

## NOTICE OF CALLING THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

The Management Board of **Coop Pank AS** (registry code 10237832, address Maakri 30, Tallinn, Estonia, 15014; hereinafter the **Company**) calls the annual General Meeting of Company's shareholders on 17 April 2024 at 1:00 pm (Estonian time) held at **Mövenpick Hotel Tallinn** (previous L'Embitu hotel) conference room "Leiger" (Lembitu str 12, Tallinn, Estonia).

**According to the resolution of Company's Supervisory Board, dated 20 March 2024, the agenda of Company's annual General Meeting of shareholders with the proposals of Company's Management Board and Supervisory Board to be adopted are as follows (whereas the Supervisory Board has proposed to vote for the submitted draft decisions of each item that requires voting in the agenda):**

**1. Approval of the consolidated Annual Report 2023 of Coop Pank AS**

To approve the consolidated Annual Report 2023 of Coop Pank AS, as submitted to the General Meeting.

**2. Profit allocation of Coop Pank AS for the financial year 2023**

To approve the proposal of the Management Board for allocating the net profit of Coop Pank AS in the amount of 39 204 thousand euros as follows:

- To transfer 1 960 thousand euros to the legal reserve.
- To pay dividends in the net amount of 8,70 eurocents per share. The list of shareholders entitled to receive dividends will be established as at 03.05.2024 COB. Consequently, the day of change of the rights related to the shares (ex-dividend date) is set to 02.05.2024. For shares acquired from this day onwards, the shareholder is not entitled to receive a dividend for the Company's 2023 financial year. Dividends shall be disbursed to the shareholders on 07.05.2024.
- To transfer the remaining part of the profit to retained earnings.

**3. Overview of the Chairman of the Management Board of the business environment and of the financial results for the first two months of 2024.**

Chairman of the Management Board's overview to the shareholders of the business environment and Company's financial results for the first two months of 2024.

**4. Appointment of independent covered pool monitor**

Appoint KPMG Baltics OÜ (registry code 10096082) as the independent covered pool monitor for the covered bond portfolio of Coop Pank AS. The powers of the independent covered pool monitor begin when Coop Pank AS is granted an additional license to issue covered bonds and last until 31.12.2027.

To authorize the management board to conclude a contract with the covered pool monitor.

*Explanation: In 2024, Coop Pank AS plans to submit an application to the Financial Supervision Authority for an additional activity license enabling the issuance of covered bonds, preparations for submitting the corresponding application are in the process. After obtaining the additional activity license enabling the issuance of covered bonds, Coop Pank AS decides when to issue the covered bonds. Coop Pank AS informs about the issuance of covered bonds and its conditions in a separate stock exchange announcement after Coop Pank AS has adopted the relevant final decisions.*

*Pursuant to the law, in order to issue covered bonds, it is necessary to appoint an independent covered pool monitor of the collateral assets of the covered bond portfolio. The independent monitor may be an auditor company. In accordance with the law, the decision to appoint the independent covered pool monitor is within the competence of the general meeting.*

The circle of shareholders entitled to participate in the General Meeting is determined as of 7 days prior to the General Meeting, i.e. at the end of the working day of the Nasdaq CSD Estonian settlement system on 10 April 2024. Registration of participants will start an hour before the beginning of the meeting, i.e. at 12:00. **We ask the shareholders and their representatives to arrive in good time, taking into account the time required to register the participants.**

**For participating in the General Meeting:**

1. Individual shareholders should submit an identity document, their representatives should also hold a valid written authorisation;
2. legal representatives of corporate shareholders should submit their identity document; the authorised representative should also hold a valid written authorisation document. In case the corporate shareholder is not registered in the Estonian Commercial Register, we ask to provide a valid extract from the relevant register where the legal person is registered and from which the representative's right to represent the shareholder arises. The extract must be in English or translated into Estonian or English by a sworn translator or an official equivalent to sworn translator. The documents of a foreign shareholder must be legalised or authenticated by apostille, unless otherwise provided by an international agreement.

The shareholder may notify the Company of the appointment of a representative and the revocation of the proxy by sending the documents to Company's e-mail address [info@cooppank.ee](mailto:info@cooppank.ee) or take the above documents to the Company's office at Maakri 30, Tallinn, weekdays between 9:00 am – 5:00 pm no later than 15 April 2024 at 5:00 pm (Estonian time). The authorisation document templates are available on the Company's website at <https://www.cooppank.ee/en/general-meetings>. If so desired, CEO of the Company Margus Rink may be appointed as a representative to vote at the General Meeting.

Documents, concerning the General Meeting, draft decisions of the General Meeting and other documents submitted to the General Meeting pursuant to law (incl. the notice of calling the General Meeting, draft decisions, Annual Report 2023 of the Company, report of the supervisory board and Remuneration Report 2023), as well as other information subject to disclosure, are available for examination on the Company's website <https://www.cooppank.ee/en/general-meetings> as well as on prior notice beginning from the notification of the General Meeting until the day of the General Meeting at Company's headquarters in Tallinn, Maakri 30 on working days from 9:00 am till 5:00 pm. Please contact us in advance at [info@cooppank.ee](mailto:info@cooppank.ee) to request access to the documents.

Shareholders, whose shares represent at least 1/20 of the share capital of the Company, may demand the inclusion of additional items on the agenda of the annual General Meeting, if the corresponding request is filed in writing at least 15 days prior to the General Meeting, i.e. at the latest by 11:59 pm on 02 April 2024, at the e-mail address [info@cooppank.ee](mailto:info@cooppank.ee) or to the Company's location at Maakri 30, Tallinn. A draft decision or rationale must be submitted at the same time as the proposal to supplement the agenda.

Shareholders, whose shares represent at least 1/20 of the share capital of the Company, may submit to the Company in writing a draft resolution on each agenda item, by posting the draft to the e-mail address [info@cooppank.ee](mailto:info@cooppank.ee) or to the Company's location at Maakri 30, Tallinn. The draft must be submitted in electronic form or by post so that it would be delivered to and received by the Company no later than 3 days before the General Meeting, i.e. by 11:59 pm on 14 April 2024 at the latest.

At the General Meeting, shareholders are entitled to receive information on the activities of the Company from the management board. Management board may refuse to provide information if there are reasonable grounds for assuming that it may cause significant damage to the interests of the Company. In case the board refuses to provide information, the shareholder may require the General Meeting to decide on the lawfulness of the request or to submit within two weeks an application to the court in petition proceedings, to oblige the management board to disclose information.

Questions on other organisational issues of the General Meeting are expected on the phone +372 669 0900 on working days or at e-mail address [info@cooppank.ee](mailto:info@cooppank.ee).

Sincerely

**Margus Rink**  
Chairman of the Management Board  
Coop Pank AS