

Procedure for Pre-voting and Electronic Participation at Annual General Meeting of Shareholders of AS LHV Group to be held on 22 March 2023

Approved by Management Board resolution on 23 February 2023

This procedure for prior voting and electronic participation (hereinafter the **Procedure**) at the annual general meeting of shareholders (hereinafter the **general meeting**) of AS LHV Group (hereinafter the **Group**) to be held on 22 March 2023 has been established by the Management Board of the Group in accordance with clauses 3.4.2 and 3.4.4 of the Articles of Association of the Group and § 298² 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 <https://vote.lhv.ee/> (hereinafter **meeting website**) on the day of the general meeting, 22 March 2023 between 12:00 and 12:50 (Estonian time). The organizers 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, Smart-ID or some other means. After logging in, the shareholder or their representative 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 **prior voting**) either under simplified procedure (through the meeting website, see item 7.1 of the Procedure) or under ordinary procedure (by sending the advance ballot by e-mail, see item 7.2 of the Procedure). Prior voting is possible in the period from the publication of the notice on calling the annual general meeting (i.e., from 28 February 2023) until 17:00 (Estonian time) on 21 March 2023. Simplified prior voting on the meeting website will be opened at 13:00 (Estonian time) on 17 March 2023.
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 prior voting:

7.1 Prior voting under simplified procedure

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

Prior 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 Group shares in an LHV pension investment account (PIA);
- e) any other shareholders not mentioned in sub-items a) through d) of 7.1 of the Procedure whose rights are sought to be exercised at the general meeting by a representative who has the right of sole representation substantiated to the Group by 17:00 (Estonian time) on 20 March 2023.

7.2 Prior voting under ordinary procedure

To conduct prior voting under ordinary procedure, the pre-voting ballot made public by the Group Management Board on the Group's investor website investor.lhv.ee/en/general-meetings/ has to be used. This ballot must be downloaded in advance, confirmed electronically by the authorized person with a qualified e-signature, and emailed to the Group's Management Board at group@lhv.ee by the deadline required in the Procedure.

Prior 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 prior 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 the Group at least 1 (one) working day before the general meeting, no later than 13:00 (Estonian time) on 21 March 2023. Such partial voting is also possible with pre-voting ballots published on the 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 the Group in written form to the e-mail address group@lhv.ee or on working days between 9:00 to 18:00 (Estonian time) to the Group's address Tartu mnt 2, Tallinn 10145, 1st floor no later than 17:00 (Estonian time) on 20 March 2023. 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 legalized 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 the 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 prior 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 prior 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 the Group has the right to make a decision on taking a voting ballot received after the prior 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. The Group shall perform technical examination of a voting ballot sent during the prior voting (both under simplified and ordinary procedure) as soon as possible after receiving the ballot.
13. The Group shall enable a shareholder or their representative who has registered electronic participation in the general meeting or whose voting ballots are taken into account in accordance with item 12 of the Procedure, and who has provided the Group their e-mail address in connection with the general meeting, to watch the general meeting via video broadcast on the website investor.lhv.ee/uldskoosolek/ in accordance with the instructions published on the Group's investor website investor.lhv.ee/en/general-meetings/.
14. 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.
15. In the event that more than one pre-voting ballots meeting the conditions stated in the Procedure are submitted to the Group's Management Board on behalf of one shareholder, only the ballot received the latest shall be considered the valid one. All previous pre-voting ballots submitted by that shareholder shall be considered invalid.
16. If a shareholder has submitted to the Group one or more pre-voting ballots that meet the conditions stated in the Procedure, but also participates in the general meeting electronically on the meeting website, all the pre-voting ballots sent by the shareholder to the Group in course of prior voting shall be considered invalid.

17. If more than one representative with the right of sole representation participates in the general meeting via the meeting website 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.
18. The Group cannot completely guarantee faultless operation of the websites mentioned in this notice, as a result of which shareholders participating in the meeting shall electronically confirm that they have taken such a risk into account.