**BALLOT PAPER**

**To vote on the draft resolutions prepared on the agenda items of the general meeting to be held on 18th of March 2024 of Tallinna Kaubamaja Grupp AS**

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| **Name** of the shareholder: |
| **Code** of the shareholder:(*The registry code of a shareholder who is a legal person or the personal identification code of a shareholder who is a natural person; in the absence of a personal identification code, their date of birth*) |
| **Name of the** shareholder’s **representative**:(*must be filled in in any case for a shareholder who is a legal person; must be filled in for a shareholder who is a natural person if the shareholder has authorised another person to represent them*) |
| **Personal identification code of the** shareholder’s **representative**:*(in the absence of a personal identification code, the date of birth; must be filled in in any case for a shareholder who is a legal person; must be filled in for a shareholder who is a natural person if the shareholder has authorised another person to represent them)* |
| **Basis for the right of representation of the** shareholder’s **representative**: *(e.g. Management Board member, procurator, power of attorney, etc.)*Note: A document certifying the right of representation must be sent together with the ballot paper. A document certifying the right of representation do not need to be sent if the right of representation is visible in the Estonian Commercial Register. |

**I will vote on the draft resolutions on the items on the agenda of the general meeting as follows (marking an X for ‘for’, ‘against’, ‘undecided’, or ‘no vote’, respectively):**

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| *Draft resolutions on the items on the agenda of the general meeting* | *Mark with an X* |
| **1. Approval of the 2023 annual report of Tallinna Kaubamaja Grupp AS**To approve the annual report for 2023 prepared by the Management Board of Tallinna Kaubamaja Grupp AS and approved by the Supervisory Board, in accordance with which the consolidated balance sheet of Tallinna Kaubamaja Grupp AS as at 31 December 2023 is 691,508 thousand euros, sales revenue 947,257 thousand euros, and net profit 37,424 thousand euros. | [ ]  FOR[ ]  AGAINST[ ]  UNDECIDED[ ]  NO VOTE |
| **2. Distribution of profits**To approve the proposal for the distribution of the profit of Tallinna Kaubamaja Grupp AS for 2023 submitted by the Management Board and approved by the Supervisory Board as follows:Retained earnings from previous years 90,536 thousand eurosNet profit for 2023 37,424 thousand eurosTotal distributable profit as at 31 December 2023 127,960 thousand eurosPay a dividend of 0.72 euros per share 29,325 thousand eurosRetained earnings after the distribution of profits 98,635 thousand eurosThe list of shareholders entitled to receive the dividend will be fixed on 3rd of April 2024 as at the end of the business day of Nasdaq CSD’s Estonian settlement system. The dividend will be paid to shareholders on 8th of April 2024 by transfer to the shareholder’s bank account. | [ ]  FOR[ ]  AGAINST[ ]  UNDECIDED[ ]  NO VOTE |

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| **3. Recalling members of the Supervisory Board, electing new members of the Supervisory Board and determination of the procedure for remuneration** In connection with the expiration of the term of office of some members of the Supervisory Board and with the aim of harmonizing the terms of office of the members of the Supervisory Board, to recall the entire composition of the current Supervisory Board of Tallinna Kaubamaja Grupp AS from 20th of May 2024 and to elect as members of the Supervisory Board of Tallinna Kaubamaja Grupp AS from 20th of May 2024 for the next 3-year term Jüri Käo (personal identification code 36511160272), Enn Kunila (personal identification code 35003190254), Gunnar Kraft (personal identification code 36403160286), Meelis Milder (personal identification code 35804054210) and Kristo Anton (personal identification code 37605250302). Remunerate the chairman of the Supervisory Board a fee of 4,200 euros per month and the members of the Supervisory Board a fee of 3,500 euros per month. | [ ]  FOR[ ]  AGAINST[ ]  UNDECIDED[ ]  NO VOTE |
| **4. Change of articles of association and business name of Tallinna Kaubamaja Grupp AS**To change the business name of Tallinna Kaubamaja Grupp AS and in this regard, to approve a new revision of the Articles of Association, where the new business name is TKM Grupp AS. | [ ]  FOR[ ]  AGAINST[ ]  UNDECIDED[ ]  NO VOTE |

Signature: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Please send the completed ballot paper no later than by 12 p.m. on 15th of March 2024:

* in case of voting by email, send the digitally signed ballot to info@tkmgrupp.ee and
* in case of voting by post, send the handwritten ballot with a copy of the personal data page of the identity document to Tallinna Kaubamaja Grupp AS at Kaubamaja 1, Tallinn, 10143.