



Olympic Entertainment Group  
Minutes of annual general meeting

## OEG: Minutes of annual general meeting

The annual general meeting of shareholders of OLYMPIC ENTERTAINMENT GROUP AS (hereinafter the Company) was held today, on 16 April 2015, at 3:00 PM at the Conference centre of Radisson Blu Hotel Olümpia (Liivalaia 33, Tallinn, Estonia).

The announcement regarding the Meeting was published on 24 March 2015 on the webpage of the Company [www.olympic-casino.com](http://www.olympic-casino.com) and through the information system of the NASDAQ OMX Tallinn and Warsaw Stock Exchange. The announcement regarding the Meeting was published in the daily newspapers Eesti Päevaleht and Äripäev on 25 March 2015.

The Meeting started at 3:00 PM and ended at 3:45 PM. Fifty five (55) shareholders attended the Meeting representing 113,029,113 votes, constituting 74.46% of the share capital. Therefore the Meeting was competent to pass resolutions regarding the items on the agenda of the Meeting.

The following resolutions were passed at the Meeting:

### 1. Approving the Company's 2014 consolidated annual report

The Meeting resolved to approve the consolidated annual report of the Company for the financial year 1 January 2014 - 31 December 2014, according to which the net profit amount is 21,597,029.43 Euros.

Tabulation of votes:

In favour:	112,879,913 votes	99.87% of the votes represented at the Meeting
Against:	0 votes	0% of the votes represented at the Meeting
Impartial:	149,200 votes	0.13% of the votes represented at the Meeting
Did not vote:	0 votes	0% of the votes represented at the Meeting

### 2. Deciding on the distribution of profit

The Meeting resolved to distribute the net profit of the financial year that ended on 31 December 2014 in the amount of 21,597,029.43 Euros as follows:

- 2.1 To pay a dividend of 0.10 Euros per share, in the total amount of 15,179,120.60 Euros;  
2.2 Transfer to the mandatory reserve capital: 1,079,851.47 Euros;  
2.3 The remaining balance of retained earnings after the distribution of profit: 25,556,477.51 Euros.

The list of shareholders who are entitled to dividends shall be fixed on 1 May 2015 as at 11:59 PM. The dividends shall be paid to the shareholders on 4 May 2015 by a transfer to the shareholder's bank account.

Tabulation of votes:

In favour:	113,020,413 votes	99.99% of the votes represented at the Meeting
Against:	200 votes	0.00% of the votes represented at the Meeting
Impartial:	8,500 votes	0.01% of the votes represented at the Meeting
Did not vote:	0 votes	0% of the votes represented at the Meeting

### **3. Approving additional terms and conditions of share option program**

The Meeting resolved to approve the additional terms and conditions of Share Option Program as follows:

3.1. To exclude the pre-emptive right of the shareholders to subscribe for new shares to be issued under the share option program;

3.2 To give the Supervisory Board of the Company the right to increase the share capital of the Company so that the Supervisory Board would be able to increase the share capital of the Company by issuing new shares to the option holders.

Tabulation of votes:

In favour:	110,302,418 votes	97.59% of the votes represented at the Meeting
Against:	2,606,774 votes	2.31% of the votes represented at the Meeting
Impartial:	87,476 votes	0.08% of the votes represented at the Meeting
Did not vote:	32,445 votes	0.03% of the votes represented at the Meeting

### **4. Amending of the Company's articles of association**

The Meeting resolved to amend subsection 4.7 of the articles of association of the Company and to approve them in the new wording as follows:

4.7. In connection with the share option program adopted by the supervisory board of the Company on 23 December 2014, the Company's supervisory board may during the period of 3 (three) years as from 16.04.2015 increase the share capital of the Company by up to EUR 400,000 (four hundred thousand euros) by issuing up to 1,000,000 (one million) new ordinary shares of the Company. As a result of the share capital increase by the supervisory board the maximum amount of the share capital of the Company may be EUR 61,116,482.40 (sixty one million one hundred and sixteen thousand four hundred and eighty two euros and fourteen cents).

Tabulation of votes:

In favour:	110,267,626 votes	97.56% of the votes represented at the Meeting
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Against:	2,588,894 votes	2.29% of the votes represented at the Meeting
Impartial:	114,148 votes	0.10% of the votes represented at the Meeting
Did not vote:	58,445 votes	0.05% of the votes represented at the Meeting

#### **5. Appointing the auditor for auditing the financial year covering the period from 01.01.2015 - 31.12.2015**

The Meeting resolved to appoint AS PricewaterhouseCoopers (registry code 10142876) as the auditor to the Company and to remunerate the auditor for auditing the Company's annual report for the financial year of 2015 in accordance with the agreement signed between the Company and AS PricewaterhouseCoopers.

Tabulation of votes:

In favour:	112,451,486 votes	99.49% of the votes represented at the Meeting
Against:	334,074 votes	0.30% of the votes represented at the Meeting
Impartial:	211,108 votes	0.19% of the votes represented at the Meeting
Did not vote:	32,445 votes	0.03% of the votes represented at the Meeting

The resolutions were adopted at the Meeting following the procedure for passing of resolutions set forth in laws and in the Articles of Association of the Company.

Madis Jääger  
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