

# Invitation to the Annual General Meeting of Shareholders of Olympic Entertainment Group AS

23.05.2016

**OLYMPIC ENTERTAINMENT GROUP AS**, registry code 10592898, address Pronksi 19, Tallinn, Harju County, 10124 (hereinafter **Company**), convenes annual General Meeting of shareholders that will be held on 16 June 2016 at 15:00 at the Conference centre of Hilton Tallinn Park (Kreutzwaldi 23, Tallinn, Estonia).

Agenda for the annual General Meeting is the following:

1. Approving the Company's 2015 consolidated annual report;
2. Deciding on the distribution of profit;
3. Appointing the auditor for auditing the financial year covering the period from 01.01.2016 - 31.12.2016.

The Supervisory Board of the Company has approved the agenda of the General Meeting as presented by the Management Board and makes the shareholders the following proposals:

## ***1. Approving the Company's 2015 consolidated annual report***

The Supervisory Board of the Company makes to the General Meeting of the Company a proposal to vote in favour of the approval of the consolidated annual report of the Company for the financial year of 2015, according to which the net profit amount is 25,718,587.02 Euros.

## ***2. Deciding on the distribution of profit***

The Supervisory Board of the Company makes to the General Meeting of the Company a proposal to vote in favour of approving the proposal on distribution of profit of the financial year of 2015 as follows:

- 2.1 Net profit amount: 25,718,587.02 Euros;
- 2.2 To pay a dividend of 0.15 Euros per share, altogether in the amount of 22,768,680.90 Euros, whereas 0.10 Euros per share shall be paid to the shareholders on 15 July 2016 and 0.05 Euros per share shall be paid to the shareholders on 14 October 2016;
- 2.3 Transfer to the statutory reserve capital: 1,285,929.35 Euros;
- 2.4 The remaining balance of retained earnings after the distribution of profit: 27,766,116.39 Euros.
- 2.5 The list of shareholders who are entitled to receive dividends shall be closed as follows:
  - 2.5.1 The list of shareholders entitled to receive the dividend of 0.10 Euros per share that will be paid on 15 July 2016 shall be closed on 14 July 2016 as at 11:59 PM. The dividends of 0.10 Euros per share shall be paid to the shareholders on 15 July 2016 by a transfer to the shareholder's bank account.
  - 2.5.2 The list of shareholders who are entitled to receive the dividend of 0.05 Euros per share that will be paid on 14 October 2016 shall be closed on 13 October 2016 as at 11:59 PM. The dividends of 0.05 Euros per share shall be paid to the shareholders on 14 October 2016 by a transfer to the shareholder's bank account.

## ***3. Appointing the auditor for auditing the financial year covering the period from 01.01.2016 - 31.12.2016***

The Supervisory Board of the Company makes to the General Meeting of the Company a proposal to vote in favour of the proposal on appointing the auditor of the Company upon the following terms and conditions:

- 3.1 To appoint AS PricewaterhouseCoopers (registry code 10142876) to serve as the auditor of the Company.
- 3.2 AS PricewaterhouseCoopers shall audit the Company's annual report for the financial year from 01.01.2016 - 31.12.2016.
- 3.3 For auditing the annual reports, the Company shall pay AS PricewaterhouseCoopers a fee in the amount agreed upon in the contract concluded with AS PricewaterhouseCoopers on rendering auditing services.

## ORGANISATIONAL ISSUES

After the items on the agenda, including any additional items, are exhausted the shareholders may ask the management board to provide information about the business of the Company in accordance with the procedure published on the website of the Company <http://www.olympic-casino.com>.

List of shareholders entitled to vote at the General Meeting will be fixed on 9 June 2016 at 11.59 PM.

Registration to the meeting will start on the day of the meeting, 16 June 2016, at 14.30. Registration will be carried out on the basis of an identification document and in case of the shareholder's representative, power of attorney or any other document evidencing authorisation. The forms of power of attorney and revocation of the power of attorney are available at the Company's website <http://www.olympic-casino.com>. Legal entities must also present a valid extract of the registry card. The documents of a company incorporated abroad must be legalised or stamped with apostille, if the international agreement does not prescribe otherwise, and translated into Estonian by the sworn translator.

A shareholder may notify about the appointment of a representative and the withdrawal of the power of attorney of the principal prior to the general meeting by sending respective digitally signed notice by e-mail to [info@oc.eu](mailto:info@oc.eu) or by delivering respective document(s) on business days from 9 AM till 5 PM at the latest by 15 June 2016 to the location of the Company at Pronksi 19, 3rd floor.

The annual report of the Company and the sworn auditor's report have been made available at the NASDAQ Tallinn website [www.nasdaqomxbaltic.com](http://www.nasdaqomxbaltic.com). The annual report of the company, the drafts of resolutions and all other General Meeting documents shall be made available at the Company's website <http://www.olympic-casino.com> and on business days from 9 AM till 5 PM also at Pronksi 19, 3<sup>rd</sup> floor as of 24 May 2016. Questions in respect of the items in the agenda of the General Meeting may be asked by e-mail: [info@oc.eu](mailto:info@oc.eu) or over phone +372 667 1250. Questions, answers and the minutes and resolutions of the annual General Meeting shall be disclosed at the Company's website <http://www.olympic-casino.com>.

Shareholders, whose shares represent at least 1/20th of the share capital may request that additional issues be included in the agenda of the general meeting, provided that the relevant request is submitted in writing at least 15 days prior to the date of the general meeting, at the latest by the beginning of the business day (09:00) on 1 June 2016. Shareholders, whose shares represent at least 1/20<sup>th</sup> of the share capital may submit the Company written draft resolutions regarding every item on the agenda of the general meeting, at the latest 3 days prior to the date of the general meeting by the beginning of the business day (09:00) on 13 June 2016. The procedure for exercising these rights, as well as the submitted proposals regarding additional items on the agenda, the reasoning for including any items on agenda, and draft resolutions shall be published after their receipt on the website of the Company at <http://www.olympic-casino.com>. The drafts and statements of reason thereof are available for reviewing also at the office of the Company on workdays between 09:00 to 17:00 at Pronksi 19, 3rd floor.

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