

**COMPENSA LIFE
VIENNA INSURANCE GROUP SE
AINUAKTSIONÄRI OTSUSED**

28. aprill 2020

Compensa Life Vienna Insurance Group SE, registrikood 10055769, asukoht Narva mnt. 63/2, 10152 Tallinn (edaspidi **Ühing**) aktsiakapitali suurus on 11 604 000 eurot. Ühingul on 1 815 576 nimiväärtuseta nimelist lihtaktsiat. Iga aktsia annab aktsionärile ühe hääle.

VIENNA INSURANCE GROUP AG Wiener Versicherung Gruppe, registrikood 75687f, asukoht Schottenring 30, 1010 Viin, Austria, on Ühingu ainuaktsionär, kelle aktsiatega on esindatud 100% Ühingu aktsiatega esindatud häälest, ning võtab vastavalt äriseadustiku § 305 lõikele 1 vastu alljärgnevad otsused:

1. 2019.a. majandusaasta aruande kinnitamine

Kinnitada Ühingu juhatuse poolt koostatud ning nõukogu poolt heaks kiidetud 2019.a. majandusaasta aruanne.

2. Kasumi jaotamise otsustamine

2.1. Vastavalt aktsionärile esitatud kasumi jaotamise ettepanekule:

2.1.1. Kinnitada Ühingu 2019.a. majandusaasta puhaskasum 3 294 219 eurot.

2.1.2. Kanda puhaskasum 106 433 eurot reservkapitali.

2.1.3. Maksta aktsionärile dividende summas 2 500 000 eurot.

2.1.4. Kanda puhaskasum 687 786 eurot eelmiste perioodide jaotamata kasumisse.

3. Audiitori nimetamine

3.1. Nimetada Ühingu audiitoriks 2020-2021.a. majandusaastatel audiitorühing KPMG Baltics OÜ, registrikood 10096082, asukoht Narva mnt. 5, 10117 Tallinn.

3.2. Volitada Ühingu juhatust maksma audiitorile tasu vastavalt 2020-2021.a. majandusaastateks sõlmitavale audiitorteenuse lepingule.

**COMPENSA LIFE
VIENNA INSURANCE GROUP SE
SOLE SHAREHOLDER RESOLUTIONS**

28th of April 2020

The share capital of **Compensa Life Vienna Insurance Group SE**, registry code 10055769, with its registered office at Narva mnt. 63/2, 10152 Tallinn (hereinafter the "**Company**") is 11 604 000 euros. The Company has 1 815 576 registered shares without nominal value. Each share grants one vote to shareholder.

VIENNA INSURANCE GROUP AG Wiener Versicherung Gruppe, registered under FN 75687f, with its registered office at Schottenring 30, 1010 Vienna, Austria, is the sole shareholder of the Company, whose shares represent 100% of the votes represented by the shares of the Company, and pursuant to § 305(1) of the Commercial Code passes the following resolutions:

1. Approval of annual report 2019

To approve the annual report 2019 prepared by the Management Board and approved by the Supervisory Board of the Company.

2. Resolution on allocation of profit

2.1. In accordance with the profit allocation proposal submitted to shareholder:

2.1.1. To approve the net profit of the Company for the financial year 2019 in the amount of 3 294 219 Euros.

2.1.2. To allocate the net profit in the amount of 106 433 Euros to reserve capital.

2.1.3. To pay dividends to shareholder in the amount of 2 500 000 Euros.

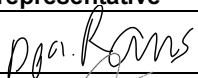
2.1.4. To allocate the net profit in the amount of 687 786 Euros to retained earnings.

3. Appointment of auditor

3.1. To appoint the audit firm KPMG Baltics OÜ, registry code 10096082, registered office at Narva mnt. 5, 10117 Tallinn as the Company's auditor for the financial years 2020-2021.

3.2. To authorize the management board of the Company to pay a fee to the auditor in accordance with the contract for auditing services to be concluded for the financial years 2020-2021.

Aktsionäride nimekiri/ List of shareholders

Aktsionäri nimi/ Name of shareholder	Häälte arv/ Number of votes	Esindaja nimi/ Name of representative	Esindaja allkiri/ Signature of representative
VIENNA INSURANCE GROUP AG Wiener Versicherung Gruppe	1 815 576	Sonja Raus Prokurist/ Procurator	
		Gerald Weber Prokurist/ Procurator	