



DRAFT RESOLUTIONS OF THE SHAREHOLDERS OF AS MERKO EHITUS  
FOR ADOPTION WITHOUT CONVENING A GENERAL MEETING

(deadline 5 May 2021 at 9:00 AM)

**1. Approval of the annual report for the financial year 2020**

To approve the annual report for the financial year 2020.

**2. Distribution of profits:**

To approve the following decisions:

- (i) to approve the net profit of EUR 22,993,990 for the financial year 2020;
- (ii) to pay a total of EUR 17,700,000, which is EUR 1.00 per share, as dividends to the shareholders from net profit brought forward;
  - shareholders, entered into the share register of AS Merko Ehitus on 7 June 2021, at the close of the business of the settlement system, will be entitled to dividends;
  - consequently, the day of change of the rights related to the shares (ex-date) is on 4 June 2021; from this date onwards, the person acquiring the shares will not have the right to receive dividends for the financial year 2020;
  - dividends will be paid to the shareholders on 18 June 2021 by transferring the respective amount to the shareholder's bank account, which is linked to the securities account;
- (iii) to leave the outstanding net profit undistributed.

**3. Appointment of auditor for the financial years of 2021-2022**

To appoint the audit firm AS PricewaterhouseCoopers as the auditor of AS Merko Ehitus for the financial years of 2021 and 2022 and to pay to the audit firm for auditing as per contract to be entered into with AS PricewaterhouseCoopers.