

<p><u>Kinnitatud nõukogu 20.04.2017.a. otsusega</u></p> <p>Nõukogu ja juhatuse poolt korralise üldkoosoleku päevakorra kohta tehtud ettepanekud ja juhatuse poolt üldkoosoleku iga päevakorrapunkti kohta koostatud otsuse eelnõud, mis on heaks kiidetud Nõukogu poolt.</p> <p>1. Üldkoosoleku juhataja ja protokollija valimine</p> <p><u>Nõukogu ja juhatuse ettepanek:</u></p> <p>Valida üldkoosoleku juhatajaks Ervin Nurmela. Valida üldkoosoleku protokollija vastavalt üldkoosolekul tehtud ettepanekutele.</p> <p>2. Ühingu auditeeritud 2016.a. majandusaasta aruande kinnitamine</p> <p>Ühing on koostanud 2016 majandusaasta kohta majandusaasta aruande. Aruanne on läbinud audiitorkontrolli ja see on tehtud aktsionäridele kättesaadavaks. Aastaaruande kinnitamine on Ühingu aktsionäride pädevuses.</p> <p><u>Nõukogu ja juhatuse ettepanek ja otsuse eelnõu:</u></p> <p>Kinnitada Ühingu auditeeritud 2016.a. majandusaasta aruanne</p> <p>3. Kahjumi katmise otsustamine</p> <p>Ühingu puhaskahjum 31. detsembril 2016 lõppenud majandusaastal moodustas 3 913 tuhat eurot. Vastavalt äriseadustikule on kasumi jaotamise / kahjumi katmise otsustamine aktsionäride pädevuses.</p> <p><u>Nõukogu ja juhatuse ettepanek ja otsuse eelnõu:</u></p> <p>Katta 31. detsembril 2016 lõppenud majandusaasta kahjum summas 3 913 tuhat eurot eelmise perioodide jaotamata kasumi arvelt.</p>	<p><u>Approved by the Council decision 20.04.2017</u></p> <p>The Council's and Management Board's proposals in regards to the agenda of the annual general meeting and draft resolutions in regards to each agenda article, prepared by the Management Board and approved by the Council.</p> <p>1. Election of the Chairman and Secretary of the annual general meeting of shareholders</p> <p><u>The Council's and Management Board's proposal:</u></p> <p>Elect Ervin Nurmela as the Chairman of the annual general meeting of the shareholders. Elect the Secretary of the meeting as per suggestions made at the meeting.</p> <p>2. Approval of the audited annual report of the Company for the financial year of 2016</p> <p>The Company has prepared the annual report for the financial year of 2016. The report has been audited and the audited report has been made available to the shareholders. It is the competency of the shareholders to approve the annual report.</p> <p><u>The Councils and Management Boards proposal and draft of the resolution:</u></p> <p>Approve the audited annual report of the Company for the financial year of 2016.</p> <p>3. Resolution of covering the loss</p> <p>The Company's net loss for the financial year which ended 31 December 2016 was in the amount of 3 913 thousand Euros. As per the commercial code it is the shareholders competency to decide on the allocation of the profit and/or loss.</p> <p><u>The Councils and Management Boards proposal and draft of the resolution:</u></p> <p>Cover the net loss for the financial year which ended 31 December 2016 in the amount of 3 913 thousand Euros with retained earnings of previous periods.</p>
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4. Audiitori valimine	4. Election of the auditor
AS Deloitte Audit Eesti osutas Ühingule 2016 majandusaastal teenust seoses Ühingu aastaaruanne auditeerimisega.	In financial year of 2016 AS Deloitte Audit Eesti has provided audit services to the Company in relation to the audit of the annual report.
Nõukogu hinnangul on audiitor täitnud oma kohustused vastavuses sõlmitud lepinguga ja nõukogul puuduvad etteheited osutatud teenusele.	In the opinion of the Council the auditor has performed the services in accordance with the agreement and the Council does not have any objections as to the service provided.
Audiitor on vastavalt hea ühingujuhtimise tava nõuetele kinnitanud, et tal puudub töölane, majanduslik või muu seos, mis võib mõjutada audiitorit sõltumatust auditit teenuse osutamisel.	The auditor has confirmed as required by the corporate governance recommendations that it has no work, economic or other relations that would threaten its independence while rendering auditing service.
Juhatus on võtnud 2016. aastal erinevatelt audiitorbüroodelt hinnapakkumised järgneva kolme majandusaasta auditit läbiviimiseks. Auditikomitee ja nõukogu soovitus on jätkata koostööd AS-iga Deloitte Audit Eesti, kuna nende hinnapakkumine ja teenuse kvaliteet on parima suhtega.	The Management Board of the Company in 2016 took offers for the audit from different audit companies for audit of next three years. The recommendation of the audit committee and the Council is to continue the collaboration with AS Deloitte Audit Eesti as their price offer and quality of work is considered to be in the best proportion.
<u>Nõukogu ja juhatuse ettepanek ja otsuse eelnõu:</u>	<u>The Council's and Management Board's proposal and draft of the resolution:</u>
Valida AS Deloitte Audit Eesti Ühingu audiitoriks 2017 majandusaasta audiitorkontrolli läbiviimiseks.	Elect AS Deloitte Audit Eesti as the auditor of the Company for the financial year of 2017.
Kiita heaks audiitori tasustamise tingimused vastavalt audiitoriga sõlmitavale lepingule. Kiita heaks audiitorile Ühingu ja Ühingu tütarettevõtete auditeerimise eest 2017 majandusaastal makstav tasu summas 45 700 eurot (käibemaksuta).	To approve the principles for remuneration of the auditor as per the agreement to be signed with the auditor. Approve the fee payable to the auditor for the audit of Company and its subsidiaries for the financial year of 2017 in the amount of 45 700 Euros (net of VAT).