



NOTARY IN AND FOR TALLINN MERLE SAAR-JOHANSON

NOTARY'S BOOK OF
OFFICIAL RECORDS No



**MINUTES AND RESOLUTIONS OF THE GENERAL MEETING OF
AKTSIASELTS TALLINNA VESI**

Prepared and issued in Tallinn on the twenty-ninth day of May in the year two thousand and twelve (29.05.2012).

I, the Notary in and for Tallinn Merle Saar-Johanson, whose office is located in Tallinn, Rävåla pst 3 / Kuke tn 2, was present at the general meeting (hereinafter: "the Meeting") of shareholders of AKTSIASELTS TALLINNA VESI, registry code 10257326, located at Ådala 10, Tallinn, 10614, that took place on the twenty second day of May in the year two thousand and twelve (22.05.2012).

The Meeting was held in Tallink Spa & Conference Hotel (Sadama 11a, 10111, Tallinn) at the conference hall Galaxy 1 + Galaxy 2 on the 2nd floor.

The Meeting was held in Estonian and in English, the participants were provided with the possibility to use translation into Estonian, Russian and English.

The notice of convening the Meeting was published on the 27th of April 2012 on the 7th page of daily newspaper "Eesti Põevaleht" and on the 26th of April 2012 on the website of NASDAQ OMX Tallinn Stock Exchange.

The Meeting was chaired by **Raino Paron**
personal ID code 36507044211
who is personally known to the notariser of this deed

and

the Minutes were taken by **Marja-Liisa Kruusimõe**
personal ID code 48204180391
who is personally known to the notariser of this deed, established according to the PBGB database.

Share capital of AKTSIASELTS TALLINNA VESI is twelve million sixty (12 000 060) euros, which are divided into A-shares (20 000 000 shares), each having nominal value of zero point sixty (0,60) euros, whereof each share shall give one (1) vote in the Meeting, and into B-shares (1 share) having a nominal value of sixty (60.-) euros that shall not grant the right to vote regarding the items on the agenda of this Meeting pursuant to the provisions of clause 3.2.1.2. of the Articles of Associations of AKTSIASELTS TALLINNA VESI. Voting rights of the shareholders at the general meeting were determined according to share register data as of 15th of May 2012 at 23:59. The list of participants was prepared by the representative of the Estonian Central Register of Securities.

According to the list of participants in the General Meeting constituting an Annex to this notarial deed, the general meeting was attended and represented by fifteen million seven hundred ninety one thousand three hundred four (15 791 304) votes represented by A-shares and one (1) vote with a limited voting right represented by the B-share. The general meeting was attended in total by 78.96% of the votes represented by A-shares and 100% of the votes represented by B-shares. Pursuant to § 36 subsection 3 of the Notarisation Act, the chair of the meeting shall be liable for the correctness of the list of participants.

The quorum of the general meeting has been verified by the person who has prepared this notarial deed on the basis of the list of participants that was signed by the chair of the Meeting at the presence of the person who has prepared this notarial deed. The person who has prepared this notarial deed has verified the compatibility of the list of participants with share register and the list of participants corresponds to the share register. The person who has prepared this notarial deed also verified the authorisation of the representatives of shareholders. Also, the person who has prepared this notarial deed, verified the powers of representatives.

Agenda of the Meeting consisted of the following:

- 1. Approval of 2011 Annual Report**
- 2. Distribution of profit**
- 3. Removal of member of the Supervisory Council**
- 4. Election of members of the Supervisory Council**
- 5. Election of Auditor**
- 6. Letter from the shareholders to the Government of the Republic of Estonia**
- 7. Management Board's presentation on the tariffs dispute**

Mr. Plenderleith made a short overview of the highlights of 2011.

Agenda item 1. Voting was conducted on the proposal: "To approve the 2011 Annual Report."

Voting results:

in favour: 15 789 711 votes i.e. 99.99% of the votes represented at the Meeting
against: 1 votes i.e. 0.00% of the votes represented at the Meeting
impartial: 1403 votes i.e. 0.01% of the votes represented at the Meeting
abstained: 189 votes

Since more than half of the votes represented in the Meeting in favour is required to pass the aforementioned resolution, the resolution of the Meeting is considered to have been adopted.

Agenda item 2. Voting was conducted on the proposal: "The net profit of the Company in 2011 is 21 513 000 euros. To distribute 16 800 600 euros of AS Tallinna Vesi's retained earnings of 40 863 000 euros as of 31.12.2011, incl. from the net profit of 21 513 000 euros for the year 2011, as dividends, of which 0,84 euros per share shall be paid to the owners of the A-shares and 600 euros per share shall be paid to the owner of the B-share. Remaining retained earnings will remain undistributed and allocations from net profit will not be made to the reserve capital.

To pay the dividends out to the shareholders on 15th June 2012 and to determine the list of shareholders entitled to receive dividends on the basis of the share ledger as at 23.59 on 5th June 2012."

Voting results:

in favour: 15 781 515 votes i.e. 99.94% of the votes represented at the Meeting
against: 9 000 votes i.e. 0.06% of the votes represented at the Meeting
impartial: 0 votes i.e. 0.00% of the votes represented at the Meeting
abstained: 789 votes

Since more than half of the votes represented in the Meeting in favour is required to pass the aforementioned resolution, the resolution of the Meeting is considered to have been adopted.

Agenda item 3. Raino Paron introduced to the meeting the reasons for the need to make the decision. Due to the fact that the term of office of Robert John Gallienne, Valdur Laid, Mart Mägi and Rein Ratas as authorized Council members of AS Tallinna Vesi expired on 18th May 2012, then there is no need to recall them prior to nomination for re-election.

The term of office of the elected Council member Mr Simon Roger Gardiner is going to expire 14th December 2012, therefore, voting was conducted on the proposal: “To recall Mr Simon Roger Gardiner from the Supervisory Council of AS Tallinna Vesi.”.

Voting results:

in favour: 15 737 850 votes i.e. 99.66% of the votes represented at the Meeting

against: 2000 votes i.e. 0.01% of the votes represented at the Meeting

impartial: 13 953 votes i.e. 0.09% of the votes represented at the Meeting

abstained: 37 501 votes

Since at least 2/3 of the votes represented in the Meeting in favour is required to pass the aforementioned resolution, the resolution of the Meeting is considered to have been adopted.

Agenda item 4. Voting was conducted on the proposals:

4.1 “To elect Mr. Robert John Gallienne as a Supervisory Council member of AS Tallinna Vesi from 22nd May, 2012.”

Voting results:

in favour: 15 743 099 votes i.e. 99.69% of the votes represented at the Meeting

against: 0 votes i.e. 0.00% of the votes represented at the Meeting

impartial: 10 704 votes i.e. 0.07% of the votes represented at the Meeting

abstained: 37 501 votes

Since when electing a person, the candidate who has received more votes in favour than the other candidates, shall be considered to have been elected, Mr. Robert John Gallienne was elected a Supervisory Council member.

4.2 “To elect Mr. Simon Roger Gardiner as a Supervisory Council member of AS Tallinna Vesi from 22nd May, 2012.”

Voting results:

in favour: 15 744 120 votes i.e. 99.70% of the votes represented at the Meeting

against: 0 votes i.e. 0.00% of the votes represented at the Meeting

impartial: 9683 votes i.e. 0.06% of the votes represented at the Meeting

abstained: 37 501 votes

Since when electing a person, the candidate who has received more votes in favour than the other candidates, shall be considered to have been elected, Mr. Simon Roger Gardiner was elected a Supervisory Council member.

4.3 “To elect Mr. Valdur Laid as a Supervisory Council member of AS Tallinna Vesi from 22nd May, 2012.”

Voting results:

in favour: 15 684 329 votes i.e. 99.32% of the votes represented at the Meeting

against: 50 635 votes i.e. 0.32% of the votes represented at the Meeting

impartial: 10 789 votes i.e. 0.07% of the votes represented at the Meeting

abstained: 45 551 votes

Since when electing a person, the candidate who has received more votes in favour than the other candidates, shall be considered to have been elected, Mr. Valdur Laid was elected a Supervisory Council member.

Question from Mr. Hänni: how are the independent Supervisory Council members selected and is it possible to make a proposal that the independent Supervisory Council members would be more active in protecting the interests of minority shareholders, as it seems that they are even too independent? The independent members should represent interest of 30% of the free float, and in case of any need to express their view also for the public. I do not remember that Mr Laid or Mr Mägi would have even taken this role. Other bigger shareholders have their representatives in the Supervisory Council but their interest may sometimes be different from the interests of the minority shareholders.

Mr. Gallienne explained that in AKTSIASELTS TALLINNA VESI the independent Supervisory Council members were elected after the IPO of the shares in 2005. Consultations were held with the experts of the industry and also with people in Estonian business circles in order to find most suitable candidates for the Supervisory Council members and as a result of those consultations Mr. Laid and Mrs Helo Meigas were selected, Mr Mägi later replaced Mrs Meigas. The independent Supervisory Council members, Mr. Laid and Mr. Mägi, have participated in the work of the Supervisory Council equally with other members, have a very important role in the Supervisory Council and have actively been representing the interests of all shareholders, including the rights of minority shareholders, and as Supervisory Council members they carry a bearing role in the Supervisory Council.

Mr Gallienne also explained that the function and aim of all members of the Supervisory Council is to represent all shareholders on equal grounds and not to represent only certain groups of shareholders. The role of independent Supervisory Council members is to ensure a fair representation of all shareholders and the membership of Mr. Laid and Mr. Mägi as Supervisory Council members provides that guarantee.

4.4 “To elect Mr. Mart Mägi as a Supervisory Council member of AS Tallinna Vesi from 22nd May, 2012.”

Voting results:

in favour: 15 690 417 votes i.e. 99.36% of the votes represented at the Meeting
against: 49 758 votes i.e. 0.32% of the votes represented at the Meeting
impartial: 11 078 votes i.e. 0.07% of the votes represented at the Meeting
abstained: 40 051 votes

Since when electing a person, the candidate who has received more votes in favour than the other candidates, shall be considered to have been elected, Mr. Mart Mägi was elected a Supervisory Council member.

4.5 “To elect Mr. Rein Ratas as a Supervisory Council member of AS Tallinna Vesi from 22nd May, 2012.”

Voting results:

in favour: 15 714 400 votes i.e. 99.51% of the votes represented at the Meeting
against: 27 015 votes i.e. 0.17% of the votes represented at the Meeting
impartial: 10 377 votes i.e. 0.07% of the votes represented at the Meeting
abstained: 39 512 votes

Since when electing a person, the candidate who has received more votes in favour than the other candidates, shall be considered to have been elected, Mr. Rein Ratas was elected a Supervisory Council member.

Question from Mr. Talpsepp: are the Supervisory Council members been elected without a specific term or for a particular period at the general meeting.

Mr. Paron explained that the applicable legal acts do not allow the election of Supervisory Council members without a specific term and therefore the Supervisory Council members are elected at the general meeting for a 2-year term in line with the

Articles of Association of AKTSIASELTS TALLINNA VESI.

Question from Mr. Volkotrub: why do the Supervisory Council members of AKTSIASELTS TALLINNA VESI not own the shares of the Company, do they not believe in the success of the Company?

Mr. Gallienne responded that there are no rules that obligate the Supervisory Council members to own the shares of the companies they supervise. Despite whether they own the shares of the Company or not, Supervisory Council members are obliged to stand for the interests of the Company in the best possible manner. Mr Gallienne reassured the meeting that all Supervisory Council members are fully committed to the Company.

Question from Mrs. Peedu: why do the Supervisory Council members not introduce themselves at the general meeting in person?

Mr. Paron explained that all candidates for Supervisory Council members being elected at this meeting have been introduced to the shareholders during previous meeting where they were elected and the previously prepared CV-s of the candidates for Supervisory Council members have been made available for the shareholders.

Mr. Plenderleith thanked the shareholder for the question and confirmed that as the Company considers the raised question important, he will try to ensure that the candidates for Supervisory Council members would be present in person at the next general meeting where Supervisory Council members are elected.

Agenda item 5. AS PricewaterhouseCoopers has provided auditing services for AS Tallinna Vesi during the financial year of 2011 pursuant to the agreement concluded between AS PricewaterhouseCoopers and AS Tallinna Vesi in 2008.

Voting was conducted on the proposal to appoint AS PricewaterhouseCoopers as the auditor and Tiit Raimla as the lead auditor of AS Tallinna Vesi for the financial year of 2012. To approve the principles for remuneration of the auditor as per the agreement signed with the auditor.”

Voting results:

in favour: 15 731 936 votes i.e. 99.62% of the votes represented at the Meeting

against: 2 000 votes i.e. 0.01% of the votes represented at the Meeting

impartial: 17 814 votes i.e. 0.11% of the votes represented at the Meeting

abstained: 39 554 votes i.e.

Since the candidate who has received more votes in favour than the other candidates shall be considered to have been elected, AS PricewaterhouseCoopers was elected the Auditor and Tiit Raimla was elected the Lead Auditor.

Question from Mr. Siinmaa: the shareholders are not aware of the content of the agreement signed with the auditor and the auditor's fee, would it be possible to have some information about that?

Mrs. Lahe replied that the agreement with the auditor and the auditor's fee are not confidential, the fee to be paid to the auditor for the services in 2012 is 23,700 EUR.

Before voting on the next agenda item, Mr. Plenderleith explained that a shareholder of AKTSIASELTS TALLINNA VESI, Mr. Karl Meyer, has submitted a written request to the Management Board of the Company, asking to send a letter to the Minister of Economic Affairs and Communications and Prime Minister of the Republic of Estonia on behalf of the shareholders of the Company in relation to the tariff dispute and that this issue would be decided at the general meeting of the Company. Mr. Meyer presented a similar request also during the annual general meeting of last year, but as the proposal was made only at the general meeting when the agenda of the meeting had already been confirmed, it was not possible to add this proposal as an additional item to the agenda of the annual general meeting of the Company. Mr. Plenderleith added that as the subject to be voted as the next agenda item concerns each shareholder of AKTSIASELTS TALLINNA VESI, then it has been proposed to vote on the proposal of Mr. Meyer.

Mr. Aas asked, whether the question to the Minister of Economic Affairs and Communications and Prime Minister of the Republic of Estonia will be sent in the form as it has been presented in the agenda item of the AGM or will the initial letter of the shareholder be added to that. The City of Tallinn is in favour of the wording in the agenda item, however points out the two inaccuracies in Mr. Meyer's letter. First, in the letter Mr. Meyer notes that the privatisation process and –agreement of AKTSIASELTS TALLINNA VESI have not been challenged. As the second point, Mr. Aas noted that instead of Hanseatic League it would be better to refer to the European Union and its rights.

Mr. Plenderleith asked Mr. Aas to specify, where and when the City of Tallinn has challenged the privatisation process and –agreement.

Mr. Aas noted that the Central Party who has received the absolute majority of seats in the City Council and has formed the Government of the City since 2005 has repeatedly criticized the privatisation of the majority shareholding on the terms and conditions agreed in the privatisation agreement of AS TALLINNA VESI in 2001. The party that formed the current City Government opposed the privatisation on these terms in 2001 and is of the same view also today. There was no unanimous agreement in the City Council on the issues of privatisation of AS TALLINNA VESI. The City Council found also in 2009 that the privatisation was not correct because there was no unanimous agreement in the City Council.

Mr. Plenderleith explained that by the next agenda item no 7 he intends to explain, what

actions the Company has taken with the tariff dispute and to also discuss the question of the privatisation agreement of AKTSIASELTS TALLINNA VESI. Mr. Plenderleith noted that AKTSIASELTS TALLINNA VESI was privatised with a long term agreement for 15 years, which was signed in full awareness and support of EBRD and the Competition Authority, however, the Competition Authority chooses not to recognise the agreement. As the shareholders would benefit from being familiar with this information before voting on the agenda item 6, Mr. Plenderleith made a proposal to the shareholders to change the order of the last two agenda items and to make the presentation under item 7 of the agenda before voting on the issue included in the agenda of the meeting as item 6. There was no objection made to that proposal.

Agenda item 7. Management Board's presentation on the tariffs dispute.

Mr. Plenderleith made a presentation on the current status of tariffs dispute. In summary: AKTSIASELTS TALLINNA VESI has outperformed all performance indicators since 2001. AKTSIASELTS TALLINNA VESI can demonstrate that tariffs would be an average of 9% per annum lower than had the CA been the regulator since 2001. AKTSIASELTS TALLINNA VESI has a tariff methodology and profit levels that can be PROVED to comply with international best practice. The Competition Authority has declared that the privatisation was illegal and that the Company is too profitable, hence the Competition Authority is of the opinion that it can unilaterally break the privatisation contract, although the Competition Authority has no evidence to support this position. The Competition Authority claims that it is only complying with the law, however:

- The Competition Authority's recommended methodology is not the law;
- The Competition Authority does not consistently apply its own methodology;
- As the Competition Authority's methodology does not include any quality of service indicators, then it cannot ensure "fair" tariff setting, and hence it cannot be the law.

AKTSIASELTS TALLINNA VESI has always stated its willingness to professional dialogue on the privatisation contract. The Competition Authority refuses to accept or discuss any aspect of the privatisation contract.

The presentation in its full length shall be available on the homepage of the Company.

Question from Mr. Talpsepp: is it possible to reevaluate the Company's assets on the balance sheet of AKTSIASELTS TALLINNA VESI in order to provide additional protection to the shareholders' interests in the dispute with the Competition Authority? Mr. Talpsepp explained that in his opinion the value of assets of AKTSIASELTS TALLINNA VESI is too low. For example Elering revaluated the value of electricity networks higher than it used to be, but AKTSIASELTS TALLINNA VESI has not revaluated its assets based on the market value or replacement value.

Mr. Plenderleith thanked the shareholder for a very good question and explained that it is a pure accounting issue. The assets of the Company have been recorded on its balance

sheet at a historic acquisition cost and the Company applies the IFRS accounting standards, the annual reports are prepared in line with those standards. The reports prepared for the regulator can be presented in a different manner however adjusting the whole reporting of the company just to present different information to the regulator is not practical or sensible. Playing games with the accounting of the company in order to adjust ourselves in the dispute with the Competition Authority would not be appropriate nor in compliance with the principles of the Company and it would not change anything of substance, because the Competition Authority refuses to take account of the privatisation value of the Company in any case.

Mr. Plenderleith added that in the dispute with the Competition Authority, the better question is why does the Competition Authority apply the principle of the book value of assets when it is a recorded fact that a premium was paid at the privatisation of the Company, and the terms and conditions of the privatisation as set out in the Information Memorandum stated that the money paid for the privatisation of the shares of the Company shall be used for the purpose of making investments to extend the networks. Mr Plenderleith added that there are many methodologies for calculating the RAB, however, the Competition Authority has purposefully chosen the methodology for accounting for the assets that is the causes the privatisation contract to be broken with the resulting damage for all shareholders..

Question from a shareholder who did not introduce himself/herself: in what year will the privatisation contract terminate and what will happen then?

Mr. Plenderleith replied that the privatisation agreement terminates in 2020 and there are at least two options when it does: the contract is extended for another five years, as the company is the owner of the assets needed for the provision of services, or the City of Tallinn launches new public procurement for finding the water company for the next 5 years, by resolving also the issue of the assets.

Question from Mr. Siinmaa: does AKTSIASELTS TALLINNA VESI have plans for expanding in Estonia or outside Estonia in order to earn additional profits?

Mr. Plenderleith explained that the aim of AKTSIASELTS TALLINNA VESI is to grow its business and it is willing to expand its business in Estonia into other local municipalities and also to the other Baltic countries should the opportunity arise. However expanding at this point in time is complicated due to the inconsistency and lack of transparency in the Competition Authority's methodology, which would not enable AKTSIASELTS TALLINNA VESI to earn returns on its operations, but should provide them so that only the costs would be recovered. There are very limited opportunities for expansion in this situation.

Question from Mr. Makarov: is his understanding of the Management Board's presentation on the tariffs dispute made at the AGM that during the first five years after the privatisation, when the compliance was below 50%, AKTSIASELTS TALLINNA VESI provided services of poor quality for a full price?

Mr. Plenderleith explained that at the time of privatisation of AKTSIASELTS TALLINNA VESI, the Company was not able to comply with the standards applicable in the European Union. At the privatisation the main objective of the City of Tallinn was that AKTSIASELTS TALLINNA VESI would comply with the European Union standards regarding the quality of water and wastewater five years after the privatisation. Drinking water in Tallinn complied with the European Union standards already in 2005 – if in 2000 43% of the samples were compliant, then in 2005 over 95% of the samples were compliant, thus the objective of the privatisation of the company – quality improvements – was delivered by 2005. The quality of drinking water has improved year on year since that point in time.

Question from Mr. Veermaa: now when the court proceedings are public, how, i.e. how much and what kind of information AKTSIASELTS TALLINNA VESI intends to further disclose to the shareholders regarding the tariff dispute?

Mr. Plenderleith replied that AKTSIASELTS TALLINNA VESI has not yet published all aspects of the court dispute, however should as it appears the shareholders would like to receive more information on this matter then the Company will disclose the important documents related to the tariffs dispute on the Company's homepage. A stock exchange notice shall be published on that together with the reference to the papers on our homepage.

Question from Mr. Kangur: has AKTSIASELTS TALLINNA VESI noticed that the Competition Authority treats the service providers who are market participants unequally, i.e. are heating companies treated unequally compared to the water companies?

Mr. Plenderleith replied that he can only comment on the dispute concerning the Company, in which case the unwillingness of the Competition Authority to take into account the evidence and facts presented by the Company can be noticed, with the decisions of the Competition Authority based on its own unsubstantiated opinion rather than the evidence and the facts. The way, how the Competition Authority applies regulation to industries, is also inadequate – the Competition Authority should be transparent, fair and open in its decisions – it should make all price determinations of the companies regulated by it available to the public. Regulators must be as open and transparent as possible in order to avoid any issues regarding the fair treatment of companies.

Question from Mr. Kangur: what are the water tariffs in Riga, Stockholm and Helsinki?

Mr. Plenderleith replied that the prices of drinking water in Scandinavia are generally lower than in Estonia when considering the overall wealth of these nations. However the price of drinking water in Tallinn is higher than in Riga, but it is not known whether the quality of drinking water and wastewater in Riga meets EU quality standards. This comparison is hard to make as the requirements for achieving the standards of drinking water applied to water undertakings are different.

Mr Paron made a proposal to vote on the Agenda item number six.

Agenda Item 6. Voting was conducted on the proposal: “ To send the question prepared by one of the ASTV’s shareholders to the Minister of Economic Affairs and Communications and Prime Minister of Estonia asking: "What actions is the Minister of Economic Affairs and Communications going to take to ensure that the investments made by local and overseas investors into Tallinna Vesi and Estonia are given due protection within the Estonian legal framework from the recent changes in the law that have significantly changed the conditions that were valid during the privatization process and its initial public offering on Tallinn Stock Exchange?"

Voting results:

in favour: 15 750 434 votes i.e. 99.74% of the votes represented at the Meeting

against: 1 votes i.e. 0.00% of the votes represented at the Meeting

impartial: 892 votes i.e. 0.01% of the votes represented at the Meeting

abstained: 39 977 votes

Since more than half of the votes represented in the Meeting in favour is required to pass the aforementioned resolution, the resolution of the Meeting is considered to have been adopted.

Question from Mr. Siinmaa: would it be possible that AKTSIASELTS TALLINNA VESI’s employees’ salaries would increase to the European Union level in the coming years, meaning that they would increase at least four times by this way setting a positive example in the Estonian society for increasing the salaries also in other fields, e.g. teachers’ salaries?

Mr. Plenderleith explained that AS TALLINNA VESI’s employees’ satisfaction index is 20 basis points above the Estonian average which shows that the Company has managed to ensure its employees a motivating working environment, including also a motivating salary system. It is important for the Company to motivate its employees in order to ensure that the staff is efficient and productive.

Question from Mr. Hänni: what is the experience of the British in resolving similar issues in other parts of the world? Is generally a compromise being reached or are the shares sold back?

Mr. Plenderleith replied that long-term contracts are based on basic principles that should not be changed, and at the same time, in case of changes during the validity of the contract, it is always possible to carry out professional negotiations in order to discuss what could be changed. Based on the experience of United Utilities in other countries, it

has been possible to set clear conditions and engage in a professional discussion with the regulator. It is an exceptional and extremely rare situation when the company ends up in a court dispute only for following the terms and conditions of a contract that were set by the City and National Governments.

Mr. Makarov was interested in what the current relation between the Company and the City was. He wondered if the City supports the Company or remains separate in this regards.””

Mr Plenderleith explained that the relationship between AKTSIASELTS TALLINNA VESI and the City of Tallinn is regulated by following the terms and conditions of the Services Agreement, and as the Chairman of the Management Board, Mr Plenderleith must ensure it is done on a daily basis. On the other hand, the City of Tallinn is also a shareholder who is represented in the Company’s Supervisory Council.

Mr. Gallienne added that the representatives of the City of Tallinn belonging to the Supervisory Council of AKTSIASELTS TALLINNA VESI have always behaved in a fair and open manner, they understand the problems of the privatisation contract and agree to have a professional discussion when necessary. The relationship between AKTSIASELTS TALLINNA VESI and the City of Tallinn has been professional, however the same cannot be said about the relationship between the Company and the Competition Authority.

The voting was conducted by the representative of the Estonian Central Securities Depository. The voting took place on the basis of the ballot papers issued to the shareholders upon their entry in the list of shareholders. Voting results were calculated by electronic means.

The resolutions reflected in these Minutes have been adopted in compliance with the requirements provided by law and the Articles of Association.

The following Annexes have been attached to these Minutes:

1. List of the participants in the Meeting
2. Powers of Attorney of the representatives of the shareholders

This notarial deed and the Annexes thereto have been given for examination to the Chair of the Meeting and the Minutes Secretary prior to the signature thereof and then signed by own hand at the presence of the notaris of this deed.

This notarial deed (The Minutes and Resolutions of the General Meeting) has been prepared and signed in one (1) original counterpart, which shall be kept at the office of the Notary. On the day of preparation of the deed, the Company shall receive the first transcript of the notarial deed.

The present document is drawn up on 97 pages, bound with string and embossing press.

Notari tasu arvutamise tehinguväärtus üldkoosoleku protokollis ja otsuste tõestamisel on 1/4 aktsiakapitali suurusel.

Transaction value for the calculation of the Notary fee upon the notarisation of the Minutes and Resolutions of the General Meeting is the 1/4 of share capital.

Notary fee: The Minutes of the General Meeting 319.50 euros (Transaction value 3 000 015.00 euros: Notary Fees Act § 18 lg 4, 22, 29 lg 1 p 4). Fee for transactions made outside the office of the Notary 15.20 euros (§ 36 lg 2, § 37).

Notary fee total	334.70 euros.
VAT	66.94 euros.
Total	401.64 euros.

Chair of the Meeting _____
First name and family name in characters *signature*

Minutes Secretary _____
First name and family name in characters *signature*