount of EUR 27,764,784:

To approve the payment of a dividend of EUR 1.95 / ordinary share for each of 14,202,040 dividend-bearing ordinary shares (non-par shares), equivalent to	EUR 27,693,978
and to carry forward the remaining amount of as retained earnings.	EUR 70,806

It is also proposed to distribute the dividends by means of bank transfer or a credit in favour of the bank holding the respective share account and to do so, less 25% capital gains tax pursuant to the legal provisions for ordinary stock (nonpar shares), on or after 10 July 2007.

Agenda Item 3

Resolution to ratify the acts of the members of the Management Board and members of the Supervisory Board respectively for the 2006/2007 financial period

- It is proposed to collectively ratify the acts of the entire Management Board for the 2006/2007 financial year.



- It is proposed to collectively ratify the acts of the entire Supervisory Board for the 2006/2007 financial year.

Agenda Item 4

Resolution pertaining to the remuneration received by the members of the Supervisory Board for the 2006/2007 financial year.

It is proposed that the remuneration of the Supervisory Board for the 2006/2007 financial year remain unchanged at a total of EUR 165,000.00, and that the Management Board be authorised to distribute this amount to the members of the Supervisory Board.

Agenda Item 5

Re-election of the Supervisory Board

It is proposed that the following persons again be elected to sit on the Supervisory Board for the period laid down in the Company's articles of incorporation: Christian Konrad, Rudolf Müller, Erwin Hameseder, Ludwig Eidmann, Hans-Jörg Gebhard, Ernst Karpfinger, Theo Spettmann and Christian Teufl.

Agenda Item 6

Appointment of the independent auditor for the 2006/2007 financial year

It is proposed, pursuant to a recommendation put forward by the Supervisory Board for the financial period from 1 March 2007 to 29 February 2008, that the role of independent auditor shall be undertaken jointly by KPMG Austria GmbH, Wirtschaftsprüfungs- und Steuerberatungsgesellschaft, and LOGOS Wirtschaftsprüfungs- und Steuerberatungsges.m.b.H, both with registered offices in Vienna.