

**AS TALLINK GRUPP****ADDRESS SADAMA 5, TALLINN, REGISTRY CODE 10238429**

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**Agenda of the Annual General Meeting of the Shareholders of 20 May 2025:**

1. Approval of the annual report of the financial year 2024
2. Proposal for profit distribution
3. Appointment of an auditor for the financial year 2025 and the determination of the procedure of remuneration of an auditor
4. Extension of authority and determination of the remuneration of the members of the Supervisory Board
5. Amendment of the Articles of Association
6. Issuance on options as part of the Option program to the members of the Supervisory Board

**AKTSIASELTS TALLINK GRUPP****Draft RESOLUTION no. 1**

of the annual general meeting of the shareholders  
In Tallinn, 20 May 2025

To approve the annual report of the financial year 2024 as presented by the Management Board of AS Tallink Grupp.

**AKTSIASELTS TALLINK GRUPP****Draft RESOLUTION no. 2**

of the annual general meeting of the shareholders  
In Tallinn, 20 May 2025

To approve the following profit distribution proposal as prepared by the Management Board of AS Tallink Grupp:

1. To approve the net profit of the financial year 2024 in the amount of 40 274 000 euros. The retained earnings of previous periods total to 325 991 000 euros. Therefore, the distributable profit totals to 366 265 000 euros as at 31.12.2024;
2. To allocate 0 euros to mandatory legal reserve;
3. Not to make any allocations to other reserves prescribed by law or the articles of association;
4. To allocate 0 euros to retained earnings;
5. To pay the shareholders dividends of 0.06 euros per share, in the total amount of 44 614 143.84 euros;
- 5.1. To pay 0.03 euros per share to the shareholders who are included in the list of shareholders fixed on 19.06.2025 as at the end of the business day of Nasdaq CSD Estonia settlement system. Consequently, the day of change of the rights related to the shares (ex-date) is set to 18.06.2025. The dividend shall be paid to the shareholders by transfer to the bank account of the shareholders on 2.07.2025
- 5.2. To pay 0.03 euros per share to the shareholders who are included in the list of shareholders fixed on 14.11.2025 as at the end of the business day of Nasdaq CSD Estonia settlement system. Consequently, the day of change of the rights related to the shares (ex-date) is set to 13.11.2025. The dividend shall be paid to the shareholders by transfer to the bank account of the shareholders on 25.11.2025

**AKTSIASELTS TALLINK GRUPP****Draft RESOLUTION no. 3**

of the annual general meeting of the shareholders  
In Tallinn, 20 May 2025

To appoint the audit firm KPMG Baltics OÜ as the auditor of AS Tallink Grupp for the financial year 2025 and to remunerate the work in accordance with the contract to be concluded with the auditor.

**AKTSIASELTS TALLINK GRUPP****Draft RESOLUTION no. 4**

of the annual general meeting of the shareholders  
In Tallinn, 20 May 2025

Due to the expiry of the term of authority of the members of the Supervisory Board, Ain Hanschmidt, Eve Pant, Toivo Ninnas and Raino Paron on 19.09.2025, to extend the term of authority for the next 3-year term from 20.09.2025. To continue with the remuneration of the members of the Supervisory Board in accordance with the resolution No 4 adopted by the General Meeting of Shareholders on 07.05.2024.

**AKTSIASELTS TALLINK GRUPP****Draft RESOLUTION no. 5**

of the annual general meeting of the shareholders  
In Tallinn, 20 May 2025

To amend the second sentence of the Article 2.4. of the Articles of Association and word it as follows: "Supervisory board shall be authorised within 3 years as from 1 January 2026 to increase the share capital by up to 35 000 000 euros, increasing the share capital up to 384 477 460,08 euros."

**AKTSIASELTS TALLINK GRUPP****Draft RESOLUTION no. 6**

of the annual general meeting of the shareholders  
In Tallinn, 20 May 2025

To approve the issuing of options as part of the Option program to the members of the Supervisory Board of AS Tallink Grupp and to conclude the Agreements of Share Option in accordance with the terms of the Option Program approved by the General Meeting of shareholders of AS Tallink Grupp on 13.06.2023 and as follows:

1. The Member of the Supervisory Board Enn Pant has the right to acquire 300 000 options (which gives the right to acquire 300 000 shares of AS Tallink Grupp) for the third year of the Option program (period 13 June 2025 to 13 June 2026).
2. The Member of the Supervisory Board Ain Hanschmidt has the right to acquire 300 000 options (which gives the right to acquire 300 000 shares of AS Tallink Grupp) for the third year of the Option program (period 13 June 2025 to 13 June 2026).
3. The Member of the Supervisory Board Eve Pant has the right to acquire 300 000 options (which gives the right to acquire 300 000 shares of AS Tallink Grupp) for the third year of the Option program (period 13 June 2025 to 13 June 2026).
4. The Member of the Supervisory Board Raino Paron has the right to acquire 300 000 options (which gives the right to acquire 300 000 shares AS Tallink Grupp) for the third year of the Option program (period 13 June 2025 to 13 June 2026).
5. The Member of the Supervisory Board Toivo Ninnas has the right to acquire 300 000 options (which gives the right to acquire 300 000 shares of AS Tallink Grupp) for the third year of the Option program (period 13 June 2025 to 13 June 2026).
6. The Member of the Supervisory Board Kalev Järvelill has the right to acquire 300 000 options (which gives the right to acquire 300 000 shares of Tallink Grupp) for the third year of the Option program (period 13 June 2025 to 13 June 2026).

To appoint the Chairman of the Management Board of AS Tallink Grupp as the representative of AS Tallink Grupp when concluding the Agreements of Share Option with the abovementioned Members of the Supervisory Board.