

Draft resolutions of the annual general meeting of Tallinna Kaubamaja Grupp AS which will be held on 19 March 2021

1. Approval of the annual report of 2020 of Tallinna Kaubamaja Grupp AS

To approve the annual report of Tallinna Kaubamaja Grupp AS for 2020 prepared by the Management Board of Tallinna Kaubamaja Grupp AS and approved by the Supervisory Board, according to which the consolidated balance sheet of Tallinna Kaubamaja Grupp AS as at 31.12.2020 is 597,284 thousand euros, the sales revenue for the accounting year is 741,938 thousand euros and the net profit 19,499 thousand euros.

2. Distribution of profit

To approve the profit distribution proposal of 2020 of Tallinna Kaubamaja Grupp AS prepared by the Management Board and approved by the Supervisory Board as follows:

Retained profits of previous years	82,132 thousand euros
Net profit of 2020	19,499 thousand euros
Total distributable profit as at 31.12.2021	101,631 thousand euros
To pay dividends 0.60 euros per share	24,438 thousand euros
Retained profits after distribution of profits	77,193 thousand euros

The list of shareholders with a right to receive dividends shall be fixed as at 6 April 2021 at the end of the working day of the Nasdaq CSD Estonian Settlement System. Dividends shall be paid to the bank accounts of shareholders via transfer on 9 April 2021.

3. Election of the members of the Supervisory Board and determination of the remuneration procedure

In conjunction with expiry of the term of authorities of members of the Supervisory Board on 20 May 2021, the Supervisory Board makes a proposal to elect Jüri Käo, Andres Järving, Enn Kunila, Gunnar Kraft and Meelis Milder as the members of the Supervisory Board of Tallinna Kaubamaja Grupp AS from 21 May 2021 for the next 3 years term of authorities.

To remunerate the members of the Supervisory Board as follows: the remuneration paid to the Chairman of the Supervisory Board is 2,400 euros per month and the remuneration paid to the Member of the Supervisory Board is 2,000 euros per month.