

# Procedure for Pre-voting and Electronic Participation at Annual General Meeting of Shareholders of AS LHV Group to be held on 26 March 2025

Approved by Management Board resolution on 20 February 2025

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This procedure for pre-voting and electronic participation (hereinafter the **Procedure**) at the annual general meeting of shareholders (hereinafter the **General Meeting**) of AS LHV Group (hereinafter **LHV Group**) to be held on 26 March 2025 has been established by the Management Board of LHV Group in accordance with clauses 3.4.2 and 3.4.4 of the Articles of Association of LHV Group and §§ 298<sup>1</sup> and 298<sup>2</sup> of the Commercial Code as follows:

1. The registration of shareholders entitled to participate in the General Meeting (hereinafter **shareholder** or **shareholders**) will be done through the website [vote.lhv.ee/](http://vote.lhv.ee/) (hereinafter **meeting website**) on the day of the General Meeting, 26 March 2025 between 12:00 and 12:45 (Estonian time). The organisers of the General Meeting have the right not to consider later requests for registration and participation in the General Meeting.
2. Shareholders who cannot or do not wish to register their participation electronically on the meeting website will be allowed to register for and vote in the General Meeting at the venue of the meeting as long as the shareholder arrives at the venue with sufficient time to complete the registration and is prepared to submit documents proving identity and, if necessary, the right of representation.
3. To register participation on the meeting website, shareholders or their representatives must digitally identify and authenticate themselves using an ID card, Mobile-ID or Smart-ID. After logging in to the meeting website, the shareholder or their representative, who is physically present in the General Meeting, is obliged to confirm by digital signature the method of participation in the General Meeting, which is entered in the list of shareholders.
4. Registration of participation ensures the exercise of shareholder's rights during the General Meeting, including electronic voting for draft resolutions on the agenda of the General Meeting.
5. With regard to the draft resolutions drawn up on the items on the agenda of the General Meeting, the shareholder can vote prior to the General Meeting (hereinafter **pre-vote** or **pre-voting**) either under simplified procedure (through the meeting website, see item 7.1 of the Procedure) or under ordinary procedure (by sending the pre-voting ballot by e-mail, see item 7.2 of the Procedure). Pre-voting is possible from the determination of the list of shareholders entitled to participate in the General Meeting (i.e., as of the end of the business day of the Nasdaq CSD settlement system on 19 March 2025) until 24 March 2025 at 17:00 (Estonian time). Simplified pre-voting on the meeting website will be opened at 10:00 (Estonian time) on 21 March 2025.

6. A shareholder who has pre-voted is considered to be participating in the General Meeting, and the votes represented by the shares owned by him are accounted as part of the quorum of the General Meeting, unless otherwise provided by law.

7. **There are two ways of pre-voting:**

7.1 Pre-voting under simplified procedure

Pre-voting under simplified procedure takes place via the meeting website, where shareholders or their representatives must digitally identify and authenticate themselves.

Pre-voting under simplified procedure can be used by:

- a) natural person shareholders who have reached the age of 18;
- b) legal person shareholders who are registered in Estonia, whose representative entered in the register has, according to the register entry, the right of sole representation of the shareholder, i.e. no special condition has been established as regards the right of representation, *inter alia* joint right of representation;
- c) shareholders who have not turned 18 and are clients of AS LHV Pank (hereinafter **LHV Pank**); their adult representative with the right to represent the minor shareholder also in LHV Pank's internet bank can vote for the minor;
- d) natural person shareholders who are LHV Pank clients and who hold LHV Group shares in an LHV pension investment account (PIA);
- e) any other shareholder not mentioned in sub-items a) through d) of 7.1 of the Procedure, who wishes to exercise their rights at the General Meeting through a representative, provided that the sole representation right has been proven to LHV Group.

7.2 Pre-voting under ordinary procedure

To conduct pre-voting under ordinary procedure, the pre-voting ballot made public by LHV Group Management Board on LHV Group's investor website [investor.lhv.ee/uldkoosolekud/](https://investor.lhv.ee/uldkoosolekud/) has to be used. This ballot must be downloaded in advance, confirmed electronically by the authorised person with a qualified e-signature, and e-mailed to LHV Group's Management Board at [group@lhv.ee](mailto:group@lhv.ee) by the deadline required in the Procedure.

Pre-voting under ordinary procedure can be used by:

- a) all shareholders, including a shareholder who cannot or does not wish to pre-vote under simplified procedure or participate in the meeting electronically via the meeting website (including a legal person shareholder whose representatives have joint right of representation or another special condition as regards the right of representation has been entered in the register).
8. During pre-voting or electronic voting on the meeting website during the General Meeting, the shareholder (or his representative) shall cast their vote in an understandable manner regarding the draft resolutions prepared on items on the agenda of the General Meeting (either the total number of votes belonging to the respective shareholder or a part), selecting from among the options provided on the ballot ('in favour', 'opposed', 'neutral' or 'withhold'). In the counting of votes, ballots are considered equivalent regardless of the language version.
9. Shareholders who wish to vote on one draft resolution in a proportion other than the total number of votes belonging to the respective shareholder, i.e., to distribute the votes belonging to the respective shareholder on the draft resolution partially between several predetermined options, partial voting is allowed on the meeting website if the shareholder makes such a request in a form reproducible in writing and it is received by LHV Group no later than by 13:00 (Estonian time) on 25 March 2025. Such partial voting is also possible

when using pre-voting ballots published on LHV Group's investor website. Shareholders who are holders of nominee accounts have the possibility of partial voting on the meeting website in advance, without a corresponding request.

10. Shareholders whose rights are exercised by a representative at the General Meeting, must ensure that before the General Meeting takes place, the document(s) proving their right of representation are submitted to LHV Group in written form to the e-mail address [group@lhv.ee](mailto:group@lhv.ee) or on working days between 9:00 to 17:00 (Estonian time) to LHV Group's address Tartu mnt 2, Tallinn 10145, 1<sup>st</sup> floor no later than 17:00 (Estonian time) on 25 March 2025. All documents submitted in a foreign language must be in English or translated into English by a sworn translator or an official equivalent to a sworn translator, certified and legalised or apostilled, unless otherwise provided by legal acts in force. Legal person shareholders who are registered in Estonia do not have to prove their right of representation.
- 10.1 Shareholder's rights can be exercised via the meeting website by a person who has the right of sole representation in regard to the shareholder. As a result of the above, among other persons, representatives of legal person shareholders registered in Estonia who have a joint right of representation or who are subject to some other special condition entered in the register as regards the right of representation must prove their right of representation by submitting to LHV Group by the required deadline a decision of the relevant body of the legal entity or a document certifying the right of sole representation. Prior timely verification of the right of representation is also a prerequisite for enabling access to the representative of a shareholder who is a minor [with the exception of sub-item c) of the list in 7.1 of the Procedure] or a shareholder registered in a foreign country to exercise the shareholder's rights through the website.
- 10.2 The holder of nominee account has given the ultimate shareholder of LHV Pank's pension investment account (PIA) the right to vote electronically on the meeting website (including pre-voting) with the number of votes arising from the shares belonging to the relevant ultimate shareholder.
11. In the counting of votes, voting ballots that are received after the deadline for pre-voting specified in item 5 of this Procedure, that are signed by an unauthorised person, or which do not adhere to the Procedure in whichever regard, shall not be taken into account. The Management Board of LHV Group has the right to make a decision on taking a voting ballot received after the pre-voting deadline into account until the moment when a draft resolution on an item on the agenda of the General Meeting is put to the vote at the General Meeting.
12. LHV Group shall perform technical examination of a voting ballot sent during the pre-voting (both under simplified and ordinary procedure) as soon as possible after receiving the ballot.
13. In the event that the shareholder does not vote, on the draft resolution prepared on the agenda item, with the total number of votes belonging to the shareholder or with a partial number of votes belonging to the shareholder, *i.e.*, the shareholder does not make a choice or mark the partial votes during voting, the votes not given or not marked are considered to have been given for the "withhold" option then when calculating the voting results for the specific agenda item.
14. The votes cast during the pre-voting can be changed if desired during the pre-voting until the end of the pre-voting period.
15. In the event that more than one pre-voting ballots meeting the conditions of ordinary procedure of the pre-voting are submitted to LHV Group's Management Board on behalf of one shareholder, only the ballot received the latest shall be considered the valid one.
16. If voting on behalf of the same shareholder is done several times on the meeting website for pre-voting in a simplified procedure, the votes cast during the previous entry are displayed with each new entry. Each new entry overwrites the previous votes cast by the shareholder. If the later entrant does not make changes

to the votes cast by the earlier entrant, the votes cast by the earlier entrant are considered the votes of the later entrant.

17. In the event that a shareholder has forwarded one or more pre-voting ballots to LHV Group (including forwarded pre-votes in a simplified procedure via the meeting website), but participates electronically in the real time General Meeting also via the meeting website, the votes cast previously by the same shareholder are displayed to him, and the votes are considered to have been cast in real time at the General Meeting during the participation, *i.e.*, the votes previously transmitted by this shareholder are considered to be overwritten by the participation in the real time meeting.
18. If more than one representative with the right of sole representation participates in the General Meeting via the meeting website electronically in real time on behalf of the shareholder, and more than one of them votes for the draft resolution prepared for a given item on the agenda of the General Meeting, the vote received latest shall be considered the valid one. All previous votes submitted by this shareholder on the given agenda item shall be considered invalid.
19. In case of participation in the meeting in real time, it is possible to change the previously given votes until the end of the voting on the relevant draft resolution prepared for the same item on the agenda of the General Meeting.
20. Shareholders can follow the live video broadcast of the General Meeting and participate remotely via the website <https://investor.lhv.ee/uldkoosolek/> in accordance with the instructions provided in Annex 1 of the Procedure. The instructions for watching the video broadcast and submitting questions are also published on the LHV Group's investor website at [investor.lhv.ee/uldkoosolekud/](https://investor.lhv.ee/uldkoosolekud/).
21. During the convening and conduct of the General Meeting, shareholders' personal data will be processed in accordance with the information on the processing of shareholders' personal data, which is published on the LHV Group's investor website at [investor.lhv.ee/uldkoosolekud/](https://investor.lhv.ee/uldkoosolekud/).
22. LHV Group cannot completely guarantee faultless operation of the websites mentioned in this Procedure.