

## **Notice to Convene the Annual General Meeting of Skano Group AS**

The Annual General Meeting of Skano Group AS (registry code: 11421437, address: Suur-Jõe 48, Pärnu 80042, hereinafter the Company) will be held on the **21<sup>st</sup> of June 2013 at 11am at the office of Skano Group AS at Suur-Jõe 48, Pärnu.**

The agenda of the General Meeting with the proposals of the Supervisory Board:

### 1. Approval of the Annual Report 2012

Proposal of the Supervisory Board: To approve the Annual Report of the Company for 2012 prepared by the Management, which exposes the consolidated balance sheet value of 15 471 thousand euros and the net loss in the amount of 211 thousand euros as at 31.12.2012.

### 2. Profit distribution in 2012

Proposal of the Supervisory Board: Transfer the loss from the financial year 2012 of 211 thousand euros to the account of retained earnings of previous periods.

### 3. Appointment and remuneration principles of auditor for the financial year 2013

Proposal of the Supervisory Board: To appoint AS PricewaterhouseCoopers (registry code: 10142876, address: Pärnu mnt 15, 10141 Tallinn) as the auditor of the Company for the financial year 2013. Public accounting services will be paid for in accordance with the contract to be drawn up with the auditor.

The documents of Annual Report of Skano Group AS, proposal for profit allocation and auditor's report to the Annual Report of 2012 will be available at the head office of the Company at Suur-Jõe 48, Pärnu, starting from 29th of May, 2013, and on Company's web site [www.skano.com](http://www.skano.com).

Information on the procedure for exercising the rights specified in the Commercial Code § 287, § 293 (2) and (2<sup>1</sup>) and § 293<sup>1</sup> (4) is published on the website of the Company [www.skano.com](http://www.skano.com).

As of the date of publishing of the announcement, the share capital of Skano Group AS is 2 699 436.60 euros. The company has 4 499 061 shares and each share gives one vote.

The date of closing the list of shareholders entitled to vote at the Annual General Meeting will be June 14, 2013 at 23:59.

Registration of the participants in the meeting will begin at 10:45

To register yourself as a participant in the general meeting, please present:

a shareholder who is a sole proprietor – an identity document

a representative of a shareholder who is a sole proprietor – an identity document and a written authorisation document

a representative of a shareholder who is a legal person – valid certified copy of the registry card (for legal persons in Estonia, certified no earlier than 7 days ago), which entitles the person to represent the shareholder, and an identity document of the representative, or an authorisation document prepared as required and an identity document of the representative. We request prior legalisation or apostille certification of documents of a legal person registered in a foreign country, unless stated otherwise in the international agreement. Skano Group AS may register a shareholder who is a legal person of a foreign country as a participant in the general meeting also in case all required data on the legal person and the representative are included in the notarised authorisation document issued to the representative in a foreign country and the authorisation document is acceptable in Estonia.

If a shareholder has deposited his/her shares on a nominee account, a respective certificate issued by the account administrator shall be submitted, certifying the right of ownership of the shares as of 14th of June 2013.

Please present your passport or identity card as an identification document.

A shareholder may notify the Company of the appointment of a representative or withdrawal of authorisation by a representative by submitting respective information to the Management Board of Skano Group AS (in a digitally signed format which can be reproduced in writing on the following e-mail address: martin.kalle@skanogroup.com, or in writing by mail at the following address: Skano Group AS, Suur-Jõe 48, Pärnu, Estonia) no later than on 20.06.2013 (inclusive).

For the appointment of a representative or withdrawal of authorisation by a representative, a shareholder may use the forms available on the website of Skano Group AS [www.skano.com](http://www.skano.com)

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