**BALLOT PAPER**

**To vote on the draft resolutions prepared on the agenda items of the general meeting to be held on 19 March 2021 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*) |
| **Name of the** shareholder’s **representative**: |
| **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 need not 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 2020 annual report of Tallinna Kaubamaja Grupp AS**  To approve the annual report for 2020 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 2020 is 597,284 thousand euros, sales revenue 741,938 thousand euros, and net profit 19,499 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 2020 submitted by the Management Board and approved by the Supervisory Board as follows:  Retained earnings from previous years – 82,132 thousand euros  Net profit for 2019 – 19,499 thousand euros  Total distributable profit as at 31 December 2019 – 101,631 thousand euros  To pay a dividend of 0.60 euros per share – 24,438 thousand euros  Retained earnings after the distribution of profits – 77,193 thousand euros | | | FOR  AGAINST  UNDECIDED  NO VOTE | |
| **3. Election of members of the Supervisory Board and determination of the procedure for remuneration**  In connection with the expiry of the term of office of the members of the Supervisory Board on 20 May 2021, the Supervisory Board proposes to elect Jüri Käo, Andres Järving, Enn Kunila, Gunnar Kraft, and Meelis Milder as members of the Supervisory Board of Tallinna Kaubamaja Grupp AS for the next 3-year term from 21 May 2021.  The remuneration of the members of the Supervisory Board is as follows: the remuneration paid to the Chairman of the Supervisory Board is 2,400 euros per month and the remuneration paid to the members of the Supervisory Board is 2,000 euros per month. | | | FOR  AGAINST  UNDECIDED  NO VOTE | |

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*signature in the case of voting by post*

Please send the completed ballot paper no later than by 12 p.m. on 18 March 2021:

* in case of voting by email, send the digitally signed ballot to [tkmgroup@kaubamaja.ee](mailto:tkmgroup@kaubamaja.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.