**Clevon AS draft shareholders’ resolutions**

17.04.2025

The management board of Clevon AS (the „**Company**“) hereby submits the following draft shareholders’ resolutions to the shareholders in order to adopt the following resolutions of the Company:

1. **Amending the Articles of Association**

To amend the Articles of Association of the Company and approve the new redaction of the Articles of Association of the Company in the form provided in Annex 1.

1. **Recalling the members of the Supervisory Board**
	1. To recall Arti Kütt, personal identity code 38906126012, from the position of the member of the Supervisory Board of the Company.
	2. To recall Indrek Oolup, personal identity code 37510170276, from the position of the member of the Supervisory Board of the Company.
	3. To recall Arvo Nõges, personal identity code 36909260391, from the position of the member of the Supervisory Board of the Company.
	4. To recall Ivar Siimar, personal identity code 36909220287, from the position of the member of the Supervisory Board of the Company.
	5. To recall Peep Kuld, personal identity code 37201280313, from the position of the member of the Supervisory Board of the Company.
	6. To recall Stanislav Ivanov, personal identity code 37609140255, from the position of the member of the Supervisory Board of the Company.
2. **Electing the members of the Supervisory Board**
	1. To elect William Graylin, date of birth 11.08.1968, as the member of the Supervisory Board of the Company.
	2. To elect Albert Li, date of birth 02.12.1960, as the member of the Supervisory Board of the Company.
	3. To elect Scott Johnson, date of birth 03.07.1970, as the member of the Supervisory Board of the Company.

**Procedure and instructions for voting**

Draft resolution and other documents related thereto are published at https://clevon.com/et-investors/.

The list of shareholders entitled to vote is fixed seven days before the end of the voting, i.e. on 18.04.2025. Shareholders may vote on draft resolution only by electronic means or by submitting a paper vote as follows:

**(i) the voting will be open from 12:00 on 17.04.2025 until 12:00 on 25.04.2025 (GMT+2);**

(ii) the ballot paper form prepared for voting is attached to this draft resolution and is also available at https://clevon.com/et-investors/, where it can be filled in and the completed document for signing can be downloaded;

(iii) for electronic voting, the shareholder or its representative shall complete the ballot paper form attached to it in accordance with the instructions therein, signs it digitally (using an ID card, digital ID or Mobile ID); and forwards the digitally signed ballot paper to the e-mail address info@clevon.com by the deadline specified in clause (i) above;

(iv) for paper voting, the shareholder or its legal or authorized representative shall complete the ballot paper in accordance with the instructions therein, sign it on paper and send the scanned ballot paper to the e-mail address info@clevon.com and the original ballot paper to the Company's head office at Reinu tee 48, Viljandi, 71020, Viljandi County, so that it arrives no later than the deadline specified in clause (i) above;

(v) if the ballot paper is completed by an authorized representative of a shareholder, in addition to the ballot paper, the original of the relevant power of attorney (in electronic or paper form) and for the time specified in (iv) above shall be forwarded;

(vi) if the ballot paper is filled in by a foreign legal entity, in addition to the ballot paper (and power of attorney, if applicable), a printout of the registration card of the respective foreign legal entity showing the foreign persons entitled to represent the legal person shall be forwarded.

Pursuant to subsection 2991 (2) of the Commercial Code, if a shareholder does not state within the specified term whether the shareholder is for or against the resolution, the shareholder shall be deemed to have voted against the resolution.

The Management Board shall publish the voting results at the registered office of the Company Reinu tee 48, Viljandi, 71020, Viljandi County in accordance with subsection 2991 (6) of the Commercial Code.

The following annexes are attached to this draft resolution:

Annex 1 – New redaction of the Articles of Association

Annex 2 - Ballot papers