**ELECTRONIC VOTING BALLOT**

**FOR VOTING ON THE DRAFT RESOLUTIONS PREPARED IN RESPECT TO THE ITEMS ON THE AGENDA OF THE ANNUAL GENERAL MEETING OF AS MERKO EHITUS, TAKING PLACE ON 4 MAY 2023**

|  |  |
| --- | --- |
| **Name** of shareholder: | [name] |
| **Registry code** of legal person-shareholder or **personal identification code** of natural person-shareholder: *(date of birth, if no personal identification code available)* | [code] |
| **Name of representative** of shareholder: *(for legal person-shareholder to be always filled in;  for natural person-shareholder to be filled in only if shareholder has authorized another person to represent them)* | [representative name] |
| **Personal identification code of shareholder’s representative:** (date of birth, if no personal identification code available; *for legal person-shareholder to be always filled in; for natural person-shareholder to be filled in only if shareholder has authorized another person to represent them)* | [representative personal ID code] |
| **Basis of representation** of the shareholder’s representative: *(for example: member of management board, procurator, power of attorney, etc.)* ***NB! Document certifying the right of representation must be submitted together with the ballot!*** *If the right of represen­tation is based on registration in Estonian commercial register, document certifying the right of representation is not required.* | [basis of representation] |

On the draft resolutions prepared in respect to the items on the agenda of the general meeting my votes are as follows (vote is marked by choosing either “in favour”, “opposed” or “neutral” from the drop-down list for each draft resolution):

|  |  |
| --- | --- |
| **1. Approval of the annual report of the financial year 2022:**  To approve the annual report of the financial year 2022. | **--- mark your vote ---** |
| **2. Distribution of profits:** To approve the following decisions on profit: *(the three subclauses are voted together)*   1. to approve the net profit for the financial year 2022 as EUR 34,639,747; 2. to pay a total of 17,700,000 euros as dividends from the net profit of previous periods, which is 1.00 euros per share;   - shareholders entered into the share register of AS Merko Ehitus as of the close of the business of the settlement system on 5 June 2023 will be entitled to dividends;  - respectively, the date of the change of the rights attached to the shares (ex-date) is set to 2 June 2023; from that date onwards, 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 respective amount to a current account linked to the shareholder's securities account;   1. to leave the rest of the net profit undistributed. | **--- mark your vote ---** |
| **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. | **--- mark your vote ---** |
| **4. Election of the members of the Supervisory Board:**  To approve the following decisions on Supervisory Board membership:  *(the two subclauses are voted together)*   1. to approve the number of members of the Supervisory Board as 3 (three) until 06.05.2025; 2. 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. | **--- mark your vote ---** |

*Once the votes are marked, please save the ballot to your computer or smart device and sign it electronically.  
Please submit the filled in and electronically signed ballot by e-mail to address* [*group@merko.ee*](mailto:group@merko.ee) *no later than on 3 May 2023 at 16:00*