

Draft resolutions of the annual general meeting of Tallinna Kaubamaja Grupp AS which will be held on 18 March 2022

1. Approval of the annual report of 2021 of Tallinna Kaubamaja Grupp AS

To approve the annual report for 2021 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 2021 is 635,309 thousand euros, sales revenue 821,648 thousand euros, and net profit 32,016 thousand euros.

2. Distribution of profit

To approve the proposal for the distribution of the profit of Tallinna Kaubamaja Grupp AS for 2021 submitted by the Management Board and approved by the Supervisory Board as follows:

Retained earnings from previous years	79,416 thousand euros
Net profit for 2021	32,016 thousand euros
Total distributable profit as at 31 December 2021	111,432 thousand euros
Pay a dividend of 0.68 euros per share	27,696 thousand euros
Retained earnings after the distribution of profits	83,736 thousand euros

The list of shareholders entitled to receive the dividend will be fixed on 1 April 2022 as at the end of the business day of Nasdaq CSD's Estonian settlement system. The dividend will be paid to shareholders on 6 April 2022 by transfer to the shareholder's bank account.

3. Appointment of an auditor and determination of remuneration procedure

To appoint AS PricewaterhouseCoopers, registry code 10142876, to conduct the audit of financial years 2022-2024 of Tallinna Kaubamaja Grupp AS. The amount of the auditor's fee shall be decided by the Management Board of the company.

4. Approval of the principles of remuneration of the members of the Management Board

To approve the principles of remuneration of the members of the Management Board of Tallinna Kaubamaja Grupp AS approved by the Supervisory Board.