



## **DRAFT RESOLUTIONS OF THE ANNUAL GENERAL MEETING OF AS MERKO EHITUS, TAKING PLACE ON 4 MAY 2023**

### **1. Approval of the annual report for 2022**

To approve the annual report of AS Merko Ehitus for the financial year 2022.

### **2. Profit distribution**

To approve the following decisions on profit:

- (i) to approve a net profit of EUR 34,639,747 for the financial year 2022;
- (ii) to pay out a total of 17,700,000 euros as dividends from the net profit of previous periods, which is 1.00 euros per share;
  - as of the end of the business day of the settlement system on 5 June 2023, the shareholders entered in the share register of AS Merko Ehitus have the right to dividends;
  - as a result, the date of the change in the rights attached to the shares (*ex-date*) is 2 June 2023; from that date, the person acquiring the shares is not entitled to receive dividends for the financial year 2022;
  - dividends will be paid to shareholders on 16 June 2023 by transferring the corresponding amount to a current account linked to the shareholder's securities account;
- (iii) not to distribute the remaining net profit.

### **3. Appointment of auditor for the financial years 2023-2025**

To appoint the audit firm AS PricewaterhouseCoopers as the auditor of AS Merko Ehitus for the financial years of 2023 to 2025 and to pay to the audit firm for auditing as per contract to be entered into with AS PricewaterhouseCoopers.

### **4. Election of the members of the Supervisory Board**

To approve the following decisions on Supervisory Board membership:

- (i) to approve the number of members of the Supervisory Board as 3 (three) until 06.05.2025;
- (ii) to elect Toomas Annus and Indrek Neivelt as the members of the Supervisory Board, for a term of office from 05 May 2023 to 06 May 2026 (inclusive), i.e. for three years.