

AS TALLINK GRUPP

Address: Tallinn, Sadama 5/7, registry code 10238429

Agenda of the Annual General Meeting of the Shareholders of 9 June 2014:

1. Approval of the Annual Report of 01.01.2013 - 31.12.2013 of AS Tallink Grupp.
2. Distribution of profits.
3. Nomination of an auditor and the determination of the procedure of remuneration of an auditor.

AKTSIASELTS TALLINK GRUPP

Draft RESOLUTION no. 1
of the Annual General Meeting of the Shareholders

In Tallinn, 9 June 2014

Based on § 298 section 1 subsection 7 of the Commercial Code, **the General Meeting resolves:**

To approve the Annual Report of 01.01.2013 - 31.12.2013 of AS Tallink Grupp presented by the Management Board.

Chairman of the General Meeting

Secretary of the General Meeting

AKTSIASELTS TALLINK GRUPP

Draft RESOLUTION no. 2
of the Annual General Meeting of the Shareholders

In Tallinn, 9 June 2014

Based on § 298 section 1 subsection 7 and § 276, § 277, § 278, § 335 of the Commercial Code,
the General Meeting resolves:

1. To approve the net profit of the financial year of 01.01.2013 – 3.12.2013 in the sum of 43,420,000 euros;
2. To allocate 2,171,000 euros from the net profit to the mandatory legal reserve;
3. To pay dividends to the shareholders 0.03 euros per share, in the total amount of 20,096,000 euros;
4. 21,153,000 euros to be transferred to the retained earnings.

The list of the shareholders entitled to dividends shall be fixed as at 26 June 2014, 11:59 PM.

Dividends shall be paid to the shareholders by transfer to the bank account of the shareholders on 8 July 2014.

Chairman of the General Meeting

Secretary of the General Meeting

AKTSIASELTS TALLINK GRUPP

Draft RESOLUTION no. 3
of the Annual General Meeting of the Shareholders

In Tallinn, 9 June 2014

Based on § 298 section 1 subsection 5 and § 328, § 329 of the Commercial Code, **the General Meeting resolves:**

1. To nominate the company of auditors KPMG Baltics OÜ to conduct the audit of the financial year 01.01.2014 - 31.12.2014.
2. The auditors shall be remunerated according to the audit contract to be concluded.

Annexed: consent of the auditor

Chairman of the General Meeting

Secretary of the General Meeting