

# 31.03.2015 Annual General Meeting of Arco Vara AS

## Annual General Meeting of Arco Vara AS

### NOTICE OF THE ANNUAL GENERAL MEETING, ITS AGENDA AND PROPOSED RESOLUTIONS

Dear shareholder of Arco Vara AS

Notice is hereby given that the annual general meeting of Arco Vara AS (registry number 10261718; registered office at Jõe 2B, Tallinn) will be held in the meeting room *Lübeck+St Peterburg* of Radisson Blu Sky Hotel at Rävåla Avenue 3 on 23 April 2015 at 10 am.

The agenda of the annual general meeting:

#### 1. Approval of the annual report for 2014

The Supervisory Board proposes to the shareholders:

*To approve the annual report of Arco Vara AS for 2014.*

#### 2. Distribution of Profit

The Supervisory Board proposes to the shareholders:

*To distribute the net profit for the year ended on 31 December 2014 in the amount of 803 thousand euros as follows:*

- *to pay dividend to the shareholders 0.01 euros per share, in the total amount of 61 170.12 euros. The list of shareholders entitled to dividends shall be fixed as at 15 May 2015, 23:59 PM. Dividends shall be paid to the shareholders by transfer to the bank account of the shareholders on 29 May 2015;*
- *to allocate 742 thousand euros to retained earnings.*

### 3. Appointment of Auditor

The Supervisory Board proposes to the shareholders:

*To appoint an auditor for one year (until the next annual general meeting of shareholders) and appoint PricewaterhouseCoopers AS as the auditor. To pay the auditor for auditing the 2015 annual report according to an agreement to be signed between Arco Vara AS and PricewaterhouseCoopers AS.*

The materials of the annual general meeting will be available on the website of Arco Vara AS at <http://www.arcorealestate.com/en/investor-info/general> and in the registered office of Arco Vara AS at Jõe 2B, Tallinn on business days from 9 am to 5 pm.

Questions regarding the agenda items may be sent by email to [info@arcovara.ee](mailto:info@arcovara.ee). The questions together with the answers will be published on the website of Arco Vara AS. All shareholders have a lawful right to obtain information from the Management Board about the operation of the company. Shareholders whose shares represent at least 1/20 of the share capital of Arco Vara AS may request that additional items be added to the agenda provided they submit their request at least 15 days before the general meeting, i.e. by 8 April 2015 at the latest, and they may propose a resolution on any or all agenda items, provided they submit the proposal at least 3 days before the general meeting, i.e. by 20 April 2015 at the latest. Shareholder requests and proposals have to be submitted by email to [info@arcovara.ee](mailto:info@arcovara.ee) and they will be published in line with legal requirements.

The list of shareholders eligible to vote will be prepared 7 days before the general meeting, i.e. on 16 April 2015 as at 11.59 pm.

Registration of attendees begins on 23 April 2015 at 9.45 am. For registration, please bring an identity document. A proxy must have a written proxy document or other documents verifying the right to act as a proxy. A shareholder may notify Arco Vara AS before the meeting of the appointment of a proxy or the revocation of a proxy appointment by sending relevant digitally signed notice to [info@arcovara.ee](mailto:info@arcovara.ee) on 22 April 2015 at the latest.

The notice of the annual general meeting will be published in *Postimees* on 1 April 2015.

Yours sincerely

Management Board of Arco Vara AS

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Annual report