

Company AS Ekspress Grupp  
Type Company Release  
Category Announcement of General Meeting  
Disclosure time 18 Apr 2019 16:30:00 +0300

Attachments:

- EkspressGr-10001784521-en.pdf (<http://oam.fi.ee/en/download?id=3801>)
- EkspressGr-10001784522-en.pdf (<http://oam.fi.ee/en/download?id=3802>)
- EkspressGr-10001784523-en.docx (<http://oam.fi.ee/en/download?id=3803>)
- EkspressGr-10001784524-en.docx (<http://oam.fi.ee/en/download?id=3804>)
- EkspressGr-10001784526-et.pdf (<http://oam.fi.ee/en/download?id=3805>)
- EkspressGr-10001784527-et.pdf (<http://oam.fi.ee/en/download?id=3806>)
- EkspressGr-10001784528-et.docx (<http://oam.fi.ee/en/download?id=3807>)
- EkspressGr-10001784529-et.docx (<http://oam.fi.ee/en/download?id=3808>)

Currency

Title Notice on convening Annual General Meeting of Shareholders

Notice is hereby given that the Management Board of AS Ekspress Grupp (registry code 10004677, official address Parda 6, 10151 Tallinn) convenes the Annual General Meeting of Shareholders, which will be held on 17(th) of May, 2019 at 10:00 at the seat of AS Ekspress Grupp, in the city of Tallinn, Parda 6, 6(th) floor.

The registration of participants in the Meeting will commence at 9:30 at the location of the Meeting.

Pursuant to the decision of the Supervisory Board of AS Ekspress Grupp, the Agenda of the Annual General Meeting of Shareholders is as follows:

1. The approval of 2018 annual report.
2. The approval of the proposal for distribution of profits.
3. Extension of the mandate of the Members of the Supervisory Board

The management board of AS Ekspress Grupp makes the following proposals to the shareholders about the items of the agenda:

1. The approval of 2018 annual report.

To approve the 2018 annual report of AS Ekspress Grupp for the financial year from 1(st) of January 2018 to 31(st) of December 2018.



2. The approval of the proposal for distribution of profits.

To approve the Profit Distribution Proposal for 2018. To distribute total 6491 euros as following: to increase statutory reserve by 325 euros; remaining 6166 euros to be allocated to the retained earnings.

3. Extension of the mandate of the Members of the Supervisory Board

To extend the mandate of Supervisory Board Members Hans H. Luik, Indrek Kasela and Harri Helmer Roschier from 21(th) May 2019 for five years until 20.05.2024.

The circle of shareholders entitled to attend the Annual General Meeting will be determined 7 days prior to the General Meeting, i.e. on 9(th) May, 2019 at the end of the working day of the settlement system.

All documents concerning the Annual General Meeting of the Shareholders of AS Ekspress Grupp, including draft resolutions, are available on the homepage of AS Ekspress Grupp at [www.egrupp.ee](http://www.egrupp.ee) (<http://www.egrupp.ee>), as well as at the seat of AS Ekspress Grupp, Parda 6, Tallinn, 6(th) floor, on business days from 10:00 to 16:00 starting from the date of notification of the Annual General Meeting until the date of the Annual General Meeting (inclusive).

At the Meeting, the shareholders are entitled to receive information on the activities of AS Ekspress Grupp from the Management Board. If the Management Board of AS Ekspress Grupp refuses to provide information, the shareholders may demand that the General Meeting decides on the legitimacy of their demand, or submit, within two weeks, an application to court in proceedings on petition to require the Management Board to provide the information.

Shareholders whose shares represent at least 1/20 of the share capital are entitled to present a draft resolution on each agenda item to AS Ekspress Grupp at least 3 days prior to the General Meeting, i.e. until 13(th) May, 2019, by submitting it in writing to e-mail address: [egrupp@egrupp.ee](mailto:egrupp@egrupp.ee) (<mailto:egrupp@egrupp.ee>).

Shareholders whose shares represent at least 1/20 of the share capital are entitled to request the inclusion of additional items in the agenda of the General Meeting of AS Ekspress Grupp, provided that the request is submitted 15 days prior to the General Meeting at the latest, i.e. until 1(st) May, 2019, by submitting it in writing to e-mail address: [egrupp@egrupp.ee](mailto:egrupp@egrupp.ee) (<mailto:egrupp@egrupp.ee>).

As at 17(th) April, 2019, the share capital of AS Ekspress Grupp is 17,878,104.60 euros. The total number of shares is 29,796,841, with each share granting one vote. The right to vote is not granted to AS Ekspress Grupp's 17,527 own shares.

For the registration of participants in the Annual General Meeting of



Shareholders, we kindly ask:

- \* shareholders who are natural persons to present an identity document (e.g. passport or ID card) and representatives of shareholders who are natural persons to present an identity document and a written document certifying their authorisation;
- \* representatives of shareholders who are legal persons to present an extract (or other such document) from the relevant (commercial) register where the legal person is registered (issued no more than 7 days prior to presenting), and the identity document of the representative. 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. Transactional representatives of shareholders who are legal persons must, in addition to the aforementioned documents, present a written document certifying their authorisation. AS Ekspress Grupp may also register a shareholder who is a legal person in a foreign country as a participant in the General Meeting 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.

Prior to the General Meeting, shareholders may give notice of the appointment of a representative and the withdrawal by the principal of the authorisation via e-mail to the address [egrupp@egrupp.ee](mailto:egrupp@egrupp.ee) (<mailto:egrupp@egrupp.ee>) or by delivering the aforementioned document(s) to the seat of AS Ekspress Grupp at Parda 6, Tallinn, 6(th) floor (on business days from 10:00 to 16:00) by 16:00 on 16(th) May, 2019 at the latest, using the templates available on the homepage of AS Ekspress Grupp, [www.egrupp.ee](http://www.egrupp.ee) (<http://www.egrupp.ee>). Information on the procedure of appointment and revocation of the authorisation of representatives is available on the homepage of AS Ekspress Grupp, [www.egrupp.ee](http://www.egrupp.ee) (<http://www.egrupp.ee>).

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AS Ekspress Grupp is the leading media group in the Baltic States whose key activities include web media content production, publishing of newspapers and magazines and provision of printing services in Estonia, Latvia and Lithuania. Ekspress Grupp that launched its operations in 1989 employs 1700 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.

