

DRAFT RESOLUTIONS OF THE REGULAR GENERAL MEETING OF SHAREHOLDERS
OF AS MERKO EHITUS, WHICH IS TO TAKE PLACE ON 28.04.2017

1. Approval of the annual report of the year 2016 and overview of the economic results and the prospectives

To approve the annual report of the year 2016 and to note the Management Board's overview of the economic results and prospectives.

2. Distribution of profits and reserve capital

To approve the following decisions:

- (i) approve the net profit for the year 2016 as EUR 6,121,804;
- (ii) pay the shareholders the total amount of EUR 7,257,000 as dividends from net profit brought forward, which totals to EUR 0.41 per share;
 - shareholders, entered into the share register of AS Merko Ehitus on May 24th 2017, at 23.59, will be entitled to dividends;
 - dividends will be paid to the shareholders on May 26th 2017 by transferring the amount concerned to shareholder's bank account, linked to security account;
- (iii) the outstanding net profit will not be distributed.

3. Deciding on the number of members of the Supervisory Board

Pursuant to the Articles of Association of AS Merko Ehitus, the Supervisory Board of the company has 3 to 5 members. To decide that the Supervisory Board will have 3 members who will be elected for the term of next 3 years.

4. Extension of powers of members of the current Supervisory Board

To approve the following decisions:

- (i) extend the terms of office of members of the Supervisory Board Toomas Annus, Teet Roopalu and Indrek Neivelt until April 28th 2020, i.e. for a period of three years from the moment of deciding the extension;
- (ii) continue remuneration of members of the Supervisory Board based on terms and conditions approved at general meeting of shareholders of AS Merko Ehitus, held on October 31st 2008.