

# AS TRIGON PROPERTY DEVELOPMENT

äriregistri kood: 10106774, aadress: Viru Väljak 2, Tallinn 10111, Eesti

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## AS TRIGON PROPERTY DEVELOPMENT AKTSIONÄRIDE KORRALISE ÜLDKOOSOLEKU OTSUSED JA PROTOKOLL

Koosoleku aeg: 29.06.2012

Koosoleku koht: Viru väljak 2, Tallinn

### 1. Koosoleku avamine

Koosoleku avas AS Trigon Property Development juhatusese liige Aivar Kemp. Koosoleku juhatajaks valiti Aivar Kemp ja protokolljaks Kerttu-Kaarina Tombak.

### 2. Koosoleku seaduslikkus ja otsustusvõime

Tõdeti, et koosolek on kokku kutsutud seaduse ja põhikirja nõudeid järgides. AS-il Trigon Property Development on 4 499 061 aktsiat ning kuna koosolekul on esindatud 2 682 192 (59,62%) aktsiatega määratud häälest, tõdeti, et koosolek on seaduslik ja otsustusvõimeline.

### 3. Päevakord

Päevakorda kinnitati järgmised küsimused:

1. 2011. a. majandusaasta aruande kinnitamine.
2. 2011.a. majandusaasta kasumi jaotamine.
3. 2012. a. majandusaasta audiitori valimine ja tasustamise korra määramine.

*(unofficial translation)*

## MINUTES AND RESOLUTIONS OF THE ORDINARY SHAREHOLDERS MEETING OF AS TRIGON PROPERTY DEVELOPMENT

Time of the meeting: 29.06.2012

Place of the meeting: Viru square 2, Tallinn

### 1. Opening the meeting

The meeting was opened by Aivar Kemp, Member of the Management Board of AS Trigon Property Development. Aivar Kemp was elected as the chairman of the meeting and Kerttu-Kaarina Tombak was elected as the recording secretary.

### 2. Legality and quorum of the meeting

It was noted that the general meeting is convened in compliance with the Articles of Association and the law. AS Trigon Property Development has 4,499,061 shares and since 2,682,192 (59,62%) votes represented by shares were present at the meeting the meeting is legal and the quorum is met.

### 3. Agenda

The following items were approved to be on the agenda:

1. Approval of the Annual Report 2011.
2. 2011 profit distribution.
3. Appointment and remuneration principles of auditor for the financial year 2012.

#### 4. Otsused

##### Päevakorrapunkt 1

AS Trigon Property Development juhatuse liige Aivar Kempfi andis ülevalaate 2011. aasta tulemustest.

Koosoleku juhataja pani hääletusele päevakorrapunkti 1 ja tegi ettepaneku kinnitada juhatuse poolt koostatud Seltsi 2011. a. majandusaasta aruanne, mille kohaselt Seltsi konsolideeritud bilansimaht seisuga 31.12.2011. a. oli 2 440 tuhat eurot ning aruandeaasta puhaskahjum oli 1 743 tuhat eurot.

Poolt: 2 682 192 häält  
Vastu: 0 häält  
Erapooletuid: 0 häält

Seega on otsus 100% poolthäälega vastu võetud.

##### **OTSUS:**

Kinnitada juhatuse poolt koostatud Seltsi 2011. a. majandusaasta aruanne, mille kohaselt Seltsi konsolideeritud bilansimaht seisuga 31.12.2011. a. oli 2 440 tuhat eurot ning aruandeaasta puhaskahjum oli 1 743 tuhat eurot.

##### Päevakorrapunkt 2

Koosoleku juhataja pani hääletusele päevakorrapunkti 2 ja tegi ettepaneku katta 2011.a. majandusaasta puhaskahjum summas 1 742 532 eurot tulevaste perioodide kasumi arvelt.

Poolt: 2 682 192 häält  
Vastu: 0 häält  
Erapooletuid: 0 häält

Seega on otsus 100% poolthäälega vastu võetud.

#### 4. Resolutions

##### Agenda item 1

Aivar Kempfi, Member of the Board of Trigon Property Development gave an overview of the year 2011 results.

The chairman of the meeting proposed to vote on agenda item 1 and to approve the Annual Report of the Company for 2011, which exposes the consolidated balance sheet value of 2 440 thousand euros as at 31.12.2011 and the net loss of the financial year of 1 743 thousand euros.

In Favour: 2,682,192 votes  
Against: 0 votes  
Impartial: 0 votes

The resolution is adopted with 100% of votes in favour.

##### **RESOLUTION:**

To approve the Annual Report of the Company for 2011, which exposes the consolidated balance sheet value of 2 440 thousand euros as at 31.12.2011 and the net loss of the financial year of 1 743 thousand euros.

##### Agenda item 2

The chairman of the meeting proposed to vote on agenda item 2 and proposed to take the net loss for 2011 in the amount of 1,742,532 euros from the future earnings.

In Favour: 2,682,192 votes  
Against: 0 votes  
Impartial: 0 votes

The resolution is adopted with 100% of votes in favour.

**OTSUS:**

Katta 2011.a. majandusaasta puhaskahjum summas 1 742 532 eurot tulevaste perioodide kasumi arvelt.

**Päevakorrapunkt 3**

Koosoleku juhataja pani hääletusele päevakorrapunkti 3 ja tegi ettepaneku valida Seltsi 2012.a. majandusaasta audiitoriks AS PricewaterhouseCoopers (registrikood: 10142876; aadress: Pärnu mnt. 15, 10141 Tallinn). Audiitorteenuste eest tasumine toimub audiitorühinguga sõlmitava lepingu alusel.

Poolt: 2 682 192 häält

Vastu: 0 häält

Erapooletuid: 0 häält

Seega on otsus 100% poolthäälega vastu võetud.

**OTSUS:**

Valida Seltsi 2012.a. majandusaasta audiitoriks AS PricewaterhouseCoopers (registrikood: 10142876; aadress: Pärnu mnt. 15, 10141 Tallinn). Audiitorteenuste eest tasumine toimub audiitorühinguga sõlmitava lepingu alusel.

**RESOLUTION:**

To take the net loss for 2011 in the amount of 1,742,532 euros from the future earnings.

**Agenda item 3**

Chairman of the meeting proposed to vote on agenda item 3 and proposed to appoint AS PricewaterhouseCoopers (registry code: 10142876, address: Pärnu mnt 15, 10141 Tallinn) as the auditor of the Company for the financial year 2012. Public accounting services will be paid for in accordance with the contract to be drawn up with the auditor.

In Favour: 2,682,192 votes

Against: 0 votes

Impartial: 0 votes

The resolution is adopted with 100% of votes in favour.

**RESOLUTION:**

To appoint AS PricewaterhouseCoopers (registry code: 10142876, address: Pärnu mnt 15, 10141 Tallinn) as the auditor of the Company for the financial year 2012. Public accounting services will be paid for in accordance with the contract to be drawn up with the auditor.



Aivar Kemp  
Koosoleku juhataja  
Chairman of the meeting



Kerttu-Kaarina Tombak  
Koosoleku protokollija  
Secretary of the meeting