

## CITY SERVICE SE

Registry code 12827710

Registered address at Narva rd 5, Tallinn, 10117, the Republic of Estonia

E-mail address [info@cityservice.eu](mailto:info@cityservice.eu), Share capital EUR 9,483,000

(hereinafter referred to as the Company)

### MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

**Meeting was held on 16 November 2018.**

**Meeting commenced at 9:00.**

**Meeting closed on 9:15.**

**Meeting took place at the Vilnius office of the Company, at Ozo str. 12A, Vilnius, the Republic of Lithuania (Business Center "Technopolis", the 6th floor),**

**Shareholders participating in the Extraordinary General Meeting of Shareholders** (hereinafter referred to as the Meeting):

The list of shareholders entitled to take part in the Meeting is determined as at 23:59 on 09 November 2018. The shareholders of the Company have thirty-one million six hundred ten thousand (31,610,000) shares with the nominal value of thirty (0.30) euro cents. The total number of the Company's shares and the number of shares granting voting rights during the Meeting is the same and amounts to thirty-one million six hundred ten thousand (31,610,000).

One (1) shareholder of the Company participated in the Meeting: Luminor Bank AB (registry code 112029270) is the nominee account holder who has issued a power of attorney to UAB „ICOR“ (registry code 300021944) regarding twenty six million eight hundred thirteen two hundred ninety three (26,813,293) shares constituting 84.82% of the share capital and of all the shares granting voting rights in the Company.

The shareholders of the Company were informed about the convocation and agenda of the Meeting by a notice published on 18 October 2018 in the newspaper Eesti Päevaleht as well as by notices published on 16 October 2018 on the web-page of the Warsaw Stock Exchange (<http://infostrefa.com/espi/en/reports/view/4,399027>) and webpage of the Company (<http://www.cityservice.eu/en/news/,nid.565>). Draft resolutions and related documents were made available for examination on the above web-pages and at the office in Vilnius and at the premises of law firm NJORD Advokaadibüroo, Veerenni 24 D, 10135 Tallinn, the Republic of Estonia.

#### **Appointment of the chairman and secretary of the Meeting**

Tomas Kleiva was appointed as the chairman of the Meeting and Žilvinas Žarnauskas was appointed as the secretary of the Meeting.

#### **Agenda of the Meeting:**

1. Approval of the audit firm for the performance of the audit of the Company's and the Company's set of consolidated financial statements for the year 2018, 2019, 2020 and for the evaluation of the Company's consolidated annual reports for the year 2018, 2019, 2020.
2. Establishment of the payment conditions for the audit services.

There were no comments or objections regarding the agenda of the Meeting.

1. **Approval of the audit firm for the performance of the audit of the Company's and the Company's set of consolidated financial statements for the year 2018, 2019, 2020 and for the evaluation of the Company's consolidated annual reports for the year 2018, 2019, 2020.**

**Proposal:** To elect Ernst & Young Baltic AS, company code 10877299, as the audit company which shall perform the Company's and the Company's set of consolidated financial statements audit for the year 2018, 2019, 2020 and shall evaluate Company's consolidated annual reports for the year 2018, 2019, 2020.

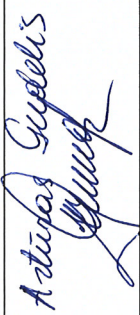


#### **Voting:**

	Number of votes	Percentage of votes participating	Result of voting
In favour of	26,813,293	100%	
against	0	0%	
abstained	0	0%	
			<b>Decision was passed</b>



**Annex No. 1**  
**Minutes of the ordinary general meeting of shareholders**  
**16 November 2018**

**CITY SERVICE SE**  
**LIST OF PARTICIPATING SHREHOLDERS**

No.	Shareholder	Number of shares	Signature
1.	UAB „ICOR“, company code 300021944, (representative – Artūras Gudelis)	26.815.293	
2.			
3.			
4.			
5.			
6.			
<p>The Chairman of the Meeting – Tomas Kleiva </p> <p>The Secretary of the Meeting – Žilvinas Žarnauskas </p>			