

Company AS Ekspress Grupp  
Type Company Release  
Category Announcement of General Meeting  
Disclosure time 13 Oct 2021 08:30:00 +0300

Attachments:

- EG\_draft resolutions\_ENG 2021 11 04.pdf (<http://oam.fi.ee/en/download?id=5799>)
- Power of Attorney - 04 11 2021.docx (<http://oam.fi.ee/en/download?id=5800>)
- Withdrawal of POA - 04 11 2021.docx (<http://oam.fi.ee/en/download?id=5801>)
- Voting ballot 2021 11 04.docx (<http://oam.fi.ee/en/download?id=5802>)
- EG\_otsuste eelnõud\_EST 2021 11 04.pdf (<http://oam.fi.ee/en/download?id=5803>)
- Hääletussedel 2021 11 04.docx (<http://oam.fi.ee/en/download?id=5804>)
- Volikiri EST- 04 11 2021.docx (<http://oam.fi.ee/en/download?id=5805>)
- volikirja tagasisiv6tmine EST- 04 11 2021.docx (<http://oam.fi.ee/en/download?id=5806>)

Currency

Title Notice of adoption of resolutions of shareholders of AS Ekspress Grupp without convening an

The Management Board of AS Ekspress Grupp (registry code 10004677, official address Parda 6, 10151 Tallinn) proposes to the shareholders to adopt resolutions without convening a meeting in accordance to § 299(1) of the Commercial Code.

The shareholders have the possibility to vote by e-mail using a voting ballot, which is added this notice on the website of Nasdaq Baltic stock exchange (<https://nasdaqbaltic.com/>) ([https://www.globenewswire.com/Tracker?data=LkCE02RXdFwE9joK6UO3K9ie4IocDSdwC7h\\_10qVN05TDLqRFzOX-n6V7G14FVs5mCXcekLzvlj\\_SfEilR6SEB4uVu7NHan5n8zEH8BupNE=](https://www.globenewswire.com/Tracker?data=LkCE02RXdFwE9joK6UO3K9ie4IocDSdwC7h_10qVN05TDLqRFzOX-n6V7G14FVs5mCXcekLzvlj_SfEilR6SEB4uVu7NHan5n8zEH8BupNE=)))) as well as of Ekspress Grupp homepage (<http://egrupp.ee/en>). The filled in and signed ballot and the documents enabling identification of the shareholder and proof the right of representation shall be sent by e-mail at [egrupp@egrupp.ee](mailto:egrupp@egrupp.ee) (mailto:egrupp@egrupp.ee) by no later than 4 November 2021 at 9:00 (Estonian time) in accordance with the procedure specified below. If a shareholder does not give notice of whether he is in favour of or opposed to the resolution during this term, it shall be deemed that the shareholder has voted against the resolution.

The circle of shareholders entitled to adopt the resolutions will be determined seven days prior the term by which shareholders must present their position, i.e. on 28 October, 2021 at the end of the working day of the settlement system. Ekspress Grupp shall disclose the resolutions with a stock exchange announcement and on the company's homepage no later than on 11 November 2021 in accordance



with § 299(1) (6) of the Commercial Code.

As at 13 October, 2021, the share capital of AS Ekspress Grupp is 18,478,104.60 euros. The total number of shares is 30,796,841, with each share granting one vote. The right to vote is not granted to AS Ekspress Grupp's 513,972 own shares.

The management board of AS Ekspress Grupp submits the following draft resolutions to the shareholders.

#### 1. Extraordinary distribution of dividends in connection with the sale of AS Printall

To pay EUR 3,028,287, which is EUR 0.1 per share, as dividends to the shareholders.

- \* Shareholders, entered into the share register of AS Ekspress Grupp on 19 November 2021, at the close of the business of the settlement system, will be entitled to dividends.
- \* The day of change of the rights related to the shares (ex-date) is on 18 November 2021; from this date onwards, the person acquiring the shares will not have the right to receive dividends.
- \* Dividends will be paid to the shareholders on 23 November 2021 to the shareholder's bank account, which is linked to the securities account.

#### Organisational issues

##### Forwarding of the voting ballot and accompanying documents

The filled in and signed voting ballot and accompanying documents must be sent by e-mail to [egrupp@egrupp.ee](mailto:egrupp@egrupp.ee) (mailto:egrupp@egrupp.ee) no later than 4 November 2021 at 9.00.

- \* The voting ballot must be filled in and signed either digitally or by hand on paper.
- \* If the ballot is filled in and signed by hand on paper, the ballot must be scanned and forwarded by e-mail together with a copy of an identification document (e.g. passport or identity card/ID-card) of the shareholder or the shareholder's representative, or a copy of the page of the identification document containing personal data (among else, the copy needs to display the expiration date and the person's specimen signature) in order to enable identification of the shareholder.
- \* If the ballot is filled in and signed digitally, no additional documents need to be presented to enable identification of the shareholder, if identification is possible using the digital signature itself (e.g. signing the ballot with Estonian ID-card, mobile-ID or smart-ID).
- \* Representative of a natural person-shareholder must also forward a suitably prepared power of attorney either in Estonian or English in a format which can be reproduced in writing.
- \* A legal representative of a legal person-shareholder must also forward an



excerpt from an appropriate (business) register where the legal person is registered, which identifies the individual's right to represent the shareholder (legal representation). A legal person shareholder who is registered in the Estonian Commercial Register does not have to submit an excerpt from the register. If the type of representation is other than legal representation, a suitably prepared power of attorney in Estonian or English must also be submitted in a format which can be reproduced in writing, in addition to the excerpt from a register. In the case of legal persons registered in a foreign country, the extract from the register must be legalised or certified by an apostil, unless stipulated otherwise in international agreements. If the excerpts from a register are in a language other than Estonian or English, translations to either Estonian or English by a sworn translator or an official equated to a sworn translator must be provided. AS Ekspress Grupp may also deem the shareholder's voting right to be proven if all the required data concerning the legal person and the representative is contained in a notarised authorisation document issued in the foreign country and the authorisation document is acceptable in Estonia.

In order to assign a representative, the shareholder may use the template for power of attorney, which is published on the homepage of AS Ekspress Grupp at [www.egrupp.ee](http://www.egrupp.ee) (<http://www.egrupp.ee>) and on the website of Nasdaq Baltic stock exchange (<https://nasdaqbaltic.com/>) ([https://www.globenewswire.com/Tracker?data=LkCE02RXdFwE9joK6UO3K9ie4IocDSdwC7h\\_10qVN05TDLqRFzOX-n6V7G14FVs5mCXcekLzvlj\\_SfEilR6SEB4uVu7NHan5n8zEH8BupNE=](https://www.globenewswire.com/Tracker?data=LkCE02RXdFwE9joK6UO3K9ie4IocDSdwC7h_10qVN05TDLqRFzOX-n6V7G14FVs5mCXcekLzvlj_SfEilR6SEB4uVu7NHan5n8zEH8BupNE=)))).

#### Documents related to the resolutions

The draft resolutions and related documents are available on the websites of AS Ekspress Grupp ([www.egrupp.ee](http://www.egrupp.ee) (<http://www.egrupp.ee>)) and Nasdaq Baltic (<https://nasdaqbaltic.com/>) ([https://www.globenewswire.com/Tracker?data=LkCE02RXdFwE9joK6UO3K9ie4IocDSdwC7h\\_10qVN05TDLqRFzOX-n6V7G14FVs5mCXcekLzvlj\\_SfEilR6SEB4uVu7NHan5n8zEH8BupNE=](https://www.globenewswire.com/Tracker?data=LkCE02RXdFwE9joK6UO3K9ie4IocDSdwC7h_10qVN05TDLqRFzOX-n6V7G14FVs5mCXcekLzvlj_SfEilR6SEB4uVu7NHan5n8zEH8BupNE=))).

#### Questions related to the resolutions and adoption procedure

Questions related to the resolutions and the adoption procedure may be submitted to e-mail [egrupp@egrupp.ee](mailto:egrupp@egrupp.ee) (<mailto:egrupp@egrupp.ee>) until the deadline given to the shareholders to present their position. The questions and answers will be disclosed on Ekspress Grupp homepage [www.egrupp.ee](http://www.egrupp.ee) (<http://www.egrupp.ee>).

Mari-Liis Rüütsalu

AS Ekspress Grupp

Chairman of the Management Board

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AS Ekspress Grupp is the leading media group in the Baltic States whose key activities include web media content production and publishing of newspapers and magazines. The Group also manages the electronic ticket sales platform and ticket sales sites in Estonia and Latvia. Ekspress Grupp that launched its



operations in 1989 employs almost 1400 people, owns leading web media portals in the Baltic States and publishes the most popular daily and weekly newspapers as well as the majority of the most popular magazines in Estonia.

