

## Notice of convening annual general meeting of shareholders of AS PRFoods

AS PRFoods (registry code 11560713, of Viru 10, 10140 Tallinn, Estonia), hereby announces the annual general meeting of shareholders. This meeting will be held on the **30<sup>th</sup> of May, 2017 at 3 p.m.** in the conference room "Arcturus" at the Nordic Hotel Forum hotel (address: Viru väljak 3, Tallinn, Estonia).

The list of shareholders entitled to vote at the general meeting will be determined seven days before the meeting, i.e. by 11:59 p.m. on the 22<sup>nd</sup> of May, 2017.

Registration to attend the meeting will start at the location of the meeting on the 30<sup>th</sup> of May, 2017 at 2 p.m. and will finish at 3 p.m.

In order to register, shareholders are asked to bring the following documents:

- Shareholders who are private individuals must bring a passport or government-issued identity card. A representative of a shareholder must also submit a written power of attorney in written form which authorizes the proxy to attend and/or vote on the shareholder's behalf.
- Representatives of shareholders that are legal entities must bring an extract from the respective register where the legal entity is registered which confirms the authority of the legal entity's representative to represent the legal entity (representation by virtue of law). The representative must also bring a passport or government-issued identity card. If the legal entity is represented by a person who is not the legal representative of the legal entity, a written power of attorney is also required. The documents of a shareholder located abroad shall be legalized or certified with an apostille, unless a relevant international agreement stipulates otherwise.

Prior to the annual general meeting, a shareholder may notify AS PRFoods of the appointment of a representative or revoke authorisation of a given representative by sending a digitally signed notice to AS PRFoods by e-mail to [investor@prfoods.ee](mailto:investor@prfoods.ee) or by delivering the respective document(s) personally on business days from 10 a.m. to 4 p.m. at the location of the Company at Viru 19, 10140 Tallinn by 4 p.m. on the 25<sup>th</sup> of May, 2017.

According to the decision of the supervisory board of AS PRFoods dated the 8<sup>th</sup> of May, 2017, the agenda of the annual general meeting along with the proposal of the supervisory board is as follows:

### 1. Approving the Company's 2016 annual report

The supervisory board of AS PRFoods proposes to the annual general meeting to approve the annual report of the Company for the financial year 2016 in the form submitted to the annual general meeting.

### 2. Decision on sharing the profit

The net profit of AS PRFoods was 715,000 euros in year 2016 and retained profit as at the 31<sup>st</sup> of December, 2016 is EUR 1,881,000.

The supervisory board of AS PRFoods proposes to the annual general meeting to transfer 1/20 of the net profit, EUR 35,750 to the reserve and not to distribute the remaining profit.

### 3. Appointment of auditor for the financial year 2017 and determining auditor's remuneration

The supervisory board of AS PRFoods proposes the appointment of AS PricewaterhouseCoopers as auditor of AS PRFoods for the financial year 2017 and to determine the remuneration of the auditor pursuant to the agreement to be executed with the auditor.

All documents relating to annual general meeting of shareholders of AS PRFoods, including the 2016 annual report of the Company, the sworn auditor's report, proposal on covering the loss and the draft resolutions are made available at the website of AS PRFoods [www.prfoods.ee](http://www.prfoods.ee) from the date of publication of this notice.

This announcement of the annual general meeting as well as the total number of shares and voting rights relating to shares as of the date of publication of the announcement will also be published on the website of AS PRFoods [www.prfoods.ee](http://www.prfoods.ee).

Inquiries regarding the agenda of the annual general meeting of shareholders can be sent to the e-mail address [investor@prfoods.ee](mailto:investor@prfoods.ee)

A shareholder has the right to receive information about the activities of AS PRFoods from the management board at the general meeting. However, the management board may refuse to disclose the information if there are sufficient grounds to presume that the disclosure may adversely affect the interests of the company. If the management board refuses to disclose the information, the shareholder may compel the general meeting to decide on the lawfulness of the shareholder's request or file within two weeks a petition to a court in order to oblige the management board to disclose the information.

Shareholders whose shares represent at least 1/20 of the share capital of AS PRFoods may propose draft resolutions with respect to each item on the agenda at least 3 days prior to the annual general meeting, i.e. by the 24<sup>th</sup> of May, 2017, by submitting a proposal in writing to the following address: AS PRFoods, Viru 19, 10140 Tallinn, Estonia.

Shareholders whose shares represent at least 1/20 of the share capital of AS PRFoods may request that additional items be added to the agenda of the annual general meeting if the request is submitted at least 15 days prior to the General Meeting, i.e. by the 15<sup>th</sup> of May, 2017, in writing to the following address: AS PRFoods, Viru 19, 10140 Tallinn, Estonia.

## **The general meeting of the shareholders of AS PRFoods will be broadcasted and additional questions will be answered during the broadcast via web solution**

We are committed to full business transparency and therefore the general meeting of the shareholders will be broadcasted and questions will be answered during the broadcast.

The live broadcast will be hosted by the Member of the Board **Indrek Kasela**, who will share information in regards to agenda of the general meeting and introduce the results of the company for the year 2016. Shareholders may send their questions before the broadcast until May 26<sup>th</sup> by 23.59 by email [hannele@voting.ee](mailto:hannele@voting.ee) or ask questions during the broadcast via web solution.

To join the broadcast, please register by 26<sup>th</sup> May by 23.59 via email [hannele@voting.ee](mailto:hannele@voting.ee). The list of shareholders entitled to monitor the meeting via live broadcast and ask questions will be fixed on 22 May 2017 at 23:59. After registration you will be provided with instructions how to join the broadcast and ask questions during the meeting. Exercising shareholder's rights (i.e. voting) is not possible via live broadcast.

The broadcast of the shareholders meeting will be recorded and will be available online for everyone at the company's website on [www.prfoods.ee](http://www.prfoods.ee).

Indrek Kasela  
AS PRFoods  
Member of the Management Board  
T: (+372) 6 033 800  
[indrek.kasela@prfoods.ee](mailto:indrek.kasela@prfoods.ee)  
[www.prfoods.ee](http://www.prfoods.ee)

### **Attachments:**

PRF\_Draft\_resolutions\_of\_general\_meeting\_30-05-2017.pdf  
PRF\_Supervisory\_board\_report\_regarding\_the\_annual\_report\_08-05-2017.pdf  
PRF\_Info\_on\_total\_number\_of\_shares\_and\_voting\_rights\_related\_to\_shares\_09-05-2017.pdf