

NOTICE CALLING SPECIAL GENERAL MEETING

Dear Shareholder of AS Tallink Grupp!

The Management Board of AS Tallink Grupp (registration code 10238429, location and the address at Sadama 5/7, 10111 Tallinn) is calling the **Special General Meeting of Shareholders on 17 September, 2013 at 11:00 AM** in the conference centre of Tallink SPA & Conference Hotel, at the address Sadama 11a, Tallinn.

Registration of participants at the Special General Meeting begins at 10:00 AM.

Agenda of the Special General Meeting and the proposals of the Supervisory Board and the Management Board regarding the points of agenda:

1. Removal of the member of the Supervisory Board.
To remove Mr Ashwin Roy from his position as a member of the Supervisory Board of AS Tallink Grupp.
2. Election of the members of the Supervisory Board.
 - 2.1 To elect Mr Colin Douglas Clark as the new member of the Supervisory Board of AS Tallink Grupp.
 - 2.2 To re-elect as the members of the Supervisory Board of AS Tallink Grupp for the next statutory 3-years' term of authority: Mr Toivo Ninnas, Mr Ain Hanshmidt, Mrs Eve Pant, Mr Lauri Kustaa Äimä.
3. Remuneration for work of the members of Supervisory Board.
To remunerate the work of the members of the Supervisory Board pursuant to the resolution no 5 of 7 June 2012 of the Annual General Meeting of shareholders of AS Tallink Grupp.
4. Amending the Articles of Association.
To amend the second sentence of the clause 2.4 of Articles of Association of AS Tallink Grupp and reword it as follows:
"Supervisory Board shall be authorized within three years as from 1 January 2014 to increase the share capital by 25 000 000 euros increasing the share capital up to 429 290 224 euros."

The list of shareholders entitled to participate at the Special General Meeting shall be determined 7 days before the date of the Special General Meeting, as at **9 September 2013, 11:59 PM**.

The materials of the Special General Meeting, including the drafts of the resolutions and the new version of Articles of Association may be examined on the home-page of AS Tallink Grupp by the address www.tallink.com, on the home-page of Tallinn Stock Exchange by the address <http://market.ee.omxgroup.com/> and at the office of AS Tallink Grupp at the address Sadama 5/7, Tallinn, 4rd Floor, on business days from 09:00 AM to 4:00 PM.

Questions concerning the items of the agenda may be sent on the e-mail address info@tallink.ee.

The shareholders whose shares represent at least one-twentieth of the share capital may submit to the public limited company a draft resolution for every item of the agenda. This right may not be exercised after 3 days before holding the General Meeting, whereat the above mentioned documents shall be sent to the public limited company in writing on the address: AS Tallink Grupp, Sadama 5/7, 10111, Tallinn.

For the registration procedure of the Special General Meeting we ask the following:

Shareholder in person to present the identity document (Passport or ID Card);
the representative of the shareholder in person, the identity document (Passport or ID Card) and the duly signed written Power of Attorney.

The legal representative of a shareholder (legal person) to present an extract (or other similar document) from the relevant commercial (companies') registry of the country where the legal person is located (Estonian legal persons to provide the extract from the B-card, issued not more than 15 days prior to the date of the General Meeting) and the identity document of the representative.

The authorized representative of a shareholder (legal person) shall present, in addition to the documents listed hereinabove, the written Power of Attorney duly issued by the legal representative of the shareholder. The documents of a shareholder located abroad shall be legalized or certified with apostille unless an international agreement stipulates otherwise. AS Tallink Grupp is entitled to register the above mentioned shareholder as a participant also in case all the requisite data of the legal person and its representative are contained in a Power of Attorney issued to the representative and certified by a notary public abroad and the Power of Attorney is acceptable in Estonia.

A shareholder may notify AS Tallink Grupp of the nomination of a representative and of the withdrawal of the authorization prior to the date of the General Meeting on the e-mail address: info@tallink.ee or by bringing the above mentioned documents to the office of AS Tallink Grupp at Sadama 5/7, Tallinn, 4th Floor (on business days from 9:00 AM to 4:00 PM) latest by 16 September 2013 at 4:00 PM and the forms of the documents provided for on the web-page of AS Tallink Grupp at www.tallink.com shall be used. The information about the nomination of a representative and of the withdrawal of the authorization can be found on the web-page of AS Tallink Grupp at www.tallink.com.

Sincerely Yours
Management Board of AS Tallink Grupp