

Aktsiaselts Tallinna Sadam

Registry code 10137319

Sadama str 25, Tallinn 15051

Voting record

On 5 June 2020, the management board of Aktsiaselts Tallinna Sadam („**Tallinna Sadam**”) made a proposal to the shareholders to adopt the shareholders' resolutions specified below without convening a meeting. Shareholders whose votes represent 83.22% of all shareholders' votes sent their votes in time.

Consequently, the shareholders of Tallinna Sadam adopted the following resolutions on 29 June 2020:

RESOLUTION 1: Approval of the 2019 Annual Report

1.1. To approve the Annual Report 2019 of AS Tallinna Sadam, as presented to the general meeting.

The resolution was adopted by 83.22% majority of votes:

In favour: 218,876,934 votes (83.22%)

Against: 44,123,066 votes (16.78%)

Abstained: 0 votes (0%)

The number of votes cast against the resolution includes, in compliance with Article 299¹ (2) of the Commercial Code, 44,123,066 votes (16.78% of all votes representing the shares) belonging to shareholders who did not give notice of whether the shareholder is in favour of or opposed to the resolution.

The voting results and the list of shareholders who voted in favour of the resolution has been provided in Annex No 1 of the voting record.

RESOLUTION 2: Distribution of profit

2.1. To approve the net profit of the financial year of 2019 in the amount of 44,403,995 euros and the retained earnings (including 2019 profit) of 51,262,653 euros.

2.2. Transfer to statutory capital reserve 1,742,002 euros.

2.3. To pay dividends to the shareholders 0.115 euros per share, in the total amount of 30,245,000 euros.

The resolution was adopted by 83.22% majority of votes:

In favour: 218,872,934 votes (83.22%)

Against: 44,127,066 votes (16.78%)

Abstained: 0 votes (0%)

The number of votes cast against the resolution includes, in compliance with Article 299¹ (2) of the Commercial Code, 44,123,066 votes (16.78% of all votes representing the shares) belonging to shareholders who did not give notice of whether the shareholder is in favour of or opposed to the resolution.

The voting results and the list of shareholders who voted in favour of the resolution has been provided in Annex No 2 of the voting record.

RESOLUTION 3: Election of members of the Supervisory Board

According to the proposal submitted by the Nomination Committee of AS Tallinna Sadam:

- 3.1. To recall Aare Tark, Raigo Uukkivi, Ahti Kuningas, Urmas Kaarlep, Üllar Jaaksoo, Maarika Liivamägi from the Supervisory Board of AS Tallinna Sadam with the end of their term of office on 30.06.2020.
- 3.2. To appoint Aare Tark, Raigo Uukkivi, Ahti Kuningas, Urmas Kaarlep, Üllar Jaaksoo, Maarika Liivamägi, Riho Unt and Veiko Sepp as members of the Supervisory Board of AS Tallinna Sadam for the term of office from 01.07.2020 to 30.06.2022.

The resolution was adopted by 82.76% majority of votes:

In favour: 217,654,342 votes (82.76%)

Against: 45,336,435 votes (17.24%)

Abstained: 9,223 votes (0%)

The number of votes cast against the resolution includes, in compliance with Article 299¹ (2) of the Commercial Code, 44,123,066 votes (16.78% of all votes representing the shares) belonging to shareholders who did not give notice of whether the shareholder is in favour of or opposed to the resolution.

The voting results and the list of shareholders who voted in favour of the resolution has been provided in Annex No 3 of the voting record.

/digitally signed/

Valdo Kalm
Chairman of the management board
Aktsiaselts Tallinna Sadam

/digitally signed/

Marko Raid
Member of the management board
Aktsiaselts Tallinna Sadam

/digitally signed/

Erly Lüdig
Shareholder

/digitally signed/

Heili Haabu
Recording secretary

Annexes of the voting record:

- 1) Annex No 1: List of shareholders who voted in favour of resolution No 1 and voting results
- 2) Annex No 2: List of shareholders who voted in favour of resolution No 2 and voting results
- 3) Annex No 3: List of shareholders who voted in favour of resolution No 3 and voting results
- 4) Annex No 4: Voting ballots received from the shareholders together with powers of attorney

AS Tallinna Sadam / Sadama 25, 15051 Tallinn

Aktsionäride üldkoosoleku otsuste vastuvõtmine koosolekut kokku kutsumata

Adoption of Resolutions of the General Meeting of Shareholders of AS Tallinna Sadam Without Conveing the Meeting

1. otsus / 1 Decision

2019. aasta majandusaasta aruande kinnitamine / Approval of the Annual Report 2019

| Väärtpaberi nimi / Name of share | Aktsionäride arv / Amount of Shareholders | | % | Ei hääletanud / Not voted | | % | Poolt / For | % | Vastu / Against | | % | Erapooletud / Impartial | | % |
|----------------------------------|--|--------------------|---------------|------------------------------|---------------|--------------------|---------------|-------------------|--------------------|----------|--------------|----------------------------|--|---|
| | Hääletas / Voted | | | | | | | | | | | | | |
| TALLINNA SADAM AKTSIA | 263 000 000 | 218 876 934 | 83,22% | 44 123 066 | 16,78% | 218 876 934 | 83,22% | 44 123 066 | 16,78% | 0 | 0,00% | | | |
| Kokku / Total | 263 000 000 | 218 876 934 | 83,22% | 44 123 066 | 16,78% | 218 876 934 | 83,22% | 44 123 066 | 16,78% | 0 | 0,00% | | | |

AS eCSD Expert
Hääletuskomisjoni esimees

01.07.2020
Ken Põldis

AS Tallinna Sadam / Sadama 25, 15051 Tallinn

Aktsionäride üldkoosoleku otsuste vastuvõtmine koosolekut kokku kutsumata

Adoption of Resolutions of the General Meeting of Shareholders of AS Tallinna Sadam Without Conveing the Meeting

2. otsus / 2 Decision

Kasumi jaotamine / Profit Allocation

| Väärtpaberi nimi / Name of share | Aktsionäride arv / Amount of Shareholders | | % | Ei hääletanud / Not voted | | % | Poolt / For | | % | Vastu / Against | | % | Erapooletud / Impartial | | % |
|----------------------------------|--|--------------------|---------------|------------------------------|---------------|--------------------|---------------|-------------------|---------------|--------------------|--------------|---|----------------------------|--|---|
| | Hääletas / Voted | | | | | | | | | | | | | | |
| TALLINNA SADAM AKTSIA | 263 000 000 | 218 876 934 | 83,22% | 44 123 066 | 16,78% | 218 872 934 | 83,22% | 44 127 066 | 16,78% | 0 | 0,00% | | | | |
| Kokku | 263 000 000 | 218 876 934 | 83,22% | 44 123 066 | 16,78% | 218 872 934 | 83,22% | 44 127 066 | 16,78% | 0 | 0,00% | | | | |

AS eCSD Expert 06.07.2020
Hääletuskomisjoni esimees Ken Põldis

AS Tallinna Sadam / Sadama 25, 15051 Tallinn

Aktsionäride üldkoosoleku otsuste vastuvõtmine koosolekut kokku kutsumata

Adoption of Resolutions of the General Meeting of Shareholders of AS Tallinna Sadam Without Conveing the Meeting

3. otsus / 3 Decision

Nõukogu liikmete valimine / Election of Members of the Supervisory Board

| Väärtpaberi nimi / Name of share | Aktsionäride arv / Amount of Shareholders | | % | Ei hääletanud / Not voted | | % | Poolt / For | % | Vastu / Against | | % | Erapooletud / Impartial | | % |
|----------------------------------|--|--------------------|---------------|------------------------------|---------------|--------------------|---------------|-------------------|--------------------|--------------|--------------|----------------------------|--|---|
| | Hääletas / Voted | | | | | | | | | | | | | |
| TALLINNA SADAM AKTSIA | 263 000 000 | 218 876 934 | 83,22% | 44 123 066 | 16,78% | 217 654 342 | 82,76% | 45 336 435 | 17,24% | 9 223 | 0,00% | | | |
| Kokku | 263 000 000 | 218 876 934 | 83,22% | 44 123 066 | 16,78% | 217 654 342 | 82,76% | 45 336 435 | 17,24% | 9 223 | 0,00% | | | |

AS eCSD Expert 06.07.2020
Hääletuskomisjoni esimees Ken Põldis