

**DRAFT RESOLUTIONS OF THE REGULAR GENERAL MEETING OF SHAREHOLDERS
OF AS MERKO EHITUS, WHICH IS TO TAKE PLACE ON 09.05.2018**

1. Approval of the annual report of the year 2017 and overview of the economic results and outlook

To approve the annual report of the year 2017 and to note the Management Board's overview of the economic results and outlook.

2. Distribution of profits

To approve the following decisions:

- (i) approve the net profit for the year 2017 as EUR 14,694,591;
- (ii) pay the shareholders the total amount of EUR 17,700,000 as dividends from net profit brought forward, which totals to EUR 1.00 per share;
 - shareholders, entered into the share register of AS Merko Ehitus on 13 June 2018, at 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 set to 12 June 2018; from this date onwards, the person acquiring the shares will not have the right to receive dividends for the financial year 2017.
 - dividends will be paid to the shareholders on 15 June 2018 by transferring the amount concerned to shareholder's bank account, linked to the security account;
- (iii) leave the outstanding net profit undistributed.

3. Appointment of auditor for the financial years of 2018-2020

To appoint the audit firm AS PricewaterhouseCoopers the auditor of AS Merko Ehitus for the financial years of 2018 through 2020 and to pay to the audit firm for auditing as per contract to be entered into with AS PricewaterhouseCoopers.