

Draft resolutions of the annual general meeting of Tallinna Kaubamaja Grupp AS which will be held on 17th of March 2023

1. Approval of the annual report of 2022 of Tallinna Kaubamaja Grupp AS

To approve the annual report for 2022 prepared by the Management Board of Tallinna Kaubamaja Grupp AS and approved by the Supervisory Board, in accordance with which the consolidated balance sheet of Tallinna Kaubamaja Grupp AS as at 31 December 2022 is 646,797 thousand euros, sales revenue 862,763 thousand euros, and net profit 29,485 thousand euros.

2. Distribution of profit

To approve the proposal for the distribution of the profit of Tallinna Kaubamaja Grupp AS for 2022 submitted by the Management Board and approved by the Supervisory Board as follows:

Retained earnings from previous years	86,298 thousand euros
Net profit for 2022	29,485 thousand euros
Total distributable profit as at 31 December 2022	115,783 thousand euros
Pay a dividend of 0.68 euros per share	27,696 thousand euros
Retained earnings after the distribution of profits	88,087 thousand euros

The list of shareholders entitled to receive the dividend will be fixed on 31st of March 2023 as at the end of the business day of Nasdaq CSD's Estonian settlement system. The dividend will be paid to shareholders on 5th of April 2023 by transfer to the shareholder's bank account.

3. Recalling a Supervisory Board member and electing a new Supervisory Board member

To recall Tallinna Kaubamaja Grupp AS Supervisory Board member Andres Järving, whose powers expire upon recall, and to elect Kristo Anton (personal identification code 37605250302) as a new member of Tallinna Kaubamaja Grupp AS Supervisory Board for a 3-year term from 17.03.2023. The remuneration paid to the new member of the Supervisory Board is 2,000 euros per month.