

# ANNUAL REPORT 2025

AS TALLINK GRUPP



Beginning of the financial year	1 January 2025
End of the financial year	31 December 2025

## Contact Information

---

Commercial Registry no.	10238429
Address	Sadama 5 10111, Tallinn Republic of Estonia
Phone	+372 6 409 800
Fax	+372 6 409 810
Website	<a href="http://www.tallink.com">www.tallink.com</a>
Main activity	maritime transport (passenger & cargo transport)

# CONTENTS

---

THE GROUP .....	5
STRATEGY .....	8
CEO LETTER TO SHAREHOLDERS .....	9
MANAGEMENT REPORT .....	12
Consolidated Sustainability Statement .....	34
CORPORATE GOVERNANCE REPORT .....	93
REMUNERATION REPORT .....	106
MANAGEMENT BOARD'S CONFIRMATION .....	109
CONSOLIDATED FINANCIAL STATEMENTS .....	111
Consolidated Statement of Profit or Loss and Other Comprehensive Income .....	111
Consolidated Statement of Financial Position .....	112
Consolidated Statement of Cash Flows .....	113
Consolidated Statement of Changes in Equity .....	114
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS .....	116
Note 1 Corporate Information .....	116
Note 2 Basis of Preparation .....	116
Note 3 Material Accounting Policies .....	121
Note 4 Segment Information .....	129
Note 5 Operating Expenses and Financial Items .....	133
Note 6 Income Tax .....	134
Note 7 Earnings Per Share (EPS) .....	136
Note 8 Cash and Cash Equivalents .....	137
Note 9 Trade and Other Receivables .....	137
Note 10 Prepayments .....	138
Note 11 Inventories .....	138
Note 12 EU Emission Allowances .....	138
Note 13 Other Long-term Financial Assets and Other Prepayments .....	139
Note 14 Property, Plant and Equipment .....	139
Note 15 Intangible Assets .....	143
Note 16 Interest-Bearing Loans and Borrowings .....	144
Note 17 Leases .....	146
Note 18 Trade and Other Payables .....	147
Note 19 Deferred Income .....	148
Note 20 Share Capital and Reserves .....	148
Note 21 Share Option Programme .....	150

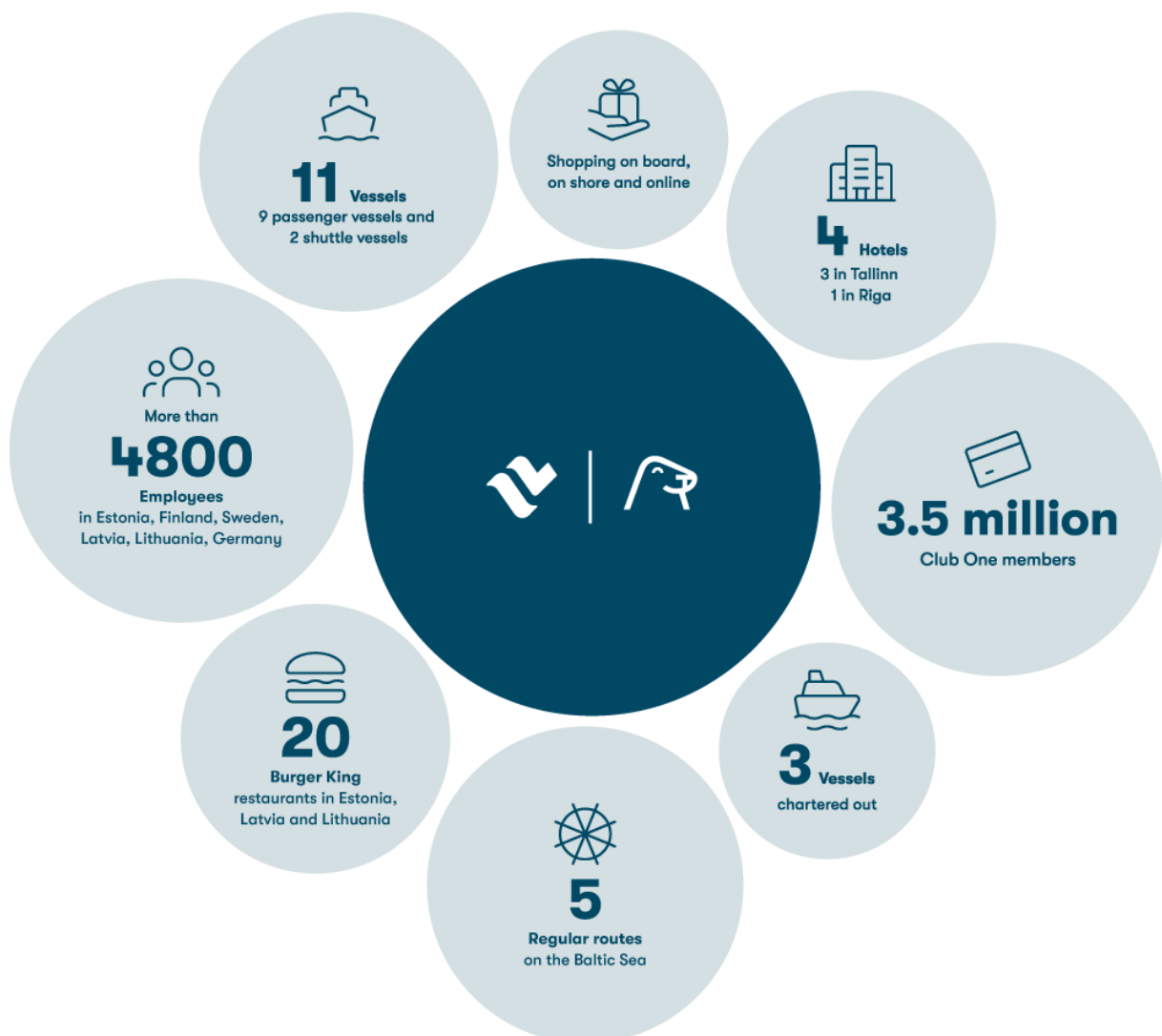
Note 22 Related Party Disclosures.....	151
Note 23 Group Entities .....	153
Note 24 Financial Risk Management.....	154
Note 25 Subsequent Events .....	159
Note 26 Primary Financial Statements of the Parent .....	160
STATEMENT BY THE MANAGEMENT BOARD .....	164
INDEPENDENT AUDITORS' REPORT .....	165
INDEPENDENT AUDITORS' LIMITED ASSURANCE REPORT .....	170
ALTERNATIVE PERFORMANCE MEASURES .....	175

## THE GROUP

AS Tallink Grupp (the Company) together with its subsidiaries (the Group) is a European ferry operator that has been providing mini-cruise, passenger transport and ro-ro cargo services in the Baltic Sea region for over 35 years. The Group operates routes between Estonia, Finland and Sweden under the “Tallink Silja Line” brand.

The Group’s fleet comprises 11 vessels, including cruise ferries and high-speed ro-pax ferries. In addition, the Group operates three hotels in the centre of Tallinn and one hotel in Riga. As the Burger King franchisee in the Baltics, the Group runs 20 restaurants in Estonia, Latvia and Lithuania.

The Group also operates an international travel retail business, with retail outlets on board its vessels and on shore, as well as an e-commerce platform serving its home markets.



## Our services

### Overnight cruise & passenger transport



Operating under the Tallink Silja Line brand, the Group offers overnight cruises on the Baltic Sea, serving routes between Helsinki, Turku, Stockholm and Tallinn.

The Group's shuttle service provides a vital year-round transport link between Tallinn and Helsinki, with up to 12 daily departures operated by its two purpose-built shuttle vessels, MyStar and Megastar.

### Cargo transport



AS Tallink Grupp is a leading maritime cargo transportation provider in the Baltic Sea, specialising in ro-ro logistics services tailored to business needs. The Group operates a mixed tonnage concept, which means its vessels carry both passengers and cargo.

### Chartering of vessels



The Group charters out vessels that are not in regular service to optimise fleet utilisation and generate additional revenue. These charters encompass various durations and arrangements, including both bareboat and full-service agreements with crew.

### Onboard tax-free shopping & catering



The Group's vessels operate as retail environments at sea, offering a broad selection of high-quality branded products, including perfumes, cosmetics, spirits and other alcoholic beverages, fashion items and accessories. The Group represents more than 1,000 brands and works with approximately 800 partners, including several of the world's leading companies.

Passengers can choose from a wide range of dining options across different price levels, from traditional à la carte and buffet restaurants to casual dining venues, cafés, pubs and premium gourmet restaurants.

### Leisure & city breaks



The Group offers comprehensive leisure and city break experiences, combining sea travel with tailored accommodation and activities in key Baltic and Nordic destinations.

Many of the Group's vessels provide a city break experience at sea, featuring a wide range of shops, restaurants, cafés, and diverse entertainment and live music programmes.

### Hotels and restaurants



The Group operates a portfolio of high-quality hotels serving both leisure and business travellers. The Group's three hotels in Tallinn and one in Riga offer more than 1,000 rooms and over 2,000 beds in total. Since 2023, all Tallink hotels have been Green Key certified.

Tallink Hotels also operate several highly-regarded restaurants, including Tempo, Nero and Tallink City Grill House. The Thai restaurant NOK NOK features in the prestigious Michelin Guide.

### Burger King franchise



In 2019, the Group secured exclusive rights to develop and operate restaurants for the global fast food chain, Burger King, in Estonia, Latvia, and Lithuania. It currently operates 20 Burger King restaurants in the Baltics.

### Club One loyalty programme



The Club One loyalty programme has more than 3.5 million members worldwide, with the majority coming from the Group's home markets of Finland, Sweden, Estonia and Latvia.

The programme offers extensive tier-based benefits on travel purchases, as well as exclusive advantages in restaurants, bars and retail outlets.

## STRATEGY

The Group's vision is to be the market pioneer in Europe by offering excellence in leisure and business travel, as well as sea transportation services.

The Group's long-term strategy is as follows:

- Achieve the highest level of customer satisfaction.
- Improve profitability and strengthen our leading position in core markets.
- Develop a broad portfolio of high-quality services for diverse customer segments and pursue new growth opportunities.
- Optimise capacity on core routes based on demand by operating or chartering vessels as appropriate.
- Ensure cost-efficient operations.
- Maintain an optimal debt level that supports financial stability and sustainable dividend payments.

The Group's competitive position is supported by its modern fleet, extensive route network, and strong brand recognition and market presence, underpinned by high safety, security and environmental standards. Together, these elements form the foundation for sustainable and profitable operations.

MOST MODERN  
FLEET

STRONG MARKET SHARE  
& BRAND AWARENESS

WIDE ROUTE NETWORK

HIGH SAFETY LEVEL &  
ENVIRONMENTAL STANDARDS

# CEO LETTER TO SHAREHOLDERS

## Dear investors and business partners,

The times we live in are volatile and show no signs of calming down - quite the contrary, in fact. This is something that every international company, especially those in the tourism sector, must take into account. Wars, geopolitical tensions and economic uncertainty directly affect people's movements, travel plans and purchasing behaviour. However, amid the current turbulence, it is easy to forget that life has always been unpredictable and that the key to success lies in the ability to adapt while maintaining a clear focus and ambition. My eight years at Tallink have taught me this.

In recent years, we have demonstrated remarkable flexibility in optimising our route network and implementing new business models. During the past year, we sold three vessels to better align with market demand and the prevailing economic environment – just as we promised a year ago. At the same time, we have not compromised our ambitions but rather strengthened them. **Tallink's focus is on growth, quality and long-term competitiveness. This forms the basis of the trust on which our entire business is founded.**

Last year, competition remained fierce on all our core routes. Nevertheless, we maintained our market-leading position by delivering a level of quality that sets us apart from our competitors. In passenger transport, we are moving increasingly towards personalised service – offering not merely mass-market solutions, but experiences tailored to individual customer profiles.

The renewed Club One loyalty programme is central to this strategy, enabling us to offer each customer relevant and meaningful value. It is particularly encouraging to see a strong inflow of new members from our largest market, Finland.

In cargo transport, we have set ourselves more ambitious targets than before. Our strength lies in our frequent departures and reliable service, which are highly valued by our partners. As economic conditions improve, there will inevitably be opportunities to capture growing cargo flows. Given the cyclical nature of the economy, consistent effort and investment will once again yield tangible results.

Estonia is a maritime nation, yet state support for our sector has unfortunately lacked long-term consistency. However, I am confident that the Group's renewed executive leadership will continue to advocate for the importance of maritime transport, as it is an integral part of our national identity and significantly shapes Estonia's international competitiveness. **Tallink is at the heart of this sector – as an employer, a connector, a service provider and a driver of innovation.**

Technological development is advancing rapidly, and each scheduled dry-docking enables us to bring our vessels up-to-date with the latest standards. One of the most significant steps forward is the imminent large-scale adoption of liquefied biomethane on our shuttle vessels operating between Tallinn and Helsinki.

Fully transitioning to **renewable biofuel would reduce greenhouse gas emissions by a remarkable 75%**, while also helping to mitigate cost pressures amid increasing regulatory requirements. At Tallink, we do not view standards as a burden, but as a responsibility to help create a cleaner environment.

Dear investors and business partners, my time at Tallink will soon come to an end. I would like to thank you for the trust and consistent support you have shown throughout these past eight years. Every period of uncertainty also brings new opportunities. Tallink is well prepared to seize these opportunities and will continue to work hard to ensure that the company remains strong, agile and forward-looking. Your confidence strengthens our efforts.

And to our colleagues across the organisation – thank you. I am deeply grateful for your dedication to developing Tallink, both now and in the future.

Yours sincerely,



Paavo Nõgene

Member of the Management Board

Chairman of the Management Board in 2025



**TALEINK** Shuttle

Megastar  
TALLINN

## MANAGEMENT REPORT

In the financial year 2025 (1 January – 31 December), AS Tallink Grupp and its subsidiaries (the Group) carried 5.5 million passengers, which is down 0.9% compared to the financial year 2024. The number of cargo units transported decreased by 19.2% to 245,004 while the number of passenger vehicles was down by 2.2% to 760,473, year-on-year.

The Group's audited consolidated revenue amounted to EUR 765.3 million compared to EUR 785.8 million in the financial year 2024, down 2.6% year-on-year. Revenue from route operations (the Group's core operations) decreased by EUR 13.7 million to EUR 625.2 million compared to the financial year 2024. The Group's EBITDA was EUR 130.1 million (EUR 175.2 million in the financial year 2024) and the audited net profit for the period was EUR 17.3 million (EUR 40.3 million in the financial year 2024).

The following operational factors impacted the Group's revenue and operating results in 2025:

- Demand was impacted by low consumer and business confidence, ongoing economic challenges in the Group's core markets, and heightened global geopolitical tensions.
- As at the end of the financial year, the Group operated 11 vessels including 2 shuttle vessels, 6 passenger vessels and 3 vessels that were chartered out.
- The number of vessels in lay-up decreased from four at the end of the first quarter of 2025 to zero by the end of the third quarter of 2025, as a result of either securing new employment (the cruise vessel *Romantika*) or the sale of the vessels.
- During the financial year, the Group completed the sale of three vessels. The passenger vessel *Star I* was sold to Irish Continental Group plc in April, the cargo vessel *Regal Star* to AMS Line Shipping Co in August and the cargo vessel *Sailor* to Rederiaktiebolaget Eckerö in October.
- The Group operated three hotels in Tallinn and one in Riga.
- The Group's cash position was impacted by the payment of dividends in the amount of EUR 44.6 million and related income tax of EUR 11.3 million.
- As at 31 December 2025, the Group's net debt amounted to EUR 432.4 million compared to EUR 537.7 million as at 31 December 2024. The net debt to EBITDA ratio stood at 3.3 as at 31 December 2025 (3.1 as at 31 December 2024).
- Total loan repayments and the related interest payments during the financial year amounted to EUR 113.5 million.
- Capital investments in 2025 totalled EUR 33.0 million, while planned maintenance and repair works of vessels totalled 73 days.
- The Group's profitability was positively impacted by a decline in depreciation expense due to the alignment of the estimated useful lives of the cruise and passenger vessels (except for shuttle vessels) to 45 years.
- The Group continues to focus on cost efficiencies from the previously implemented measures and maintaining profitable operations on its core routes.
- The Group regularly monitors developments on its core routes, including the capacity of each route, and continues to seek options for chartering vessels that are not used on the main routes and extending existing chartering agreements.

Loan and interest  
payments in 2025

EUR **113.5**  
million

## Key Figures

<b>For the year ended 31 December</b>	<b>2025</b>	<b>2024</b>	<b>2023</b>	<b>2022</b>	<b>2021</b>
Revenue (EUR million)	765.3	785.8	835.3	771.4	476.9
Gross profit/loss (EUR million)	143.2	153.6	203.8	113.5	21.7
EBITDA <sup>1</sup> (EUR million)	130.1	175.2	214.5	135.8	58.3
EBIT <sup>1</sup> (EUR million)	50.3	77.4	113.3	37.7	-37.0
Net profit/loss for the period (EUR million)	17.3	40.3	78.9	13.9	-56.6
Depreciation and amortisation <sup>1</sup> (EUR million)	79.8	97.8	101.2	98.1	95.3
Capital expenditures <sup>1 2</sup> (EUR million)	33.0	22.4	28.2	203.3	20.2
Weighted average number of ordinary shares outstanding	743 569 064	743 569 064	743 569 064	743 569 064	694 444 381
Earnings/loss per share <sup>1</sup> (EUR)	0.02	0.05	0.11	0.02	-0.08
Number of passengers <sup>1</sup>	5 531 132	5 580 016	5 705 600	5 462 085	2 961 975
Number of cargo units <sup>1</sup>	245 004	303 234	323 990	409 769	369 170
Average number of employees <sup>1</sup>	4 901	4 964	4 879	5 023	4 360
<b>As at 31 December</b>	<b>2025</b>	<b>2024</b>	<b>2023</b>	<b>2022</b>	<b>2021</b>
Total assets (EUR million)	1 330.8	1 463.9	1 555.2	1 691.6	1 585.9
Total liabilities (EUR million)	580.7	681.6	769.5	984.7	893.4
Interest-bearing liabilities <sup>1</sup> (EUR million)	445.9	556.4	649.3	853.5	779.9
Net debt <sup>1</sup> (EUR million)	432.4	537.7	607.3	738.6	652.4
Net debt to EBITDA <sup>1</sup>	3.3	3.1	2.8	5.4	11.2
Total equity (EUR million)	750.1	782.3	785.8	706.9	692.5
Equity ratio <sup>1</sup> (%)	56.4%	53.4%	50.5%	41.8%	43.7%
Number of ordinary shares outstanding	743 569 064	743 569 064	743 569 064	743 569 064	743 569 064
Shareholders' equity per share (EUR)	1.01	1.05	1.06	0.95	0.93
<b>Ratios<sup>1</sup></b>	<b>2025</b>	<b>2024</b>	<b>2023</b>	<b>2022</b>	<b>2021</b>
Gross margin (%)	18.7%	19.5%	24.4%	14.7%	4.5%
EBITDA margin (%)	17.0%	22.3%	25.7%	17.6%	12.2%
EBIT margin (%)	6.6%	9.9%	13.6%	4.9%	-7.8%
Net profit/loss margin (%)	2.3%	5.1%	9.4%	1.8%	-11.9%
ROA (%)	3.6%	5.1%	7.0%	2.4%	-2.4%
ROE (%)	2.3%	5.2%	10.6%	2.1%	-8.2%
ROCE (%)	4.4%	6.0%	8.4%	3.1%	-2.8%
Current ratio	0.5	0.5	0.5	0.7	0.6

<sup>1</sup> Alternative performance measures based on ESMA guidelines are disclosed in the Alternative Performance Measures section of the report.

<sup>2</sup> Does not include additions to right-of-use assets.

## Sales and Segments

In the financial year 2025, the Group's total revenue decreased by EUR 20.5 million to EUR 765.3 million compared to EUR 785.8 million the year before.

Revenue from route operations (the Group's core operations) decreased by EUR 13.7 million to EUR 625.2 million compared to the financial year 2024. The segment result from route operations (the Group's core operations) amounted to EUR 70.5 million compared to EUR 81.5 million in the financial year 2024.

The number of passengers carried on the **Estonia-Finland** route increased by 1.8% year-on-year. The number of transported cargo units decreased by 20.0%. Revenue from the Estonia-Finland route increased by EUR 1.7 million to EUR 314.5 million, while the segment result decreased by EUR 10.9 million to EUR 70.4 million, year-on-year. The segment reflects the operations of two shuttle vessels, MyStar and Megastar, and the cruise ferry Victoria I. In the financial year 2024, the cruise ferry Victoria I operated the Tallinn-Stockholm route from 31 May until 31 August 2024.

In the financial year 2025, the number of passengers on the **Finland-Sweden** routes decreased by 2.4%. The number of transported cargo units decreased by 22.8%. The routes' revenue decreased by EUR 3.3 million to EUR 225.5 million and the segment result decreased by EUR 1.5 million to EUR 1.3 million, year-on-year. The segment reflects the operations of one cruise ferry on the Turku-Stockholm route (the cruise ferry Baltic Princess) and two cruise ferries on the Helsinki-Stockholm route (the cruise ferries Silja Serenade and Silja Symphony). The routes' results were impacted by maintenance works on the cruise ferries Silja Serenade and Baltic Princess that totalled 68 days in the first quarter of 2025.

On the **Estonia-Sweden** routes, the number of carried passengers decreased by 12.5%. The number of transported cargo units decreased by 11.5% compared to the same period the year before. Year-on-year, the revenue of the Estonia-Sweden routes decreased by EUR 12.1 million to EUR 85.3 million. The segment result improved by EUR 1.4 million to a loss of EUR 1.2 million. The Estonia-Sweden segment reflects the operations of the Tallinn-Stockholm and the Paldiski-Kapellskär routes. The Tallinn-Stockholm route was operated by the cruise ferry Baltic Queen. The Paldiski-Kapellskär route was operated by the passenger vessel Superfast IX for most of the year. At the beginning of the year, the Paldiski-Kapellskär route was operated by the cargo vessels Sailor (partly in January 2025) and Regal Star (until the beginning of February 2025) as well as the passenger vessel Star I (until the sale of the vessel in April 2025). During the financial year 2024, the Paldiski-Kapellskär route was operated by two cargo vessels, Sailor and Regal Star. Also, the Tallinn-Stockholm route was operated by two cruise ferries, Baltic Queen and Victoria I, from 31 May to 31 August 2024.

Revenue from the segment **Other** decreased by EUR 7.3 million compared to the financial year 2024 amounting to EUR 145.5 million. The segment result was EUR 28.5 million, remaining broadly in line with the previous financial year.

As at the end of the financial year 2025, the Group had 3 vessels chartered out (as at the end of the financial year 2024: 3 vessels):

- The cruise ferry Romantika was chartered out in May 2025 to the Algerian state-owned enterprise Madar Maritime Company EPE/SPA for a nine-month period. The charter expired as agreed, and the vessel returned in March 2026.



- The cruise ferry Galaxy I was chartered out in September 2022 to Slaapschepen Public BV, an organisation nominated by Centraal Orgaan Opvang Asielzoekers (COA) in the Netherlands. In September 2025, the charter agreement of Galaxy I was extended until October 2026. The agreement includes another 12-month extension option after the end of the term.
- The cruise ferry Silja Europa was chartered out in August 2022 to Slaapschepen Public BV, an organisation nominated by Centraal Orgaan Opvang Asielzoekers (COA) in the Netherlands. The recent charter agreement from December 2024 was extended in December 2025 until the end of January 2027 with the option of extending the agreement for another year.

Restaurant and shop sales onboard and on shore totalled EUR 366.4 million (EUR 376.0 million in financial year 2024) accounting for almost half of total revenue. Ticket sales amounted to EUR 222.7 million (EUR 224.7 million in financial year 2024) and sales of cargo transport to EUR 77.9 million (EUR 88.6 million in financial year 2024). Revenue from chartering vessels amounted to EUR 54.9 million compared to EUR 62.0 million in the financial year 2024.

The following tables provide an overview of the breakdown of revenue from operations between the Group's geographical and operating segments:

<b>Geographical segments, in thousands of EUR</b>	<b>2025</b>	<b>%</b>	<b>2024</b>	<b>%</b>
Finland-Sweden	225 477	29.5%	228 744	29.1%
Estonia-Finland	314 478	41.1%	312 763	39.8%
Estonia-Sweden	85 258	11.1%	97 385	12.4%
Other	145 509	19.0%	152 814	19.4%
Intercompany eliminations	-5 433	-0.7%	-5 883	-0.7%
<b>Total revenue of the Group</b>	<b>765 288</b>	<b>100.0%</b>	<b>785 822</b>	<b>100.0%</b>

<b>Operating segments, in thousands of EUR</b>	<b>2025</b>	<b>%</b>	<b>2024</b>	<b>%</b>
Restaurant and shop sales onboard and on shore	366 357	47.9%	376 007	47.8%
Ticket sales	222 679	29.1%	224 690	28.6%
Sales of cargo transportation	77 937	10.2%	88 627	11.3%
Sales of accommodation	17 437	2.3%	16 266	2.1%
Income from charter of vessels	54 882	7.2%	62 015	7.9%
Other	25 995	3.4%	18 218	2.3%
<b>Total revenue of the Group</b>	<b>765 288</b>	<b>100.0%</b>	<b>785 822</b>	<b>100.0%</b>

## Earnings

In the financial year 2025, the Group's gross profit decreased by EUR 10.3 million to EUR 143.2 million (EUR 153.6 million in the financial year 2024). EBITDA declined by EUR 45.1 million and amounted to EUR 130.1 million. The Group's audited net profit for the financial year 2025 was EUR 17.3 million or EUR 0.023 per share compared to EUR 40.3 million or EUR 0.054 per share in the financial year 2024.

The Group's profitability was mainly influenced by the following factors:

- alignment of the estimated useful lives of the cruise and passenger vessels (except for shuttle vessels) to 45 years;
- continued chartering of vessels;
- continued strong focus on cost efficiency through previously implemented measures;
- sale of idle vessels;
- low consumer confidence in core markets and geopolitical tensions in Europe.



The cost of goods sold at shops and restaurants amounted to EUR 160.5 million (EUR 163.9 million in the financial year 2024). The decline was driven by lower onboard sales resulting from a lower number of passengers and weak consumer confidence that drives leisure spending, i.e. spending in restaurants and shops online, onboard and on shore.

Fuel and emission costs for the financial year 2025 amounted to EUR 96.5 million (EUR 95.8 million in the financial year 2024).

The Group's total personnel expenses amounted to EUR 201.0 million (EUR 192.8 million in the financial year 2024). Personnel expenses related to administrative staff and sales and marketing staff were EUR 28.5 million and EUR 22.4 million, respectively (EUR 27.8 million and EUR 22.2 million, respectively, in the financial year 2024). Personnel expenses related to servicing and technical personnel amounted to EUR 150.2 million compared to EUR 142.8 million in FY24. The average number of employees in the financial year 2025 was 4 901 (4 964 in the financial year 2024).

Total sales and marketing and administrative expenses for the financial year 2025 amounted to EUR 96.3 million (EUR 96.7 million in the financial year 2024). Excluding personnel and depreciation and amortisation expenses, administrative expenses for the period amounted to EUR 14.2 million and sales and marketing expenses to EUR 20.5 million (EUR 15.5 million and EUR 19.9 million, respectively, in the financial year 2024).

Amortisation and depreciation expense decreased by EUR 18.0 million to EUR 79.8 million year-on-year. Depreciation expense decreased mainly due to the alignment of the estimated useful lives of the cruise and passenger vessels (except for shuttle vessels) to 45 years, resulting in lower depreciation rates. The decline in depreciation expense was further impacted by the sale of three vessels in the financial year 2025. There were no impairment losses related to the Group's property, plant and equipment and intangible assets.

As a result of a decreased outstanding loan balance and declining interest rates, net finance costs declined by EUR 6.8 million year-on-year to EUR 21.4 million in the financial year 2025 (EUR 28.3 million in the financial year 2024).

The Group's exposure to credit risk, liquidity risk and market risks, and its financial risk management activities are described in the notes to the consolidated financial statements.

## Liquidity and Cash Flow

The Group's net operating cash flow for the financial year 2025 was positive at EUR 127.1 million (EUR 153.4 million in the financial year 2024).

Net cash flow from investing activities was EUR 46.1 million (EUR 3.2 million in the financial year 2024), including proceeds from disposals of EUR 78.8 million. During the financial year, the Group sold three vessels.

In the financial year 2025, the repayment of interest-bearing loans amounted to EUR 94.4 million (EUR 87.0 million in the financial year 2024). Interest payments (excluding interest expense on lease liabilities related to right-of-use assets) were EUR 19.0 million (EUR 26.7 million in 2024).

At 31 December 2025, the Group's cash and cash equivalents totalled EUR 13.5 million (EUR 18.7 million at 31 December 2024). In addition, available unused overdraft credit lines amounted to EUR 96.9 million (EUR 75.0 million in 2024). The total liquidity buffer (cash, cash equivalents and unused credit facilities) amounted to EUR 110.4 million at 31 December 2025 (EUR 93.7 million at 31 December 2024).

The decrease in cash and cash equivalents in the financial year 2025 was driven by the payment of dividends (EUR 44.6 million) and the related income tax expense (EUR 11.3 million) as well as the repayment of loans and the related interest expense (EUR 113.5 million). In the financial year 2024 the repayment of loans and the related interest expense amounted to EUR 113.7 million.

The majority of the Group's sales are conducted by prepayment, bank card or cash payment. As such, in the normal course of business, the Group has negative working capital. The Group's overdraft facilities are used to finance negative working capital.

In management's opinion, the Group has sufficient liquidity to support its operations. Activities to ensure the sustainability of operations and liquidity are described in more detail in the notes to the consolidated financial statements.



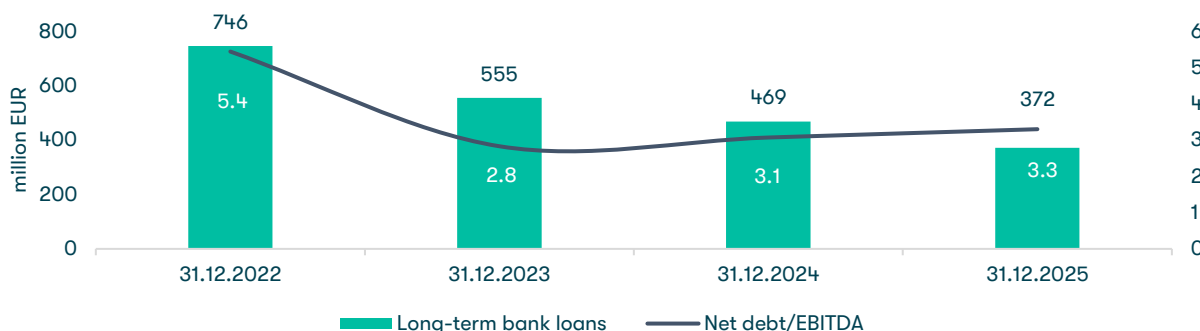
## Financing Sources

The Group finances its operations and investments with operating cash flow, debt and equity capital and potential proceeds from the disposal of assets. As at 31 December 2025, the Group's capitalisation ratio (interest-bearing liabilities as a percentage of interest-bearing liabilities and equity) was 37.3% compared to 41.6% at 31 December 2024. The decrease results from a EUR 110.4 million decrease in interest-bearing liabilities.

## Loans and Borrowings

At the end of the financial year 2025, interest-bearing liabilities totalled EUR 445.9 million, down by 19.9% compared to EUR 556.4 million at the end of the financial year 2024. Long-term bank loans amounted to EUR 371.7 million, down by EUR 96.8 million from EUR 468.5 million as at the end of the financial year 2024. The Group had three outstanding loan agreements, including a syndicated loan and two ship building loans.

The following chart shows the change in long-term loans and net debt/EBITDA in 2022 to 2025:



At the reporting date, all interest-bearing liabilities were denominated in euros and had fixed or floating (EURIBOR-linked) rates. The maturities ranged from 3 to 9 years.

## Equity

At the end of the financial year 2025, the Group's consolidated equity amounted to EUR 750.1 million, down from EUR 782.3 million as at the end of the financial year 2024 due to the payment of dividends. Equity per share was EUR 1.01. At the end of 2025, the Group's share capital amounted to EUR 349 477 460. For further information about shares, please see the Shares and Shareholders section of this report.

## Investments and Vessels

The Group's investments in the financial year 2025 amounted to EUR 33.0 million compared to EUR 22.4 million in the financial year 2024.

The main investments in vessels were directed toward maintenance and refurbishment of the cruise ferries Baltic Princess and Silja Serenade, including significant technical and electronic upgrades, during the first quarter of 2025. During the dry docking of the cruise ferry Silja Serenade the underwater components, such as the bow thrusters and rudders, were serviced, and the vessel was partly repainted. In addition, extensive refurbishment of passenger areas was carried out on the cruise ferry Baltic Princess. In the financial year 2025, the planned maintenance works totalled 73 days (20 days in the financial year 2024).

The Group also continued to invest in the improvement of its IT systems.

The Group's main revenue-generating assets are vessels, which account for approximately 80% of total assets. As at the end of the financial year, the Group owned 11 vessels. During the financial year, the Group sold 3 vessels. At 31 December 2025, the book value of the vessels was EUR 1 067 million (EUR 1 175 million at the end of the financial year 2024). The Group's vessels are regularly valued by two to three independent international shipbrokers who are also approved by the mortgagees.

All of the Group's vessels have protection and indemnity insurance (P&I) and hull and machinery insurance (H&M) and meet all applicable safety regulations.

The Group does not have any substantial ongoing research and development projects.

Information about vessels as at the end of the financial year 2025:

Tallinn – Helsinki



**Megastar**

Vessel type High-speed ro-pax  
Built/renovated 2017  
Route Estonia–Finland  
Other information Shuttle service



**MyStar**

Vessel type High-speed ro-pax  
Built/renovated 2022  
Route Estonia–Finland  
Other information Shuttle service



**Victoria I**

Vessel type Cruise ferry  
Built/renovated 2004  
Route Estonia–Finland  
Other information Overnight cruise

Turku – Stockholm



**Baltic Princess**

Vessel type Cruise ferry  
Built/renovated 2008  
Route Finland–Sweden  
Other information Overnight cruise

Paldiski – Kapellskär



**Superfast IX**

Vessel type High-speed ro-pax  
Built/renovated 2002  
Route Estonia–Sweden  
Other information Passenger and cargo

Tallinn – Stockholm



**Baltic Queen**

Vessel type Cruise ferry  
Built/renovated 2009  
Route Estonia–Sweden  
Other information Overnight cruise

Chartered out



**Romantika**

Vessel type Cruise ferry  
Built/renovated 2002  
Other information Chartered out

Helsinki – Stockholm



**Silja Symphony**

Vessel type Cruise ferry  
Built/renovated 1991  
Route Finland–Sweden  
Other information Overnight cruise



**Galaxy I**

Vessel type Cruise ferry  
Built/renovated 2006  
Other information Chartered out



**Silja Serenade**

Vessel type Cruise ferry  
Built/renovated 1990  
Route Finland–Sweden  
Other information Overnight cruise



**Silja Europa**

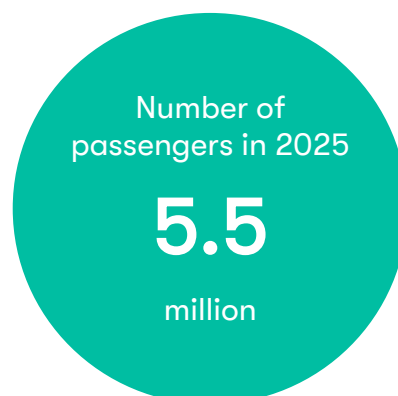
Vessel type Cruise ferry  
Built/renovated 1993/2016  
Other information Chartered out

## Market Developments

The total number of passengers carried by the Group in 2025 was 5.5 million. The total number of cargo units carried was 245 thousand.

The Group's market shares on routes operated in 2025 were as follows:

- the Group carried approximately 48% of the passengers and 41% of the ro-ro cargo on the route between Tallinn and Helsinki;
- the Group carried approximately 36% of the passengers and 12% of the ro-ro cargo on the routes between Finland and Sweden;
- the Group was the only provider of passenger transportation between Tallinn and Stockholm.



The following table provides an overview of passengers, cargo units and passenger vehicles transported in 2025 and 2024 by route:

<b>Passengers</b>	<b>2025</b>	<b>2024</b>	<b>Change</b>
Estonia-Finland	3 605 948	3 543 057	1.8%
Finland-Sweden	1 382 644	1 416 690	-2.4%
Estonia-Sweden	542 540	620 269	-12.5%
<b>Total</b>	<b>5 531 132</b>	<b>5 580 016</b>	<b>-0.9%</b>

<b>Cargo units</b>	<b>2025</b>	<b>2024</b>	<b>Change</b>
Estonia-Finland	179 370	224 117	-20.0%
Finland-Sweden	29 753	38 565	-22.8%
Estonia-Sweden	35 881	40 552	-11.5%
<b>Total</b>	<b>245 004</b>	<b>303 234</b>	<b>-19.2%</b>

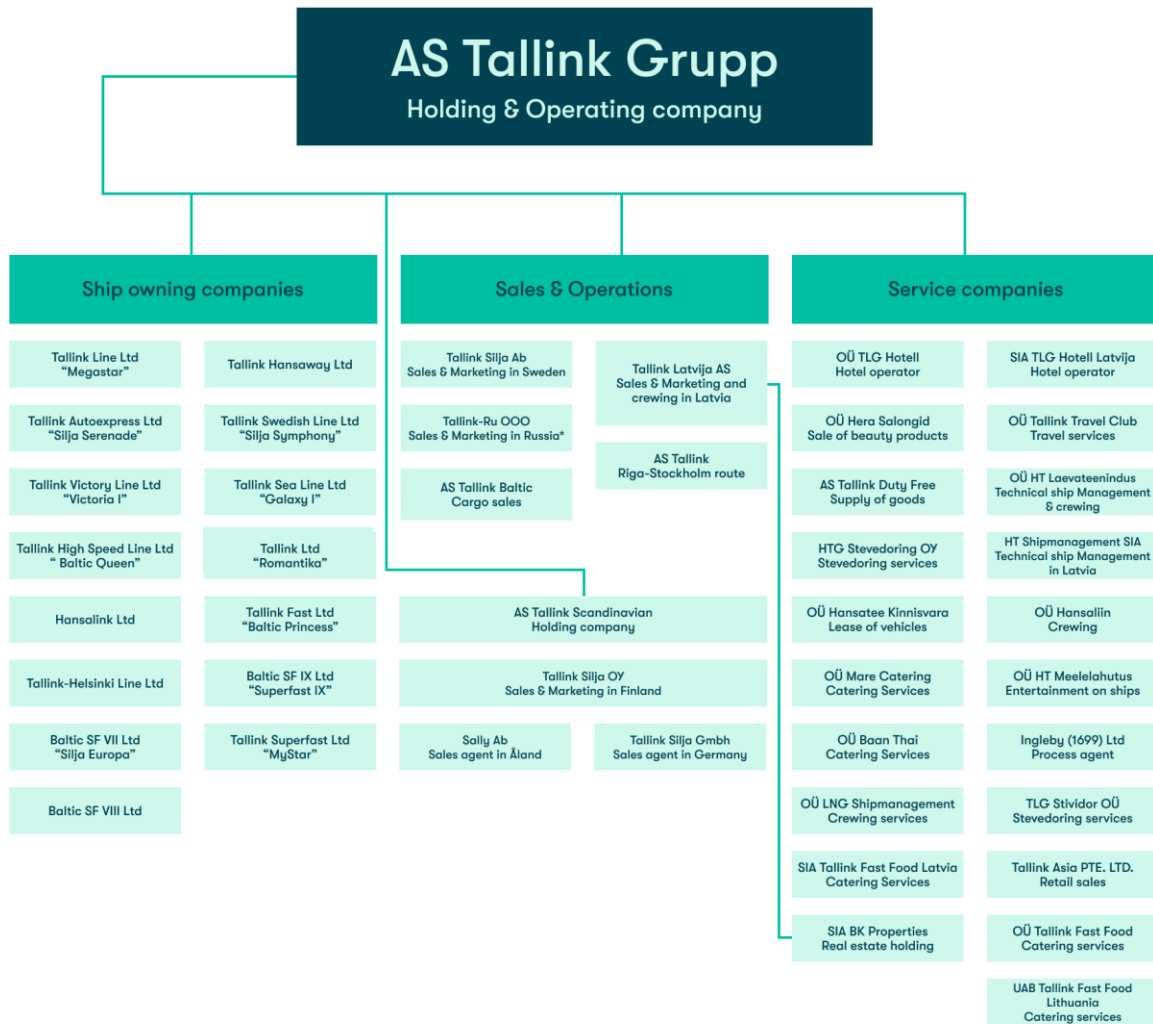
  

<b>Passenger vehicles</b>	<b>2025</b>	<b>2024</b>	<b>Change</b>
Estonia-Finland	661 451	679 526	-2.7%
Finland-Sweden	66 254	66 078	0.3%
Estonia-Sweden	32 768	31 988	2.4%
<b>Total</b>	<b>760 473</b>	<b>777 592</b>	<b>-2.2%</b>

## Group Structure

At the reporting date, the Group comprised 46 companies. All subsidiaries are wholly owned by AS Tallink Grupp.

The following diagram represents the Group's structure at the reporting date:



\* Operations suspended

## Personnel

As at 31 December 2025, the Group had 4 816 employees (4 849 as at 31 December 2024).

The table below presents the breakdown of employees as at 31 December 2025:

As at 31 December	2025	2024	Change
Onshore total	961	1 026	-6.3%
Estonia	667	707	-5.7%
Finland	194	211	-8.1%
Sweden	87	93	-6.5%
Latvia	6	8	-25.0%
Germany	6	6	0.0%
Russia <sup>1</sup>	1	1	0.0%
Onboard	3 196	3 140	1.8%
Burger King <sup>2</sup>	310	327	-5.2%
Hotel <sup>2</sup>	349	356	-2.0%
Total	4 816	4 849	-0.7%

<sup>1</sup> The company's operations have been suspended.

<sup>2</sup> The number of Burger King and hotel personnel is not included in the total number of onshore personnel.

In the financial year 2025, total staff costs amounted to EUR 201.0 million (EUR 192.8 million in 2024), a 4.3% increase compared to the previous financial year. The increase was driven mostly by the collective agreement covering the Group's maritime workers in Estonia, which was signed in February 2023 for the next four years.

Onshore staff costs related to administrative and sales as well as marketing personnel were EUR 28.5 million and EUR 22.4 million, respectively (EUR 27.8 million and EUR 22.2 million, respectively, in 2024).

## Shares and Shareholders

As at 31 December 2025, AS Tallink Grupp had a total of 743 569 064 shares issued and fully paid.

The shares of AS Tallink Grupp (ISIN: EE3100004466) are registered with Nasdaq CSD Estonian branch and traded on the Nasdaq OMX Tallinn Stock Exchange under the ticker symbol TAL1T (REUTERS: TAL1T.TL, BLOOMBERG: TAL1T ET). Since 3 December 2018, the shares of AS Tallink Grupp have also been registered as Finnish Depository Receipts (FDRs) with Euroclear Finland Ltd and listed on the Nasdaq Helsinki Stock Exchange, where the FDRs are traded under the ticker symbol TALLINK (ISIN: FI4000349378). Each FDR entitles its holder to one share.

All shares are of the same kind and each share carries one vote at the General Meeting of Shareholders. No preference shares or shares with special rights have been issued. According to the Articles of Association of AS Tallink Grupp, shares can be freely transferred. No authorisation needs to be obtained in order to buy or sell AS Tallink Grupp shares.

AS Tallink Grupp shares have no nominal value and the notional value of each share is EUR 0.47.

On 13 June 2023, the Annual General Meeting of AS Tallink Grupp approved the terms of a share option programme, which gave the Group the right to issue up to 22 307 071 share options for the acquisition of up to 22 307 071 ordinary shares under the share option programme, which represent up to 3% of AS Tallink Grupp's share capital. As at 31 December 2025, the effective number of share options was 21 240 thousand. Each option entitles the holder to acquire one share in AS Tallink Grupp at a price equal to the notional value of the share at the time of exercise of the share option (EUR 0.47 as at 31 December 2025). The share options were issued as follows:

- In 2023, the Group issued 7 270 thousand share options, of which 3 300 thousand were issued to the members of the Management Board and the Supervisory Board and 3 970 thousand were issued to the key employees of the Group.
- In 2024, an additional 7 055 thousand share option were issued, including 3 300 thousand to the members of the Management Board and Supervisory Board and 3 755 thousand to the key employees of the Group.
- In 2025, the Group issued 7 205 thousand share options, of which 3 300 thousand were issued to the members of the Management and Supervisory Board and 3 905 thousand to the key employees of the Group.

The Management Board of AS Tallink Grupp has not been granted the right to issue new shares. The General Meeting of Shareholders held on 20 May 2025 authorised the Supervisory Board to increase share capital by EUR 35 000 000 to up to EUR 384 477 460.08 within three years from 1 January 2026.

The table below presents the breakdown of share capital by ownership size as at 31 December 2025:

Ownership size	Number of shareholders	% of shareholders	Number of shares	% of share capital
1 - 99	6 875	23.7%	215 190	0.0%
100 - 999	10 954	37.7%	4 059 669	0.5%
1 000 - 9 999	9 467	32.6%	24 810 175	3.3%
10 000 - 99 999	1 565	5.4%	39 165 857	5.3%
100 000 - 999 999	170	0.6%	43 742 410	5.9%
1 000 000 - 9 999 999	28	0.1%	76 957 435	10.3%
10 000 000 +	4	0.0%	554 618 328	74.6%
<b>Total</b>	<b>29 063</b>	<b>100.0%</b>	<b>743 569 064</b>	<b>100.0%</b>

The account NORDEA BANK ABP / CLIENTS FDR represented 8 262 FDR-holders as at 31 December 2025. The total number of shareholders and FDR-holders was 37 324.

The table below presents the breakdown of the Group's largest shareholders as at 31 December 2025:

Shareholder	Number of shares	% of share capital
Infortar AS	509 092 817	68.5%
Nordea Bank ABP / Clients FDR	23 411 261	3.1%
Mersok OÜ	11 445 978	1.5%
Clearstream Banking AG	10 668 272	1.4%
Other shareholders	188 950 736	25.4%
<b>Total</b>	<b>743 569 064</b>	<b>100.0%</b>

The table below presents the breakdown of the Group's shareholders on the Nasdaq Tallinn Stock Exchange by residency as at 31 December 2025:

Residency	Number of shareholders	Number of shares	% of share capital
Estonia	28 624	662 707 800	89.1%
Finland	192	27 199 685	3.7%
Germany	24	10 797 531	1.5%
Lithuania	10	9 948 897	1.3%
Latvia	25	7 667 403	1.0%
Austria	3	5 340 771	0.7%
Cayman Islands	3	6 055 973	0.8%
United States	8	4 573 493	0.6%
Sweden	40	4 350 507	0.6%
Switzerland	10	1 900 565	0.3%
United Kingdom	21	1 056 361	0.1%
Denmark	14	914 325	0.1%
Other	89	1 055 753	0.1%
<b>Total</b>	<b>29 063</b>	<b>743 569 064</b>	<b>100.0%</b>

The table below presents the breakdown of the Group's investors by investor type as at 31 December 2025:

Investor type	Number of shareholders	Number of shares	% of share capital
Principal shareholder, Infortar AS	1	509 092 817	68.5%
Institutional investors	1 673	139 460 799	18.8%
Private individuals	27 389	95 015 448	12.8%
Total	29 063	743 569 064	100.0%

Related party transactions are disclosed in the notes to the consolidated financial statements.

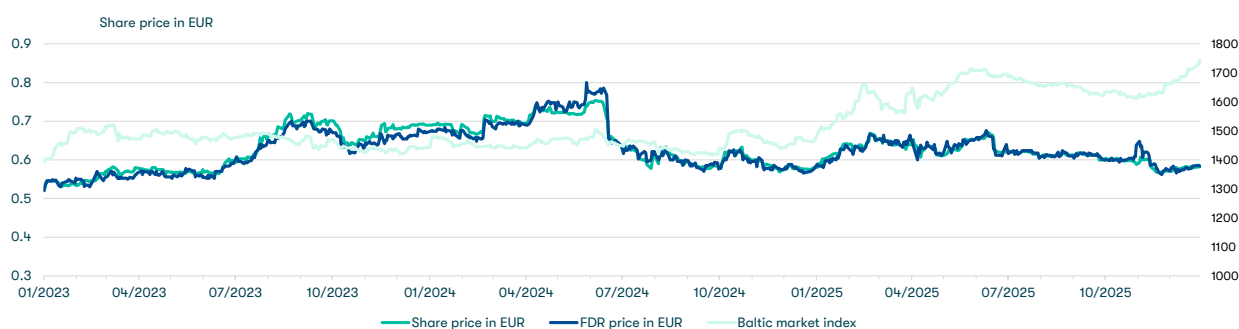
## Trading

In 2025, a total of 57 447 007 AS Tallink Grupp shares and FDRs were traded on the Nasdaq Tallinn and Helsinki Stock Exchanges.

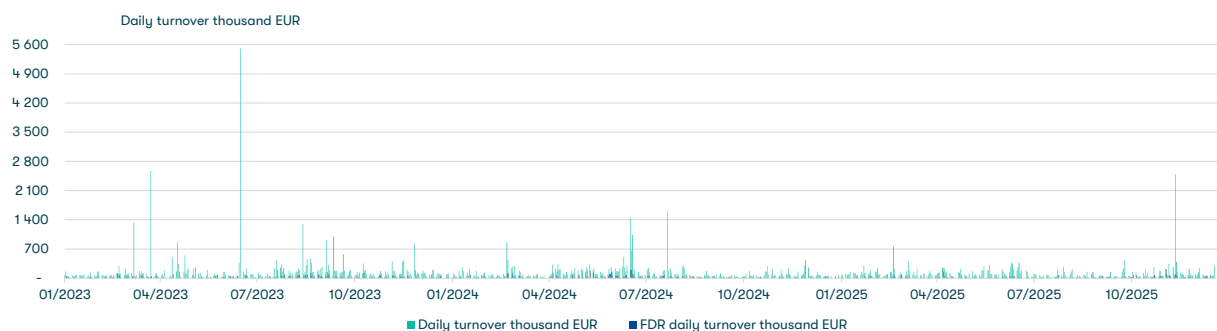
The table below gives an overview of the key trading data for the last three years (2023–2025) on the Nasdaq Tallinn and Helsinki Stock Exchanges:

Instrument	2025		2024		2023	
	TAL1T	TALLINK FDR	TAL1T	TALLINK FDR	TAL1T	TALLNIK FDR
Opening price (EUR)	0.58	0.57	0.69	0.67	0.52	0.50
Highest price (EUR)	0.69	0.69	0.76	0.80	0.73	0.71
Lowest price (EUR)	0.57	0.56	0.56	0.56	0.52	0.50
Last price (EUR)	0.58	0.58	0.58	0.58	0.69	0.67
Average share price (EUR)	0.62	0.62	0.65	0.65	0.62	0.60
Traded volume	49 372 196	8 074 811	49 900 771	9 950 710	72 410 090	8 975 929
Turnover (EUR million)	30.54	4.97	32.89	6.65	44.74	5.50
Average daily turnover (EUR thousand)	123.14	19.87	79.54	26.51	177.54	28.97
Market value (EUR million)*	433.50	434.24	431.27	428.30	513.06	498.19

The chart below gives an overview of the performance of the share price, the FDR price and the Baltic market index from 1 January 2023 to 31 December 2025:



The chart below gives an overview of the daily turnovers of the shares and the FDRs from 1 January 2023 to 31 December 2025:



The table below shows the implied market valuation at the end of 2025:

Instrument	Open	Close	Daily close average	Dividend payout	Market value EUR million	P/E ratio	Dividend yield
TALIT	0.580	0.583	0.618	0.06	433.5	25.11	9.3%
TALLINK FDR	0.570	0.584	0.619	0.06	434.2	25.15	9.3%

## Takeover Bids

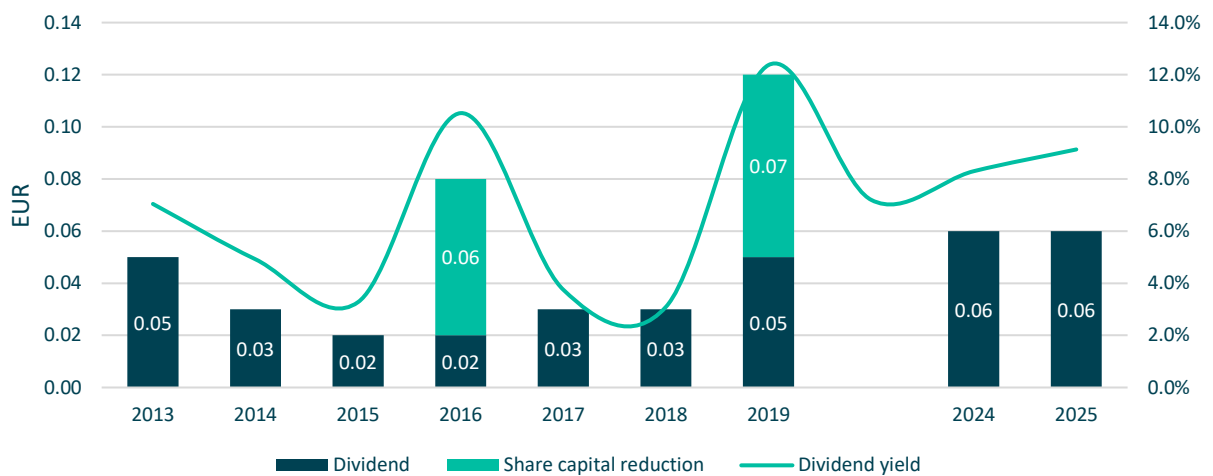
The Group has not concluded any agreement with its management or employees that provides for a compensation payment in the case of a takeover bid.

## Dividends

In 2018, the Group adopted a dividend policy subject to which dividends of a minimum amount of EUR 0.05 per share would be paid if the economic performance allows it.

The Annual General Meeting of Shareholders held on 20 May 2025 adopted a resolution to pay a dividend of EUR 0.06 per share in 2025 in the total amount of EUR 44.6 million. In 2025, the dividends were paid out in two instalments. The first instalment of EUR 0.03 per share in the total amount of EUR 22.3 million was paid out on 2 July 2025. The second instalment of EUR 0.03 per share in the total amount of EUR 22.3 million was paid out on 25 November 2025.

The graph below shows the dividends paid and dividend yield in 2013–2025:



In agreement with the Supervisory Board of the Group, the Management Board of the Group will propose to the General Meeting of Shareholders that a dividend of EUR 0.06 per share be paid in 2026.

## Economic Environment

In the financial year 2025, the Group operated in a challenging environment shaped by cautious consumer behaviour and uneven macroeconomic developments in its core markets of Finland, Estonia and Sweden. Consumer and business spending remained subdued, reflecting geopolitical uncertainty, volatile global trade conditions and the lagged effects of earlier inflationary pressures. The Group is particularly exposed to developments in Finland, which accounted for nearly half of all passengers in 2025, as well as Estonia (22%) and Sweden (7%).

According to the European Travel Commission (ETC), European travel demand remained broadly resilient in 2025 despite a complex operating environment. However, the sector continued to face heightened geopolitical and economic uncertainty, including risks related to global trade policy, climate transition pressures and regional instability. Looking ahead, the ETC expects travel demand in Europe to remain steady, with increasing focus on value creation, seasonality management and sustainable tourism performance.

OECD data show divergent economic developments across the region in 2025. Estonia returned to moderate growth supported by improving household incomes, although activity remained sensitive to Nordic demand. Finland's economy remained weak, weighed down by soft domestic demand and a prolonged contraction in residential construction. Sweden recorded modest growth, supported by gradually improving household consumption and stabilising financial conditions. External demand across the region remained cautious, limiting export growth and investment momentum.

Inflation trends also diverged. In Estonia, inflation remained elevated at around 5%, driven mainly by food and services prices. In Finland, inflation was contained, with core inflation declining to below 2%. Sweden experienced very low inflation, with consumer price growth below 1%. Labour market conditions softened during the year, with rising unemployment in Estonia and Finland and elevated unemployment levels in Sweden.

The Group's operating environment was further affected by fiscal policy changes. In Estonia, the VAT rate on accommodation services increased to 13% and income tax rose from 20% to 22% from 1 January 2025, while the standard VAT rate increased to 24% from 1 July 2025. In Finland, the reduced VAT rate increased from 10% to 14% from 1 January 2025. These measures contributed to higher consumer price sensitivity and cost pressures.

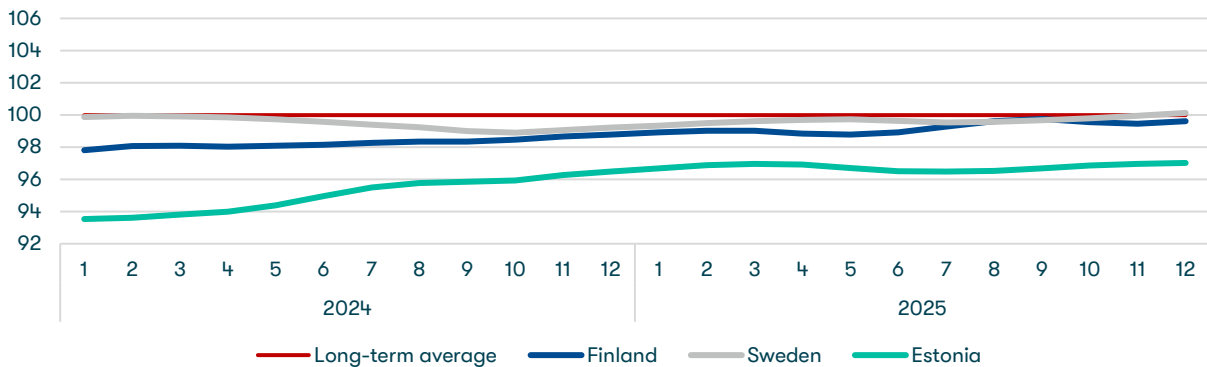
Consumer and business confidence remained relatively weak throughout 2025 amid geopolitical tensions, trade policy uncertainty and tight monetary conditions.

The start of 2026 did not bring the anticipated relief, as the escalation of the conflict in the Middle East has significantly increased economic uncertainty. Although the year began with hopes of recovery in the Group's core markets, the outlook has weakened and become more dependent on external developments. Rising energy prices are putting renewed pressure on inflation. Monetary policy is expected to remain restrictive, and labour market conditions are likely to improve only gradually.

The conflict in the Middle East has triggered an energy price shock and increased volatility in global markets. As noted by the European Central Bank, this creates upside risks to inflation and downside risks to growth. For the Group, sustained energy price volatility is likely to increase operating costs and could adversely affect consumer demand.

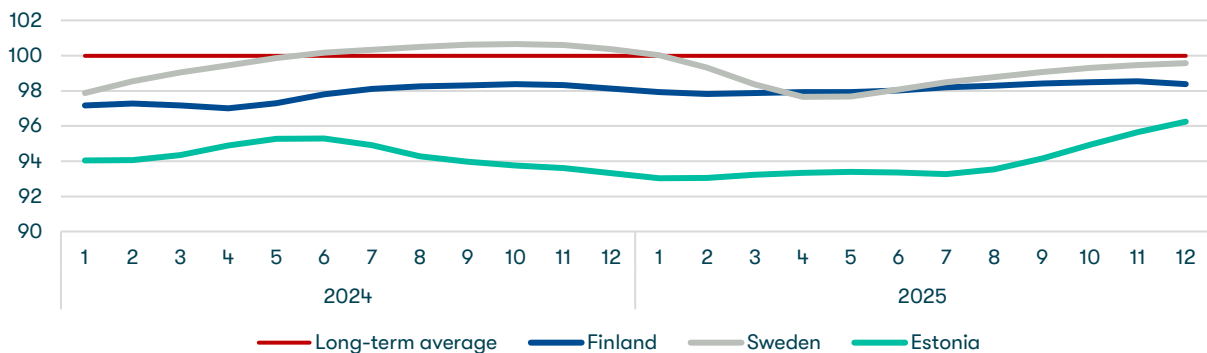
The key risks for 2026 therefore remain related to geopolitical instability, global trade uncertainty, tax changes, and evolving travel and consumption patterns.

The chart below gives an overview of the business confidence levels in Finland, Sweden and Estonia compared to the long-term average from January 2024 to December 2025:



Source: <https://www.oecd.org/en/data/indicators/business-confidence-index-bci.html?oecdcontrol-cf46a27224-var1=EST%7CFIN%7CSWE&oecdcontrol-b2a0dbca4d-var3=2024-01&oecdcontrol-b2a0dbca4d-var4=2024-12>

The chart below gives an overview of the consumer confidence levels in Finland, Sweden and Estonia compared to the long-term average from January 2024 to December 2025:



Source: <https://www.oecd.org/en/data/indicators/consumer-confidence-index-cci.html?oecdcontrol-b2a0dbca4d-var3=2024-01&oecdcontrol-b2a0dbca4d-var4=2024-12&oecdcontrol-cf46a27224-var1=EST%7CFIN%7CSWE>

The table below gives an overview of the real Gross Domestic Product (GDP) change, the unemployment rate and inflation in Finland, Sweden and Estonia in 2024-2026f:

<b>Real GDP, change</b>	<b>2024</b>	<b>2025</b>	<b>2026f</b>
Finland	0.4%	0.5%	0.9%
Sweden	0.8%	1.6%	2.6%
Estonia	-0.1%	0.7%	2.9%

Source: OECD (2026), Real GDP forecast (indicator). doi: 10.1787/1f84150b-en (Accessed on 2 March 2026)

<b>Unemployment rate (% of labour force)</b>	<b>2024</b>	<b>2025</b>	<b>2026f</b>
Finland	7.3%	8.2%	7.7%
Sweden	7.7%	8.4%	8.7%
Estonia	6.4%	7.4%	6.8%

Source: OECD (2026), Unemployment rate forecast (indicator), doi: 10.1787/b487f2cf-en (Accessed on 2 March 2026).

<b>Inflation (CPI)</b>	<b>2024</b>	<b>2025</b>	<b>2026f</b>
Finland	1.6%	0.4%	1.8%
Sweden	2.8%	0.9%	1.0%
Estonia	3.5%	4.8%	3.5%

Source: OECD (2026), Inflation forecast (indicator). doi: 10.1787/598f4aa4-en (Accessed on 2 March 2026)

## Events After the Reporting Period and Outlook

### Changes in the Management Board

On 20 February 2026, Paavo Nõgene, the Chairman of the Management Board, submitted his resignation from the position of Chairman of the Management Board, effective from 23 May 2026.

On 26 February 2026, the Supervisory Board elected Peep Jalakas as the new Chairman of the Management Board. The term of office of Mr. Jalakas commenced on 6 April 2026 and will last for three years.

In addition, the Supervisory Board removed Margus Schults from the Management Board with effect from 27 February 2026. He will continue in his role as Managing Director of Tallink Silja Oy.

### Profitability

The Group's earnings are not generated evenly throughout the year. The summer period is the high season in the Group's operations. In management's opinion and based on past experience, most of the Group's earnings are generated during the summer months (June-August). The Group is actively exploring the best options for its laid-up vessels to ensure optimal utilisation of assets while maintaining financial efficiency. The Group continuously evaluates market conditions, potential charter agreements, and alternative deployment opportunities to maximise the value of its fleet during periods of reduced operational demand. Management is continuously looking for ways to mitigate the risks associated with the low season, including chartering out of vessels and partial short-term hedging against LNG price risk.

### Research and Development Projects

The Group has no significant ongoing research and development projects. The Group continuously seeks opportunities to expand its operations in order to improve its results.

The Group is constantly looking for innovative ways to upgrade the ships and passenger area technology to improve its overall performance through modern solutions. The most recent technical projects are focused on solutions to reduce the CO<sub>2</sub> emissions of the vessels.

## Risks

The Group's business, financial position and operating results could be materially affected by various risks. These risks are not the only ones the Group faces. Additional risks and uncertainties not presently known to us, or that the Group currently believes are immaterial or unlikely, could also impair our business. The order of presentation of the risk factors below is not intended to be an indication of the probability of their occurrence or of their potential effect on our business.

- escalation of military conflict in the Middle East, leading to higher and more volatile fuel prices and transport costs;
- protracted geopolitical and military conflict in Europe;
- changes in the Estonian tax environment that weaken its stability, historically a key competitive advantage of the Estonian economy;
- increases in tax rates in the Group's core markets;
- governmental restrictions affecting business operations;
- impact of high inflation on consumer behaviour;
- accidents and natural or man-made disasters;
- adverse macroeconomic and labour market developments;
- changes in laws and regulations;
- relations with trade unions and collective labour disputes;
- volatility in fuel prices and interest rates;
- changes in market conditions and customer behaviour;
- impact of variations in labour legislation on competitiveness when operating under different flags.



## Consolidated Sustainability Statement

### Basis for Preparation

The Sustainability Statement of AS Tallink Grupp for the financial year of 2025 covers the material environmental, social, and governance (ESG) activities, policies, and governance structures of the Group and its subsidiaries in the same boundaries as the Annual Report of the Group for the financial year of 2025. The sustainability reporting obligation arises from Section 31, section 4 of the Estonian Accounting Act. The statement has been prepared in accordance with the Corporate Sustainability Reporting Directive (CSRD), the European Sustainability Reporting Standards (ESRS) and the European Union's Taxonomy Regulation. Any financial information presented in this Sustainability Statement has been prepared in accordance with International Financial Reporting Standards (IFRS).

This Sustainability Statement provides a description of the Group's value chain, incorporating a double materiality assessment (DMA) that considers both upstream and downstream actors in the value chain, as well as input from internal and external stakeholders. The results of the DMA have determined the content of this Sustainability Statement. The statement maps the Group's value chain, focusing on key sustainability impact areas across maritime transport, hospitality, retail, and support services. Sustainability efforts are integrated across operational areas such as fleet management, logistics, and procurement to ensure alignment with the Group's overall strategy.

The current statement covers the Group's own operations (including all operations and employees across all markets), the upstream value chain (consisting of suppliers and business partners providing goods and services to the Group), and the downstream value chain (including customers using the Group's products or services). The data, objectives and action plans presented focus primarily on the Group's own operations due to the better availability and quality of data in this area.

AS Tallink Grupp has exercised the right to omit certain information according to targeted amendments to ESRS adopted by the European Commission in July 2025. The preparation of sustainability data involves making estimates in certain areas, such as the calculation of gross Scope 1-3 GHG data, which may impact reported figures. These estimates are formed based on historical experience, independent advice, external data, and other relevant information deemed reasonable under the circumstances. Unless stated otherwise, all calculations and methodologies follow the guidance provided within the ESRS framework. The Group's vessels' greenhouse gas emissions related to fuel consumption have been validated by an independent third party as required by the EU-MRV Regulation. Other metrics reported have not been validated by any external body other than the assurance provider. Further details on limitations and accounting principles are provided in the Accounting Policies section of the relevant chapters.

The Group has defined the following time horizons for itself for the purposes of the DMA, KPI-setting, action plans and the current statement: short-term: 2024-2027, medium-term: 2028-2035, and long-term: 2036-2050. The timeline was established based on the Group's action plans and schedules, and is aligned with capital allocation cycles, as well as the expected lifetime of its key assets (see page 121) and, existing project deadlines. It also takes into account international sustainability goal timelines, such as those outlined in the Paris Climate Agreement and the International Maritime Organization (IMO) targets. In 2024, the Group set several KPIs and targets to be achieved within the next few years, defining this period as the short-term timeframe. Many key industry medium-term targets have been set for the period 2030-2035, prompting the Group to align with these and define a similar range as its medium-term timeframe. International goals often designate 2050 as a key date for achieving significant environmental milestones, making it a logical endpoint for the Group's long-term timeframe.

## Incorporation by Reference

The following table outlines the locations of ESRS disclosures that have been incorporated by reference and presented outside the Sustainability Statement, appearing in other sections of the Annual Report of AS Tallink Grupp for the financial year 2025.

### DISCLOSURE REQUIREMENTS INCORPORATED BY REFERENCE

Disclosure requirement	Data point(s)		Section	Page
GOV-1	§21a	Number of executive and non-executive members of the Supervisory and Management Board	Corporate Governance Report	95-102
GOV-1 G1. GOV-1	§23a-b, §5b, §21c, §17	Members of the Supervisory and Management Board, roles of the different levels and types of governance bodies in the Group	Corporate Governance Report	97-102
SBM-1	§42, §42a-b	Business model and value chain	The Group	5-7
SBM-1	§40a i-ii, 40e-g	Business strategy and products/services	The Group Strategy	5-7 8
SBM-1	§40b	Total revenue by significant ESRS sectors	Management Report	15

## Disclosure Requirements Covered by AS Tallink Grupp's Annual Report 2025

The tables below provide an overview of ESRS datapoints that derive from other EU legislation and where this information can be found if deemed material.

### GENERAL DISCLOSURES

#### General Disclosures

Disclosure requirement		Section	Page
BP-1	General basis for preparation of the sustainability statement	Basis for Preparation	34
BP-2	Disclosures in relation to specific circumstances	Basis for Preparation	34
GOV-1	The role of the administrative, management, and supervisory bodies	Corporate Governance Report	93-104
	Employee representatives on the Supervisory and Management Board	Governance System	44
	Percentage of independent Board members	Governance System	44
GOV-2	Information provided to and sustainability matters addressed by the undertaking's administrative, management and supervisory bodies	Governance System	44-45
GOV-3	Integration of sustainability-related performance in incentive schemes	Governance System	44-45
GOV-4	Statement on due diligence	Governance System	44-45
GOV-5	Risk management and internal controls over sustainability reporting	Governance System	44-45
SBM-1	Strategy, business model and value chain	The Group Strategy	5-7 8
		Management Report	14-15
		Sustainability Strategy and Governance	42-43
SBM-2	Interests and views of stakeholders	Stakeholder Engagement Stakeholder Priorities and Evaluations	48 48-49
SBM-3	Material impacts, risks and opportunities and their interaction with strategy and business model	Sustainability Strategy and Governance	42-43
		Double Materiality Assessment	46-52
		Overview of Material Impacts, Risks, and Opportunities	53-55
IRO-1	Description of the process to identify and assess material impacts, risks and opportunities	Double Materiality Assessment	46-52
IRO-2	Disclosure requirements in ESRS covered by the undertaking's sustainability statement	Incorporation by Reference	35-41

## ENVIRONMENT

### Climate Change

Disclosure requirement	Section	Page
E1-1 Transition plan for climate change mitigation	Sustainability Strategy and Governance	42-43
E1.GOV-3 Integration of sustainability-related performance in incentive schemes	Climate Change	65-68
E1.SBM-3 Material impacts, risks and opportunities and their interaction with strategy and business model	Double Materiality Assessment Overview of Material Impacts, Risks, and Opportunities Climate Change	46-52 65-68
E1.IRO-1 Description of the processes to identify and assess material climate-related impacts, risks and opportunities	Double Materiality Assessment	46-52
E1-2 Policies related to climate change mitigation and adaptation	Climate Change	65-68
E1-3 Actions and resources in relation to climate change policies	Climate Change	65-68
E1-4 Targets related to climate change mitigation and adaptation	Climate Change	65-68
E1-5 Energy consumption and mix	Climate Change	72
E1-6 Gross scopes 1, 2, 3 and total GHG emissions	Climate Change	71

### Pollution

Disclosure requirement	Section	Page
E2.IRO-1 Description of the processes to identify and assess material pollution-related impacts, risks and opportunities	Double Materiality Assessment Overview of Material Impacts, Risks, and Opportunities	46-52 53-55
E2-1 Policies related to pollution	Pollution	73-75
E2-2 Actions and resources related to pollution	Pollution	73-75
E2-3 Targets related to pollution	Pollution	73-75
E2-4 Pollution of air, water and soil	Pollution	73-75

### Water and Marine Resources

Disclosure requirement	Section	Page
E3.IRO-1 Description of the processes to identify and assess material water and marine resources-related impacts, risks and opportunities	Double Materiality Assessment Overview of Material Impacts, Risks, and Opportunities	46-52 53-55

### Biodiversity

Disclosure requirement	Section	Page
E4.IRO-1 Description of the processes to identify and assess material biodiversity and ecosystem-related impacts, risks and opportunities	Double Materiality Assessment Overview of Material Impacts, Risks, and Opportunities	46-52 53-55
E4.SBM-3 Material impacts, risks, and opportunities and their interaction with strategy and business model	Double Materiality Assessment Overview of Material Impacts, Risks, and Opportunities	46-52 53-55

### Circular Economy

Disclosure requirement	Section	Page
E5.IRO-1 Description of the processes to identify and assess material resource use and circular economy-related impacts, risks and opportunities	Double Materiality Assessment Overview of Material Impacts, Risks, and Opportunities	46-52 53-55

## SOCIAL

### Own Workforce

Disclosure requirement	Section	Page
S1.SBM-2 Interests and views of stakeholders	Stakeholder Engagement Stakeholder Priorities and Evaluations	48 48-49
S1.SBM-3 Material impacts, risks and opportunities and their interaction with strategy and business model	Double Materiality Assessment Overview of Material Impacts, Risks, and Opportunities	46-52 53-55
S1-1 Policies related to own workforce	Employees	76-83
S1-2 Processes for engaging with own workforce and workers' representatives about impacts	Employees	76-83
S1-3 Processes to remediate negative impacts and channels for own workforce to raise concerns	Employees	76-83
S1-4 Taking action on material impacts on own workforce, approaches to managing material risks pursuing material opportunities related to own workforce, and effectiveness of those actions	Employees	76-83
S1-5 Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	Employees	76-83
S1-6 Characteristics of the undertaking's employees	Employees	76-78
S1-9 Diversity metrics	Employees	76-78
S1-10 Adequate wages	Employees	81-83
S1-14 Health and safety metrics	Employees	79-80
S1-16 Remuneration metrics (pay gap and total remuneration)	Employees	81-83

### Workers in the Value Chain

Disclosure requirement	Section	Page
S2.SBM-2 Interests and views of stakeholders	Stakeholder Engagement Stakeholder Priorities and Evaluations	48 48-49
S2.SBM-3 Material impacts, risks and opportunities and their interaction with strategy and business model	Double Materiality Assessment Overview of Material Impacts, Risks, and Opportunities	46-52 53-55
S2-1 Policies related to workers in the value chain	Workers in the Value Chain Governance	84 88-91
S2-2 Processes for engaging with workers in the value chain and workers' representatives about impacts	Workers in the Value Chain Governance	84 88-91
S2-3 Processes to remediate negative impacts and channels for workers in the value chain to raise concerns	Workers in the Value Chain Governance	84 88-91
S2-4 Taking action on material impacts on workers in the value chain, approaches to managing material risks pursuing material opportunities related to workers in the value chain, and effectiveness of those actions	Workers in the Value Chain Governance	84 88-91
S2-5 Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	Workers in the Value Chain Governance	84 88-91

## SOCIAL

### Affected Communities

Disclosure requirement	Section	Page
S3.SBM-2 Interests and views of stakeholders	Stakeholder Engagement Stakeholder Priorities and Evaluations	48 48-49
S3.SBM-3 Material impacts, risks and opportunities, and their interaction with strategy and business model	Double Materiality Assessment Overview of Material Impacts, Risks, and Opportunities	46-52 53-55

### Consumers and End-Users

Disclosure requirement	Section	Page
S4.SBM-2 Interests and views of stakeholders	Stakeholder Engagement Stakeholder Priorities and Evaluations	48 48-49
S4.SBM-3 Material impacts, risks and opportunities, and their interaction with strategy and business model	Double Materiality Assessment Overview of Material Impacts, Risks, and Opportunities	46-52 53-55
S4-1 Policies related to consumers and end-users	Consumers and End-Users	84-87
S4-2 Processes for engaging with consumers and end-users about impacts	Consumers and End-Users	84-87
S4-3 Processes to remediate negative impacts and channels for consumers and end-users to raise concerns	Consumers and End-Users	84-87
S4-4 Taking action on material impacts on consumers and end-users, approaches to managing material risks pursuing material opportunities related to consumers and end-users, and effectiveness of those actions	Consumers and End-Users	84-87
S4-5 Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	Consumers and End-Users	84-87

## GOVERNANCE

### Business Conduct

Disclosure requirement	Section	Page
G1.GOV-1 The role of the administrative, supervisory, and management bodies	Stakeholder Engagement Stakeholder Priorities and Evaluations	48 48-49
G1.IRO-1 Description of the processes to identify and assess material impacts, risks, and opportunities	Double Materiality Assessment Overview of Material Impacts, Risks, and Opportunities	46-52 53-55
G1-1 Business conduct policies and corporate culture	Governance	88-91
G1-2 Management of relationships with suppliers	Governance	88-91
G1-3 Prevention and detection of corruption and bribery	Governance	88-91
G1-4 Incidents of corruption or bribery	Governance	88-91

## List of datapoints deriving from other EU legislation

○ material X not material -- phased in

The tables below provide an overview of ESRS datapoints that derive from other EU legislation, cf. ESRS 2 Appendix B and where this information can be found if deemed material.

### GENERAL DISCLOSURES

#### General Disclosures

Disclosure requirement and related datapoint	Regulation	Page
GOV-1 ○ 21(d) Board's gender diversity ratio	SFDR	44
GOV-1 ○ 21(e) Percentage of independent Board members	SFDR	44
GOV-4 ○ 30 Statement on due diligence	SFDR	45
SBM-1 ○ 40 (d) i Activity in fossil fuel sector	SFDR	72
SBM-1 X 40 (d) ii – Activity in chemical, controversial weapons, and/or tobacco industry 40 (d) iv	SFDR	N/A

### ENVIRONMENT

#### Climate Change

Disclosure requirement and related datapoint	Regulation	Page
E1-1 ○ 14 Transition plan for climate change mitigation	EU Climate Law	43
E1-1 X 16 (g) Exclusion from EU Paris-aligned Benchmarks	Pillar 3, Benchmark regulation	N/A*
E1-4 ○ 34 Emission reduction targets	SFDR, Pillar 3, Benchmark regulation	65-67
E1-5 ○ 37 Energy consumption from fossil sources disaggregated by sources (only high climate impact sectors)	SFDR	72
E1-5 ○ 38 Energy consumption and mix	SFDR	72
E1-5 ○ 40-43 Energy consumption and intensity from activities in high-climate-impact sectors	SFDR	72
E1-6 ○ 44 Gross Scope 1, 2, 3 and Total GHG emissions	SFDR, Pillar 3, Benchmark regulation	71
E1-6 ○ 53-55 Gross GHG emissions intensity	SFDR, Pillar 3, Benchmark regulation	72
E1-7 X 56 GHG removals and carbon credits	EU Climate Law	N/A
E1-9 -- 66 Exposure of the benchmark portfolio to climate-related physical risks	Benchmark regulation	Phased in
E1-9 -- 66 (a) Disaggregation of monetary amounts by acute and chronic physical risk 66 (c)	Pillar 3	Phased in
E1-9 -- 67 (c) Location of significant assets at material physical risk	Pillar 3	Phased in
E1-9 -- 69 Financial opportunities (cost savings, market size and changes to net revenue) from climate change actions	Benchmark regulation	Phased in
E1-9 -- 69 Energy consumption from fossil sources disaggregated by sources (only high climate impact sectors)	Benchmark regulation	Phased in

\* Not excluded from EU Paris-aligned Benchmarks

## ENVIRONMENT

### Pollution

Disclosure requirement and related datapoint	Regulation	Page
E2-4 <input type="radio"/> 28 Emissions to air, water, and soil	SFDR	73-75

### Water and Marine Resources

Disclosure requirement and related datapoint	Regulation	Page
E3-1 <input checked="" type="checkbox"/> 9, 13, 14, All disclosures E3-4 <input checked="" type="checkbox"/> 28 (c), 29	SFDR	N/A

### Biodiversity

Disclosure requirement and related datapoint	Regulation	Page
E4-2 <input checked="" type="checkbox"/> 24 All disclosures	SFDR	N/A

### Circular Economy

Disclosure requirement and related datapoint	Regulation	Page
E5-5 <input checked="" type="checkbox"/> 37, 39 All disclosures	SFDR	N/A

## SOCIAL

### Own Workforce

Disclosure requirement and related datapoint	Regulation	Page	
S1.SBM-3 <input type="radio"/> 14 (f) Risk of incidents of forced labour	SFDR	79	
S1.SBM-3 <input checked="" type="checkbox"/> 14 (g) Risk of incidents of child labour	SFDR	N/A	
S1-1 <input type="radio"/> 20-23	Human rights policy commitments	SFDR	79-80
	Due diligence policies	SFDR	79-80
	Processes and measures for preventing trafficking in human beings	Benchmark regulation	45
S1-3 <input type="radio"/> 32 (c)	Workplace accident prevention policy or management system	SFDR	79-80
	Grievance/complaints handling mechanisms	SFDR	80-83
S1-14 <input type="radio"/> 88 (b), 88 (c)	Number of fatalities and rate of work-related accidents	SFDR, Benchmark regulation	80
S1-14 <input type="radio"/> 88 (e)	Number of days lost to injuries, accidents, fatalities, or illness	SFDR	80
S1-16 --	97 (a) Unadjusted gender pay gap	SFDR, Benchmark regulation	82
	97 (b) Excessive CEO pay ratio	SFDR	83
S1-17 <input type="radio"/>	103 (a) Incidents of discrimination	SFDR	83
	104 (a) Severe human rights issues and incidents	SFDR, Benchmark regulation	

## SOCIAL

### Workers in the Value Chain

Disclosure requirement and related datapoint			Regulation	Page
S2.SBM-3	<input type="radio"/> 11 (b)	Significant risk of child labour or forced labour in the value chain	SFDR	54
S2-1	<input type="radio"/> 17-19	Human rights policy commitments		54-55
		Policies related to workers in the value chain	SFDR, Benchmark regulation	88-91
		Non-respect of UNGPs on Business and Human Rights, and OECD guidelines		88-91
		Due diligence policies		45
S2-4	<input type="radio"/> 36	Human rights issues and incidents connected to its upstream and downstream value chain	SFDR	89-90

### Affected Communities

Disclosure requirement and related datapoint			Regulation	Page
S3-1	<input checked="" type="checkbox"/> 16, 17, 36	All disclosures	SFDR, Benchmark regulation	N/A
S3-4				

### Consumers and End-users

Disclosure requirement and related datapoint			Regulation	Page
S4-1	<input type="radio"/> 16	Policies related to consumers and end-users	SFDR	84-87
S4-1	<input type="radio"/> 17	Non-respect of UNGPs on Business and Human Rights, and OECD guidelines	SFDR, Benchmark regulation	84-87
S4-4	<input type="radio"/> 35	Human rights issues and incidents	SFDR	84-87

## GOVERNANCE

### Business Conduct

Disclosure requirement and related datapoint			Regulation	Page
G1-1	<input type="radio"/> 10 (b)	United Nations Convention against corruption	SFDR	90-91
G1-1	<input type="radio"/> 10 (d)	Protection of whistleblowers	SFDR	88
G1-4	<input type="radio"/> 21 (a)	Fines for violation of anti-corruption and anti-bribery laws	SFDR, Benchmark regulation	90-91
G1-4	<input type="radio"/> 24 (b)	Standards of anti-corruption and anti-bribery	SFDR	90-91

## Sustainability Strategy and Governance

The Group's sustainability objectives are aligned with its overall business strategy, reflecting the integration of key sustainability matters into its strategic framework. Information on the Group's strategy, a description of its services, markets and segments, and the number of its employees can be found on pages [5-7](#) and [22](#). This section focuses on how sustainability matters are integrated into the Group's strategy, business model, and value chain. The Group's strategic cornerstones, as outlined on page [8](#), inherently support sustainability principles without altering the Group's established objectives. These connections are reflected in the following areas:

- Achieving the highest levels of customer satisfaction is directly linked to sustainability areas such as customer safety, data protection, and human rights. This strengthens customer trust and loyalty while upholding ethical business practices.
- The Group's strategy to develop a wide range of high-quality services for a broad customer base is closely tied to fostering sustainable business relationships within the supply chain and implementing environmental practices that promote greener and more sustainable service delivery. The Group also recognises the importance of ensuring good working conditions for employees, as their well-being is essential for delivering quality services.
- Improving profitability and strengthening market leadership are directly linked to tackling climate change and reducing air pollution, as protecting the environment and operating in a more environmentally friendly manner enhance competitiveness. The Group leverages energy-efficient technologies and green innovations, which have proven to deliver cost savings and contribute to both economic performance and environmental responsibility.

The description of the Group's value chain (see pages [46-47](#)) takes into account the outcomes of the DMA, which identified the key stages where the Group's operations have the most significant environmental, social, and economic impacts. This analysis guided the integration of sustainability matters into the Group's strategic frameworks, ensuring that both the financial risks and opportunities associated with sustainability, as well as the Group's broader responsibilities towards stakeholders and the environment are addressed.

- The Group requires energy and materials for its operations and, therefore, monitors advancements in sustainable fuel and renewable energy technologies.
- Operational activities prioritise energy efficiency and adherence to regulatory requirements, supported by continuous investment in innovative technologies.
- Services delivered to customers reflect the Group's commitment to quality and environmental responsibility, as well as reducing emissions and meeting stakeholder expectations.

The Group engaged with stakeholders (see page [48-49](#)) primarily as part of the DMA and their perspectives were integrated into the analysis to identify and prioritise material impacts, risks, and opportunities.

## Climate Change Mitigation Strategy

AS Tallink Grupp has identified climate change mitigation as a material and strategic issue, given the significant role of its shipping operations in global greenhouse gas (GHG) emissions and the regulatory landscape. The development, approval, and execution of the transition plan for climate change mitigation is the responsibility of the Group's Management Board, who will collaborate with relevant experts and departments, as well as external experts and business partners. The Group is currently in the process of developing its transition plan, having conducted an initial workshop on the potential activities and framework in 2025. However, that the key levers for achieving the ambitious climate targets set for shipping remain unclear, and there is no definitive solution to the industry's challenge of identifying more sustainable and future-proof shipping fuels. Until a global consensus is reached on whether the next fuel for passenger vessels will be ammonia, hydrogen, green ammonia, biofuel, nuclear power, or some other option, the transition plans will remain indicative rather than prescriptive. The Group continuously monitors technical developments and trends in fuel and other technologies by participating in international industry and sector events, and by maintaining close contact with technology developers and relevant authorities.

The Group aims to reduce its absolute CO<sub>2</sub> emissions within Scope 1 and Scope 2 in line with EU medium- and long-term targets, such as the FuelEU Maritime Regulation, as well as the objectives set by the International Maritime Organization (IMO). The EU Taxonomy Reporting containing financial data related to climate change mitigation can be found on pages [57-64](#).

Strategic principles for achieving the Group's KPIs and targets include the following:

- AS Tallink Grupp will focus its main activities and investments on reducing GHG emissions from its shipping operations, as these account for the majority (2025: 68%, 2024: 63%) of its Scope 1 and Scope 2 emissions.
- In addition to CO<sub>2</sub> emissions, the Group will take action to reduce other harmful GHG emissions (e.g., methane, nitrous oxide). Thus, the Group refers to the strategy as GHG Emissions Reduction Strategy (and not decarbonisation strategy).
- The Group's current focus is on achieving real GHG emission reductions from its own operations and it only undertakes GHG offsetting initiatives that demonstrate proven environmental results.

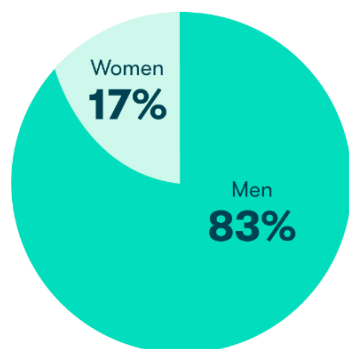
The Group's implementation strategy is structured across short-, medium-, and long-term horizons:

- **Short-term (2024-2027)** tactics for achieving GHG emission reductions mainly include sourcing and implementing technological solutions on board the Group's vessels to reduce fuel consumption and increase energy efficiency.
- **Medium-term (2028-2035)** tactics for achieving GHG emission reductions also include implementing technological advances that enable vessels to increase energy efficiency and reduce fuel consumption, as well as collaborating with providers of carbon capture solutions.
  - The Group's measures for achieving medium-term onshore GHG emission reductions on a smaller scale include gradually transitioning to using renewable shore power during longer port stays, provided that the supply of such green energy is sufficient and the cost is not higher than that of other available energy solutions.
- **Long-term (2036-2050)** tactics for achieving GHG emission reductions are based on the expectation and assumption that a sustainable alternative shipping fuel will be developed and made available to shipping companies within the next 5-10 years.
- **Medium- to long-term** achievement of GHG emissions reductions additionally include sourcing and utilising viable biofuels, provided that they are available, legally permitted, cost-effective, and proven to deliver environmental benefits.

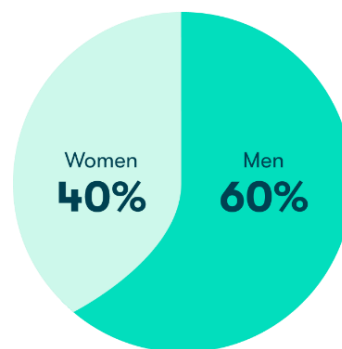
## Governance System

The Corporate Governance Report of AS Tallink Grupp, prepared in accordance with the Estonian Accounting Act, provides information on the Group's organisational structure and governance, the members of its Supervisory Board and Management Board, and the roles of its governing bodies. See pages [95-102](#) of the Annual Report for further information.

Gender Ratio of the Supervisory Board



Gender Ratio of the Management Board



## Supervisory and Management Board

The Supervisory Board of AS Tallink Grupp comprises six members, all of whom receive remuneration from the Group. 16.7% of Supervisory Board members are independent (i.e., one out of six). There is no representation of employees or other workers on the Management or Supervisory Boards.

All five members of the Group's Management Board are wage-earning employees of the Group. Incentive schemes and remuneration policies for management and supervisory bodies are currently not linked to any sustainability matters, including emission reduction targets. Each member of the AS Tallink Grupp Management Board has clear responsibility for specific areas of the organisation's operations, governance, and policies.

## Sustainability Management and Oversight

Sustainability action plans are led by the Group's Sustainability Reporting Manager (previously by the Group Head of ESG), who reports directly to a Management Board member. Sustainability topics are added to the Management Board's agenda on a regular basis, with an average frequency of at least once a quarter. The identification of the Group's impacts, risks and opportunities (IROs) is a continuous shared responsibility by the entire Management Board, which also oversees related action plans and KPI achievement, with support from the Group's Sustainability Reporting Manager.

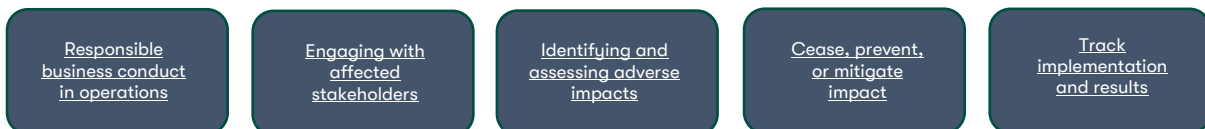
Additionally, AS Tallink Grupp has an Internal Audit department, whose role is to provide independent and objective assurance that the organisation's risk management, governance, and internal control processes are operating effectively. As of 2025, this includes the implementation of controls over sustainability reporting procedures. During Q4 2025, the Group's Internal Audit department conducted an assessment of the organisation's governance practices and the management of sustainability risks, including leadership structures, business ethics, risk management processes, and the quality of sustainability reporting. All activities were carried out in line with the annual audit plan and findings were reported to the Management Board to ensure that identified risks were addressed. The fieldwork was led by the Group's Senior Specialist from the Internal Audit department in cooperation with the Group's Sustainability Reporting Manager.

The Group works with external experts and consultants where additional knowledge or expertise in certain areas is needed. In 2025, external support was used for the DMA review process and the development of new data collection and calculation processes for Scope 1, 2, and 3 GHG emissions. AS Tallink Grupp relies exclusively on established consultancy firms for advisory services. Additionally, the expertise of climate, ESRS, and CSRD specialists has been utilised to complement the Group’s in-house knowledge in GHG emissions methodologies and calculations. Data collection methodologies are developed and implemented in collaboration with the finance team and controllers, and data quality is verified by internal experts, to ensure accuracy and consistency.

### Risk Management and Sustainability Reporting

The Group does not have a formalised risk management framework dedicated specifically to IRO-related matters. Nevertheless, risks related to sustainability matters are regularly reported to the Management Board by department heads and specialists. These risks are addressed on a case-by-case basis, without separate prioritisation, and are managed on the same basis as other business risks. The key risks relating to sustainability matters raised during the reporting period were associated with preparations for CSRD-compliant reporting and policy updates in key IRO and legal areas, such as carbon emission reductions, the European Commission’s Omnibus proposal, and supply chain governance, as well as carbon reduction strategies and action plans. For major strategic decisions, such as fuel procurement, sustainability matters are considered, including the environmental impact and implications for employees. To ensure proactive risk management and compliance with applicable requirements, regular meetings are held with key stakeholders to identify sustainability reporting risks, and these risks are regularly discussed at board meetings.

As part of its commitment to responsible business conduct, AS Tallink Grupp has implemented a due diligence process to identify, assess, prevent, mitigate, and remediate actual and potential impacts on people and the environment. This approach aligns with internationally recognised frameworks, including the UN Guiding Principles on Business and Human Rights, and the OECD Guidelines for Multinational Enterprises. Below is a mapping of the core elements of due diligence that are structurally linked to the relevant disclosures in this Sustainability Statement.



## Double Materiality Assessment

### Methodology

During the financial year, the Group conducted a review of its 2024 DMA process, results, and conclusions to assess their validity. This involved evaluating the relevance of the established KPIs and confirming the continued applicability of the 2024 conclusions. The results of the 2025 review confirmed that the 2024 conclusions were still accurate and applicable, as the Group's business activities and external environment had not changed significantly.

The DMA review was based on the Group's internal expert assessment. Stakeholder expectations were considered indirectly by drawing on regulatory requirements and insights derived from regular interactions with stakeholders, including direct communication. In total, four workshops were held, with the involvement of department managers and/or specialists responsible for each sustainability topic. The IROs of each topical standard were addressed in separate workshops to assess the relevance of the topics identified as material in 2024, taking into account the developments that had occurred during the reporting year. The results were confirmed by the Management Board at regular board meetings.

Regular stakeholder engagement takes place through various channels, including in-person meetings, quarterly coffee mornings with the CEO, scheduled meetings with business partners, supplier seminars, and customer interactions via e-communication and Group-owned channels. Regular surveys and other forms of feedback also provide valuable insights that are reviewed at management meetings and incorporated into the Group's decision-making processes.

The following sections provide an overview of the Group's 2024 double materiality assessment process, including its scope, methodology, and key outcomes.

### Business Process and Mapping of Impacts, Risks, and Opportunities

AS Tallink Grupp began its double materiality assessment by analysing its economic activities and supply chain based on data from previous annual reports. This business process analysis identified how the Group affects the broader environment and society, and conversely, how external factors influence the Group. The analysis was conducted during a structured workshop with the Management Board, key department heads, and internal experts. The outcomes were then used to identify and assess the Group's IROs.

Before the assessment, the Group compiled a preliminary list of potential IROs derived from its main sustainability impacts and stakeholder feedback. The mapping process included reviewing relevant sustainability standards and regulations, analysing the results of stakeholder engagement activities, and identifying areas where the Group's operations have, or are affected by, environmental, social, or governance impacts. The list was then refined and validated through an internal workshop where employees from relevant departments completed structured assessment tables, guided by standardised materials. External experts reviewed the results to ensure consistency and objectivity. The final IROs were approved by the Management Board after further discussions and adjustments.

### The Group's Value Chain

The primary stakeholders in the Group's value chain include employees, suppliers (fuel, technology), business partners (ports, financing partners, investors), customers (tour operators, loyal customers), investors, and authorities. The secondary stakeholders include the wider supplier and business partner network, communities, NGOs, and the media. Although these groups were invited to participate in the stakeholder survey, their involvement remained limited. As primary stakeholders are directly linked to the Group's operations, they were prioritised during the first DMA cycle in 2024. While secondary and tertiary stakeholders were also identified during the process, they were not included in the assessment for 2024 and 2025. The Group intends to expand engagement with these groups in future DMA cycles.

PRIMARY ACTIVITY

### Inbound Logistics

Sourcing more sustainable marine fuels (LNG, biofuels) and traditional fuels from suppliers. Procuring vessels from shipbuilders and retrofitting older vessels to enhance fuel efficiency.

### Operations

Providing ferry and cruise services across the Baltic Sea (Estonia, Finland, Sweden). Optimising routes to reduce fuel consumption, managing waste responsibly on vessels, and implementing energy-efficient practices. Offering dining, shopping (travel retail), and entertainment services onboard. Sourcing local and sustainable products where possible, reducing single-use plastics, and improving energy efficiency (e.g., lighting, HVAC systems).

### Outbound logistics

Delivering cargo to ports and managing logistics for efficient loading/unloading. Collaboration with green logistics partners and using electric vehicles where reasonable.

### Marketing & Sales

Managing ticket sales (both online and through agencies), conducting marketing campaigns, and enhancing the onboard customer experience. Offering digital tickets and promoting sustainability initiatives. Providing travel retail services both onboard ferries and in onshore shops, as well as through online platforms. Focusing on sustainable product offerings.

### Services

Providing hospitality services at onshore hotels and restaurants, with a focus on sustainability (e.g., sourcing local food, reducing waste, improving energy efficiency). Decommissioning vessels responsibly, in accordance with EU regulations. Recycling ship materials and components, promoting circular economy practices.

SUPPORT ACTIVITY

### Governance & Compliance

Ensuring compliance with EU regulations, including CSRD and ESRS.

### Human Resources

Providing training and development for staff, with a focus on customer service, sustainability practices, and safety. Supporting continuous learning, especially in environmental and safety protocols.

### Technology & Innovation

Investing in advanced technologies like emission control technologies and digital tools for optimising routes and fuel consumption. Implementing innovative solutions to reduce environmental impacts.

### Procurement

Engaging with suppliers and stakeholders to source eco-friendly materials, products, and services across all operations, from fuel procurement to retail goods. Preferring local, sustainable, and fair-trade products.

## Stakeholder Engagement

During the 2023-2024 double materiality assessment process, the Group engaged with its primary stakeholders. A structured online questionnaire was distributed to employees, customers, suppliers (including their workers in the value chain), investors, and other business partners to evaluate the relevance and significance of sustainability topics. Stakeholders were invited to share their perspectives on the importance of various sustainability areas. They were also asked to evaluate AS Tallink Grupp's impacts and associated risks in these areas. Additionally, all respondents were given the opportunity to elaborate on their views through open-ended questions, which many utilised to provide deeper insights. The survey was complemented by focus group discussions and interviews to validate and expand upon the initial results.

While specific affected communities were not directly engaged in the survey, all other stakeholder groups acted as representatives of communities' interests regarding sustainability matters. Although outreach efforts were made to engage key customers and authorities, this proved less successful. Nevertheless, the insights gathered from other stakeholders provided a solid basis for identifying material topics and understanding which sustainability topics were most relevant to the Group's operations and value chain. The results of all engagement activities were reviewed and discussed by the Management Board at regular board meetings.

The Group recognises that its impact on society and the environment extends beyond its direct operations and that its long-term success depends on maintaining positive and constructive relationships with all key stakeholders. Continuous and substantive dialogue helps align business activities with social and environmental expectations, strengthens collaboration, improves service quality, and mitigates risks.

Stakeholder expectations and suggestions were gathered through meetings, surveys, and feedback forms. These activities were an integral part of the DMA process, in which sustainability-related information was exchanged, and stakeholder expectations were mapped. An additional survey was conducted to understand which sustainability topics stakeholders consider most significant and where the Group's operations have the strongest impact. The results were validated through in-depth interviews and focus group meetings with representatives of several key stakeholder groups.

The Group aims to continue and enhance its stakeholder engagement, expand information exchange, and further refine its mapping of expectations and impact assessments during the future reporting periods.

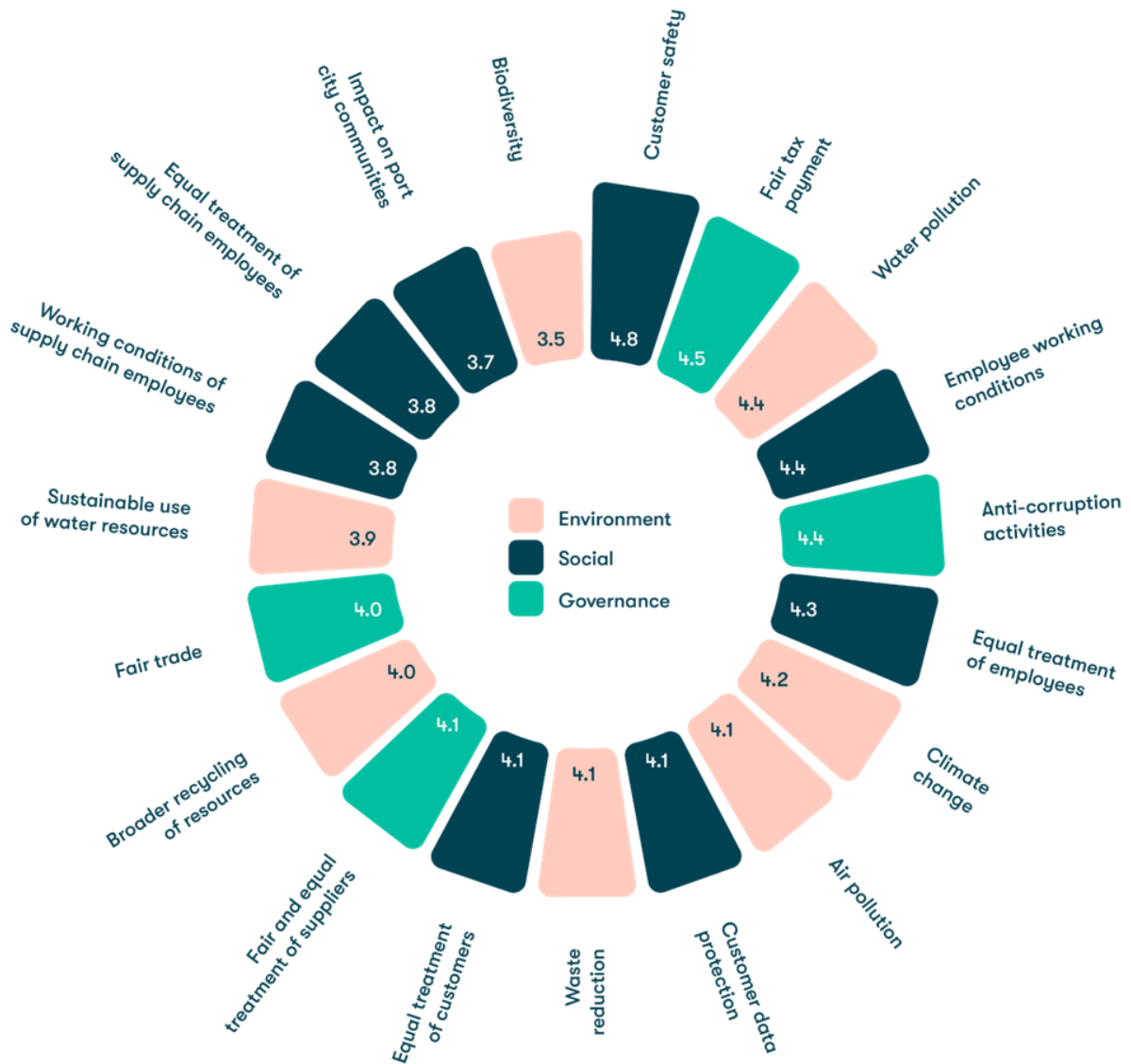
## Stakeholder Priorities and Evaluations

The survey results reflected strong interest across all key sustainability areas, with nearly all topics receiving an average rating of above 4 on a 0-5 scale. However, the Group acknowledges that survey results alone are insufficient for prioritising activities, as resources must be allocated to areas with the most significant actual or potential impacts. Consequently, the Group's list of material topics does not align directly with the survey results but also considers other factors. Some topics, such as marine pollution from ships, are tightly governed by International Maritime Organisation (IMO) conventions, reducing the need for additional prioritisation.

The interviews generated concrete suggestions and expectations specific to each stakeholder group, many of which will inform ongoing cooperation even if they do not appear explicitly in this report. Expectations of policymakers were not surveyed separately, as they are reflected in evolving legislation and international agreements. Compliance and alignment with these regulations remain fundamental to the Group's operations.

A recurring message across all stakeholder groups was the need for continuous and transparent communication on sustainability-related topics. This report responds to that expectation by presenting consolidated findings and outlining the Group’s future commitments. Based on current feedback, the Group has not modified its business model or strategic direction but will continue to review stakeholder expectations.

Stakeholders' assessments of topic materiality: average scores on a scale from 0 (immaterial) to 5 (highly material)



## Key topics highlighted by stakeholder groups

Stakeholder group	Material topics, risks and expectations in relation to AS Tallink Grupp's sustainability strategy	Affected stakeholders	Sustainability Statement users
Own workers	<ul style="list-style-type: none"> <li>→ Meaningful work, equal treatment of employees at sea and on land, in all countries of operation, fair remuneration, and development opportunities.</li> <li>→ Waste management and reducing waste generation are considered important topics by employees. While substantial efforts are already being made, employees provided many new suggestions for improvement.</li> </ul>	✓	
Customers	<ul style="list-style-type: none"> <li>→ Transparency and open exchange of information regarding environmental, social, and governance aspects of operations.</li> <li>→ Protection of customer data.</li> <li>→ Availability of environmentally friendly and sustainable options within the range of services.</li> </ul>	✓	
Suppliers and business partners	<ul style="list-style-type: none"> <li>→ Compliance with rapidly changing regulations and standards is a primary expectation.</li> <li>→ Sustainability topics are increasingly at the core of corporate strategies, with ambitious environmental goals making it crucial for companies to minimise environmental impact across their supply chains.</li> <li>→ At the same time, AS Tallink Grupp has numerous suppliers, which presents opportunities for collaboration in making its supply chains more environmentally friendly.</li> </ul>	✓	✓
Logistics partners, ports	<ul style="list-style-type: none"> <li>→ Collaboration with communities living around ports is very important, and its significance continues to grow.</li> <li>→ Joint efforts are needed in transportation and logistics to reduce greenhouse gas emissions related to boarding and disembarking.</li> <li>→ Increased use of shore power, particularly clean shore power, is necessary.</li> </ul>	✓	
Finance providers	<ul style="list-style-type: none"> <li>→ Financiers consider sustainability topics to be an integral part of business culture and have high expectations in this area. Every client is expected to transition to clean operations (including a transition plan) and align with banks' sectoral policies.</li> <li>→ Banks have ambitious goals regarding the environmental impact of their portfolios and require regular updates on progress. This makes open data exchange critically important.</li> <li>→ Beyond ongoing operations, the entire lifecycle of ships and the recycling or reuse of materials at the end of their service life is also a key consideration.</li> </ul>	✓	✓
Investors	<ul style="list-style-type: none"> <li>→ Strategies, action plans, and activities must be in place to mitigate risks related to sustainability issues and to ensure the sustainability of the Group's business model.</li> </ul>	✓	✓

## Double Materiality Assessment 2024

The stakeholder and value chain analysis described above provided the foundation for the double materiality methodology. The following section outlines the detailed assessment framework and criteria applied to identify and prioritise the Group's impacts, risks, and opportunities.

The IROs identified and assessed for AS Tallink Grupp and its value chain have been aligned with, and mapped against, the sustainability matters outlined in the topical ESRS standards. The identification followed a top-down approach, guided by strategic-level decision-making. For material IROs covered by a topical standard, the required ESRS disclosures are provided. For entity-specific topics, the minimum disclosure requirements serve as the basis for reporting on policies, actions, targets, and metrics. For a detailed index of information covered in this Sustainability Statement, see pages [35-41](#). The analysis was carried out on a consolidated basis, encompassing all entities within AS Tallink Grupp and its subsidiaries.

All sustainability matters where the Group both influences and is influenced by the external environment were identified through an analysis of the business model and value chain. This process defined specific impacts, risks, and opportunities over short-, medium-, and long-term time horizons. Of the defined IROs only negative impacts and risks were considered relevant. This reflects prevailing geopolitical and economic challenges, which currently constrain the potential for positive development. Although potential opportunities and positive impacts were also considered, none were identified as material at the time of the analysis.

The assessment distinguished between actual impacts, which have already occurred or are certain to occur, and potential impacts, which may develop over time. The materiality of actual impacts was evaluated based on their severity, while emerging impacts were assessed by considering both their likelihood and severity. Severity assessments factored in the scale, scope, and irremediability of consequences. The risk assessment included an evaluation of both the magnitude of the risk and its likelihood of occurrence.

AS Tallink Grupp assessed climate-related impacts using historical GHG data as an input. The assessment of GHG emissions was based on the GHG Protocol methodology. Additionally, the analysis of the impact of climate change on the Group's activities, conducted within the framework of the EU Taxonomy for Sustainable Activities, was used as an input. In analysing both climate change and other thematic areas, key sources of information included assessments from the Group's in-house subject matter experts, as well as research and survey findings and reports such as the Eurobarometer on Climate Change, EU Climate Strategies and Targets, EU Progress on Climate Action, and the Estonian Climate Change Adaptation Development Plan until 2030.

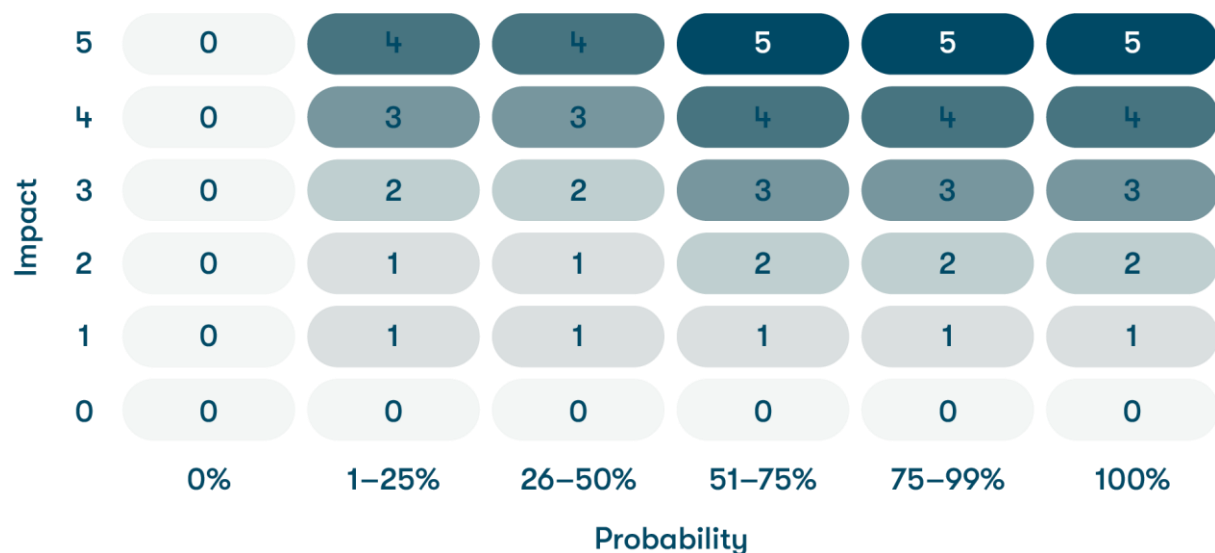
The methodology for AS Tallink Grupp's double materiality assessment was developed by the Estonian Center for Applied Sciences CentAR. Based on sustainability topics aligned with the classification outline in the ESRS, it integrates stakeholder input gathered through an anonymous online survey, focus group discussions, and interviews with key partners. Specific sustainability impacts were identified through a filtering process that combined the Group's preliminary internal mapping with stakeholder feedback and interview insights. Explanatory notes were prepared to clarify the key aspects and context of each identified impact. To ensure a fact-based evaluation of material impacts, the data collection covered recent operational data, internal rules and procedures, as well as relevant international agreements and national regulations applicable to AS Tallink Grupp. The likelihood of impacts was assessed for the short, medium, and long term, and expressed as a percentage estimate.

In assessing the Group’s potential impacts on the natural environment and people across all ESRS sustainability matters, three additional criteria were evaluated alongside likelihood: the scale, scope, and irremediability of the impact. Each was rated on a 0-5 scale, where higher values indicate broader, more severe, and less reversible impacts.

In assessing the risks and opportunities associated with all ESRS sustainability matters, the evaluation covered factors arising from the natural (including physical), business, social, and regulatory (including transition) environments. These risks and opportunities may also result from previously identified impacts and dependencies. The assessment considered their potential effects on the Group’s development, financial position, performance, cash flows, and cost of capital over the short, medium, and long term. The assessment was conducted on a 0-5 scale, reflecting the potential financial impact, which is typically measured through estimated profit reduction or the ratio of additional costs to net profit. Scores ranged from 0, indicating no material effect on profitability, to 5, representing either a profit reduction exceeding 50%, or a scenario in which business continuity is at risk.

The overall evaluation reflected the Group’s consolidated assessment of whether its impact on the environment and people, or the surrounding environment’s impact on the Group, is considered material. When an issue is identified as material, a detailed overview of its current status, plans, objectives, and related information is included in AS Tallink Grupp’s Sustainability Statement. Materiality is determined based on a scoring matrix, where a total score of 4 or higher indicates a material impact. In the case of a negative impact on human rights, the severity score of the impact determines the final materiality score. In such cases, the probability of the impact occurring is irrelevant.

Materiality assessment matrix of an IRO



## Overview of Material Impacts, Risks, and Opportunities

Based on stakeholder assessments and expectations, as well as an evaluation of all potential impacts, risks, and opportunities identified, in 2024 the Group's ESG working group focused primarily on identifying material impacts and risks. AS Tallink Grupp identified six key impact areas, encompassing a total of nine specific issues that will receive heightened attention in the coming years. The 2025 DMA review confirmed that no changes had occurred in these IROs compared with the 2024 assessment, indicating that these impact areas remained accurate and applicable.

### Climate Change and Air Pollution

AS Tallink Grupp's GHG emissions primarily originate from shipping, with additional emissions arising from shore-based operations and hotel services. The Group manages its emissions to ensure they align with the goal of mitigating climate change by focusing on improving energy efficiency, reducing fuel consumption, and meeting emerging regulatory requirements. The table below outlines the emission sources, related IROs, and the objectives set for the reporting period.

Topic	IRO type	Origin	Time horizon
GHG emissions from vessels and other equipment and sources	Actual impact (negative)	Own operations	Short- and medium-term
GHG emissions as a result of purchased energy	Actual impact (negative)	Upstream value chain	Short- and medium-term
Objective	Baseline (2023)	Reporting year (2025)	Target (2030)
Reduce the Group's Scope 1 and Scope 2 emissions	423 211 tCO <sub>2</sub> e	443 057 tCO <sub>2</sub> e	Per annum reduction of at least 2% (in absolute terms)
Meet the requirements of FuelEU Maritime Regulation	91.6 grams CO <sub>2</sub> e per MJ	91.6 grams CO <sub>2</sub> e per MJ	In line with FuelEU Maritime regulation

The Group's commitment to reducing GHG emissions and meeting the requirements of the FuelEU Maritime regulation enhances its resilience to changing regulations and market expectations, supporting financial stability and operational continuity over the medium term. The Group recognises that Scope 1 and Scope 2 GHG emissions represent its most material environmental impact and have direct financial implications. By achieving a 2% annual reduction in those emissions, the Group expects to mitigate the impact of potential carbon taxes and improve operational efficiency. While the exact financial impacts are subject to carbon market fluctuations, detailed disclosures will be provided in subsequent reports as more data becomes available. The DMA confirms that the Group's business activities do not have any material impacts, risks or opportunities relating to water and marine resources, biodiversity and ecosystems, or circular economy and resource use that are not already sufficiently covered by disclosures under other topical standards. Additionally, as the Group has no operational sites in or near biodiversity-sensitive areas, it has concluded that there is no need for any special mitigation measures. Although water pollution was not identified as a material matter, the Group has still decided to report on its initiatives in this area due to high stakeholder interest and to maintain historical continuity.

## Own Employees' Working Conditions and Equal Treatment

No material issues were identified regarding own employees' working conditions. However, ensuring the health and safety of its employees remains a priority for the Group. Workplace accidents and health risks can affect employee well-being and may result in financial implications related to compensation claims, regulatory non-compliance, and operational disruptions.

The Group prioritises the prevention of workplace injuries and fatalities through continuous safety monitoring, training, and risk management. Maintaining a low Lost Time Injury Frequency Rate (LTIFR) and preventing fatal accidents supports a reliable and efficient working environment, which in turn reinforces the Group's resilience and long-term operational stability.

Topic	IRO type	Origin	Time horizon
Maintain the number of workplace accidents at the current level or reduce further	Risk	Own operations	Short-, medium-, and long-term
Own workers' health and safety at work	Risk	Own operations	Short-, medium-, and long-term
Objective	Baseline (2023)	Reporting year (2025)	Target (2030)
Maintain the LTIFR level at or below the baseline across the Group in the short term and reduce the LTIFR level in the long term	LTIFR baseline: 13.3	6.3	Maintain a low LTIFR level
Maintain a 0 fatal work accident level across the Group (excl. fatal incidents resulting from underlying health issues)	Number of fatal work accidents: 0	0	Number of fatal work accidents: 0

## Human Rights in the Value Chain

The Group acknowledges the importance of identifying and addressing human rights risks concerning workers in its supply chain, particularly those relating to child labour and unsafe working conditions. While no specific violations have been identified to date, these risks remain material due to the complexity of global supply chains. The Group addresses these risks through a due diligence process that protects workers' rights and mitigates financial risks such as legal penalties and supply chain disruptions. Strengthening human rights in the supply chain supports the Group's long-term resilience and aligns with stakeholder expectations for ethical business practices. For the purposes of this Sustainability Statement, the Group's supply chain is defined as consisting of Tier I suppliers.

The following strategic goals and objectives are interconnected with those described in the supply chain and management of business relations sections. In line with ESRS reporting requirements, the focus is on material upstream and downstream value chain matters rather than a full mapping of all supply chain actors. Human rights considerations related to other parts of the value chain, such as the Group's own workforce, consumers, and end-users, are addressed in the respective chapters of this Sustainability Statement.

Topic	IRO type	Origin	Time horizon
Ensuring that human rights are protected across the value chain, with a particular focus on the supply chain	Risk	Upstream value chain	Short-, medium-, and long-term
Objective	Baseline (2023)	Reporting year (2025)	Target (2030)
Improve the effectiveness of the due diligence process in the supply chain that is part of the Group's regular supplier audits	The Group carries out 10-15 general supplier audits per annum according to its annual audit plan. No ESG-related violations have been identified during those audits	9	Maintain level of zero ESG-related violations identified during regular supplier audits
All large and strategic suppliers comply with the Group's Supplier Code of Conduct	Compliance level: 100%	100%	Maintain baseline level

## Customer Safety

Passenger safety remains a high priority for AS Tallink Grupp, as identified by stakeholders and internal assessments. Ensuring safety across all operations is essential for maintaining customer trust and satisfaction, as well as for mitigating the risk of financial loss and reputational harm. The Group's proactive safety management, supported by comprehensive protocols and regular training programmes, strengthens operational resilience and fosters long-term stability.

Topic	IRO type	Origin	Time horizon
Ensure customer safety across operations, with a particular focus on safety in maritime transport	Risk	Own operations	Short-, medium-, and long-term
Objective	Baseline (2023)	Reporting year (2025)	Target (2030)
Prevent serious incidents leading to significant losses (human, financial, data, or other)	Number of serious incidents: 0	0	Number of serious incidents: 0

## Protection of Customer Data

The Group prioritises protecting customer data to prevent breaches, ensure compliance with data protection regulations, and maintain customer trust. Effective data protection practices mitigate the risk of potential financial loss, such as fines under the General Data Protection Regulation (GDPR), and safeguard against reputational harm. The Group's strategy includes regular risk assessments, and employee training programmes. These measures ensure resilience against emerging threats and support the Group's long-term commitment to operational excellence and customer satisfaction.

## Management of Business Relationships in the Supply Chain

The Group has identified supply chain transparency and due diligence as material topics due to their relevance to workers' rights and environmental sustainability. Compliance with the Supplier Code of Conduct is monitored through regular supplier audits, which help mitigate the risk of non-compliance and ensure adherence to sustainability requirements. These measures safeguard the Group's reputation and reduce financial risks associated with supply chain disruptions and regulatory penalties. Strengthening the due diligence process further enhances the Group's resilience against evolving sustainability risks and supports long-term operational stability.

No significant governance related issues were identified during the DMA. However, the analysis indicated an increased level of risk related to supply chain disruptions. The Group recognises the need to enhance its understanding of the activities within its value chain.

Topic	IRO type	Origin	Time horizon
Supplier and supply chain transparency and due diligence	Risk	Upstream value chain	Short-, medium-, and long-term
Objective	Baseline (2023)	Reporting year (2025)	Target (2030)
All large suppliers meet the requirements set out in the Group's Supplier Code of Conduct	100% of the Group's strategic and large suppliers are familiar with and committed to the Group's Supplier Code of Conduct (contracts in excess of EUR 50 000)	100%	Maintain baseline level
Improve the effectiveness of the due diligence process in the supply chain that is part of the Group's regular supplier audits	The Group carries out 10-15 general supplier audits per annum according to its annual audit plan. No ESG-related violations have been identified during those audits	No ESG violations have been identified.	Maintain level of zero ESG related violations identified during regular supplier audits

### Double materiality matrix 2024



## Environmental Information

### EU Taxonomy Reporting

In accordance with Article 8 (1) of the Taxonomy Regulation (EU) 2020/852, the Group is required to report how and to what extent its economic activities are aligned with environmentally sustainable economic activities as defined in the EU taxonomy. For this purpose, the Group has followed the relevant delegated acts, including the Delegated Regulation (EU) 2021/2178, Delegated Regulation (EU) 2021/2139, and Delegated Regulation (EU) 2023/2486, together with the amendments introduced by Delegated Regulation (EU) 2026/73 of 4 July 2025. The Taxonomy Regulation covers economic activities that can contribute to six environmental objectives:

- Climate change mitigation
- Climate change adaptation
- Sustainable use and protection of water and marine resources
- Transition to a circular economy
- Pollution prevention and control
- Protection and restoration of biodiversity and ecosystems

Under Article 8 (2), the Group, as a non-financial undertaking, is required to disclose key performance indicators relating to turnover, capital expenditure and operating expenses. In 2025, two (2024: three) of the Group's economic activities were taxonomy-eligible:

- transportation of freight by sea and coastal waters (CCM & CCA 6.10) and
- transportation of passengers by sea and coastal waters (CCM & CCA 6.11).

The Group's other activities, which include onboard restaurant and sales services, onshore restaurant services, online shop, and other onshore business are classified as taxonomy non-eligible activities. This applies also to the operation of vessels that do not provide transportation services but are used to provide accommodation services to refugees. The Group is not involved in the construction, operation, or financing of nuclear energy or fossil gas facilities.

In line with the option provided by the legislation, starting from this reporting year the Group has decided to apply the 10% materiality threshold when assessing eligibility and alignment for activities that are not material from the Group's perspective, as set out in Commission Delegated Regulation (EU) 2026/73. Based on this, hotel services have been excluded from the 2025 statement, as their impact does not exceed the established materiality threshold. Since the change affects eligibility rather than alignment, the statement remains comparable with previous periods.

The Group has presented key performance indicators at the consolidated group level, and split these between different economic activities, to avoid double counting.

## KPIs related to the EU taxonomy – summary (millions of euros)

KPI (1)	Total (2)	Proportion of Taxonomy eligible activities (3)	Taxonomy aligned activities (4)	Proportion of Taxonomy aligned activities (5)	Breakdown by environmental objectives of Taxonomy aligned activities						Proportion of enabling activities (12)	Proportion of transitional activities (13)	Not assessed activities considered non-material (14)	Taxonomy aligned activities in previous financial year 2024 (15)	Proportion of Taxonomy aligned activities in previous financial year 2024 (16)
					Climate Change Mitigation (6)	Climate Change Adaptation (7)	Water (8)	Circular Economy (9)	Pollution (10)	Biodiversity (11)					
	EURm	%	EURm	%	%	%	%	%	%	%	%	%	%	EURm	%
Turnover	765.3	40%	119.4	16%	16%	0%	0%	0%	0%	0%	0%	16%	3%	122.8	16%
CapEX	40.9	68%	17.3	42%	42%	0%	0%	0%	0%	0%	0%	42%	0%	12.1	35%
OpEX	97.0	43%	22.7	23%	23%	0%	0%	0%	0%	0%	0%	23%	3%	23.3	25%

## KPIs related to the EU taxonomy – turnover (millions of euros)

Economic Activities (1)	Code (2)	Proportion of Taxonomy eligible Turnover (3)	Taxonomy aligned Turnover (4)	Proportion of Taxonomy aligned Turnover (5)	Environmental objective of Taxonomy aligned activities						Enabling activity (12)	Transitional activity (13)	Proportion of Taxonomy aligned in Taxonomy eligible (14)
					Climate Change Mitigation (6)	Climate Change Adaptation (7)	Water (8)	Circular Economy (9)	Pollution (10)	Biodiversity (11)			
		%	EURm	%	%	%	%	%	%	%	E	T	%
Activity 1 : Sea and coastal freight water transport, vessels for port operations and auxiliary activities	CCM 6.10	11%	39.0	5%	5%	0%	0%	0%	0%	0%		T	47%
Activity 2 : Sea and coastal passenger water transport	CCM 6.11	29%	80.5	11%	11%	0%	0%	0%	0%	0%		T	36%
Sum of alignment per objective					16%	0%	0%	0%	0%	0%			
Sum of Turnover		40%	119.4	16%	16%	0%	0%	0%	0%	0%	0%	16%	39%

## KPIs related to the EU taxonomy – capital expenditure (millions of euros)

Economic Activities (1)	Code (2)	Proportion of Taxonomy eligible CapEx (3)	Taxonomy aligned CapEx (4)	Proportion of Taxonomy aligned CapEx (5)	Environmental objective of Taxonomy aligned activities						Enabling activity (12)	Transitional activity (13)	Proportion of Taxonomy aligned in Taxonomy eligible (14)
					Climate Change Mitigation (6)	Climate Change Adaptation (7)	Water (8)	Circular Economy (9)	Pollution (10)	Biodiversity (11)			
		%	EURm	%	%	%	%	%	%	%	E	T	%
Activity 1 : Sea and coastal freight water transport, vessels for port operations and auxiliary activities	CCM 6.10	29%	8.9	22%	22%	0%	0%	0%	0%	0%		T	74%
Activity 2 : Sea and coastal passenger water transport	CCM 6.11	38%	8.5	21%	21%	0%	0%	0%	0%	0%		T	54%
Sum of alignment per objective					42%	0%	0%	0%	0%	0%			
Sum of CapEx		68%	17.3	42%	42%	0%	0%	0%	0%	0%	0%	42%	63%

## KPIs related to the EU taxonomy – operating expenses (millions of euros)

Economic Activities (1)	Code (2)	Proportion of Taxonomy eligible OpEx (3)	Taxonomy aligned OpEx (4)	Proportion of Taxonomy aligned OpEx (5)	Substantial contribution criteria						Enabling activity (12)	Transitional activity (13)	Proportion of Taxonomy aligned in Taxonomy eligible (14)
					Climate Change Mitigation (6)	Climate Change Adaptation (7)	Water (8)	Circular Economy (9)	Pollution (10)	Biodiversity (11)			
		%	EURm		%	%	%	%	%	%	E	T	%
Activity 1 : Sea and coastal freight water transport, vessels for port operations and auxiliary activities	CCM 6.10	22%	12.0	12%	12%	0%	0%	0%	0%	0		T	56%
Activity 2 : Sea and coastal passenger water transport	CCM 6.11	21%	10.7	11%	11%	0%	0%	0%	0%	0		T	53%
Sum of alignment per objective					23%	0%	0%	0%	0%	0			
Sum of OpEx		43%	22.7	23%	23%	0%	0%	0%	0%	0%	0%	23%	54%

### Accounting Policies: Eligibility

The KPIs presented in this statement have been calculated according to the Commission Delegated Regulations as follows:

- Proportion of turnover = turnover of taxonomy-eligible activities / total turnover
- Proportion of capital expenditure (CapEx) = CapEx of taxonomy-eligible activities / total CapEx
- Proportion of operational expenditure (OpEx) = OpEx of taxonomy-eligible activities / total OpEx

The turnover from taxonomy-eligible activities includes vessels' ticket revenue, revenue from the chartering of vessels, and cargo revenue. The turnover from taxonomy-eligible activities does not include revenue from onboard and onshore restaurant and retail services, from hotel services, or the online shop. The total turnover used to calculate the proportion of taxonomy-eligible activities in the Group's turnover includes total turnover without exceptions.

Capital expenditure related to taxonomy-eligible activities consists of investments in the Group's sea-going vessels. Due to the nature of the Group's economic activities, its vessels carry both passengers and cargo, therefore investments in vessels contribute to both types of activities. Technical investments in the Group's vessels are divided equally between passenger and freight transport activities. Capital expenditure related to the public areas of the vessels are allocated between activities according to the share of passengers and cargo drivers among the total number of passengers. The capital expenditure used to calculate the proportion of taxonomy-eligible activities in the Group's capital expenditure includes total capital expenditure, excluding adjustments to lease agreements recognised in accordance with IFRS 16.

Operating expenses related to taxonomy-eligible activities include costs directly related to the maintenance of vessels to ensure their continued and efficient operation. Operating expenses are broken down between passenger and cargo transport as follows: the operating expenses of cruise vessels are equally split between passenger and freight transport activities, and the operating expenses of cargo vessels are fully allocated to freight transport. Total operating expenses for calculating the share of taxonomy-eligible activities in the Group's operating expenses include total costs related to maintenance of the Group's assets such as direct service and technical maintenance costs, personnel costs related to service and technical maintenance, the cost of external asset maintenance services, and the costs arising from the development and maintenance of the IT equipment of vessels.

### Contextual (qualitative) Information

In accordance with Annex I to the Taxonomy Regulation, the Group is obliged to explain its key performance indicators and the reasons for any changes in these indicators during the reporting period. There were revisions to the methodology used to calculate eligibility figures:

- The Group has decided to apply a materiality threshold of 10% when assessing eligibility and alignment for activities that are not material from the Group's perspective. Therefore, hotel services have been excluded from the 2025 statement.

### Accounting Policies: Alignment Assessment

According to Article 3 of Regulation (EU) 2020/852, an activity is environmentally sustainable (i.e., taxonomy-aligned), if it:

- contributes substantially to one or more of the environmental objectives,
- does not significantly harm any of the environmental objectives,
- is carried out in compliance with the minimum safeguards.

### Substantial Contribution

The Group's substantial contribution to climate change mitigation through transportation of freight by sea and coastal waters (CCM 6.10) and transportation of passengers by sea and coastal waters (CCM 6.11) was assessed according to the technical criteria listed in Annex I to Delegated Regulation (EU) 2021/2139. The assessment was carried out vessel by vessel. First the Group calculated the EEXI (Energy Efficiency Existing Ship Index) value of a ship. In the case of passenger vessels, the EEXI value was compared to the threshold provided by the technical screening criteria in Annex I 6.11 (c)<sup>1</sup> to Delegated Regulation (EU) 2021/2139. Where the value of EEXI was below the threshold, the taxonomy-eligible turnover, capital expenditure and operating expenses that were associated with that vessel were classified as substantially contributing to climate change mitigation. For cargo vessels, the Group used the threshold provided by the technical screening criteria in Annex I 6.10 (c) to Delegated Regulation (EU) 2021/2139. Due to methodological reasons, it was not possible to calculate the EEXI values for two of the Group's newest vessels (Megastar and MyStar). The indicators of these vessels were classified as not aligned with the EU taxonomy. In addition, the vessels for which the EEXI values exceeded the required criteria were considered as not aligned with the EU taxonomy.

To evaluate the Group's substantial contribution to climate change adaptation through transportation of freight by sea and coastal waters (CCA 6.10) and transportation of passengers by sea and coastal waters (CCA 6.11) a climate risk and vulnerability assessment (as foreseen in Delegated Regulation (EU) 2021/2139, Annex I, Appendix A) was conducted in 2022, which revealed minor negative impacts from climate risks, which have been addressed through appropriate adaptation measures. At the beginning of 2025, the risk assessment was reviewed and updated to ensure alignment with the most recent Intergovernmental Panel on Climate Change Assessment report (AR6). As no significant changes were identified in the Group's vulnerability to climate risk, it was concluded that the adaptation measures in place remain sufficient to mitigate identified risks. The same assessment also applies to the Do No Significant Harm (DNSH) criteria within activities contributing to climate change mitigation. Resilience to these risks is further described in the Climate Change section of this Sustainability Statement.

---

<sup>1</sup> The screening criteria provide value for the EEDI (Energy Efficiency Design Index), however, the EEDI is calculated only for new ships and not for existing ones. As the calculation principle is the same and the Group's fleet consists of existing ships that have no EEDI value, EEXI is used instead of the EEDI.

### Do No Significant Harm

Taxonomy-aligned services in the Baltic Sea are subject to stricter environmental criteria than those in the rest of the world and Europe, on average. The Do No Significant Harm (DNSH) principle is closely followed in daily operations and the Group's activities 6.10 and 6.11 are aligned with the DNSH principle according to the technical screening criteria established in Delegated Regulation (EU) 2021/2139 as described in the table below.

Environmental objective	CCM 6.10	CCA 6.10	CCM 6.11	CCA 6.11	Compliance
Climate change mitigation	N/A	✓	N/A	N/A	The Group has no vessels dedicated to the transport of fossil fuels
Climate change adaptation	✓	N/A	✓	N/A	Climate risk and vulnerability assessment is carried out; appropriate adaptation measures are in place
Water	✓	✓	✓	✓	Risks have been identified, a zero-spill policy has been implemented, and individual Ship Oil Pollution Emergency Plans are applied across the Group's shipping operations
Circular economy	✓	✓	✓	✓	Measures are in place for waste prevention and handling; Proven compliance with Annex V to the IMO MARPOL Convention as well as relevant EU regulations
Pollution prevention	✓	✓	✓	✓	Proven compliance with Annexes VI and IV to the IMO MARPOL Convention and Directive (EU) 2016/802 as well as Regulation (EU) No 528/2012
Biodiversity	✓	✓	✓	✓	Appropriate measures are in place to prevent the introduction of non-indigenous species; Noise and vibrations are limited in line with the IMO guidance where appropriate; Zero-spill policy is in place Support for projects that aim to protect the Baltic Sea marine environment

### Minimum Safeguards

An overview of the applied minimum safeguards is provided in the Governance chapter of this Sustainability Statement.

### Alignment with the Taxonomy

In 2025, the decrease in the proportion of taxonomy-aligned operating expenses can be primarily attributed to a larger portion of the Group's economic activities being conducted by taxonomy non-aligned vessels. For example, for the Group's newer ships that are equipped with modern propulsion systems (such as MyStar and Megastar) the Energy Efficiency Design Index (EEDI) is not issued and the Energy Efficiency Existing Ship Index (EEXI) cannot be calculated. These indexes have been utilised by the Group to determine which ships are considered taxonomy-aligned, which in turn forms the basis for taxonomy alignment calculations. Despite the new ships being more environmentally friendly than the older ones, they have been categorised as not aligned due to the reasons mentioned above. The proportion of taxonomy-aligned capital expenditure increased compared to 2024 due to a higher proportion of investments in vessels that are considered taxonomy-aligned.

## Climate Change

As shipping is recognised as a high-impact sector, climate change represents a key environmental and business concern for AS Tallink Grupp. The Group's DMA confirmed that its most significant impacts and risks are related to GHG emissions from shipping operations and purchased energy.

Emissions from shipping operations (Scope 1) have an actual negative impact in the short and medium term, with potential long-term risks. Emissions from purchased energy used by the Group (Scope 2) have an actual negative impact in the short and medium term, with potential medium- and long-term risks.

### Climate Risk and Business Model Resilience

A climate-related risk assessment was conducted in line with the EU Taxonomy Regulation in 2024, with the assistance of an external environmental expert. The assessment focused on identifying climate-related IROs relevant to the Group's operations, while also informing the internal business model resilience analysis aimed at providing input for short-term decision-making and tactical activity planning.

The resilience analysis considered the full scope of the Group's operations and value chain in accordance with the recommendations of the Task Force on Climate-related Financial Disclosures (TCFD). Two climate scenarios were applied to evaluate potential short-, medium-, and long-term effects on operations, assets, and financial performance.

#### 1. Low-Carbon Transition Scenario (aligned with 1.5 °C or 2 °C warming limit)<sup>2</sup>

This scenario assumes that governments and businesses implement stringent climate policies, leading to rapid decarbonisation and the widespread adoption of clean technologies. In the short term, AS Tallink Grupp will face increased capital expenditure for fleet modernisation and transition to cleaner fuels. In the medium to long term, however, these investments are expected to result in lower carbon costs, improved efficiency, and a stronger reputation as a sustainable operator.

#### 2. High-Impact Climate Change Scenario (3 °C+ warming scenario)<sup>2</sup>

This scenario assumes limited or no global action on climate change, leading to higher global temperatures, increased extreme weather events, and greater disruption to ecosystems and economies. In the short term, the Group could face more frequent extreme weather events, sea ice variability, and operational disruptions. Over the medium and long term, adaptation measures such as resilient infrastructure and optimised logistics will be critical to maintaining operational continuity and controlling costs.

For both scenarios, the Group assessed transition and physical risks, including the risk of regulatory changes (such as the IMO decarbonisation strategy), market and technology risks (including sustainable fuel availability, capital requirements, and stranded assets), and reputational considerations linked to decarbonisation progress. The analysis confirmed that the efficiency improvements, decarbonisation investments, and fleet upgrades already undertaken provide a competitive advantage, particularly on the Tallinn-Helsinki route, and support alignment with the EU and the IMO climate objectives. Strengthening resilience through continued investment in cleaner technologies, operational efficiency, and adaptation measures remains central to the Group's long-term sustainability strategy.

---

<sup>2</sup> IPCC's Fifth Assessment Report (AR5)

## Policy and Targets

The Group operates within a regulatory framework defined by the EU's *Fit for 55* package, which requires a 55% reduction in Union-wide GHG emissions by 2030 (compared with 1990). In parallel, the IMO has set specific targets for the shipping sector, including a 20% absolute GHG emissions reduction by 2030 and a 70% reduction by 2040 (relative to 2008)<sup>3</sup>. These objectives are legally binding for international shipping.

Although the Group has not yet formalised a climate policy or long-term transition plan, it has adopted strategic principles and near-term targets that align with the EU and the IMO requirements. Stakeholder feedback gathered during the DMA informed a review of the Group's GHG reduction priorities. The short-term action plan focuses on energy efficiency projects and technological improvements that lower fuel consumption and related emissions. These measures will extend the operational life of the existing fleet while ensuring compliance with current and foreseeable environmental regulations. Medium- and long-term actions will depend on the availability and commercial viability of sustainable marine fuels, which are still being developed. As the shipping sector is characterised by significant lead times for fleet development and construction, with vessel lifespans reaching up to 50 years, medium- to long-term plans are made only after thorough discussions and careful consideration. These plans will be developed when all relevant information is available to ensure well-informed decisions.

AS Tallink Grupp aims to reduce emissions from its Scope 1 and Scope 2 activities by 2% per year, using 2023 as the baseline. The targets will be reviewed and extended to medium- and long-term horizons before 2027. The target-setting process involved extensive discussions with the Group's Management Board and internal experts, including the Environmental Expert of the ship management function and the Chief Captain, who contributed technical knowledge of existing marine fuels, combustion processes, and expected emissions profiles, alongside forecasts of passenger and cargo traffic on the Baltic Sea within the short- and medium-term horizons. Baseline calculations incorporated historical reduction data dating back to 2008, while accounting for changes in fleet composition, routes, and operations during the COVID-19 pandemic. The baseline calculation for Scope 3 emissions is in progress and corresponding reduction targets will be set in the upcoming reporting periods once the baseline has been finalised.

The current short-term targets are not science-based or explicitly aligned with a 1.5 °C trajectory but rather reflect the best available operational and technological assumptions that are consistent with the IMO decarbonisation pathways. Because international shipping is a hard-to-abate sector, the feasibility of setting and achieving more science-based long-term targets will depend on future advances in low- and zero-carbon fuels and the supporting infrastructure. Investments therefore remain focused on reducing GHG emissions from shipping operations, which constitute the Group's largest emission source.

---

<sup>3</sup> 2023 IMO Strategy on Reduction of GHG Emissions from Ships

## Actions and Achievements

AS Tallink Grupp has developed a GHG reduction plan for its existing fleet, which defines specific projects, performance indicators, and evaluation criteria. These projects include improvements to onboard energy consumption, hydrodynamics, and operational practices. Nine of the Group's vessels are already equipped to use shore power during extended port stays, further reducing emissions.

The majority of the planned activities for achieving further emissions reductions involve technological solutions.

- **Short-term:** continued implementation of energy-efficiency projects and operational optimisations.
- **Medium-term:** evaluation of carbon capture technologies, hybrid and battery solutions, and potential offsetting solutions.
- **Long-term:** transition to sustainable fuels.

Successful implementation of the solutions depends on access to emerging technologies, technical data, and adequate financing. The Group's ship management function and executive teams continuously assess the feasibility and cost-effectiveness of new solutions before fleet-wide adoption. Regardless of whether future operations rely on fossil fuels or renewable energy sources, efficient use of energy remains essential. Improving energy efficiency reduces both environmental impact and resource demand, as even the production of renewable fuels requires substantial infrastructure and energy input. Therefore, the Group prioritises improving the energy efficiency of its existing vessels through technological and operational measures. These targets will be reviewed and adjusted as greater clarity emerges regarding the future fuel landscape for shipping.

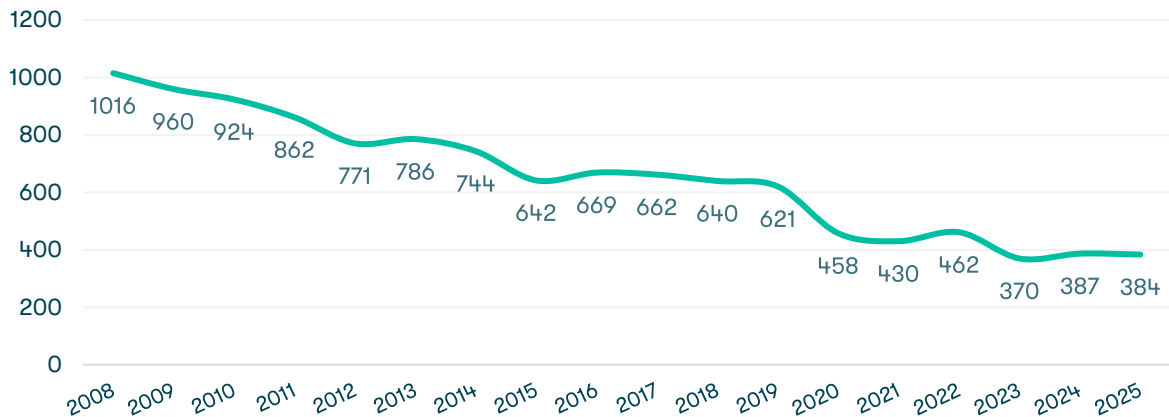
During the reporting period, the Group continued to work on increasing the use of alternative fuels in its core operations. Preparations were made to replace the liquified natural gas (LNG) currently used by the shuttle vessels MyStar and Megastar with liquified biomethane (LBM) from 2026 onwards. The LBM supplied to the Group is certified to verify that it meets the EU's sustainability criteria. The shift towards alternative fuels complements the Group's broader energy-efficiency and emissions-reduction efforts.

In 2025, the Group invested EUR 0.8 million (2024: EUR 0.8 million) in climate change mitigation activities as part of its structured capital expenditure plan, which incorporates projects relating to energy efficiency and shore power usage on different vessels.

The Group recognises the financial risks arising from the EU Emissions Trading System (EU ETS), such as increases in carbon allowance prices, which could lead to higher operating costs and liabilities. The implementation of the Group's sustainability strategy is supported by a sustainability-linked loan with interest rates tied to sustainability KPIs, including GHG reduction targets. Non-compliance with the set conditions could result in higher interest expenses, impacting overall financial performance.

GHG emission reductions since 2008 have been achieved through fleet renewal and efficiency improvements to existing vessels. From 2008 to 2019, AS Tallink Grupp's CO<sub>2</sub> emissions from the fleet were reduced by 39% in absolute terms. Since then, emissions have decreased further, with a reduction of 62% achieved by 2025 compared to 2008. In 2025, CO<sub>2</sub> emissions amounted to 383 990 tonnes (2024: 387 267 tonnes).

Emission reduction in shipping operations across time (in thousands of tCO<sub>2</sub>):



In 2025, the Group’s total amount of GHG emissions measured in CO<sub>2</sub> equivalents (calculated in accordance with MRV Regulation (EU) 2015/757) for the core fleet (MyStar, Megastar, Baltic Queen, Silja Symphony, Silja Serenade and Baltic Princess) amounted to 318 334 tonnes (2024: 327 838 tonnes).

### Energy Consumption and Emissions

The Group’s 2025 GHG emissions within Scopes 1-3 were calculated using the financial control approach to ensure alignment of the consolidated financial and sustainability reporting boundaries, as well as the data from the relevant actors in the value chain. The calculations were made in accordance with the Greenhouse Gas Protocol standard.

The GHG emissions considered include CO<sub>2</sub>, CH<sub>4</sub>, N<sub>2</sub>O, HFCs, PFCs, SF<sub>6</sub>, and NF<sub>3</sub>, based on global warming potential (GWP) values from the IPCC 5<sup>th</sup> and 6<sup>th</sup> Assessment Report (AR5 and AR6). To ensure consistency and comparability, AR5-based emission factors were used, in line with established methodologies such as the IMO Life Cycle Assessment (LCA) for maritime fuel emissions. However, for fugitive emissions in Scope 1, AR6 values were used, in accordance with the recommendation to apply the most up-to-date GWP values.

Shipping-related Scope 1 emissions are calculated strictly based on the EU legislation, including the ETS Directive and the MRV Regulation. All emission factors are explicitly defined in these legal acts and applied uniformly. Besides shipping-related emission factors, other factors in Scopes 1-2 originate primarily from the AIB Residual Mixes and European Attribute Mix (2024)<sup>4</sup>, the UK Government GHG Conversion Factors for Company Reporting database<sup>5</sup> and the Estonian National Greenhouse Gas Inventory model<sup>6</sup>. Where activity-specific emission factors were not applicable (i.e., Scope 3), emission factors for monetary values were derived from the Climatiq database<sup>7</sup>.

<sup>4</sup> AIB Residual Mixes and European Attribute Mix (2024)

<sup>5</sup> UK Government GHG Conversion Factors (2025)

<sup>6</sup> Estonian National Greenhouse Gas Inventory model (2025)

<sup>7</sup> Climatiq database

### Limitations in Scope 2 Calculations

Some limitations remain in the underlying energy data. Landlords do not always provide detailed information on metered energy consumption for several locations. Where this occurs, energy consumption is estimated based on the building floor area used and the aggregated information available. These estimation methods may introduce an element of uncertainty, but they represent the best data currently available for those sites.

The Group has not entered into direct contracts with energy providers for green or renewable energy. However, the Group consumes renewable or nuclear energy at some operational locations through its partners, such as ports and building owners. The energy consumed in these locations is documented and relevant records are factored into the Group's GHG emissions calculations.

### Changes in Scope 3 Calculations

During the reporting period, several refinements were made to Scope 3 calculations to improve their accuracy and alignment with the ESRS and the GHG Protocol. Scope 3 calculations are based on a mapping that encompasses all of the Group's subsidiaries and activities. The categories considered in the 2025 Scope 3 analysis include upstream suppliers (products and services), capital goods, fuel and energy-related indirect impacts, upstream transport, employee commute, business trips, and generated waste. Although downstream activities and upstream leased assets were also analysed, these categories were deemed insignificant based on the magnitude of their estimated GHG emissions and other criteria provided by the GHG Protocol Scope 3 standard.

The Group included the GHG emissions associated with the production and transportation of products procured from upstream suppliers using a spend-based method. The products included materials and goods essential to operations, spare parts, groceries, inventories, and consumables. Similarly, emissions from services provided by upstream suppliers were incorporated. These include maintenance, consultancy, and other third-party services that support operations. Given that the Group has nearly 4 000 suppliers, it was necessary to prioritise. Suppliers were classified based on turnover during the reporting period. Those with an annual turnover exceeding EUR 100 000 were included in Scope 3 GHG calculations, narrowing the scope to approximately 500 suppliers while covering over 80% of the volume. Upstream transport and distribution, which were previously included within purchased goods and services (Category 1), are now reported as a separate category.

For capital goods, the previous approach relied solely on Category 1 expenditure data, which did not reflect the full range of relevant assets. The current method involves a more detailed assessment and incorporates capital goods additions recognised in 2025, resulting in a more representative estimate. Waste generated in operations is now calculated using a more detailed combined approach. Both consumption-based and spend-based methods are applied. However, several waste service providers issue invoices with fixed monthly amounts or aggregated monetary values, which limits data granularity. A mixed methodology is therefore used to reflect the best available information. The calculations account for emissions from waste disposal methods such as recycling, incineration, and landfilling.

Business-related flights undertaken by employees are included in Scope 3 GHG calculations using the ICAO Calculation method, which utilises data on distance travelled and number of passengers<sup>8</sup>, whereas the 2024 calculations were spend-based. Other business travel, such as train journeys, car rentals, and other trips necessary for business purposes, is not included in the Scope 3 analysis as it is considered to be immaterial. Calculations ensure that significant travel-related emissions are accurately captured and reported.

Emissions from employee commuting were calculated using an internal employee survey, whereas in 2024 the result was based on an average for similar undertakings in the Baltic market. Emission factors from both the UK database and the Estonian National GHG Inventory Model were applied. The results were scaled to represent the full workforce, providing an organisation-wide estimate based on the available dataset. The survey gathered information on commuting habits, including transportation modes, average travel distances, and trip frequency. The collected data was used to estimate total commuting-related emissions.

### **Emissions from Regulated Emission Trading Schemes**

From 1 January 2024, ships operating in the EU have been required to comply with the EU ETS Directive by purchasing EU Allowances (EUAs). Initially, the EU ETS Directive only covered CO<sub>2</sub> emissions. In the first year of implementation, 40% of the actual CO<sub>2</sub> emissions had to be covered by EUAs to be surrendered by September 2025. In the second phase, starting from 2025, 70% of the actual CO<sub>2</sub> emissions produced by the fleet had to be covered by EUAs. From 2026 onwards, the directive will cover 100% of the actual CO<sub>2</sub> emissions, as well as other GHGs measured as CO<sub>2</sub> equivalents.

### **Biogenic Emissions**

The Group is actively exploring the use of biofuels, particularly LBM, as a potential marine fuel to support future decarbonisation efforts. Any Scope 1 emissions resulting from the use of biofuels will be calculated in accordance with applicable EU regulations. The Group has used LBM in limited quantities and has reported on this accordingly. While biogenic emissions may exist within Scopes 2 and 3, they cannot be calculated due to lack of publicly available data.

---

<sup>8</sup> ICAO Calculation method

## Gross Scopes 1-3 and Total GHG Emissions

In 2024, the Group set an ambitious target to reduce Scope 1 and 2 emissions by 2% compared to the 2023 baseline value. Total Scope 1 and 2 emissions for 2025 amounted to 443 057 tCO<sub>2</sub>e (2024: 443 905 tCO<sub>2</sub>e), reflecting a 0.2% decrease compared to 2024 (2024: a 4.7% increase compared to 2023).

In 2025, the Group's absolute Scope 1 and Scope 2 emissions remained stable, indicating the absence of major operational changes. Although the established emissions-reduction target was not fully achieved, the Group continued to transition towards renewable fuels, specifically LBM for shuttle vessels, which contributed to a decline in Scope 1 emissions. Changes to accounting methods, including updates to the emission factors applied, also influenced the reported results. Scope 3 emissions decreased by 10.5%, primarily due to improvements in data collection processes and calculation methodologies.

For renewable fuels used on vessels, the proportion of biogenic CO<sub>2</sub> emitted from combustion is not included in the gross Scope 1 GHG emissions. However, other greenhouse gases associated with the combustion of renewable fuels, specifically methane (CH<sub>4</sub>) and nitrous oxide (N<sub>2</sub>O), are included in the Group's gross Scope 1 emissions. The total amount of biogenic CO<sub>2</sub> resulting from the use of renewable fuel during the reporting period was 5 853 tonnes.

Total GHG emissions	2025	2024	Change
<b>Scope 1</b>			
Gross Scope 1 GHG emissions (tCO <sub>2</sub> e)	419 371	422 115	-0.7%
Percentage of Scope 1 GHG emissions from regulated emission trading schemes (%) <sup>1</sup>	98	98	0
Scope 1 biogenic emissions (tCO <sub>2</sub> )	5 853	-	-
<b>Scope 2</b>			
Gross location-based Scope 2 GHG emissions (tCO <sub>2</sub> e)	23 686	21 721	9%
Gross market-based Scope 2 GHG emissions (tCO <sub>2</sub> e)	17 584	21 790	-19.3%
<b>Scope 3</b>			
Total Gross Scope 3 indirect GHG emissions (tCO <sub>2</sub> e)	208 472	232 795 <sup>2</sup>	-10.5%
1) Purchased goods and services	115 078	128 098 <sup>2</sup>	-10.2%
2) Capital goods	9 671	7 931 <sup>2</sup>	21.9%
3) Fuel and energy-related activities (not included in Scope 1 or Scope 2)	76 456	93 686 <sup>2</sup>	-18.4%
4) Upstream transport & distribution	1 269	1 344 <sup>2</sup>	-5.6%
5) Waste generated in operations	446	292 <sup>2</sup>	52.6%
6) Business travel	350	277 <sup>2</sup>	26.3%
7) Employee commuting	5 203	1 167	345.9%
<b>Total GHG emissions (location-based) (tCO<sub>2</sub>e)</b>	<b>651 529</b>	<b>676 631<sup>2</sup></b>	<b>-3.7%</b>
<b>Total GHG emissions (market-based) (tCO<sub>2</sub>e)</b>	<b>645 427</b>	<b>676 700<sup>2</sup></b>	<b>-4.6%</b>

<sup>1</sup> Calculations made on the basis of CO<sub>2</sub>e. For the maritime sector, the EU ETS Directive currently covers only CO<sub>2</sub> emissions. The Group covered 70% of CO<sub>2</sub> emissions in 2025 (2024: 40%).

<sup>2</sup> The 2024 figures have been restated due to improved reporting processes.

## Energy consumption and mix

Energy consumption and mix	2025	2024	Change
Fuel consumption from coal and coal products (MWh)	-	-	-
Fuel consumption from crude oil and petroleum products (MWh)	1 159 201	1 149 363	0.9%
Fuel consumption from natural gas (MWh)	356 936	366 244	-2.5%
Fuel consumption from other fossil sources (MWh)	15	22	-30.5%
Consumption of purchased or acquired electricity, heat, steam, and cooling from fossil sources (MWh)	37 947	51 340	-26.1%
<b>Total fossil energy consumption (MWh)</b>	<b>1 554 100</b>	<b>1 566 968</b>	<b>-0.8%</b>
<b>Share of fossil fuels in total energy consumption (%)</b>	<b>96.6</b>	<b>99.4</b>	<b>-2.7%pp</b>
Consumption from nuclear sources (MWh)	3 549	5 348	-34.1%
Share of consumption from nuclear sources in total energy consumption (%)	0.2	0.3	-0.1%pp
Fuel consumption for renewable sources, including biomass (also comprising industrial and municipal waste of biologic origin, biogas, renewable hydrogen, etc.) (MWh)	28 873	4 676	517.5%
Consumption of purchased or acquired electricity, heat, steam, and cooling from renewable sources (MWh)	21 549	-	-
The consumption of self-generated non-fuel renewable energy (MWh)	-	-	-
<b>Total renewable energy consumption (MWh)</b>	<b>50 421</b>	<b>4 676</b>	<b>978.3%</b>
<b>Share of renewable sources in total energy consumption (%)</b>	<b>3.1</b>	<b>0.3</b>	<b>+2.8%pp</b>
<b>Total energy consumption (MWh)</b>	<b>1 608 071</b>	<b>1 577 029</b>	<b>2%</b>

AS Tallink Grupp operates in a high climate impact sector and discloses its GHG and energy intensity per net revenue<sup>9</sup>:

GHG intensity per net revenue	2025	2024	Change
Total GHG emissions (location-based) per net revenue (tCO <sub>2</sub> e/EURm)	851	846	0.6%
Total GHG emissions (market-based) per net revenue (tCO <sub>2</sub> e/EURm)	843	846	-0.4%
Energy intensity per net revenue	2025	2024	Change
Total energy consumption from activities in high climate impact sectors per net revenue from activities in high climate impact sectors (MWh/mEUR)	2 101	2 007	4.7%

<sup>9</sup> See more in the Consolidated Financial Statements

## Pollution

The DMA and stakeholder engagement activities identified air pollution from shipping operations as the Group's most significant pollution-related impact on the environment. This topic was assessed as material, particularly in the short to medium term. Other types of pollution, such as water pollution, were not identified as material due to the Group's strong regulatory compliance, comprehensive risk management, and consistent zero-spill policy. Nevertheless, given the continued relevance of this topic to stakeholders and its public visibility, AS Tallink Grupp maintains transparency by reporting policies, actions, and incident data related to the prevention of water pollution.

### Air Pollution

Air pollutants generated by ship engines, mainly sulphur oxides (SO<sub>x</sub>), nitrogen oxides (NO<sub>x</sub>), and particulate matter (PM), have regional and global environmental impacts. The Group's air pollution management is governed primarily by the International Convention for the Prevention of Pollution from Ships (the MARPOL convention), particularly Annex VI<sup>10</sup>, which establishes emission limits for air pollutants from ships. The convention sets out specific provisions that must be followed to mitigate negative environmental impacts and prevent pollution incidents. Compliance with the MARPOL convention is mandatory for shipping companies.

The Group has integrated its Environmental Policy into its Safety Management System, which is applied by the Group's ship management function. The policy is based on legal requirements and governs the Group's shipping operations. It sets out procedures and responsibilities for preventing and responding to adverse environmental impacts and incidents. All incidents are thoroughly investigated, and the relevant principles and procedures are revised where necessary to ensure continuous improvement.

### Metrics and Targets

The Group has not yet set specific reduction targets for NO<sub>x</sub>, PM, and SO<sub>x</sub> emissions. The current focus is on establishing a reliable emissions baseline that will facilitate future target setting and trend monitoring. The Group's near-term objective is to maintain full compliance with all applicable international, regional, and local emission standards.

Since 2015, all of the Group's vessels have operated using fuel that complies with the 0.1% sulphur content limit for the Baltic Sea set out in MARPOL Annex VI. According to EU regulations, the same limit applies to all vessels operating between EU and EEA ports. AS Tallink Grupp has fully adhered to these standards since 2015.

Unlike SO<sub>x</sub>, NO<sub>x</sub> requirements depend on the age of the vessel, meaning that newer and more stringent limits are not applied retrospectively. The NO<sub>x</sub> emissions for a specific engine are defined in the engine type approval documentation, which the Group uses to verify compliance with MARPOL requirements. For engines that exceed current regulatory requirements due to installed technical advancements, the Group performs additional testing every three years using direct flue gas measurements to verify and document their improved environmental performance. In 2025, measurements were conducted on Victoria and Baltic Queen, which confirmed their compliance with the expected performance levels. Each vessel holds an International Air Pollution Prevention Certificate (IAPPC), issued by the Flag Administration or an authorised organisation, confirming compliance with Annex VI.

---

<sup>10</sup> MARPOL Annex VI and NTC 2008

### Actions

Since 2019, AS Tallink Grupp has installed High Voltage Shore Connection (HVSC) equipment on most of its vessels to further reduce emissions and noise pollution in port. Additionally, five of the Group's vessels are equipped with catalytic converters, which effectively reduce NO<sub>x</sub> emissions. Measurement results consistently show NO<sub>x</sub> emissions below the strictest Tier III limits applicable to ships built after 2019 in the Baltic Sea, with PM emissions measured at less than 0.1 g/kWh. The Group is collaborating with technology partners to explore and implement solutions for measuring and reducing methane slip from LNG-operated vessels.

All vessels operate under a structured maintenance programme to prevent failures, incidents, and operational and financial risks. All maintenance activities are budgeted for on a per-vessel basis. To mitigate unforeseen risks, all vessels are fully insured in compliance with maritime regulations. The Group collaborates with existing and prospective fuel suppliers to identify optimal fuel compositions and future fuel options. This includes assessing technological requirements for transitioning to more sustainable and less polluting fuels. The Group also works with universities and start-ups to pilot innovative environmental technologies, including the Smart Car Deck initiative, which uses smart port solutions to improve the efficiency of loading vehicles on vessel car decks, and the early testing of onboard carbon capture systems designed to reduce CO<sub>2</sub> emissions.

A key initiative is the FIN-EST Green Corridor project, launched by the cities and ports of Tallinn and Helsinki, as well as the shipping companies operating on this route. The project includes measures to improve air quality in and around the Baltic Sea and in the two Nordic capitals. Key focus areas include increasing the use of shore power in ports and developing smart-port technologies to reduce waiting times in port areas. This will minimise air pollution and GHG emissions in and around these waiting zones.

### Water Pollution

AS Tallink Grupp applies a strict zero-spill policy, which prohibits any discharges into the sea. This policy complies fully with the IMO's MARPOL Convention and its other anti-pollution policies. The policy applies to all of the Group's shipping operations, demonstrating a firm commitment to environmental protection. The MARPOL Convention regulates various sources of ship-generated pollution and sets the standard for environmental responsibility within the shipping industry. All vessels registered in countries that have signed the MARPOL Convention must comply with its provisions, regardless of their operating area. Member states are responsible for ensuring compliance among ships registered under their jurisdiction.

While each vessel holds the primary responsibility for compliance, the ship's Tech Manager or Document of Compliance (DOC) Holder provides the necessary procedures and operational routines required under the International Safety Management (ISM) Code. The ISM Code establishes an international standard for the safe management and operation of ships. In line with this framework, the Group has developed and enforces a safety policy that defines its commitment to safety and environmental protection, including a strict zero-tolerance approach to any form of pollution.

### Actions and Incidents

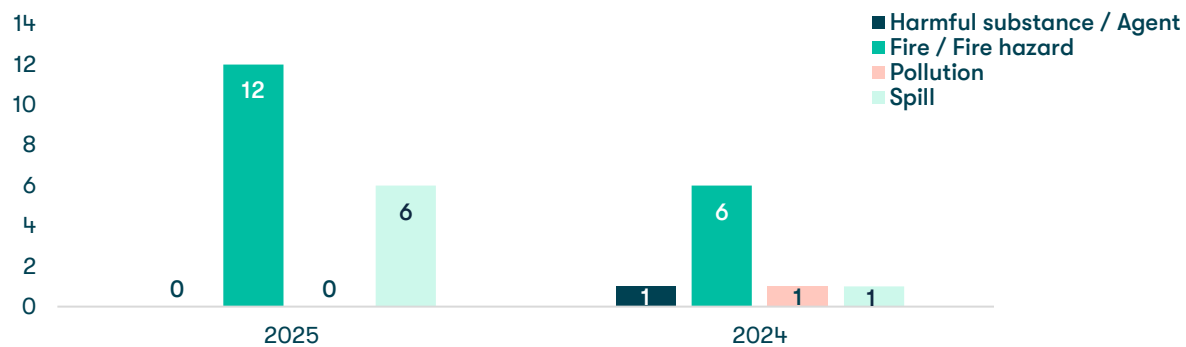
All wastewater from the Group's vessels is discharged exclusively into the onshore sewage systems in ports, with no exceptions. The volume of wastewater discharged by each vessel is recorded and monitored to track trends and detect any unexpected deviations. This monitoring process enables the Group to identify potential issues at an early stage. In the event of an incident, all occurrences are documented and reported in accordance with the Group's procedures.

Environmental incidents are categorised into four major groups: Pollution, Harmful Substance/Agent, Fire/Fire Hazard, and Spill. Incidents are thoroughly recorded and analysed by the Group’s ship management function to identify possible mitigation measures and areas for improvement. The Group follows a case-by-case approach, tailored to the specific pollutant type to ensure that each pollution source is monitored using the most accurate and relevant methods.

In 2025, 18 (2024: 9) environmental incidents were reported across the Group’s fleet. All spill incidents recorded during the reporting period were relatively minor and did not result in any legal consequences. Likewise, the fire-related incidents reported were minor and did not result in any major damage. One significant incident occurred when a bus being transported on a car deck caught fire. However, no injuries were sustained and no damage was caused to the vessel. The Group conducted a comprehensive investigation of the event. The Group continuously monitors environmental incidents, collects relevant data, and reports on any occurrences.

As a standard practice, any potential sanctions related to pollution incidents are imposed by the relevant authorities at the time of occurrence. The ship’s captain holds the primary responsibility for vessel operations and is therefore the first to face any imposed sanctions. Depending on the circumstances and severity of the incident, additional sanctions may be applied to the Group.

#### Environmental incidents 2024-2025



#### Taking Action Against Water Pollution to Protect the Baltic Sea

For over a decade, the Group has collaborated with the John Nurminen Foundation, a Finnish non-profit organisation, to support projects aimed at protecting the Baltic Sea. The Group makes an annual donation to the foundation, which allocates these funds to initiatives that conserve the biodiversity of the Baltic Sea and combat pollution. The John Nurminen Foundation also runs projects to combat biodiversity loss, such as exploring seagrass replanting along the Estonian coast. In addition to providing financial support, the Group works with the foundation on awareness campaigns in its core markets of Estonia, Finland, and Sweden. These efforts further reinforce the Group’s commitment to marine protection and sustainability, and the Group has decided to extend this cooperation into 2026. The Group also collaborates with marine research institutions, including the Department of Marine Systems at TalTech, the Estonian Marine Institute at University of Tartu, and the Finnish Environment Institute SYKE. The latter has been measuring the properties of sea water onboard Silja Serenade for over 25 years. This long-term partnership focuses on monitoring the marine environment and conducting scientific research to support the sustainable management of the Baltic Sea.

## Social Information

### Employees

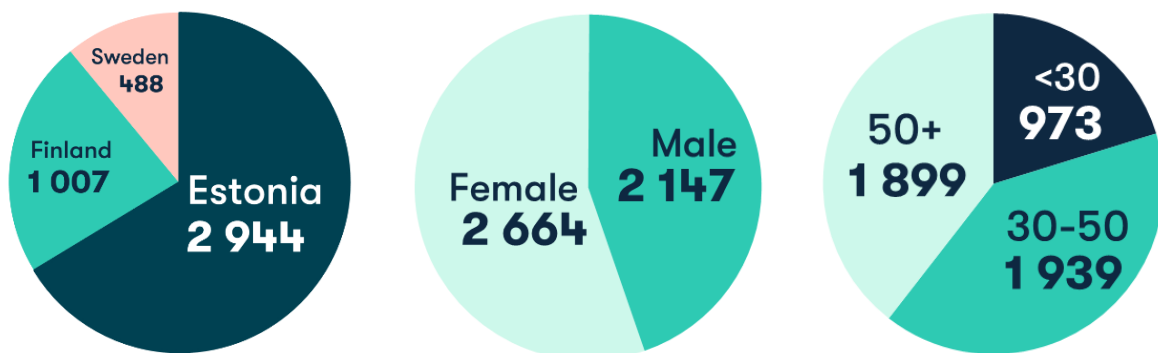
AS Tallink Grupp is a leading employer in the Baltic Sea region, with nearly 5 000 employees across six countries. It is one of the largest employers in its home market of Estonia and plays a significant role as an employer in Finland and Sweden.

### Characteristics

The following section outlines the key characteristics of the Group’s workforce, as well as its overall structure and dynamics. Unless specified otherwise, all employee metrics discussed have been calculated using the headcount method.

As of 31 December 2025, AS Tallink Grupp had 4 811 wage-earning employees (2024: 4 842), excluding members of the Management Board. The workforce is diverse in terms of experience, geography, and demographic indicators, such as gender and age groups.

#### Breakdown of employees by key characteristics



The Group’s Top Management consists of 24 employees: 13 men and 11 women. The Group’s Top Management comprise the Group Leadership Team and Country Leadership Teams. They include key roles such as Chief Financial Officer, Head of Duty Free, Head of Food & Beverage, Heads of Country HRs, Heads of Country Sales and Marketing, Deputy CEOs, and other senior executives responsible for strategic and operational leadership across the organisation.

The employee turnover rate for the year was 27% (2024: 19%), with 1 324 (2024: 946) employees leaving during the year. The rate is calculated by dividing the total number of departures during the year by the average number of employees (headcount) which is the average of the headcount at the start and at the end of the year, and then multiplying the result by 100. This calculation accounts for both voluntary and involuntary departures, providing insight into workforce stability and retention trends. The employee turnover rate is influenced by various factors, including industry trends and organisational restructuring. Compared with the previous year, the change is primarily attributable to adjustments arising from fluctuations in business volumes, resulting in employment terminations initiated both by the employer and by the employees. The Group conducts exit interviews with all departing employees to identify the underlying reasons behind their departure and support continuous improvement in employee engagement and retention.

## The Group's employee headcount by contract type, broken down by gender as of 31 December 2025

	2025	2024	Change
<b>Number of employees</b>			
Female	2 664	2 652	0.5%
Male	2 147	2 190	-2.0%
Other	0	0	0
Not disclosed	0	0	0
<b>Total</b>	<b>4 811</b>	<b>4 842</b>	<b>0.6%</b>
<b>Number of permanent employees</b>			
Female	2 447	2 450	-1.0%
Male	1 953	1 998	-2.3%
Other	0	0	0
Not disclosed	0	0	0
<b>Total</b>	<b>4 400</b>	<b>4 448</b>	<b>-1.1%</b>
<b>Number of temporary employees</b>			
Female	224	202	10.9%
Male	187	192	-2.6%
Other	0	0	0
Not disclosed	0	0	0
<b>Total</b>	<b>411</b>	<b>394</b>	<b>4.3%</b>
<b>Number of non-guaranteed hours employees</b>			
Female	0	0	0
Male	0	0	0
Other	0	0	0
Not disclosed	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

## The Group's employee headcount by contract type, broken down by country as of 31 December 2025

	2025	2024	Change
<b>Number of employees</b>			
Estonia	2 944	3 000	-1.9%
Finland	1 007	953	5.7%
Sweden	488	497	-1.8%
Latvia	279	291	-4.1%
Lithuania	86	94	-8.5%
Other	7	7	0%
<b>Total</b>	<b>4 811</b>	<b>4 842</b>	<b>-0.6%</b>
<b>Number of permanent employees</b>			
Estonia	2 881	2 911	-1.0%
Finland	767	767	0%
Sweden	382	395	-3.3%
Latvia	277	274	1.1%
Lithuania	86	94	-8.5%
Other	7	7	0%
<b>Total</b>	<b>4 400</b>	<b>4 448</b>	<b>-1.1%</b>
<b>Number of temporary employees</b>			
Estonia	63	89	-29.2%
Finland	240	186	29.0%
Sweden	106	102	3.9%
Latvia	2	17	-88.2%
Lithuania	0	0	0
Other	0	0	0
<b>Total</b>	<b>411</b>	<b>394</b>	<b>4.3%</b>
<b>Number of non-guaranteed hours employees</b>			
Estonia	0	0	0
Finland	0	0	0
Sweden	0	0	0
Latvia	0	0	0
Littuania	0	0	0
Other	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

The Group employs temporary staff to address seasonal fluctuations and business needs in different markets. The volume of temporary employment is largely driven by variations between the high and low seasons, particularly in passenger operations and hospitality services. During peak periods, additional personnel are hired to maintain service quality, operational continuity, and customer satisfaction. Temporary contracts comply fully with local labour laws and collective agreements, ensuring fair working conditions, equal treatment, and appropriate remuneration in line with the Group's employment standards.

## Social Policies

The Group's social policies provide a framework for safeguarding the well-being and rights of all individuals affected by its operations. These policies outline the principles and commitments that guide the organisation's day-to-day practices, ensuring that it operates responsibly and ethically. At the core of this framework are the Group's Human Rights Policy and Health and Safety Policy.

### Human Rights Policy

The Group's Human Rights Policy<sup>11</sup>, which was adopted in 2024, is implemented through the Supplier Code of Conduct and the Employee Code of Conduct, ensuring full coverage of both the Group's own operations and its Tier I value chain. It is further reinforced through training principles and internal working arrangements that regulate working hours, rest periods, and occupational health and safety standards. Together, these instruments form a unified framework that supports the Group's commitment to respecting and upholding the highest human rights standards across all operations. The policy is available to employees through the Group's intranet and also accessible to the public on the Group's external website. Responsibility for overseeing the implementation of the policy rests with the Management Board member responsible for the Group's legal department, who ensures compliance and alignment with corporate governance standards.

The Group has no specific policy commitments or separate measures addressing inclusion and related positive action for individuals from groups at particular risk of vulnerability within its own workforce. Employee awareness is maintained through regular training on human rights, equality, and diversity, delivered in cooperation with regional NGOs and relevant authorities. The Group's training framework focuses strongly on staff competency, awareness and well-being. Key training areas include: Occupational Maritime (including Basic Safety, Security Awareness, Crowd & Crisis Management, Marine Evacuation, Medical First Aid, etc.), Other Occupational (including Products, Occupational Health & Safety, Food Hygiene, etc.), Customer Service (including Service Standards, Guest Experience, etc.), Leadership, Occupational Health and Safety Management.

### Health and Safety Policy

The Group maintains a strict Health and Safety Policy supported by detailed procedures that ensure continuous risk management across all operations. The policy includes a structured improvement process where any near-misses or incidents are thoroughly analysed, and enhancements are implemented as necessary to strengthen workplace safety. This proactive approach ensures a safe and compliant working environment.

The Group defines a work-related injury as any injury to an employee's health or any fatality that occurs while performing work assigned or authorised by the employer, during a break included in working hours, or while conducting activities in the employer's interest. Reporting definitions may differ across the jurisdictions in which the Group operates. These differences relate to whether injuries are considered work-related if they occur on or off duty, on the employer's premises, or while commuting.

The Group's target is to maintain the Lost Time Injury Frequency Rate (LTIFR) at or below 13.3 per annum. The current target was defined by management primarily based on historical performance data, without direct consultation with employee representatives. The LTIFR for a calendar year is calculated by multiplying the number of lost time injuries by one million and then dividing the result by the total number of working hours. For 2025, the LTIFR was 6.3 (2024: 9.2). The decline in the LTIFR was supported by a systematic and consistent approach to safety. Updated risk assessments and their integration into daily management practices enabled early identification and prevention of hazards.

---

<sup>11</sup> AS Tallink Grupp's Human Rights Policy

Regular employee training and collective discussion of incidents within teams further enhanced awareness and improved work practices, contributing to a reduction in the number of accidents.

	2025	2024	Change
Employees covered by Health Management System	4 811	4 842	-0.7%
Number of work-related fatalities	0	0	0
Number of work-related accidents	50	74	-32%
Rate of work-related accidents (LTIFR)	6.3	9.2	-32%

## Collective Agreements

Over 80% of the Group's employees are covered by collective agreements, which are regularly reviewed and negotiated with partner unions in all its key operating markets. Due to legal restrictions on requesting information from employees regarding their union membership and participation in collective agreements, the Group is unable to provide fully accurate data on employee union affiliations. Data on employees' union memberships is therefore limited to those who have voluntarily disclosed this information to the Group.

## Engagement

The Group actively involves employees and their representatives in processes related to occupational health and safety (OHS) matters. These engagement activities are guided by the internal OHS Management System, which defines responsibilities for occupational health and safety management. Seafarers can submit feedback and improvement suggestions through a written form, ensuring that all concerns and suggestions are formally documented and addressed. Employee representatives, including union delegates, meet with management monthly, either in person or online. The Group HR Director is responsible for managing the day-to-day engagement, with the Group CEO bearing overall accountability.

Employees submit proposals relating to occupational health and safety matters to their direct managers, who then consult with the Occupational Health specialist. Where needed, the matter is escalated to the Occupational Environment Council for review and decision-making. Employees are involved in the process before a final decision is made. Discussions take place through meetings, emails, and direct consultations to identify effective and practical solutions. The Group provides compensation for work-related accidents and occupational diseases in accordance with applicable legislation, including coverage of additional expenses such as the cost of rehabilitation treatments.

The Group regularly collects employee feedback through employee Net Promoter Score (NPS) surveys conducted at least twice a year, as well as through performance discussions and direct annual or biannual one-on-one meetings. Participation rates have continued to increase, with recent surveys showing engagement from approximately half of all employees. The results are used to identify areas for improvement, with each department defining specific follow-up actions to ensure accountability and continuous progress. The effectiveness of the engagement process has also been validated by internal audits, which have not identified any non-conformities in the implementation of the system. This demonstrates the successful involvement of employees.

Employee net promoter score across all markets and operations 2024-2025



To encourage communication, employees can raise concerns or share ideas on the Group’s intranet, by email, or using formal OHS forms. All grievances and complaints are handled through established mechanisms overseen by the HR department, to ensure that every issue is properly logged, analysed, and resolved. The Group actively tracks and monitors raised issues, involving relevant stakeholders to enhance effectiveness and gain a better understanding of employee concerns. During internal audits, direct conversations with employees assess awareness of communication channels and the effectiveness of issue resolution. The Group provides a confidential and anonymous whistleblowing system that enables employees, customers, and other stakeholders to report violations or concerns without fear of retaliation.

**Remuneration**

All AS Tallink Grupp’s employees receive fair and competitive remuneration aligned with applicable local market benchmarks. The Group complies with both international and national wage standards, including Directive (EU) 2022/2041 on adequate minimum wages in the European Union. Certain positions within the Group are covered by collective bargaining agreements, ensuring that wages meet or exceed legally required levels and provide fair compensation.

To maintain alignment with market standards, the Group conducts annual country-specific wage benchmarking research, analysing minimum, average, and median pay levels across roles and seniority grades. Managed by the Group’s HR teams, this process ensures consistent and equitable remuneration practices across all of the Group’s markets, thereby supporting workforce motivation and long-term organisational stability.

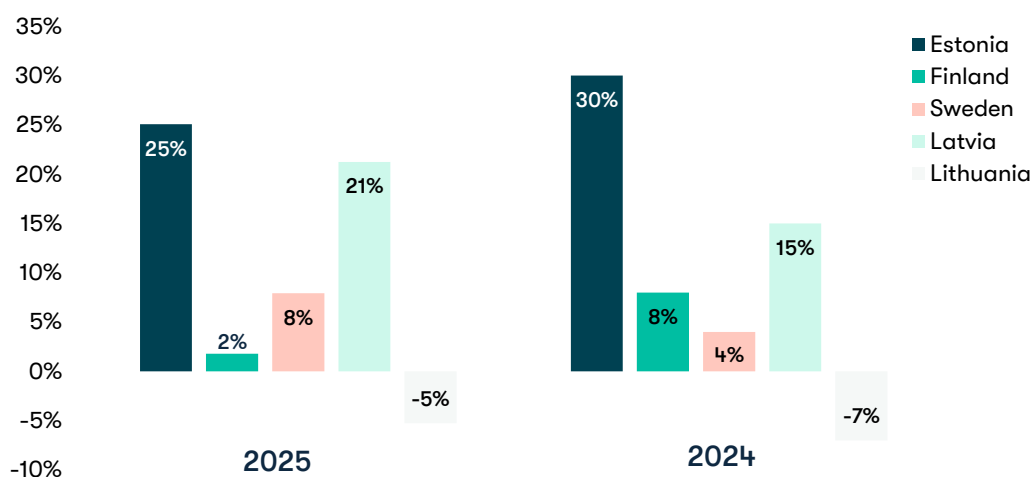
**Gender Pay Gap**

The gender pay gap assessment for 2025, carried out in accordance with the ESRS requirements, showed that wage differences are primarily influenced by occupational distribution within the maritime industry. Technical roles onboard vessels, which require specialised qualifications and command higher market wages, are predominantly held by men. Women are more commonly represented in onshore administrative and support functions, which generally have lower market wage levels. Geographical factors also affect overall pay differences, as local wage benchmarks vary between countries. Despite these structural differences, pay equity within comparable job categories is maintained.

The Group is committed to reducing the gender pay gap and ensuring fair remuneration practices across all roles. While operational and technical roles and shipboard positions tend to be male-dominated due to their nature, the Group actively promotes diversity and inclusion in recruitment and career development. Transparent salary bands help establish clear and comparable pay ranges and minimise unjustified disparities. Career development and promotion programmes aim to increase female representation in higher-paying roles where feasible.

To support work-life balance, the Group offers flexible working arrangements and family-friendly benefits that enable equal opportunities for career advancement. The Group continuously monitors and analyses gender pay data to ensure ongoing improvement and equitable, transparent compensation practices.

### Gender pay gap by country 2024-2025



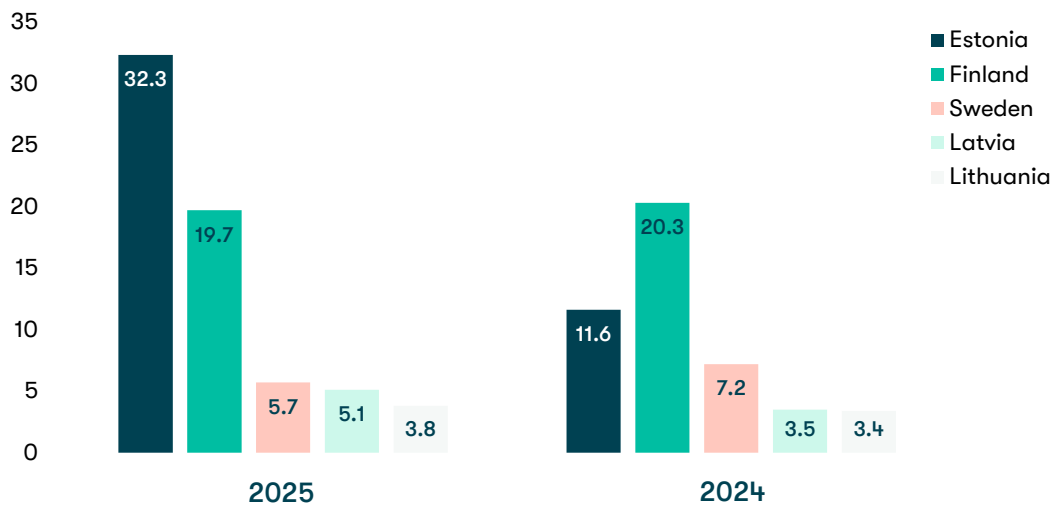
The variations in the gender pay gap compared with the previous year reflect the combined effect of structural and procedural measures aimed at reducing pay disparities, as well as certain non-recurring factors that had a negative impact on the overall result. Year-on-year changes can be influenced by factors such as the gender distribution of employees working on public holidays, when double pay applies, as well as the effect of higher earnings on holiday pay. In countries where tenure-based supplements are provided, the gender pay gap is also influenced by the gender of employees who were eligible for them during the period. These factors illustrate that fluctuations in the pay gap can arise from routine operational and demographic dynamics rather than structural pay differences.

### General Pay Ratio

While the gender pay gap highlights differences in earnings between male and female employees, the general pay ratio provides a broader view of internal pay distribution by comparing the remuneration of the highest-paid individual with the median remuneration within the Group. This indicator reflects overall pay equity and the alignment of compensation structures across organisational levels.

To ensure comparability, the ratio is calculated using an approach whereby the hourly pay is determined based on the annual pay. The Group recognises that quantitative data, such as the general pay ratio, may not fully explain differences in remuneration across various roles and geographies. These differences are primarily driven by the same factors that influence the gender pay gap, including the specialised nature of technical roles onboard ships, the Group's operational scale and structure, and regional variations in market pay levels. Extraordinary payments such as redundancy benefits, subsidies, or other one-off payments may distort the quantitative data and should be considered when interpreting the ratio.

### General pay ratio by country 2024-2025



Compared with the previous year, the general pay ratio remained relatively stable in most of the Group’s operating regions. The increase in the ratio in Estonia was primarily attributable to compensation paid in connection with employee departures, which disproportionately influenced the results due to the salary profiles of those leaving the organisation. Although this fluctuation does not reflect changes in the underlying remuneration practices, it nonetheless highlights the sensitivity of the indicator to one-off events.

### Equality

As a multinational organisation, the Group places strong emphasis on diversity, inclusion, and equal treatment, maintaining a zero-tolerance policy towards discrimination in any form. The Group actively promotes awareness of, and education on, human rights, providing regular employee training on these issues. In collaboration with regional NGOs and authorities, the Group supports educational initiatives that foster an inclusive workplace culture in all its markets.

The principles of equal treatment and non-discrimination are embedded in the Human Rights Policy and the Employee Code of Conduct. To reinforce these commitments, the Group aims to ensure that all permanent employees have completed Human Rights training and are fully familiar with the Group’s Human Rights Policy by the end of their probation period. During the reporting period, the Group received notification of one case of alleged discrimination. Following the completion of the formal review procedure, it was determined that the case did not constitute discrimination.

No human rights violations, formal complaints, or serious adverse human rights impacts involving the Group’s workforce were reported in 2025. No grievances, investigations, or legal actions were recorded, and no remediation plans were required or implemented. Furthermore, no complaints were filed with National Contact Points for OECD Multinational Enterprises (2024: 0). Similarly, there were no fines, penalties, or compensation payments for incidents of discrimination, harassment, or other violations (2024: 0).

## Workers in the Value Chain

### Human Rights

The results of the DMA identified one material impact area concerning workers in the value chain from the Group's perspective: human rights. In line with transitional provisions, this IRO is closely linked to information disclosed under the topical standard G1 in the Governance chapter, with a specific focus on supplier relations, as detailed on pages [89-90](#).

The material matters identified relate to human rights risks in the value chain, primarily concerning fair working conditions and the prevention of child labour and unsafe working environments among Tier I suppliers. These considerations are integrated into the Group's business model through due diligence practices that support responsible procurement and long-term supply chain stability.

The Group has not yet set time-bound targets relating specifically to workers in the value chain. Progress is monitored through supplier assessments and compliance checks, which will inform future target-setting. Human rights considerations concerning Tier I suppliers in the value chain are governed by the Group's Human Rights Policy and Supplier Code of Conduct. These policies establish minimum expectations for labour conditions, prohibit child and forced labour, and require suppliers to uphold international human rights standards.

The Group applies a case-by-case due diligence approach, which includes supplier screening, risk assessments, and follow-up actions in response to concerns identified. No significant violations were identified during the reporting period. The Group monitors compliance indicators such as the number of supplier audits conducted and the number of non-conformities identified.

### Consumers and End-Users

Every year, AS Tallink Grupp serves more than 5 million passengers across its routes, accommodates hundreds of thousands of guests in its hotels, and provides products and services in multiple markets. The safety, security, and well-being of customers remain among the Group's highest priorities throughout all its operations and services.

### Health and Safety

The Safety Management System (SMS) governs safety and environmental performance across all maritime operations. It is fully compliant with the ISM Code, the International Ship and Port Facility Security (ISPS) Code, and the ISO 14001:2015 standard for the Environmental Management Systems. The SMS provides a robust framework for preventing accidents, protecting life, and minimising the environmental impact of both vessel and shore operations. Regular flag-state audits are conducted by the Estonian, Finnish, Latvian, and Swedish Maritime Administrations, or recognised organisations authorised by these administrations. The ISO 14001 Environmental Management System is also audited by the certification body LRQA to ensure external validation of compliance.

Onboard safety is the responsibility of Ship Masters, who are supported by the Group's onshore safety organisation, which provides guidance and coordination across the fleet. The SMS is regularly updated and improved to ensure continued compliance and effectiveness. Crew competence and preparedness are maintained through ongoing training, exercises, and drills conducted both internally and in cooperation with relevant local authorities. Training content is aligned with international maritime safety standards and based on comprehensive risk assessments that identify potential hazards and mitigation measures.

All the Group's vessels are equipped with adequate lifesaving and safety equipment that complies with applicable safety regulations. The equipment is regularly inspected and tested to ensure full operational readiness. Preventive measures, effective risk management, and a strong safety culture help minimise the likelihood of incidents requiring emergency intervention.

## Training and Preventive Measures

The Group invests continuously in crew and employee training and safety development through its in-house Tallink Training Centre, which delivers regular courses in areas such as crowd management, fire simulation, basic safety training, and customer experience, as well as other specialised courses. In 2025, a total of 1 359 courses were conducted, with employees completing 83 873 training hours, including 40 280 hours completed by male employees and 43 593 hours by female employees (2024: 1 144 courses and 62 179 training hours, with 27 269 hours completed by male employees and 34 910 hours by female employees).

The total number of training hours increased primarily due to enhancements to course curricula, particularly in the areas of leadership and customer service. Additionally, a greater number of courses were delivered as contact-based training in 2025. The Training Centre's maritime safety course is certified to the ISO 9001 standard, enabling it to also provide training for its Finnish crew members and eliminating the need for external training providers. In addition to arranging internal training, the Group collaborates with voluntary rescue organisations, including Tallinn Search and Rescue for maritime safety and equipment training, and Finland Search and Rescue for maritime safety training for children.

The Group's goal, as set by the Management Board, is to prevent any safety and security incidents that could lead to extensive losses, including loss of human life, financial stability, reputation, or data security. This objective is achieved through preventive actions and effective safety and security procedures, including data protection measures and advanced IT solutions to mitigate risks. All safety and security incidents are documented through the Group's incident management and reporting systems and reviewed by senior management. The baseline for extensive loss incidents across all operations and markets is set at zero, and the Group's voluntary target is to maintain this level annually. In both 2024 and 2025, the number of extensive loss incidents was zero.

## **Data Protection**

The protection of customer data is one of the Group's two key IROs from a customer perspective. Therefore, alongside health and safety, the secure collection, use, and management of customer data remains a high priority for the Group. The Group is committed to processing all personal data securely and responsibly, in strict compliance with current and future regulatory requirements. The Group's Privacy Policy<sup>12</sup> defines the principles for processing the personal data of customers and other data subjects. The policy was updated in 2025, to include clarifications on the use of surveillance cameras. The review covered camera use in relation to both employees and customers, including onboard vessels, and resulted in the refinement of processes, policies, and internal procedures to ensure clarity, transparency, and adherence to data protection requirements. Proper handling of personal data supports contractual obligations, legal compliance, and the delivery of accurate and efficient customer service. The policy does not apply to anonymous information or data relating to legal entities.

Customer satisfaction remains the Group's highest priority, and appropriate processing of personal data is crucial for being a trusted service provider. To ensure compliance and oversight, the Group appointed a new Data Protection Officer (DPO) in 2025. The DPO has expert knowledge of data protection legislation and best practice, and is responsible for ensuring compliance with all applicable regulations, managing data subject requests, and advising management on maintaining and improving data protection safeguards. Ultimate responsibility for data protection rests with the Group CEO.

Key activities in protecting customer data include ensuring GDPR compliance, monitoring data incidents, and implementing corrective actions and procedural improvements where necessary. The

---

<sup>12</sup> AS Tallink Grupp's Privacy Policy

Group continuously upgrades its IT systems to ensure strong data protection, reports all relevant issues to the Management Board, and cooperates with regulatory authorities across its home markets. In 2025, the Group invested EUR 0.5 million (2024: EUR 0.4 million) in IT security and data protection enhancements. The Group continuously monitors developments in data protection laws to maintain internal policies and procedures that guarantee short-, medium-, and long-term compliance.

### Engagement

AS Tallink Grupp places strong emphasis on continuous engagement with customers to ensure that their needs, expectations, and experiences are consistently reflected in the Group's operations. Customer engagement is the responsibility of the Group Head of HR and Customer Experience, with overall accountability held by the Management Board member overseeing customer service operations.

The Group continuously monitors and improves customer experience and safety performance through a structured feedback and safety information management system. Customer feedback is collected at different stages of the journey, including before, after, and between trips. This is done through online forms, post-booking and post-trip surveys, as well as traditional service channels such as email and phone. The results are systematically analysed to identify key trends and areas for improvement. Both qualitative and quantitative analyses inform decisions on service enhancement and product development, thereby contributing to long-term customer satisfaction and loyalty.

A structured improvement process ensures that customer input directly leads to service enhancements. Daily customer surveys are automatically distributed after each trip, and the results are analysed by relevant departments, which then define and implement improvement actions. This process promotes accountability and supports the Group's goal of continuously enhancing service quality and building customer trust.

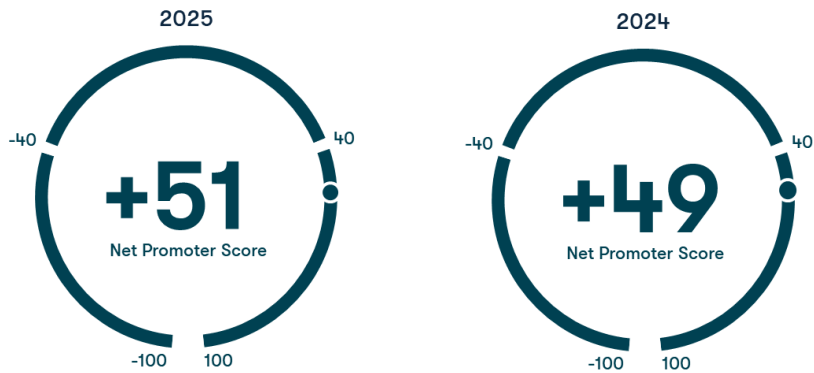
The Group tracks and monitors issues raised through regular reviews conducted by designated employees from business areas and customer service teams. Surveys and feedback mechanisms are used to assess customer awareness of, and trust in, the Group's grievance and feedback processes. This enables the identification of potential gaps and the continuous refinement of communication channels, to ensure accessibility and responsiveness. Customers can submit concerns and feedback directly via the online feedback form. Submissions are compiled and reviewed in meetings attended by managers, internal control teams, and the legal department.

The Group is committed to addressing customer concerns transparently and providing access to legal remedies in cases of adverse impact. In the event of an incident, such as the accidental disclosure of booking information, the Group follows a defined response process that includes impact assessment, direct engagement with affected customers, and implementation of corrective measures. Customers have access to a formal complaints and escalation procedure, ensuring fair and timely resolution. Where a significant adverse impact has occurred, the Group may offer compensation or corrective action, or cooperate with consumer protection authorities as appropriate.

The Group also has a Whistleblowing Policy that allows stakeholders to raise concerns confidentially. Current customer service practice demonstrates that when customers use direct communication channels to raise issues, the Group prioritises resolution and fair compensation. This approach reinforces consumer trust and ensures that feedback is valued rather than met with retaliation.

The Net Promoter Score (NPS) is the primary metric for monitoring customer satisfaction and loyalty. It measures the likelihood of customers recommending the Group’s services and reflects the effectiveness of its customer-centric approach. The 2025 results demonstrate the positive outcomes of the Group’s engagement initiatives and ongoing improvement measures.

Customer net promoter score across all markets and operations 2024-2025



## Governance Information

Good governance forms the foundation of AS Tallink Grupp's business culture and operations. The Group's governance policies, such as the Supplier Code of Conduct or Human Right's Policy, and practices ensure transparency, accountability, and ethical conduct in all areas of activity. Clearly defined procedures and responsibilities ensure that employees, business partners, and other stakeholders within their wider value chain understand the standards expected of them in their respective roles. The Group continues to enhance its governance framework to ensure alignment with regulatory developments and best practices.

Under the G1 topical standard, the Group discloses one IRO related to the protection of human rights in its supply chain, specifically concerning Tier I suppliers. Although the scope of materiality is limited, the topic is covered under the Governance standard due to its relevance to responsible business conduct. The Group outlines corresponding actions and targets to ensure that human rights are respected and upheld throughout its value chain.

Anti-corruption principles and business ethics are an integral part of the Group's governance approach. During the DMA, corruption was not identified as a material topic, primarily due to the Group's robust internal controls, established policies, and effective risk management systems. The Group has never recorded any incidents of corruption, which confirms the effectiveness of its preventive framework.

Detailed information on the structure, roles, and responsibilities of the Group's management, administrative, and supervisory bodies, as well as their expertise and oversight mechanisms, is presented in the Corporate Governance Report included in this Annual Report (see pages [93-104](#)).

## Whistleblowing

The Group promotes honest, open, and lawful conduct and encourages its employees, suppliers (including workers in the value chain), and other individuals to report any actual or suspected misconduct. Reports may concern any form of wrongdoing or non-compliance identified during employment, service provision, or contractual engagement. Whistleblowing enables the Group to address and correct issues promptly and prevent recurrence.

Any suspicion can be reported either to the email address listed on the Group's external website or through the anonymous reporting form on the Group's intranet. The Group takes a case-by-case approach to whistleblowing reports, ensuring confidentiality and tailoring responses to concerns raised. The Group also strives to make this mechanism accessible to all suppliers (including workers in the value chain) in their work environment. Although awareness of the whistleblowing mechanism among the value chain workers has not yet been separately assessed, the Group recognises the importance of ensuring accessibility and trust in the system and plans to evaluate its effectiveness in the future. Responsibility for maintaining the whistleblowing framework, ensuring anonymity and mitigating related risks lies with the Management Board member overseeing the legal department.

## Supplier Relationships

Suppliers form a critical part of AS Tallink Grupp's value chain and represent a key stakeholder group. The DMA identified IROs related to managing supplier relationships and determined that the protection of human rights in the supply chain is a material issue requiring continuous focus.

### Policy and Targets

The Group seeks to ensure that its procurement practices do not cause or contribute to any significant negative impacts on workers in its value chain. This is primarily achieved by implementing stringent supplier selection and audit processes. These are governed by the Supplier Code of Conduct, which sets out requirements for fair labour practices, safe working conditions, and respect for human rights. The Code reflects the Group's core values and sets minimum standards for anti-corruption, human rights, including the prevention of modern slavery and human trafficking in its operations and supply chain, and ethical conduct, which all suppliers must meet.

The Group requires all suppliers to adhere to its Supplier Code of Conduct. Signing the Code is mandatory for all centralised and strategic tenders, ensuring 100% coverage among large and strategic suppliers. Oversight and engagement are managed by the Group's Procurement Director, with the Management Board retaining ultimate responsibility for policy approval and supervision.

The Group's Human Rights Policy applies to all employees and supply chain workers. It aligns with the International Bill of Human Rights, the European Social Charter, and the International Labor Organization's (ILO) Declaration of Fundamental Principles and Rights at Work. The policy commits the Group to upholding human rights, including the prevention of modern slavery and human trafficking, and is publicly accessible to all stakeholders. Information on the policy is made available to employees on the Group's internal website and to suppliers on the external website. Responsibility for this policy lies with the Group's Management Board member overseeing the legal department.

### Actions and Due Diligence

Supplier compliance is monitored through scheduled meetings, site visits, and audits. The Supplier Audit Committee conducted 9 audits in 2025 (2024: 6), with an additional 14 audits scheduled for 2026, primarily targeting food and beverage suppliers. Any violations identified are reviewed by the internal control and procurement teams, which determine the appropriate corrective actions on a case-by-case basis.

The Group's Procurement Policy, overseen by the Group's Head of Procurement, sets the framework for procurement activities, defines roles and responsibilities, and establishes reporting mechanisms. It promotes transparency, efficiency, and compliance across all procurement activities. Implementing the policy enables the Group to improve planning accuracy, resource utilisation, procurement quality, and supplier trust.

Procurement procedures require offers to be requested from at least three suppliers before a contract is awarded, and background checks to be conducted for all new suppliers. Since the introduction of supplier certification in 2018, the number of Tier I suppliers has stabilised at approximately 4 000. The approved supplier list is continuously reviewed to ensure compliance with EU sanctions and internal standards. Following the 2022 geopolitical developments, all Russian and Belarusian suppliers were removed from the approved list.

As part of its sustainability strategy, the Group prioritises suppliers from its home markets, as well as those that demonstrate sustainable production practices. Formal supplier evaluations are supplemented by media and social media monitoring to identify potential compliance concerns. Key supplier relationship KPIs include:

- 100% compliance with the Supplier Code of Conduct for all large and strategic suppliers, to ensure ethical and regulatory adherence.
- No major ESG-related violations requiring corrective action are identified during supplier audits.

These objectives aim to strengthen due diligence processes for the Group's strategic suppliers in the short term and to expand comprehensive due diligence across the wider supply base in the medium to long term. As these objectives were established in 2024, data on how the criteria are evaluated and whether they are being implemented is not yet available. However, they will serve as a baseline for performance evaluation in the future reporting periods.

### Supplier Engagement on Sustainability

There has been a growing focus on evaluating the impact of the Group's activities on communities, which has revealed a growing commitment to sustainability and corporate social responsibility among most of the suppliers. To strengthen engagement with suppliers on sustainability topics, the Group participated in and hosted several key industry events during the year:

- In May 2025, sustainability topics were discussed with suppliers at the Group's annual supplier and employee event in Tallinn.
- During September-October 2025, the Group attended the largest Duty-Free Fair globally in Cannes, France, where face-to-face meetings with key supply partners were held to discuss sustainability commitments.

### Prevention of Corruption and Bribery

AS Tallink Grupp applies a strict zero-tolerance approach to all forms of corruption and bribery. The Anti-Corruption Policy, in force since 2018, defines clear standards for ethical conduct, conflicts of interest, declaration of gifts, and reporting of integrity concerns. The policy applies to all Group subsidiaries, members of governing bodies, employees (both permanent and temporary), related parties, and their managing bodies and employees.

The Group conducts business ethically and in compliance with applicable anti-bribery and anti-corruption laws in every jurisdiction in which it operates. It accepts the potential loss of business opportunities and operational delays as a necessary consequence of maintaining ethical integrity. Even the appearance of corruption is regarded as a reputational and governance risk. Oversight of the Anti-Corruption Policy rests with the Management Board and the Supervisory Board, which ensure enforcement through regular monitoring supported by the Audit Committee. The policy is communicated to all new employees upon signing their employment contract. The Internal Audit department supervises compliance by:

- reviewing approvals of gifts, hospitality, and entertainment to identify patterns that could indicate potential or attempted bribery;
- assessing intermediaries and business partners providing services to the public sector annually and reviewing other appointments once every two calendar years.

### **Conflict of Interest**

Any employee conducting a transaction on behalf of the Group is required to report any potential conflict of interest via a designated form on the Group's intranet.

### **Declaration of Gifts**

Employees must ensure that when offering, giving, or accepting gifts, hospitality, or entertainment, such exchanges are not intended to influence decision-making or affect business activities. As per the Group's internal policy, gifts with a value of EUR 50 or more must be declared. According to the Anti-Corruption Policy, gifts with a value exceeding EUR 100 per person cannot be offered, provided, or accepted without approval from the Group's Management Board. Gifts must be declared via a special form on the Group's intranet.

### **Training**

In 2024, the Group's Internal Audit team conducted a risk assessment to identify functions and positions at the greatest risk of corruption. A total of 138 positions were identified as high-risk based on the nature of their responsibilities. Following this assessment, the in-house training team collaborated with the legal team, to develop an online anti-corruption training course focused on familiarising employees with the policy, compliance measures, and reporting obligations. 100% of the positions identified as high-risk are required to complete the training programme. Moreover, in 2025 the completion of this training became mandatory for all new employees, to promote anti-corruption awareness and compliance throughout the entire organisation.

### **Incidents**

The Group has a Whistleblowing Policy in place that enables the anonymous reporting of any suspected incidents. In 2025, no corruption cases were reported and no fines were imposed on the Group. Any reported cases would be handled in accordance with legal requirements and Group policy. The legal team is responsible for processing and investigating such reports. In the event of a confirmed violation, the Group's policy is to report the incident to the relevant national authorities.



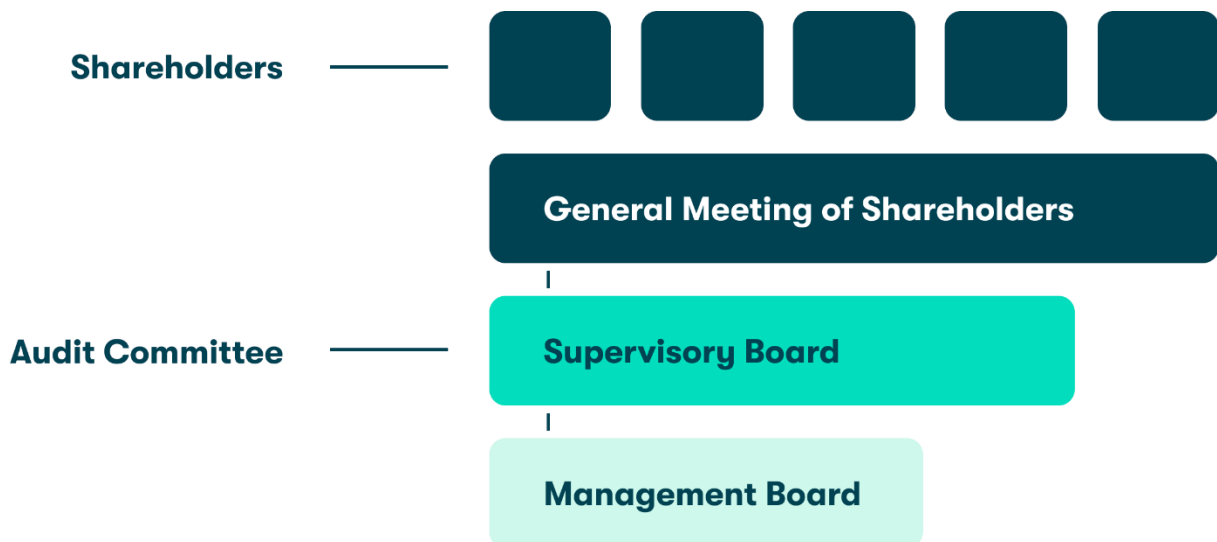
# CORPORATE GOVERNANCE REPORT

This report is made in accordance with the Accounting Act of the Republic of Estonia and provides an overview of the governance of AS Tallink Grupp and its compliance with the requirements of the Corporate Governance Recommendations (CGR) of the NASDAQ Tallinn Stock Exchange. The Group complies with the CGR, unless indicated otherwise in this report.

## Organisation and Administration

Pursuant to the Estonian Commercial Code and the Articles of Association of AS Tallink Grupp (the Company), the right to make decisions and the administration of the Group are divided between the shareholders represented by the General Meeting of Shareholders, the Supervisory Board and the Management Board.

The following diagram represents the governance structure of the Group:



## General Meeting of Shareholders

The Group’s highest governing body is the General Meeting of Shareholders where shareholders exercise their rights.

The primary duties of the General Meeting of Shareholders include approving the annual report and the distribution of dividends, approving share option programmes, electing and extending the authorisation of members of the Supervisory Board, removing members of the Supervisory Board before the expiry of their term in the office, appointing and removing auditors, passing resolutions on any increase or decrease in share capital, changing the Articles of Association and deciding other matters that are in the competence of the General Meeting of Shareholders by law.

The resolutions of the General Meeting are adopted if over one-half of the votes represented at the General Meeting are in favour unless the law or the Articles of Association prescribe a greater majority requirement. According to the law, the Articles of Association can be amended only by the General Meeting of Shareholders. In such a case it is required that 2/3 of the participating votes are in favour. A resolution on the amendment of the Articles of Association enters into force as of the making of a corresponding entry in the commercial register. The resolution of the General Meeting on the amendment of the Articles of Association, the minutes of the General Meeting and the new text of the Articles of Association are attached to the application file with the commercial register.

The Annual General Meeting of Shareholders that approves the annual report no later than six months after the end of the financial year is held once a year.

Every shareholder or his/her proxy with a relevant written power of attorney may attend the General Meeting of Shareholders, discuss the items on the agenda, ask questions, make proposals and vote. The controlling shareholder must not unreasonably harm the rights of other shareholders at the General Meeting of Shareholders or when organising the Group's management and must not abuse their position.

The Group's Management Board determines the agenda of the General Meeting of Shareholders and prepares the draft of the resolution in respect to each item on the agenda to be voted on at the General Meeting of Shareholders. If a General Meeting of Shareholders is called by shareholders, the Supervisory Board or an auditor, the Supervisory Board or the auditor prepares a draft of the resolution of each item on the agenda and submits this to the Management Board. Shareholders whose shares represent at least one-twentieth of the share capital may submit the Company a draft of the resolution in respect to each item on the agenda to be voted on at the General Meeting of Shareholders.

The Company publishes a notice of an Annual General Meeting of Shareholders at least three weeks in advance in a national daily newspaper, in the stock exchange information system and on the Group's website at [www.tallink.com](http://www.tallink.com). The notice includes information on where the meeting will be held.

The agenda of the meeting, the proposals of the Management Board, draft resolutions, comments and other relevant materials are made available to the shareholders before the General Meeting of Shareholders on the Group's website and through the information system of the Tallinn and Helsinki stock exchanges. The shareholders may ask questions before the General Meeting of Shareholders by sending an email to [info@tallink.ee](mailto:info@tallink.ee).

The list of shareholders entitled to participate in the General Meeting of Shareholders is determined based on the share register seven days before the General Meeting of Shareholders is held.

The Company has not made it possible to observe and attend general meetings through electronic channels due to limited interest in it (CGR 1.3.3).

The Annual General Meeting of Shareholders of AS Tallink Grupp for the financial year 2024 was held on 20 May 2025. The meeting was attended by the Chairman of the Management Board Mr Paavo Nõgene, Management Board members Mrs Piret Mürk-Dubout, Ms Elise Nassar and Mr Margus Schults as well as the Chairman of the Supervisory Board Mr Enn Pant and the Supervisory Board members Mr Toivo Ninnas, Mrs Eve Pant, Mr Ain Hanschmidt and Mr Raino Paron. Mr Harri Hanschmidt, the member of the Management Board, and Mr Kalev Järvelill, the member of the Supervisory Board, did not attend the Annual General Meeting of Shareholders. The auditor, Mr Indrek Alliksaar from the audit firm KPMG Baltics OÜ, was also present.

In accordance with CGR 1.3.1, the Chairman of the Supervisory Board and members of the Management Board do not chair the General Meeting of Shareholders. Therefore, the Annual General Meeting of Shareholders was chaired by Mr Raino Paron, who introduced the procedure for conducting

the Annual General Meeting of Shareholders and introduced the agenda of the meeting. The meeting was held in Estonian. The participants of the meeting had a possibility to listen to the presentations and speeches of the meeting with an English translation by using headphones. The attending shareholders represented 567 914 814 votes, i.e. 76.83% of all votes.

The Annual General Meeting of Shareholders adopted the following resolutions:

- approval of the annual report of the financial year 2024;
- approval of profit distribution, including dividend payment to shareholders;
- appointment of an auditor;
- extension of the terms of office of the members of the Supervisory Board Ain Hanschmidt, Eve Pant, Toivo Ninnas and Raino Paron;
- amendment of the Articles of Association; and
- approval of issuing of share options as part of the share option programme.

## The Supervisory Board

The Supervisory Board engages in oversight and longer-term management activities such as supervising the Management Board and approving business plans, acting independently in the best interests of all shareholders. No residency requirements apply to the members of the Supervisory Board. The Supervisory Board reports to the General Meeting of Shareholders.

The Supervisory Board consists of five to seven members. Members of the Supervisory Board are elected for periods of three years at a time. The Supervisory Board elects one of its members as chairman. For electing a member to the Supervisory Board, his or her written consent is needed. The General Meeting of Shareholders may remove any member of the Supervisory Board without a reason. Such a decision requires 2/3 of the votes represented at the General Meeting of Shareholders. A member of the Supervisory Board may resign without a reason by informing the General Meeting of Shareholders about the resignation.

The Supervisory Board is responsible for supervising the management of the Group and organising its operations. The Supervisory Board determines the principles for the Group's strategy, organisation, annual operating plans and budgets, financing and accounting. The Supervisory Board elects the members of the Management Board and determines their salaries and benefits.

The Chairman of the Supervisory Board determines the agenda of the meetings of the Supervisory Board, chairs the meetings, monitors the efficiency of the work of the Supervisory Board, organises the transmission of information to the members of the Supervisory Board, ensures that the Supervisory Board has enough time to prepare for decisions and to examine information and represents the Supervisory Board in communications with the Management Board.

The meetings of the Supervisory Board are held according to need, but not less frequently than every three months. The Supervisory Board convened six times in 2025, during which 14 resolutions and a written resolution of the Supervisory Board were adopted. The Supervisory Board primarily reviewed and discussed the Group's financial performance, key financials and operational indicators, business development, marketing activities, budgeting matters and the establishment of strategic objectives. The members of the Supervisory Board attended the majority of the meetings during the financial year 2025.

The members of the Supervisory Board avoid conflicts of interest and observe the prohibition on competition. The Supervisory Board and the Management Board work closely in the best interests of

the Group and its shareholders, acting in accordance with the Articles of Association. Confidentiality rules are followed in exchanging information. The Company maintains an insider list in accordance with the EU Market Abuse Regulation (MAR). The Management Board and Supervisory Board jointly participate in the development of the operations, objectives and strategy of the Group.

During the financial year 2025, no conflicts of interest arose among the members of the Supervisory Board.

Upon determination of the remuneration of the members of the Supervisory Board, the General Meeting takes into consideration the nature and scope of the duties of the Supervisory Board and the economic situation of the Group.

The remuneration of the Supervisory Board was decided at the General Meeting of Shareholders on 7 May 2024. Accordingly, the remuneration of the Chairman is EUR 12 000 per month and the remuneration of other members of the Supervisory Board is EUR 7 000 per month. There are no other special benefits for the Chairman and the members of the Supervisory Board. No termination benefits are paid to the members of the Supervisory Board upon the termination or non-extension of the term of office.

The General Meeting of Shareholders for the financial year ended on 31 December 2022, which was held on 13 June 2023 approved an option programme subject to which the members of the Supervisory Board are entitled to no more than 1 500 000 share options per each member during the option programme. The option programme has a term of 3 years plus a 3-year vesting period.

The members of the Supervisory Board have the knowledge and experience necessary to fulfil their duties in accordance with the Corporate Governance Recommendations and legislation.

The Group does not comply with the requirement that at least half of the members of the Supervisory Board should be independent (CGR 3.2.2). An independent member is a person, who has no such business, family or other ties with the Group, an entity controlled by the Group, a controlling shareholder of the Group, an entity belonging to the same group as the Group or a member of a directing body of these entities that can affect their decisions due to the existence of a conflict of interest. Currently, one member of the Supervisory Board is independent. The composition reflects the Group's ownership structure and long-term shareholder representation. The Supervisory Board is confident that despite the current level of formal independence, decision-making remains objective and in the interests of all shareholders.

The Supervisory Board consists of six members, elected for periods of three years at a time:



**Mr Enn Pant** (born 1965)

Chairman of the Supervisory Board since June 2015

- Chairman of the Management Board of AS Tallink Grupp from 1996 to 2015
- Chairman of the Supervisory Board of AS Infortar since 1997
- Chancellor of the Ministry of Finance of Estonia from 1992 to 1996
- Graduated from the Faculty of Economics, the University of Tartu, Estonia, in 1990



**Mr Toivo Ninnas** (born 1940)

Member of the Supervisory Board since September 2016

- Chairman of the Supervisory Board of AS Tallink Grupp from 1997 to 2016
- Member of the Supervisory Board of AS Infortar since 2011
- Served at ESCO (Estonian Shipping Company) from 1973 to 1997 in various positions, Director General since 1987
- Graduated from the Far Eastern High Engineering Maritime College (FEHEMC), maritime navigation, in 1966



**Mrs Eve Pant** (born 1968)

Member of the Supervisory Board since September 1997

- Member of the Management Board of AS Infortar since 1997
- Graduated from the Tallinn School of Economics, Estonia, in 1992



**Mr Ain Hanschmidt** (born 1961)

Member of the Supervisory Board since September 2005

- Chairman of the Management Board of AS Infortar since 2005
- Member of Supervisory Board of AS Tallink Grupp from 1997 to 2000
- Chairman of the Management Board of SEB Eesti Ühispank AS from 1992 to 2005
- Graduated from the Tallinn Polytechnic Institute (Tallinn University of Technology), Estonia, in 1984



**Mr Kalev Järvelill** (born 1965)

Member of the Supervisory Board since June 2007

- Member of the Supervisory Board of AS Infortar since 2003
- Member of the Management Board of AS Tallink Grupp from 1998 to 2006
- Director General of the Estonian Tax Board from 1995 to 1998
- Vice Chancellor of the Ministry of Finance of Estonia from 1994 to 1995
- Graduated from the Faculty of Economics, the University of Tartu, Estonia, in 1993



**Mr Raino Paron** (born 1965)

Member of the Supervisory Board since September 2019

- Member of the Management Board of Finance Estonia
- Member of the Supervisory Board of AS Inbank
- Head of Banking & Finance practice group in the law firm Ellex Raidla until 2026
- Counsel and attorney-at-law at law firm Ellex Raidla, from 1998 to 2026 partner at Ellex Raidla
- Chairman of the Supervisory Board of the Arbitration Court of the Tallinn Stock Exchange
- Graduated from the University of Tartu, Estonia in 1990 (cum laude) and from Georgetown University, USA in 1993 with a LL.M degree (Master of Laws) with honours

The expiry dates of the terms of office, shareholdings (direct holdings and holdings via controlled legal entities) and share options of the members of the Supervisory Board at the end of 2025 were as follows:

Name	Expiration of term	Shares	Shareholding %	Options
Enn Pant	13 June 2026	17 868 562	2.4%	900 000
Toivo Ninnas	19 September 2028	3 668 770	0.5%	900 000
Eve Pant	19 September 2028	781 000	0.1%	900 000
Ain Hanschmidt	19 September 2028	4 856 723	0.7%	900 000
Raino Paron	19 September 2028	62 500	0.0%	900 000
Kalev Järvelill	13 June 2027	0	0.0%	900 000

## The Management Board

The Management Board is an executive body charged with the day-to-day management of the Company, as well as with representing the Company in its relations with third parties, for example in entering into contracts on behalf of the Company. The Management Board is independent in their decisions and acts in the best interests of the Company's shareholders.

The Management Board must adhere to the decisions of the General Meeting of Shareholders and lawful orders of the Supervisory Board. The Management Board ensures, with its best efforts, that the Company complies with the law and that the Company's internal audit and risk management functions operate effectively.

To guarantee proper risk management and internal audit the Management Board:

- analyses the risks associated with the activities and financial objectives of the Group (incl. environmental, competitive and legal risks);
- establishes adequate internal control regulations;
- develops forms for drawing up financial reports and prepares instructions for drawing up these reports; and
- organises the system of control and reporting.

The Management Board consists of three to seven members. The members and the Chairman of the Management Board are elected by the Supervisory Board for periods of three years at a time. For electing a member to the Management Board, his or her written consent is needed. The Chairman of the Management Board may propose that the Supervisory Board also appoint a vice chairman of the Management Board, who fulfils the chairman's duties in the absence of the chairman. Every member of the Management Board may represent the Company alone in any legal and business matter. According to the law the Supervisory Board may remove any member of the Management Board without a reason. A member of the Management Board may resign without a reason by informing the Supervisory Board about the resignation.

Members of the Management Board avoid conflicts of interest and observe the prohibition on competition. Members of the Management Board inform the Supervisory Board and the other members of the Management Board of the existence of a conflict of interest before the conclusion of a contract of service and immediately if such a conflict arises at a later date. Members of the Management Board inform the other members of the Management Board and the Chairman of the Supervisory Board without delay of any business offer related to the Company's business activity made to them, a person close to them or a person connected with them.

The Supervisory Board approves transactions which are significant to the Company and concluded between the Company and a member of the Management Board or another person connected/close to them and determines the terms of such transactions. During the financial year 2025, transactions concluded between the Group and the members of the Management Board or persons connected or close to them were immaterial.

The Management Board and Supervisory Board co-operate closely for the purpose of better protection of the Company's interests. The Management Board regularly notifies the Supervisory Board of any material circumstances concerning the planning and business activities of the Company, activity-based risks, and the management of such risks. The Management Board separately draws attention to such changes in the Company's business activities that deviate from set plans and objectives and indicates the reasons for such changes. The information is delivered promptly and covers all material circumstances.

The Members of the Management Board and Supervisory Board observe the rules of confidentiality upon organisation of the mutual exchange of data ensuring above all control over the transfer of price-sensitive information. The Management Board also ensures the observance of the rules of confidentiality by the employees of the Company, who have access to such information.

The principles of remuneration of the Management Board are disclosed in the Remuneration Report on page 106.

During the period from 1 January 2025 to 27 February 2026 the Management Board consisted of five members. The Management Board members are elected for three years at a time.



**Mr Paavo Nõgene** (born 1980)

Chairman of the Management Board from May 2018 to 6 April 2026

- Chairman of the Supervisory Board of the Art Museum of Estonia
- Member of the Supervisory Board of Estonian Public Broadcasting
- Secretary-General of the Ministry of Culture of the Republic of Estonia from 2013 to 2018
- General Manager of Vanemuine Theatre in Estonia from 2007 to 2012
- Graduated from the University of Tartu, Estonia, in 2012 with a degree in Journalism and Communications

Mr Paavo Nõgene is responsible for leading the Board and general and strategic management of the Group. In addition, he is responsible for daily operations, route operations, administrative services, GDPR, human resources, communication services, hotel management and Tallink Travel Club.



**Mr Margus Schults** (born 1966)

Member of the Management Board from April 2021 to 27 February 2026

- Has been working for the Group since 2008, Group CFO from 2022 to February 2026.
- Has held the position of Chief Executive Officer of Tallink Silja Oy since 2009
- Worked in SEB between 1994 and 2008 in different leading positions, including as a member of the Management Board of SEB Estonia (former Union Bank of Estonia)
- Member of the Main Council of the Helsinki region Chamber of Commerce, Deputy Chairman of the Finnish-Estonian Trade Association, Member of the Board of the Finnish Shipowners' Association
- Holds a PhD degree in Technology, Electronics from Tallinn University of Technology

Mr Margus Schults was responsible for the Group's finances until 27 February 2026. Following his removal from the Management Board Mr Margus Schults continues in his role as Managing Director of Tallink Silja Oy.



**Mrs Piret Mürk-Dubout** (born 1970)

Member of the Management Board since April 2019

- Managing Director of Tallink Silja AB since August 2024
- Vice President of Maritime Affairs at the European Retail Confederation (ETRC)
- Member of the Board, Estonian Swedish Chamber of Commerce (ESCC)
- Prior to joining the Group, worked at Tallinn Airport where she held the position of Chief Executive Officer and Chairman of the Management Board since 2016
- Worked in several senior positions in Telia Company headquarters and group companies in Stockholm and in Tallinn between 2010 and 2016
- Holds an Executive Master of Business Administration degree from the Estonian Business School, a diploma in Jurisprudence from the University of Tartu, and a master's degree in media & communications from the University of Tartu. Has graduated from the Senior Executive Programme at London Business School.

Mrs Piret Mürk-Dubout is responsible for the Group's commercial development and business intelligence, brand development, sales and marketing strategy, customer experience management, travel retail and duty-free operations, onboard services development, dining concepts and entertainment programmes, development of services and commercial partnerships.



**Ms Elise Nassar** (born 1991)

Member of the Management Board since March 2024

- Has been working in Tallink Grupp since 2018; has held the positions of Data Protection Officer and Head of Internal Audit during that time
- Since summer 2022 has held the position of Group Head of Legal and Head of the Internal Audit and Internal Control Departments
- Prior to joining Tallink Grupp, worked as a lawyer at AS Ekspress Grupp, the largest media group in the Baltics
- President of the Estonian Shipowners Association, Member of the Board of Directors at the ECSA European Shipowners.
- Holds a BA in Law from the University of Tartu

Ms Elise Nassar is responsible for ESG compliance, cargo operations, logistics, stevedoring, ship management, safety, security, environment, legal services, anti-corruption and procurement.



**Mr Harri Hanschmidt (born 1982)**

Member of the Management Board since February 2019

- Has been working for the Group since 2009 and has held positions of Head of Investor Relations and Head of the Finance Department among other roles
- Since 2015 has held the position of the Group Head of Strategic Projects
- Worked in various roles in the Estonian IT sector organisations prior to joining AS Tallink Grupp
- Holds a Master's degree in Business Informatics from Tallinn University of Technology since 2008

Mr Harri Hanschmidt is responsible for information technology, operational and business development, investor relations, EU funds and new strategic projects.

The expiry dates of the terms of office, shareholdings (direct holdings and holdings via controlled legal entities) and options of the members of the Management Board as at the end of 2025 were as follows:

Name	Expiration of term	Shares	Options
Paavo Nõgene	23 May 2026	600 000	900 000
Elise Nassar	5 March 2027	10 120	660 000
Harri Hanschmidt	5 February 2028	212 648	900 000
Piret Mürk-Dubout	16 April 2028	5 000	900 000
Margus Schults	27 February 2026	15 000	900 000

## Changes in the Management Board After the Reporting Date

On 26 February 2026, the Supervisory Board of AS Tallink Grupp appointed Mr Peep Jalakas as the new Chairman of the Management Board of the Group. His term of office commenced on 6 April 2026 and will last for three years.

At the same time, the Supervisory Board removed Margus Schults from the Management Board with effect from 27 February 2026. Mr Schults continues in the Group as Managing Director of Tallink Silja Oy.



**Mr Peep Jalakas** (born 1985)

Chairman of the Management Board from April 2026

- Member of the Management Board of AS SEB Pank and Head of Corporate Banking since September 2023 until April 2026
- Held various senior positions at SEB over a career of more than 20 years, including leadership roles in corporate banking and credit risk management
- Graduated from the University of Tartu, Estonia, in 2007 with a degree in Economics.

Mr Peep Jalakas does not own shares in the Group.

## Disclosure of Information

The Company follows the CGR in its information disclosure procedures and treats all shareholders equally. All released information, such as monthly statistics reports, interim reports and the annual report, is published in Estonian and in English on the websites of the Group, the Nasdaq Tallinn Stock Exchange and the Nasdaq Helsinki Stock Exchange, as well as through the OAM system managed by the Estonian Financial Supervision Authority, in accordance with the financial calendar.

The Group published its 2025 financial calendar on 4 December 2024. The Company does not disclose the date on which notice of the General Meeting of Shareholders (CGR 5.2) is given in its financial calendar, as this is decided by the Management Board and Supervisory Board at a later date.

Meetings with investors are arranged on an ad hoc basis as and when requested by investors. Following the disclosure of interim reports, the Group holds public webinars. The information shared at such meetings is limited to data already disclosed. The Group publishes the times and locations of significant meetings with investors. The presentations made to investors are available on the Group's website. However, the Group does not meet the recommendation to publish the time and location of each individual meeting with investors and to allow all shareholders to participate in these events as it would be impractical and technically difficult to arrange (CGR 5.6).

In 2025, the Company was awarded third place in the Best Investor Relations category at the Nasdaq Baltic Awards 2025, which recognises the best-performing Nasdaq Baltic listed companies. The recognition came with an invitation to the bell-ringing ceremony at the Nasdaq headquarters in Times Square, New York City, in November 2025.

## Financial Reporting and Auditing

Preparation of financial reports and statements is the responsibility of the Group's Management Board. The Group's consolidated financial statements are prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the EU and relevant Estonian regulations. The Group issues quarterly unaudited interim financial reports and the audited annual report.

The Group's annual report is audited and then approved by the Supervisory Board. The annual report together with the written report of the Supervisory Board is sent for final approval to the General Meeting of Shareholders.

The notice of the General Meeting of Shareholders includes information on the auditor candidate. The Group observes the auditors' rotation requirement.

To the knowledge of the Group, the auditors have fulfilled their contractual obligations and have audited the Group in accordance with International Standards on Auditing.

For better risk management and control, the Group has established an Audit Committee and an Internal Audit Department.

The consolidated financial statements for 2025 were audited by KPMG Baltics OÜ. In addition to audit services, KPMG Baltics OÜ provided the Group with services permitted under the Auditors Activities Act of the Republic of Estonia in 2025. The audit fee and the auditor's responsibilities are set out in an agreement concluded by the Management Board. More information about the audit fees is disclosed in the notes to the consolidated financial statements.

## The Audit Committee

The Audit Committee is responsible for monitoring and analysing the processing of financial information, the effectiveness of risk management and internal control, the process of auditing annual and consolidated accounts, and the independence of the audit firm and the auditor representing the audit firm on the basis of the law. The Audit Committee is responsible for making recommendations and proposals to the Supervisory Board.

The Audit Committee has three members: Mr Meelis Asi (the Chairman), Mr Ain Hanschmidt and Mrs Mare Puusaag. The members of the Audit Committee are elected for an indefinite term.

The Audit Committee meets as required, but not less frequently than twice a year.



# REMUNERATION REPORT

The Supervisory Board has concluded service agreements with the members of the Management Board. In 2025, the remuneration of the members of the Group's Management Board was EUR 2 175 thousand.

The remuneration of the Management Board is determined by the Supervisory Board in accordance with the Corporate Governance Recommendations. The principles of remuneration of the Management Board were approved by the General Meeting of Shareholders on 9 June 2022 and are implemented and monitored by the Supervisory Board.

The remuneration of the members of the Management Board is designed to be consistent with the Group's strategy, financial performance and long-term interests. The structure of remuneration, including fixed and variable components as well as share-based incentives, is intended to promote the creation of long-term shareholder value and to align the interests of the Management Board with those of the shareholders. The Supervisory Board assesses annually whether the remuneration awarded is in line with these principles and supports the Group's long-term development.

According to the remuneration principles, in addition to work-related benefits, termination benefits and a share option programme, the members of the Management Board are eligible for annual performance-related bonuses of up to 12-months' remuneration. The variable remuneration depends on the Group's profitability and the distribution of dividends as decided by the General Meeting of Shareholders. In 2025, the performance criteria were met. The Supervisory Board evaluates the fulfilment of these criteria when determining the amount of bonuses payable to each member of the Management Board.

## Option programme

The General Meeting of Shareholders held on 13 June 2023 approved a share option programme designed to motivate the Group's management and senior employees by making them shareholders and enabling them to benefit from the increase in the value of the shares resulting from their contribution.

Under the programme, participants are granted options entitling them to acquire shares in AS Tallink Grupp, subject to the conditions of the programme. Each option entitles the holder to acquire one share. A share is acquired upon the exercise of an option at a price equal to the notional value of the share, which was EUR 0.47 per share at the time the options were granted.

An option may be exercised provided that at least three years have passed since the grant date and the option has not lapsed. Following the expiry of the three-year period, the options may be exercised within a period of 30 calendar days. The options are personal and non-transferable and may not be assigned, pledged or otherwise transferred to third parties, except in the case of succession.

### Additional disclosures

In 2025, Management Board members Mrs Piret Mürk-Dubout and Mr Margus Schults received remuneration from companies belonging to the same group as AS Tallink Grupp for their work in the Group's Finnish and Swedish entities.

As at 31 December 2025, a total of 31 466 AS Infortar share options had been granted to the members of the Management Board of AS Tallink Grupp (including 7 466 share options granted in 2025). In 2025, 9 450 of the AS Infortar share options were exercised by the members of the Management Board (2024: 18 900 option).

Other than the items described above, no additional payments, benefits or incentives, were paid or granted to the members of the Management Board by companies belonging to the same group as AS Tallink Grupp.

No variable remuneration was subject to clawback in 2025, and no cases arose that required the application of clawback provisions. Furthermore, no deviations from the approved remuneration principles occurred in 2025.

The following table provides an overview of the gross remuneration of each Management Board member of AS Tallink Grupp excluding social security tax expense:

In thousands of EUR	2025	2024	2023	2022	2021
<b>Paavo Nõgene</b>	<b>490.8</b>	<b>533.0</b>	<b>339.0</b>	<b>378.0</b>	<b>294.0</b>
of which base remuneration	364.0	364.0	339.0	294.0	294.0
of which bonus	126.8	169.0	-	84.0	-
number of options granted	300 000	300 000	300 000	-	-
Change in remuneration (%)	-7.9%	57.2%	-10.3%	28.6%	11.8%
of which change in base remuneration (%)	0.0%	7.4%	15.3%	0.0%	11.8%
<b>Elise Nassar</b>	<b>358.6</b>	<b>206.2</b>	-	-	-
of which base remuneration	266.0	206.2	-	-	-
of which bonus	92.6	-	-	-	-
number of options granted	300 000	300 000	-	-	-
Change in remuneration (%)	74.0%	-	-	-	-
of which change in base remuneration (%)	29.0%	-	-	-	-
<b>Harri Hanschmidt</b>	<b>353.4</b>	<b>389.5</b>	<b>246.0</b>	<b>236.8</b>	<b>198.8</b>
of which base remuneration	260.8	266.0	246.0	206.8	198.8
of which bonus	92.6	123.5	-	30.0	-
number of options granted	300 000	300 000	300 000	-	-
Change in remuneration (%)	-9.3%	58.3%	3.9%	19.1%	1.1%
of which change in base remuneration (%)	-2.0%	8.1%	19.0%	4.0%	1.1%
<b>Piret Mürk-Dubout</b>	<b>459.3</b>	<b>421.9</b>	<b>246.0</b>	<b>240.0</b>	<b>210.0</b>
of which base remuneration	266.0	266.0	246.0	210.0	210.0
of which bonus	92.6	123.5	-	30.0	-
of which payments from other Group entities	100.7	32.4	-	-	-
number of options granted	300 000	300 000	300 000	-	-
Change in remuneration (%)	8.9%	71.5%	2.5%	14.3%	6.8%
of which change in base remuneration (%)	0.0%	8.1%	17.1%	0.0%	6.8%
<b>Margus Schults</b>	<b>513.2</b>	<b>553.7</b>	<b>355.6</b>	<b>378.9</b>	<b>243.4</b>
of which base remuneration	238.0	238.0	220.0	188.0	144.5
of which bonus	137.0	180.1	-	47.3	-
of which payments from other Group entities	138.2	135.6	135.6	143.7	98.9
number of options granted	300 000	300 000	300 000	-	-
Change in remuneration (%)	-7.3%	55.7%	-6.2%	55.7%	-
of which change in base remuneration (%)	0.0%	8.2%	17.1%	30.1%	-
<b>Kadri Land</b>	-	<b>716.1</b>	<b>246.0</b>	<b>240.0</b>	<b>210.0</b>
of which base remuneration	-	89.1	246.0	210.0	210.0
of which bonus	-	-	-	30.00	-
of which termination benefit	-	627.0	-	-	-
number of options granted	-	-	300 000	-	-
Change in remuneration (%)	-	191.1%	2.5%	14.3%	6.8%
of which change in base remuneration (%)	-	-63.8%	17.1%	0.0%	6.8%
<b>Lembit Kitter</b>	-	-	-	-	<b>1 108.1</b>
of which base remuneration	-	-	-	-	352.1
of which termination benefit	-	-	-	-	756.0
Change in remuneration (%)	-	-	-	-	-152.3%
of which change in base remuneration (%)	-	-	-	-	-30.3%
Net profit/loss (EUR million)	17.3	40.3	78.9	13.9	-56.6
Change in net profit/loss (%)	-57.1%	-48.9%	466.0%	124.6%	47.8%
Dividend per share (EUR)	0.06	0.06	-	-	-
Closing share price (EUR)	0.58	0.58	0.69	0.52	0.59
Salary per average FTE (EUR thousand)	43.1	42.0	41.6	39.5	39.7
Change in salary of average FTE (%)	2.6%	0.8%	5.3%	-0.5%	3.2%

## MANAGEMENT BOARD'S CONFIRMATION

The Management Board confirms that to the best of their knowledge the Management Report of AS Tallink Grupp for the year 2025, including the Corporate Governance report and the Remuneration Report, presents a true and fair view of significant events and their impact on the Group's results and financial position and includes an overview of the main risks and uncertainties. The Management Board confirms that the Consolidated Sustainability Statement has been prepared in accordance with subsection 3 of § 24 of the Accounting Act and is in compliance with the Commission delegated act specified in Article 8(4) of Regulation (EU) No 2020/852 of the European Parliament and of the Council.



**Peep Jalakas**  
Chairman of the Management Board



**Paavo Nõgene**  
Member of the Management Board



**Harri Hanschmidt**  
Member of the Management Board



**Elise Nassar**  
Member of the Management Board



**Piret Mürk-Dubout**  
Member of the Management Board

10 April 2026

This audited annual report has been signed digitally.



# CONSOLIDATED FINANCIAL STATEMENTS

## Consolidated Statement of Profit or Loss and Other Comprehensive Income

The notes on pages 116-163 form an integral part of the financial statements

For the year ended 31 December, in thousands of EUR	2025	2024
Revenue (Note 4)	765 288	785 822
Cost of sales (Note 5)	-622 065	-632 266
Gross profit	143 223	153 556
Sales and marketing expenses (Note 5)	-44 246	-43 849
Administrative expenses (Note 5)	-52 006	-52 853
Impairment loss on receivables (Note 24)	-116	7
Other operating income (Note 5)	5 713	21 684
Other operating expenses (Note 5)	-2 266	-1 115
Result from operating activities	50 302	77 430
Finance income (Note 5)	490	938
Finance costs (Note 5)	-21 905	-29 198
Profit before income tax	28 887	49 170
Income tax (Note 6)	-11 623	-8 896
Net profit	17 264	40 274
Net profit attributable to equity holders of the Parent	17 264	40 274
Other comprehensive income		
<i>Items that may be reclassified to profit or loss</i>		
Exchange differences on translating foreign operations	-393	332
Revaluation of assets held for sale	-5 607	0
Other comprehensive income/loss	-6 000	332
Total comprehensive income	11 264	40 606
Total comprehensive income attributable to equity holders of the Parent	11 264	40 606
Basic and diluted profit per share (in EUR, Note 7)	0.023	0.054

## Consolidated Statement of Financial Position

The notes on pages 116-163 form an integral part of the financial statements

As at 31 December, in thousands of EUR	2025	2024
<b>ASSETS</b>		
Cash and cash equivalents (Note 8)	13 491	18 705
Trade and other receivables (Note 9)	36 830	25 268
Prepayments (Note 10)	8 303	8 764
Inventories (Note 11)	45 770	48 083
Intangible assets (Note 12)	1 503	6 901
<b>Current assets</b>	<b>105 897</b>	<b>107 721</b>
Other financial assets and prepayments (Note 13)	438	518
Deferred income tax assets (Note 6)	21 840	21 840
Investment property	300	300
Property, plant and equipment (Note 14)	1 182 216	1 310 000
Intangible assets (Note 15)	20 073	23 562
<b>Non-current assets</b>	<b>1 224 867</b>	<b>1 356 220</b>
<b>TOTAL ASSETS</b>	<b>1 330 764</b>	<b>1 463 941</b>
<b>LIABILITIES AND EQUITY</b>		
Interest-bearing loans and borrowings (Note 16)	77 156	104 549
Trade and other payables (Note 18)	97 297	95 146
Payables to owners	6	6
Income tax liability	4	7
Deferred income (Note 19)	37 458	30 102
<b>Current liabilities</b>	<b>211 921</b>	<b>229 810</b>
Interest-bearing loans and borrowings (Note 16)	368 770	451 825
<b>Non-current liabilities</b>	<b>368 770</b>	<b>451 825</b>
<b>Total liabilities</b>	<b>580 691</b>	<b>681 635</b>
Share capital (Note 20)	349 477	349 477
Share premium (Note 20)	663	663
Reserves (Note 20)	59 760	65 901
Retained earnings	340 173	366 265
<b>Equity attributable to equity holders of the Parent</b>	<b>750 073</b>	<b>782 306</b>
<b>Total equity</b>	<b>750 073</b>	<b>782 306</b>
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>1 330 764</b>	<b>1 463 941</b>

## Consolidated Statement of Cash Flows

The notes on pages 116-163 form an integral part of the financial statements

For the year ended 31 December, in thousands of EUR	2025	2024
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Net profit for the period	17 264	40 274
Adjustments for:		
Depreciation and amortisation (Notes 5, 14, 15)	79 766	97 751
Net gain on disposals of property, plant and equipment	996	-18 260
Net interest expense (Note 5)	21 578	28 008
Net unrealised foreign exchange gain/loss	-54	288
Share option programme reserve (Note 21)	1 117	560
Income tax (Note 6)	11 623	8 896
Adjustments	115 026	117 243
Changes in:		
Receivables related to operating activities	-11 529	6 481
Prepayments related to operating activities	134	-776
Inventories	303	-13 573
Liabilities related to operating activities	17 226	8 505
Changes in assets and liabilities	6 134	637
Cash generated from operating activities	138 424	158 154
Income tax paid	-11 299	-4 740
<b>NET CASH FROM OPERATING ACTIVITIES</b>	<b>127 125</b>	<b>153 414</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of property, plant and equipment and intangible assets (Note 14, 15)	-32 969	-22 260
Proceeds from sales of property, plant and equipment	78 787	24 555
Interest received	327	938
<b>NET CASH FROM/(-)USED IN INVESTING ACTIVITIES</b>	<b>46 145</b>	<b>3 233</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Repayment of loans received (Note 16)	-97 572	-87 045
Change in overdraft (Note 16)	3 126	0
Payment of lease liabilities (Note 16)	-17 998	-18 659
Interest paid (Note 16)	-20 810	-29 095
Payment of transaction costs related to loans (Note 16)	-616	-450
Dividends paid (Note 24)	-44 614	-44 614
<b>NET CASH USED IN FINANCING ACTIVITIES</b>	<b>-178 484</b>	<b>-179 863</b>
<b>TOTAL NET CASH FLOW</b>	<b>-5 214</b>	<b>-23 216</b>
Cash and cash equivalents at the beginning of period	18 705	41 921
Change in cash and cash equivalents (Note 8)	-5 214	-23 216
Cash and cash equivalents at the end of period	13 491	18 705

## Consolidated Statement of Changes in Equity

The notes on pages 116-163 form an integral part of the financial statements

In thousands of EUR	Share capital	Share premium	Translation reserve	Ships' re-valuation reserve	Legal reserve	Share option programme reserve	Retained earnings	Equity attributable to equity holders of the Parent	Total equity
As at 31 December 2024	349 477	663	1 000	29 270	34 948	683	366 265	782 306	782 306
Net profit for 2025	0	0	0	0	0	0	17 264	17 264	17 264
Other comprehensive loss for 2025									
Exchange differences on									
translating foreign operations	0	0	-393	0	0	0	0	-393	-393
Revaluation of assets held for sale	0	0	0	-5 607	0	0	0	-5 607	-5 607
Total comprehensive income for 2025	0	0	-393	-5 607	0	0	17 264	11 264	11 264
Transfer from revaluation reserve	0	0	0	-1 258	0	0	1 258	0	0
Transactions with owners of the Company recognised directly in equity									
Dividends (Note 24)	0	0	0	0	0	0	-44 614	-44 614	-44 614
Share options (Note 21)	0	0	0	0	0	1 117	0	1 117	1 117
Total transactions with owners of the Company, recognised directly in equity	0	0	0	0	0	1 117	-44 614	-43 497	-43 497
As at 31 December 2025	349 477	663	607	22 405	34 948	1 800	340 173	750 073	750 073

In thousands of EUR	Share capital	Share premium	Translation reserve	Ships' re-valuation reserve	Legal reserve	Share option programme reserve	Retained earnings	Equity attributable to equity holders of the Parent	Total equity
As at 31 December 2023	349 477	663	668	31 317	34 948	123	368 558	785 754	785 754
Net profit for 2024	0	0	0	0	0	0	40 274	40 274	40 274
Other comprehensive income for 2024									
Exchange differences on translating foreign operations	0	0	332	0	0	0	0	332	332
Total comprehensive income for 2024	0	0	332	0	0	0	40 274	40 606	40 606
Transfer from revaluation reserve	0	0	0	-2 047	0	0	2 047	0	0
Transactions with owners of the Company recognised directly in equity									
Dividends	0	0	0	0	0	0	-44 614	-44 614	-44 614
Share options (Note 21)	0	0	0	0	0	560	0	560	560
Total transactions with owners of the Company, recognised directly in equity	0	0	0	0	0	560	-44 614	-44 054	-44 054
As at 31 December 2024	349 477	663	1 000	29 270	34 948	683	366 265	782 306	782 306

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## Note 1 Corporate Information

The consolidated financial statements of AS Tallink Grupp (the “Parent”) and its subsidiaries (together referred to as the Group) for the year ended 31 December 2025 were authorised for issue by the Management Board on 10 April 2026.

According to the Estonian Commercial Code, the annual report including the consolidated financial statements prepared by the Management Board must first be approved by the Supervisory Board and ultimately by the General Meeting of Shareholders. Shareholders have the power not to approve the annual report prepared and presented by the Management Board and the right to request that a new annual report be prepared.

AS Tallink Grupp is a public limited company incorporated and domiciled in Estonia, with a registered office at Sadama 5, Tallinn. AS Tallink Grupp shares have been publicly traded on the Nasdaq Tallinn Stock Exchange since 9 December 2005.

The principal activities of the Group are related to marine transportation in the Baltic Sea (passenger and cargo transportation), EMTAK 50101 – Sea and coastal passenger water transport, EMTAK 50201 – Sea and coastal freight water transport, EMTAK 79121 – Travel agency activities. Further information on the Group’s principal activities is presented in Note 4 Segment information. As at 31 December 2025, the Group employed 4 816 people (4 849 at 31 December 2024).

## Note 2 Basis of Preparation

### 2.1. Statement of Compliance

The consolidated financial statements of AS Tallink Grupp and its subsidiaries have been prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union (hereinafter: IFRS EU).

### 2.2. Basis of Measurement

The consolidated financial statements have been prepared on the historical cost basis except for the following items in the statement of financial position:

- equity securities are measured at fair value (Note 13)
- ships are measured at revalued amounts (Note 14)

### 2.3. Changes in Accounting Policies

Except for the changes below, the Group has consistently applied the accounting policies set out in Note 3 to all periods presented in these financial statements.

The Group has adopted the following new standards and amendments to standards, including any consequential amendments to other standards, with a date of initial application of 1 January 2025.

#### **Changes in significant accounting policies**

The Group applied the following amendments to standards initially on 1 January 2025.

##### Amendments to IAS 21 The Effects of Changes in Foreign Exchange Rates: Lack of Exchangeability

Effective for annual reporting periods beginning on or after 1 January 2025. Earlier application is permitted.

Under IAS 21 The Effects of Changes in Foreign Exchange Rates, a company uses a spot exchange rate when translating a foreign currency transaction. In some jurisdictions, no spot rate is available because a currency cannot be exchanged into another currency. IAS 21 was amended to clarify:

- when a currency is exchangeable into another currency; and
- how a company estimates a spot rate when a currency lacks exchangeability.

The amendments also include additional disclosure requirements to help users to assess the impact of using an estimated exchange rate on the financial statements.

The amendments did not have a material impact on the Group's financial statements when they were initially applied.

#### **Standards, interpretations and amendments to published standards that are effective for annual periods beginning after 1 January 2025**

##### Amendments to IFRS 9 and IFRS 7 Amendments to the Classification and Measurement of Financial Instruments

Effective for annual reporting periods beginning on or after 1 January 2026. Earlier application is permitted.

The amendments to IFRS 9 clarify when a financial asset or a financial liability is recognised and derecognised.

The Group applied the amendments from 1 January 2026.

The amendments did not have a material impact on the Group's financial statements when they were initially applied.

##### Annual Improvements to IFRS Standards – Volume 11

Effective for annual reporting periods beginning on or after 1 January 2026. Earlier application is permitted.

In this volume of improvements, the IASB makes minor amendments to IFRS 9 Financial Instruments and to a further four accounting standards. The amendments to IFRS 9 address:

- a conflict between IFRS 9 and IFRS 15 Revenue from Contracts with Customers over the initial measurement of trade receivables; and
- how a lessee accounts for the derecognition of a lease liability under paragraph 23 of IFRS 9.

The Group applied the amendments from 1 January 2026.

The amendments did not have a material impact on the Group's financial statements when they were initially applied.

### **Standards, interpretations and amendments to published standards that are not yet effective** IFRS 18 Presentation and Disclosure in Financial Statements

Effective for annual reporting periods beginning on or after 1 January 2027. Earlier application is permitted.

Under IFRS 18, companies are no longer permitted to disclose operating expenses only in the notes. A company presents operating expenses in a way that provides the 'most useful structured summary' of its expenses by either:

- nature;
- function; or
- using a mixed presentation.

If any operating expenses are presented by function, then new disclosures apply.

The Group plans to apply the new standard from 1 January 2027.

The Group expects that the new standard, when initially applied, will have a material impact on its financial statements. The Group is in the process of assessing the potential impact on its financial statements resulting from the application of IFRS 18.

### Amendments to IFRS 10 and IAS 28: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

Effective date deferred indefinitely. Available for optional adoption in full IFRS financial statements. The European Commission decided to defer the endorsement indefinitely and, it is unlikely that it will be endorsed by the EU in the foreseeable future.

- The amendments clarify that in a transaction involving an associate or joint venture, the extent of gain or loss recognition depends on whether the assets sold or contributed constitute a business, such that: a full gain or loss is recognised when a transaction between an investor and its associate or joint venture involves the transfer of an asset or assets which constitute a business (whether it is housed in a subsidiary or not), while
- a partial gain or loss is recognised when a transaction between an investor and its associate or joint venture involves assets that do not constitute a business, even if these assets are housed in a subsidiary.

The Group does not expect the amendments to have a material impact on its financial statements when initially applied.

### Other changes

Other new standards, amendments to standards and interpretations that are not yet effective are not expected to have a significant impact on the Group's financial statements.

#### 2.4. Functional and Presentation Currency

The figures reported in the financial statements are presented in euros, which is the Parent's functional currency. All financial information presented in euros has been rounded to the nearest thousand unless otherwise indicated.

#### 2.5. Use of Estimates and Judgements

The preparation of the consolidated financial statements in conformity with IFRS (EU) requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

##### **Judgements**

In the process of applying the Group's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

##### Lease Term

Judgement to determine whether the Group is reasonably certain to exercise extension options.

As at 31 December 2025, the Group had entered into lease agreements for 4 hotel buildings, 4 office buildings, 1 warehouse building, 20 restaurant buildings and 5 shops (31 December 2024: 4 hotel buildings, 4 office buildings, 1 warehouse building, 22 restaurant buildings and 5 shops). See Note 24 for more detailed information on the minimum lease payments under the lease agreements.

##### **Assumptions and Estimation Uncertainty**

The following assumptions and estimation uncertainties have a risk of resulting in a material adjustment in the next financial year:

##### Fair Value of Ships

For the purpose of revaluation, the Group determined the fair value of its ships as at 31 December 2025. The fair value of ships depends on many factors, including the year of construction, several technical parameters as well as how the ships have been maintained (i.e. how much the owner has invested in maintenance).

In order to assess the fair value of ships, the Group's management used independent appraisers and their opinions on fair value (including the stress-sale value of ships). Revaluation depends upon changes in the fair values of the ships. When the fair value of a ship differs materially from its carrying amount, a revaluation is required. Management is of the opinion that as at 31 December 2025 the carrying value of ships as a group did not materially differ from their fair value. Therefore, no revaluation was performed as at 31 December 2025. Further details are given in Note 3.1 and Note 14.

##### Assessment of Impairment of Right-of-Use Buildings and Premises

At each reporting date, the Group assesses whether any indications exist of possible impairment of right-of-use buildings. If such indications exist, an impairment test is performed. For estimation of the

recoverable amount, the items' value in use is determined. For determining the value in use, the discounted cash flow method is used. Further details are given in Note 14.

#### Determination of the Useful Lives of Property, Plant and Equipment and Intangible Assets

Management has estimated the useful lives and residual values of property, plant and equipment and intangible assets, taking into consideration the volumes of business activities, historical experience in this area and future outlook.

In 2025, the Group aligned the useful lives of its cruise and passenger vessels (except for shuttle vessels). The Group's technical department concluded surveys and calculations confirming that the vessels are able to operate for a longer period than was expected at their acquisition. On that basis the Group's management decided to prolong the useful lives of cruise and passenger vessels (except for shuttle vessels) to 45 years.

Management's estimates of the useful lives of the Group's property, plant and equipment and the Group's intangible assets are disclosed in Notes 3.1 and 3.2, respectively.

#### Impairment of Goodwill

The Group determines whether goodwill is impaired at least on an annual basis. This requires an estimation of the value in use of the cash-generating units to which goodwill is allocated. Estimating value in use requires management to make an estimate of the expected future cash flows from the cash-generating unit and also to choose a suitable discount rate in order to calculate the present value of those cash flows. The carrying amount of goodwill as at 31 December 2025 amounted to EUR 11 066 thousand (31 December 2024: EUR 11 066 thousand). Further details are given in Note 15.

#### Deferred Tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different taxable entities which intend either to settle current tax liabilities and assets on a net basis or to realise the assets and settle the liabilities simultaneously.

A deferred tax asset is recognised for all unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management estimation is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits. Further details are provided in Note 6.

## Note 3 Material Accounting Policies

The accounting policies set out below have been applied consistently to all periods presented in these consolidated financial statements, and by all Group entities.

### 3.1. Property, Plant and Equipment

#### Recognition and Measurement

Property, plant and equipment, except ships, are measured at cost, less accumulated depreciation and any impairment losses.

Cost includes expenditure that is directly attributable to the acquisition of the asset, including borrowing costs. The cost of self-constructed assets includes the cost of materials and direct labour and any other costs directly attributable to bringing the assets to a working condition for their intended use.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Ships are measured at revalued amounts (i.e. fair value less depreciation charged subsequent to the date of the revaluation). Revaluations are made with sufficient regularity to ensure that the carrying amount does not differ materially from that which would be determined using fair value at the end of the reporting period.

At the revaluation date, the carrying amount of ships is replaced with their fair value at the date of revaluation and accumulated depreciation is eliminated. Any revaluation surplus is recognised in other comprehensive income and presented in the revaluation reserve in equity. A revaluation deficit is recognised as a loss, except that a deficit offsetting a previous surplus on the same asset, previously recognised in other comprehensive income, is offset against the surplus in the 'revaluation of ships'.

An annual transfer from the revaluation reserve to retained earnings is made for the difference between depreciation based on the revalued carrying amount of the assets and the depreciation based on the assets' original cost. Upon disposal, any revaluation reserve relating to the particular asset being sold is transferred to retained earnings.

#### Depreciation

Depreciation is calculated on a straight-line basis over the estimated useful life of the asset. Depreciation is discontinued when the carrying value of an asset equals its residual value. The residual value of ships is based on their estimated realisable value at the end of their useful life.

Depreciation is calculated on a straight-line basis over the estimated useful life of assets as follows:

→ buildings	5 to 50 years
→ plant and equipment	3 to 10 years
→ ships	17 to 45 years
→ other equipment	2 to 5 years

Land is not depreciated.

Depreciation is calculated separately for two components of a ship: the vessel itself and dry-docking expenses as a separate component. This is based on the industry accounting practice.

The depreciation charge is calculated for each part of a ship on a straight-line basis over the estimated useful life as follows:

- ships 17 to 45 years
- capitalised dry-docking expenses 2 to 5 years

The residual values, depreciation methods and useful lives of items of property, plant and equipment are reviewed at least at each financial year-end and, if an expectation differs from previous estimates, the change is accounted for as a change in an accounting estimate.

The residual value is calculated as a percentage of the gross carrying amount of the ship.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of an asset is included in profit or loss (in 'other operating income' or 'other operating expenses') in the financial year the asset is derecognised.

Assets are reclassified as assets held for sale when their book value will be defined through the sale transaction rather than through continuing use. When assets are recognised as assets held for sale a revaluation is performed to meet the market price defined through the agreed sales transactions.

### 3.2. Intangible Assets

#### EU emission allowances

EU emission allowances are recognised as short-term intangible assets. Emissions allowances purchased on the trading platform are initially measured at cost. Inventories of EU emission allowances are measured and expensed using the weighted average cost method.

#### Goodwill

Goodwill that arises upon the acquisition of subsidiaries is included in intangible assets.

#### Subsequent Measurement

Goodwill is measured at cost less accumulated impairment losses.

#### Trademark

The cost of a trademark acquired as part of the acquisition of a business is its fair value as at the date of acquisition. Following initial recognition, intangible assets with finite useful lives are carried at cost less accumulated amortisation and any accumulated impairment losses.

#### Other Intangible Assets

Other intangible assets (the licences and development costs of IT programs, acquired customer contracts) are initially recognised at cost.

Following initial recognition, intangible assets with finite useful lives are carried at cost less accumulated amortisation and any accumulated impairment losses. Internally generated intangible assets, excluding capitalised development costs, are not capitalised and relevant expenditure is expensed in the year in which the expenditure is incurred.

The useful lives of intangible assets are assessed to be either finite or indefinite. Intangible assets with finite lives are amortised over the useful economic life on a straight-line basis and assessed for

impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite life are reviewed at each financial year-end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are accounted for by changing the amortisation period or method, as appropriate, and treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in profit or loss in the expense category based on the function of the intangible asset.

### Subsequent Expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in profit or loss as incurred.

### Amortisation

Amortisation is calculated on a straight-line basis over the estimated useful life of an intangible asset as follows:

- trademarks 20 years
- other intangible assets 5 to 10 years

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in profit or loss when the asset is derecognised.

### 3.3. Inventories

Inventories are measured at the lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs necessary to make the sale.

The costs of inventories, consisting mostly of fuel and merchandise purchased for resale are assigned by using the weighted average cost method and include expenditure incurred in acquiring the inventories, conversion costs and other costs incurred in bringing the inventories to their existing location and condition.

### 3.4. Impairment

#### Financial Assets

A financial asset is assessed at each reporting date to determine whether there is any objective evidence that it is impaired. A financial asset is considered to be impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of the asset.

At initial recognition of each accounts receivable balance and throughout its life, a lifetime credit loss is recognised in order to arrive at the appropriate impairment under IFRS 9. In order to calculate a lifetime expected credit loss, the provision matrix method is used.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of its estimated future cash flows, discounted at the original effective interest rate.

All impairment losses are recognised in profit or loss and reflected in an allowance account. When the Group considers that there are no realistic prospects of recovery of the asset, the relevant amounts are written off. An impairment loss is reversed if the reversal can be related objectively to an event occurring after the impairment loss was recognised. For financial assets measured at amortised cost, the reversal is recognised in profit or loss.

### **Non-Financial Assets**

The carrying amounts of the Group's non-financial assets, other than ships, investment property, inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For goodwill and intangible assets that have indefinite lives or that are not yet available for use, the recoverable amount is estimated at each reporting date.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessment of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the cash-generating unit).

The goodwill acquired in a business combination, for the purpose of impairment testing, is allocated to the cash-generating units that are expected to benefit from the synergies of the combination.

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its estimated recoverable amount. Impairment losses are recognised in profit or loss. Impairment losses recognised in respect of a cash-generating unit are allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to reduce the carrying amount of the other assets in the unit (group of units) on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognised in prior periods are assessed at each reporting date for any indication that the loss has decreased or no longer exists.

An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

## **3.5. Leases**

### **The Group as a Lessee**

At the commencement or on the modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices. However, for the leases of property the Group has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

The Group determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

The Group presents right-of-use assets that do not meet the definition of investment property in 'property, plant and equipment' and lease liabilities in 'loans and borrowings' in the statement of financial position.

#### Short-Term Leases and Leases of Low-Value Assets

The Group has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

#### **The Group as a Lessor**

The Group recognises lease payments received under operating leases as income on a straight-line basis over the lease term as part of 'other revenue'.

### 3.6. Revenue

Revenue is measured based on the consideration specified in a contract with a customer. The Group recognises revenue when it transfers control over a good or service to a customer. The following provides information about the nature and timing of the satisfaction of performance obligations in contracts with customers, including significant payment terms, and the related revenue recognition policies. The following specific recognition criteria must also be met before revenue is recognised:

#### **Sale of Goods – Restaurant and Shop Sales On-Board and Onshore**

Revenue is recognised when the goods are delivered and have been accepted by customers at their locations, i.e. at the retail stores, bars and restaurants, generally for cash or by card payment.

#### **Ticket Sale and Sale of Cargo Transport**

Revenue from tickets and cargo transport is recognised as the services are rendered. At financial year-end, a revenue deferral is recorded for the part of revenue that has not yet been earned in relation to prepaid tickets and cargo shipments.

#### **Sales of Hotel Accommodation**

Revenue from sales of hotel accommodation is recognised when the rooms have been used by the customers. At financial year-end, a revenue deferral is recorded for the part of revenue that has not yet been earned in relation to prepaid room days.

#### **Revenue from Travel Packages**

The Group sells travel packages, which consist of a ship ticket, accommodation in a hotel not operated by the Group and tours in different cities not provided by the Group. The Group recognises the sales of travel packages in its revenue in full instead of recognising only the commission fee for accommodation, tours and entertainment events, as the Group is able to determine the price of the content of the package and has discretion in selecting the suppliers for the service. Revenue from sales

of travel packages is recognised when the package is used by the client. Revenue from travel packages is part of ticket sales revenue.

### Charter Income

Charter income arising from operating charters of ships is accounted for on a straight-line basis over the charter terms.

In these financial statements the term 'charter' refers to 'lease' as defined in IFRS 16.

### Customer Loyalty Programme

The Group allocates a portion of the consideration received to Club One loyalty points. This allocation is based on the relative stand-alone selling price method. The amount allocated to the loyalty programme is deferred and is recognised as revenue when loyalty points are redeemed or the likelihood of the customer redeeming the loyalty points becomes remote. The deferred revenue is included in contract liabilities. See also Note 4 and Note 19.

## 3.7. Income Tax

Income tax expense comprises current and deferred tax.

### Group Companies in Estonia

According to the Estonian Income Tax Act, for Group companies registered in Estonia, including the Parent, net profit is not subject to income tax, but dividends paid are subject to income tax of 22% (the amount of tax payable was calculated as 22/78 of the net dividends to be paid in 2026 (2024: 22% (the amount of tax payable was calculated as 22/78 of the net dividends paid in 2025))). The potential tax liability from the distribution of the entire retained earnings as dividends is not recorded in the statement of financial position for Estonian Group companies. The amount of the potential tax liability from the distribution of dividends depends on the time, amount and sources of the dividend distribution. The dividend policy of the Group entities is controlled by the Parent. IAS 12 states that income tax is recognised when the obligation to pay the dividend is recognised. Therefore, there is no need to recognise deferred tax expense before the obligation arises.

There was a dividend taxation regime in Estonia according to which regular dividends distributions were taxable at a lower income tax rate of 14% (14/86 of the net amount of the distribution) until 31 December 2024. The lower tax rate could be applied if the amount of the distribution did not exceed the Group's last three years' average profit distributions subject to taxation in Estonia. The portion of the distribution exceeding this threshold was taxable at 20%.

The lower tax rate could be applied to dividends distributed in annual periods beginning on or after 2019. However, as dividends paid to individuals were subject to an additional 7% income tax withholding, the change did not lighten the tax burden of shareholders who are individuals.

Income tax on the payment of dividends is recorded as income tax expense in the period in which the dividends are declared. The maximum income tax liability that could arise on the distribution of dividends is disclosed in Note 20.

### Group companies in Cyprus

According to the income tax law of Cyprus, the net profit of shipping companies registered in Cyprus and operating with ships registered in the Cyprus ship register or/and having their business outside Cyprus, and the dividends paid by these companies, are not subject to income tax. Thus, there are no

temporary differences between the tax bases and carrying values of assets and liabilities that may give rise to deferred tax.

### Other Foreign Group Companies and Permanent Establishments

In accordance with the income tax laws of other jurisdictions, a company's net profit and the profit from permanent establishments, adjusted for temporary and permanent differences as determined by the local income tax legislation, is subject to current tax in the countries in which the Group's companies and permanent establishments have been registered (see Note 6).

### Pillar Two taxes

According to the Pillar Two model rules, large multinational groups pay a minimum tax of 15% on the income arising in each jurisdiction in which they operate by applying a system of top-up taxes. Pillar Two rules include an exclusion for relevant shipping income.

Current tax is reported within liabilities and deferred tax positions are reported within non-current assets or liabilities.

## 3.8. Segment Reporting

The Group determines and presents operating segments based on the information that is provided internally to the Group's Management Board that is the Group's chief operating decision maker. An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. The operating results of all operating segments for which discrete financial information is available are reviewed regularly by the Group's Management Board to make decisions about the resources to be allocated to the segments and to assess their performance.

A segment is a distinguishable component of the Group that is engaged either in providing products or services within a particular economic environment (geographical segment), or in providing related products or services (operating segment), and which is subject to risks and returns that are different from those of other segments.

Segment information is presented in respect of the Group's geographical segments (by routes).

Inter-segment pricing is determined on an arm's length basis.

Segment expense is expense resulting from the operating activities of a segment that is directly attributable to the segment and the relevant portion of expenses that can be allocated to the segment on a reasonable basis, including expenses relating to sales to external customers and expenses relating to transactions with other segments of the Group. Segment expense does not include administrative expenses, interest expense, income tax expense and other expenses that arise at the Group level and are related to the Group as a whole. Expenses incurred at the Group level on behalf of a segment are allocated to the segment on a reasonable basis, if these expenses relate to the segment's operating activities and can be directly attributed or allocated to the segment.

Segment results that are reported to the Management Board include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

Segment assets are those operating assets that are employed by a segment in its operating activities and that either are directly attributable to the segment or can be allocated to the segment on a

reasonable basis. Segment assets do not include assets used for general Group or head office purposes or which cannot be allocated directly to the segment. Segment assets include operating assets shared by two or more segments if a reasonable basis for allocation exists.

Segment liabilities are those liabilities that are incurred by a segment in its operating activities and that either are directly attributable to the segment or can be allocated to the segment on a reasonable basis.

Expenses, assets and liabilities which are not directly related to a segment or cannot be allocated to a segment are presented as unallocated expenses, assets and liabilities of the Group.

Segment capital expenditure is the total cost incurred during the financial year to acquire property, plant and equipment, and intangible assets other than goodwill.

### 3.9. Determination of Fair Values

#### **Ships (Level 3)**

The market value of ships is the estimated amount for which the property could be exchanged on the date of valuation between a willing buyer and a willing seller in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably and willingly. The Group uses independent appraisers to determine the fair value of ships. The fair value is calculated using the weighted average of the appraisers' valuations and stress-sale valuations. No revaluation is carried out if the difference between the calculated fair value and the book value is immaterial. The frequency of revaluation depends upon changes in the fair values of the ships. When the fair value of a ship differs materially from its carrying amount, a revaluation is required.

#### **Non-Derivative Financial Liabilities (Levels 1 and 2)**

Fair value, which is determined for disclosure purposes, is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the reporting date.

### 3.10. Financial Information of the Parent

In accordance with the Estonian Accounting Act, the notes to the consolidated financial statements have to include the separate primary financial statements (i.e. statement of comprehensive income, statement of financial position, statement of cash flows and statement of changes in equity) of the Parent. The separate primary financial statements of AS Tallink Grupp are disclosed in Note 26 Primary Financial Statements of the Parent. These statements have been prepared using the same accounting policies and measurement bases that were used on the preparation of the consolidated financial statements, except for investments in subsidiaries which are stated at cost in the separate primary financial statements of the Parent.

## Note 4 Segment Information

The Group's operations are organised and managed separately according to the nature of the different markets. As at 31 December 2025 the Group operated in the following business segments:

- Estonia-Finland route: 3 vessels (31 December 2024: 3 vessels)
- Estonia-Sweden routes: 2 vessels (31 December 2024: 3 vessels)
- Finland-Sweden routes: 3 vessels (31 December 2024: 3 vessels)
- Other segment
  - Vessels chartered out by the Group: 3 vessels (31 December 2024: 3 vessels)<sup>1</sup>
  - Vessels in lay-up: none (31 December 2024: 2 vessels)
  - Hotels in Estonia: 3 hotels (31 December 2024: 3 hotels)
  - Hotels in Latvia: 1 hotel (31 December 2024: 1 hotel)
  - Shops in Estonia: 5 shops (31 December 2024: 5 shops)
  - Online shop: 1 shop (31 December 2024: 1 shop)
  - Restaurants in Estonia: 9 restaurants (31 December 2024: 10 restaurants)
  - Restaurants in Latvia: 6 restaurants (31 December 2024: 7 restaurants)
  - Restaurants in Lithuania: 6 restaurants (31 December 2024: 6 restaurants)

<sup>1</sup> As chartering out vessels is not the Group's core business or a separate business line but rather an alternative use of assets, chartered out vessels are shown within Other segment.

The following tables present the Group's revenue and profit as well as certain asset and liability information regarding reportable segments for the years ended 31 December 2025 and 31 December 2024.

## Geographical Segments – by the Location of Assets

For the year ended 31 December, in thousands of EUR	Estonia-Finland route	Estonia-Sweden routes	Finland-Sweden routes	Other	Intersegment elimination	Total
<b>2025</b>						
Sales to external customers	314 478	85 258	225 477	140 075	0	765 288
Intersegment sales	0	0	0	5 433	-5 433	0
Revenue	314 478	85 258	225 477	145 508	-5 433	765 288
Segment result	70 416	-1 240	1 328	28 473	0	98 977
Unallocated expenses						-48 675
Net financial items						-21 415
Profit before income tax						28 887
Income tax						-11 623
<b>Net profit for the period</b>						<b>17 264</b>
Segment's assets	551 641	167 171	294 196	290 781	-683	1 303 106
Unallocated assets						27 658
<b>Assets</b>						<b>1 330 764</b>
Segment's liabilities	38 707	15 070	56 315	80 476	-683	189 885
Unallocated liabilities						390 806
<b>Liabilities</b>						<b>580 691</b>
<b>Capital expenditures</b>						
Segment's property, plant and equipment	1 045	4 991	21 684	2 371	0	30 091
Unallocated property, plant and equipment						889
Segment's intangible assets	0	0	0	0	0	0
Unallocated intangible assets						2 006
Depreciation	13 965	5 591	19 801	29 749	0	69 106
Unallocated depreciation						5 215
Amortisation	472	120	379	351	0	1 322
Unallocated amortisation						4 123

For the year ended 31 December, in thousands of EUR	Estonia-Finland route	Estonia-Sweden routes	Finland-Sweden routes	Other	Intersegment elimination	Total
<b>2024</b>						
Sales to external customers	312 763	97 384	228 744	146 931	0	785 822
Intersegment sales	0	0	0	5 883	-5 883	0
Revenue	312 763	97 384	228 744	152 814	-5 883	785 822
Segment result	81 292	-2 645	2 837	28 223	0	109 707
Unallocated expenses						-32 277
Net financial items						-28 260
Profit before income tax						49 170
Income tax						-8 896
Net profit for the period						40 274
Segment's assets	630 513	150 801	296 490	357 444	-374	1 434 874
Unallocated assets						29 067
Assets						1 463 941
Segment's liabilities	37 520	15 012	54 309	92 264	-374	198 731
Unallocated liabilities						482 904
Liabilities						681 635
<b>Capital expenditures</b>						
Segment's property, plant and equipment	2 234	1 573	11 412	4 048	0	19 267
Unallocated property, plant and equipment						1 089
Segment's intangible assets	0	0	0	56	0	56
Unallocated intangible assets						1 848
Depreciation	14 700	9 179	21 793	40 880	0	86 552
Unallocated depreciation						5 186
Amortisation	641	197	470	401	0	1 709
Unallocated amortisation						4 304

### Revenue by Type of Services and Goods Sold

For the year ended 31 December, in thousands of EUR	Routes 2025	Other 2025	Total 2025	Routes 2024	Other 2024	Total 2024
Revenue from contracts with customers						
Restaurant and shop sales on-board and onshore	305 994	60 363	366 357	312 584	63 423	376 007
Ticket sales	222 679	0	222 679	224 690	0	224 690
Sales of cargo transport	77 937	0	77 937	88 627	0	88 627
Sales of accommodation	0	17 438	17 438	0	16 265	16 265
Other	7 594	5 231	12 825	7 491	5 228	12 719
<b>Total revenue from contracts with customers</b>	<b>614 204</b>	<b>83 032</b>	<b>697 236</b>	<b>633 392</b>	<b>84 916</b>	<b>718 308</b>
Revenue from other sources						
Income from charter of vessels	0	54 882	54 882	0	62 015	62 015
Other	11 009	2 161	13 170	5 499	0	5 499
<b>Total revenue from other sources</b>	<b>11 009</b>	<b>57 043</b>	<b>68 052</b>	<b>5 499</b>	<b>62 015</b>	<b>67 514</b>
<b>Total revenue of the Group</b>	<b>625 213</b>	<b>140 075</b>	<b>765 288</b>	<b>638 891</b>	<b>146 931</b>	<b>785 822</b>

### Contract Balances

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers.

For the year ended 31 December, in thousands of EUR	2025	2024
Trade and other receivables	36 830	25 268
Contract liabilities		
Club One points	6 343	6 847
Prepaid revenue	31 115	23 255
<b>Total contract liabilities</b>	<b>37 458</b>	<b>30 102</b>

The contract liabilities relate to the advance consideration received from customers and to the unredeemed customer loyalty points. Loyalty points are recognised as revenue when the points are redeemed by customers, which is expected to occur over the next two years. During the reporting period EUR 20 546 thousand included in contract liabilities at 31 December 2024 was recognised as revenue (2024: EUR 27 570 thousand).

## Note 5 Operating Expenses and Financial Items

### Cost of Sales

For the year ended 31 December, in thousands of EUR	2025	2024
Cost of goods sold	-160 546	-163 930
Staff costs	-150 161	-142 826
Fuel costs	-96 526	-95 755
Depreciation and amortisation (Notes 14, 15)	-69 137	-86 522
Port & stevedoring costs	-74 972	-73 335
Ships' operating expenses	-55 599	-55 349
Other costs	-10 748	-9 802
Cost of travel package sales	-4 376	-4 747
<b>Total cost of sales</b>	<b>-622 065</b>	<b>-632 266</b>

### Sales and Marketing Expenses

For the year ended 31 December, in thousands of EUR	2025	2024
Advertising expenses	-17 572	-17 457
Staff costs	-22 416	-22 201
Depreciation and amortisation (Notes 14, 15)	-1 291	-1 739
Other costs	-2 967	-2 452
<b>Total sales and marketing expenses</b>	<b>-44 246</b>	<b>-43 849</b>

### Administrative Expenses

For the year ended 31 December, in thousands of EUR	2025	2024
Staff costs	-28 464	-27 816
Depreciation and amortisation (Notes 14, 15)	-9 338	-9 490
Other costs	-14 204	-15 547
<b>Total administrative expenses</b>	<b>-52 006</b>	<b>-52 853</b>

During the reporting period EUR 133 thousand of audit fees of AS Tallink Grupp were included in other costs (2024: EUR 128 thousand).

### Specification of Staff Costs Included in the Cost of Sales, Sales and Marketing Expenses and Administrative Expenses

For the year ended 31 December, in thousands of EUR	2025	2024
Wages and salaries	-171 310	-165 150
Government grants	22 679	22 118
Social security costs	-48 962	-46 483
Staff training costs	-749	-820
Other staff costs	-2 699	-2 508
<b>Total staff costs</b>	<b>-201 041</b>	<b>-192 843</b>

During the reporting period EUR 22 679 thousand was deducted from the cost of sales in connection with government grants related to seamen's salaries in Estonia, Finland and Sweden (2024: EUR 22 118 thousand). The grants are received according to the law.

Government grants receivable are disclosed in Note 9.

### Other Operating Income and Expenses Recognised in Profit or Loss

For the year ended 31 December, in thousands of EUR	2025	2024
Income from sale of fixed assets	66	18 919
Income from penalties	1 475	109
Insurance compensations	2 234	402
Other operating income	1 938	2 254
<b>Total other operating income</b>	<b>5 713</b>	<b>21 684</b>
Expense from sale of fixed assets	-1 062	-659
Expense from penalties	-896	-3
Other operating expenses	-308	-453
<b>Total other expenses</b>	<b>-2 266</b>	<b>-1 115</b>

### Finance Income and Finance Costs Recognised in Profit or Loss

For the year ended 31 December, in thousands of EUR	2025	2024
Net foreign exchange gain	163	0
Income from other financial assets	327	938
<b>Total finance income</b>	<b>490</b>	<b>938</b>
Net foreign exchange loss	0	-252
Interest expense on financial liabilities measured at amortised cost	-20 101	-26 519
Interest expense on lease liabilities related to right-of-use assets	-1 804	-2 427
<b>Total finance costs</b>	<b>-21 905</b>	<b>-29 198</b>
<b>Net finance costs</b>	<b>-21 415</b>	<b>-28 260</b>

## Note 6 Income Tax

Income tax comprises current and deferred tax.

### Swedish, Finnish, German, Singaporean and Russian (operations suspended) Subsidiaries and Polish Branch Office

In accordance with the Swedish, Finnish, German, Singaporean, Polish and Russian (operations of the entity have been suspended) tax laws, a company's net profit, adjusted for temporary and permanent differences as determined by the local income tax legislation, is subject to income tax in Finland, Sweden, Germany, Poland, Singapore and Russia. As at 31 December 2025, the tax rate was 20% in Finland, 20.6% in Sweden, 15% in Germany, 17% in Singapore and 20% in Russia (dormant entity) (as at 31 December 2024, 20% in Finland, 20.6% in Sweden, 15% in Germany, 17% in Singapore and 20% in Russia (operations of the entity have been suspended)).

## Income Tax Expense

Major components of the Group's income tax expense for the year ended 31 December:

For the year ended 31 December, in thousands of EUR	2025	2024
Latvian subsidiaries	-74	-19
German subsidiary	-13	-3
Swedish subsidiary	-174	0
Other subsidiaries	0	-5
Estonian subsidiaries and Parent company	-11 362	-8 869
Current period tax expense	-11 623	-8 896
Swedish subsidiaries	-317	-345
Finnish subsidiaries	317	345
Deferred tax expense	0	0
Total tax expense	-11 623	-8 896

## Reconciliation of the Effective Tax Rate

For the year ended 31 December, in thousands of EUR	2025	%	2024	%
Profit before tax	28 887		49 170	
Tax arising on dividends declared in Estonia	-11 362	-39.33%	-9 227	-18.77%
Current income tax expense/income in foreign jurisdictions	-261	-0.90%	331	0.67%
Change in recognised tax losses	-570	-1.97%	-583	-1.19%
Change in temporary differences	570	1.97%	583	1.19%
Income tax expense	-11 623	-40.23%	-8 896	-18.10%

## Deferred Tax Assets and Liabilities

According to German, Finnish, Swedish, Singaporean and Russian (operations of the entity have been suspended) legislation it is permissible to use higher depreciation and amortisation rates for taxation purposes and thereby defer tax payments. These deferrals are shown as deferred tax liabilities. The Finnish and Swedish subsidiaries have also carry-forwards of tax losses, which are considered in the calculation of deferred tax assets.

## Deferred Tax Assets and Liabilities are Attributable to the Following

As at 31 December, in thousands of EUR	Assets 2025	Liabilities 2025	Assets 2024	Liabilities 2024
Tax loss carry-forward <sup>1</sup>	22 138	0	22 708	0
Intangible assets	0	-285	0	-868
Tax assets / liabilities	22 138	-285	22 708	-868
Offset of assets and liabilities	-298	285	-868	868
Tax assets	21 840	0	21 840	0

<sup>1</sup> Deferred tax assets of EUR 22 138 thousand (2024: EUR 22 391 thousand) in Finland and of EUR 0 (2024: EUR 317 thousand) in Sweden have been recognised in respect of losses carried forward. The recognised Finnish tax losses will expire from 2030 to 2032 (2024: 2028-2032) and the Swedish tax losses had no expiration date. The tax losses of the Finnish subsidiary that will expire before 2030 have not been recognised due to estimation uncertainty. Such

unrecognised tax losses amounted to EUR 41 089 thousand as at 31 December 2025 (EUR 60 270 thousand as at 31 December 2024).

The Group has recognised deferred tax assets to the extent that the losses carried forward will be offset against projected future taxable profits. The estimations are based on the business plan of the Finnish operations for the year 2026 and beyond. The revenue growth rate of the Finnish operations used in the calculations was 7.6% for the year 2026 and 3.0-5.0% for the years 2027-2035. The growth rate used for the cost increase was 4.8% for 2026, and 2.9-4.5% for the years 2027-2035 (as at 31 December 2024, the growth rates of the Finnish operations used in the calculations for the years 2025-2034 were 1.0-18.2% for revenue and 1.0-8.9% for cost).

The sensitivity of the value of recognised deferred tax assets to the main assumptions of the projected future taxable profits is as follows: 1) a -1 percentage point change in the average revenue growth rate for the years 2026-2035 would change the value of recognised tax assets by EUR +180 thousand; 2) a +0.5 percentage point change in the average operating cost growth rate relative to revenues for the years 2026-2035 would change the value of recognised tax assets by EUR -3 897 thousand.

### Movements in Deferred Tax Balances

As at 31 December, in thousands of EUR	Balance as at 31 December 2025	Recognised in profit in 2025	Balance as at 31 December 2024
Tax loss carry-forward	22 138	0	22 708
Intangible assets	-298	0	-868
Net deferred tax asset	21 840	0	21 840

### Note 7 Earnings Per Share (EPS)

EPS are calculated by dividing the net profit or loss for the year attributable to ordinary shareholders by the weighted average number of ordinary shares outstanding during the year.

As at 31 December, in thousands	2025	2024
Shares issued	743 569	743 569
Shares outstanding	743 569	743 569

For the year ended 31 December, in thousands of EUR	2025	2024
Weighted average number of ordinary shares outstanding (in thousands)	743 569	743 569
Effect of share options on issue	4 360	3 132
Weighted average number of ordinary shares outstanding (in thousands, diluted)	747 929	746 702
Net profit attributable to equity holders of the Parent	17 264	40 274
EPS (EUR)	0.023	0.054
Diluted EPS (EUR)	0.023	0.054

## Note 8 Cash and Cash Equivalents

As at 31 December, in thousands of EUR	2025	2024
Cash at bank and in hand	9 803	13 259
Cash in transit	204	29
Short-term deposits	3 484	5 417
Total cash and cash equivalents	13 491	18 705

Cash at bank earns interest at floating rates based on daily bank deposit rates. In 2025, the rates were in the range of 0.00-2.78%, including short-term deposits (2024: 0.00-2.77%).

Short-term deposits are overnight deposits with the maturity date of 1 January 2026.

The Group's exposure to currency risk is disclosed in Note 24.

## Note 9 Trade and Other Receivables

As at 31 December, in thousands of EUR	2025	2024
Trade receivables	21 218	15 977
Allowance for doubtful receivables	-437	-469
Government grants receivable	6 804	6 680
Receivables from related parties	3 832	17
Other receivables	5 413	3 063
Total trade and other receivables	36 830	25 268

During the reporting period EUR 116 thousand of trade receivables was expensed as doubtful and uncollectible debt expense (2024: EUR 7 thousand was reversed).

The Group's exposure to the credit and currency risks of receivables (excluding government grants receivable) is disclosed in Note 24. Additional information about government grants is disclosed in Note 5.

## Note 10 Prepayments

As at 31 December in thousands of EUR	2025	2024
Prepaid expenses	5 443	6 393
Tax prepayments	2 860	2 371
Total prepayments	8 303	8 764

As at 31 December in thousands of EUR	2025	2024
Tax prepayments		
VAT	2 041	1 614
Other prepayments	819	757
Total tax prepayments	2 860	2 371

The balance of prepaid expenses includes mostly prepayments for insurance.

## Note 11 Inventories

As at 31 December, in thousands of EUR	2025	2024
Raw materials (mostly fuel)	4 664	4 224
Goods for sale	41 106	43 859
Total inventories	45 770	48 083

### Fuel price risk

The Group is exposed to fuel price risk as part of the fuel used for ship operations is purchased at market prices. For more information, see Note 24.

## Note 12 EU Emission Allowances

	2025	2024
As at 1 January, in thousands of EUR	6 901	0
Allowances purchased	2 010	6 901
Allowances surrendered	-7 408	0
As at 31 December, in thousands of EUR	1 503	6 901

EU emission allowances purchased during 2025 are intended to cover the total obligation of emissions allowances for 2025 (2024: for 2024). The Group will settle its annual obligation for the year 2025 by surrendering emissions allowances in 2026 (2024: in 2025). In 2025 the Group concluded Allowance Forward contracts to purchase EU emission allowances for 2025 before surrendering in 2026.

## Note 13 Other Long-term Financial Assets and Other Prepayments

As at 31 December, in thousands of EUR	2025	2024
Equity securities	177	177
Other receivables	261	341
Total other financial assets	438	518

## Note 14 Property, Plant and Equipment

In thousands of EUR	Land and buildings	Ships	Plant and equipment	Right-of-use assets	Assets under construction	Total
Book value as at 31 December 2024	2 337	1 175 177	45 767	80 782	5 937	1 310 000
Additions	0	0	16 820	1 810	14 143	32 773
Reclassification	0	16 735	17	0	-16 735	17
Reclassification as assets held for sale	0	-83 575	0	0	0	-83 575
Disposals	0	0	-1 746	-862	-70	-2 678
Depreciation for the period	-215	-41 474	-15 300	-17 332	0	-74 321
Book value as at 31 December 2025	2 122	1 066 863	45 558	64 398	3 275	1 182 216
As at 31 December 2025						
Gross carrying amount	10 065	1 752 425	153 020	168 754	3 275	2 087 539
Accumulated depreciation	-7 943	-685 562	-107 462	-104 356	0	-905 323
Book value as at 31 December 2023	2 556	1 238 149	45 156	87 480	4 323	1 377 664
Additions	0	0	13 009	12 028	7 479	32 516
Reclassification	0	3 204	2 661	-25	-5 865	-25
Disposals	0	-7 593	-725	-99	0	-8 417
Depreciation for the period	-219	-58 583	-14 334	-18 602	0	-91 738
Book value as at 31 December 2024	2 337	1 175 177	45 767	80 782	5 937	1 310 000
As at 31 December 2024						
Gross carrying amount	10 065	1 885 089	151 361	174 339	5 937	2 226 791
Accumulated depreciation	-7 728	-709 912	-105 594	-93 557	0	-916 791

Right-of-use assets by classes of property, plant and equipment

In thousands of EUR	Buildings and premises	Plant and equipment	Total right-of- use assets
Book value as at 31 December 2024	80 418	364	80 782
Additions	657	1 153	1 810
Disposals	-862	0	-862
Depreciation for the period	-17 003	-329	-17 332
Book value as at 31 December 2025	63 210	1 188	64 398
As at 31 December 2025			
Gross carrying amount	166 799	1 955	168 754
Accumulated depreciation	-103 589	-767	-104 356
As at 31 December 2023			
Book value as at 31 December 2023	87 022	458	87 480
Additions	11 711	317	12 028
Reclassification	-14	-11	-25
Disposals	-50	-49	-99
Depreciation for the period	-18 251	-351	-18 602
Book value as at 31 December 2024	80 418	364	80 782
As at 31 December 2024			
Gross carrying amount	173 537	802	174 339
Accumulated depreciation	-93 119	-438	-93 557

## Testing Right-of-Use Assets for Impairment

The Group's right-of-use assets are measured at cost, less accumulated depreciation and any impairment losses. At the end of the reporting period the Group assesses whether there is any indication of impairment.

As at 31 December 2025, the recoverable amount of operational hotels' right-of-use assets was tested for impairment (book value EUR 32 379 thousand) by estimating value in use using the discounted cash flow method. For testing purposes, the Group used a detailed budget for the year 2026 and a strategic budget for the years 2027–2032, which included revenues, expenses and investments (2024: a detailed budget for 2025 and a strategic forecast for 2026–2032). For the Estonian hotels, the combined revenue growth rate used in the calculations was 5.0–11.2% for the years 2026–2032 and the combined operating expense growth rate was 3.7–4.2% (2024: for 2025–2032, the revenue growth rate was 5.0–14.6% and operating expense growth rate was 1.5–3.8%). A weighted average cost of capital of 10.0% was used for the years 2026–2027 and 8.13% for 2028–2032 (2024: 10.0% for 2025–2026 and 7.63% for 2027–2032). For the Latvian hotel the revenue growth rate used for the testing period

2026–2030 was 4.7–19.1% and the operating expense growth rate was 2.9–30.4% (2024: 2025–2030 the revenue growth rate was 4.7–46.5% and the operating expense growth rate was 2.9–16.7%). For the Latvian hotel, a weighted average cost of capital of 10.0% was used for the years 2026–2027 and 8.18% for 2028–2030 (2024: 10.0% for 2025–2026 and 8.01% for 2027–2030).

In addition, the recoverable amount of the right-of-use assets of Burger King restaurants was tested for impairment (book value EUR 8 652 thousand) by estimating value in use using the discounted cash

flow method. During testing, the Group used a detailed budget for the year 2026, and a strategic forecast for the years 2027–2035, which included revenues, expenses and investments. For Estonian restaurants, the combined revenue growth rate used in the calculations was 3.0–6.0% for the years 2026–2035 and the combined operating expense growth rate was 2.3–4.6% (2024: for 2025–2034, the revenue growth rate was 3.0–13.3% and the operating expense growth rate was 0.1–6.9%). A weighted average cost of capital of 10.0% was used for the years 2026–2027 and 7.77% for 2028–2035 (2024: 10.0% for 2025–2026 and 7.29% for 2027–2034). For Latvian restaurants, the revenue growth rate used for the testing period 2026–2035 was 3.0–3.1% and the operating expense growth rate was 1.3–2.8% (2024: for 2025–2034, the revenue growth rate 3.0–5.4% and operating expense growth rate was 0.4–4.2%). For the Latvian restaurants, a weighted average cost of capital of 10.0% was used for the years 2026–2027 and 7.82% for 2028–2035 (2024: 10% for 2025–2026 and 7.67% for 2027–2034). For the Lithuanian restaurants, the revenue growth rate used for the testing period 2026–2034 was 3.0–7.0% and the operating expense growth rate was 1.6–5.2% (2024: for 2025–2034, the revenue growth rate was 3.0–9.3% and the operating expense growth rate was 0.2–2.8%), and a weighted average cost of capital of 10.0% was used for the years 2026–2027 and 7.74% for 2028–2035 (2024: 10% for 2025–2026 and 7.4% for 2027–2034).

An impairment loss is recognised if the carrying amount of an asset exceeds its recoverable amount. Management is of the opinion that as at 31 December 2025 there were no material differences between the carrying amounts and value in use of the assets (nor at 31 December 2024).

#### Leased assets

As at 31 December 2025 the Group’s property, plant and equipment with a book value of EUR 218 646 thousand (2024: EUR 224 352 thousand) was leased to third parties.

#### Assets held for sale

During 2025 ships with a total residual value EUR 85 234 thousand were recognised as assets held for sale. All assets held for sale were sold during 2025. These assets were revalued before the sale. The revaluation in the amount of EUR 5 607 thousand was included in other comprehensive loss. The impairment loss from the revaluation was recognised within cost of sales.

#### Revaluation of Ships

The Group’s vessels are measured at revalued amounts, which are determined based on fair value at the end of the reporting period.

The Group used the valuations of three independent appraisers to determine the fair value of ships. Fair value was determined by reference to market-based inputs, which are mainly unobservable (level 3 under the fair value hierarchy). The following table shows the valuation techniques used in measuring the ships’ fair values, as well as the significant unobservable inputs used.

Valuation technique	Significant unobservable inputs
Market comparison technique, cost approach: independent appraisers consider both approaches. They scan the market and look at second-hand sales of similar ships and analyse general demand for the particular ship in various parts of the world. Also, they look at the construction cost of the ship less reasonable depreciation and the construction prices of similar new ships today.	Sales prices of similar ships Level of demand for particular ships Construction prices of ships Maintenance and repair programme of ships

The frequency of revaluations depends on changes in fair values which are assessed at each year-end. When fair value differs materially from the carrying amount, a further revaluation is performed. Management is of the opinion that as at 31 December 2025 there were no material differences between the carrying amounts and fair values (as well as at 31 December 2024).

If the ships were measured using the cost model, the carrying amounts would be as follows:

<b>As at 31 December 2025</b>	<b>In thousands of EUR</b>
Cost	1 874 461
Accumulated depreciation	-830 003
<b>Net carrying amount</b>	<b>1 044 458</b>

<b>As at 31 December 2024</b>	<b>In thousands of EUR</b>
Cost	2 007 760
Accumulated depreciation	-861 853
<b>Net carrying amount</b>	<b>1 145 907</b>

Due to the annual transfer from the revaluation reserve to retained earnings (the difference between depreciation based on the revalued carrying amount of the assets and the depreciation based on the assets' original cost) the revaluation reserve was decreased as at 31 December 2025 by EUR 1 258 thousand (2024: EUR 2 047 thousand) and retained earnings were increased by the same amount.

As at 31 December 2025, the Group's ships with a book value of EUR 971 715 thousand (2024: EUR 1 059 152 thousand) were encumbered with first or second ranking mortgages to secure the Group's bank loans (see also Note 16).

### Change in useful life of vessels

During 2025, the Group conducted an in-service expectancy review of its vessels. Based on the analysis of the intensity of usage, regular maintenance and investments in its vessels, the Group aligned the estimated useful lives of the cruise and passenger vessels (except for shuttle vessels) to 45 years. The estimated useful life of its vessels was extended by 5-15 years. The vessels estimated residual value remained the same. The total effect of the change was EUR 16 684 thousand less depreciation expense in 2025.

## Note 15 Intangible Assets

In thousands of EUR	Goodwill <sup>1</sup>	Trademark <sup>2</sup>	Other <sup>3</sup>	Assets under construction	Total
Book value as at 31 December 2024	11 066	4 342	7 302	852	23 562
Additions	0	0	6	2 000	2 006
Reclassification	0	0	1 642	-1 659	-17
Disposals	0	0	-33	0	-33
Amortisation for the period	0	-2 916	-2 529	0	-5 445
Book value as at 31 December 2025	11 066	1 426	6 388	1 193	20 073
As at 31 December 2025					
Cost	11 066	58 288	33 742	1 193	104 289
Accumulated amortisation	0	-56 862	-27 354	0	-84 216
As at 31 December 2023					
Book value as at 31 December 2023	11 066	7 258	8 748	599	27 671
Additions	0	0	75	1 829	1 904
Reclassification	0	0	1 576	-1 576	0
Amortisation for the period	0	-2 916	-3 097	0	-6 013
Book value as at 31 December 2024	11 066	4 342	7 302	852	23 562
As at 31 December 2024					
Cost	11 066	58 288	38 759	852	108 965
Accumulated amortisation	0	-53 946	-31 457	0	-85 403

### Intangible Asset Classes

<sup>1</sup> Goodwill in the amount of EUR 11 066 thousand is related to the Estonia-Finland route segment. In the impairment test of goodwill related to the Estonia-Finland route, the recoverable amount was identified based on value in use. Management calculated value in use based on five-year cash flow perpetuity and using a discount rate of 7.90% (2024: 7.65%). There was no need to recognise an impairment loss.

<sup>2</sup> A trademark of EUR 58 288 thousand was recognised in connection with the acquisition of Silja OY Ab in 2006. The fair value of the trademark at the acquisition date was determined using the relief from royalty method. As at 31 December 2025, the remaining amortisation period of the trademark was 0.5 years.

<sup>3</sup> Other intangible assets include mostly the licences and development costs of IT software. The licenses have finite lives and are amortised over 5 to 10 years. Amortisation of intangible assets is recorded in profit or loss within cost of sales, sales and marketing expenses and administrative expenses.

## Note 16 Interest-Bearing Loans and Borrowings

As at 31 December 2025, in thousands of EUR	Maturity	Current portion	Non-current portion	Total borrowings
Lease liabilities	2026-2027	69	78	147
Lease liabilities related to right-of-use assets	2026-2035	18 073	52 889	70 962
Overdraft	2026	3 126	0	3 126
Long-term bank loans	2026-2034	55 888	315 803	371 691
<b>Total borrowings</b>		<b>77 156</b>	<b>368 770</b>	<b>445 926</b>

As at 31 December 2024, in thousands of EUR	Maturity	Current portion	Non-current portion	Total borrowings
Lease liabilities	2025-2027	66	129	195
Lease liabilities related to right-of-use assets	2025-2033	18 682	68 977	87 659
Long-term bank loans	2025-2034	85 801	382 719	468 520
<b>Total borrowings</b>		<b>104 549</b>	<b>451 825</b>	<b>556 374</b>

The lease liabilities related to right-of-use assets are recognised on the statement of financial position according to IFRS 16. As at 31 December 2025, the weighted average interest rate implicit in the lease liabilities related to right-of-use-assets was 3.14% in 2025 (2024: 3.64%).

As at 31 December 2025 the Group had the right to use bank overdrafts of up to EUR 100 000 thousand (2024: EUR 75 000 thousand). Bank overdrafts are secured with a commercial pledge of EUR 20 204 thousand (2024: EUR 20 204 thousand) and mortgages on ships (see Note 14). As at 31 December 2025, the balance of overdrafts in use was EUR 3 126 thousand (2024: zero). The weighted average effective interest rate of bank overdrafts was EURIBOR+1.38% (2024: EURIBOR+2.23%).

Long-term bank loans are denominated in euros. The Group has loan agreements with fixed and floating interest rates. As at 31 December 2025, the weighted average interest rate for long-term bank loans (including EURIBOR component) was 3.14% (2024: 3.61%).

As at 31 December 2025, AS Tallink Grupp had given guarantees to Nordea Bank Finland Plc and KfW IPEX-Bank GmbH for loans granted to its ship-owning subsidiaries. The book value of such loans was EUR 197 609 thousand as at 31 December 2025 (2024: EUR 228 837 thousand). Ship-owning subsidiaries had given guarantees to Nordea Bank Abp, filial i Norge for the loans granted to AS Tallink Grupp. As at 31 December 2025 the book value of such loans was EUR 174 082 thousand (31 December 2024: EUR 239 683 thousand). Primary securities for the loans are the ships belonging to the overseas subsidiaries and a pledge of the shares in these subsidiaries.

The Group has issued counter guarantees to the commercial banks that have issued guarantees to mainly governmental authorities in favour of Group entities required to perform the Group's daily operations. As at 31 December 2025 the total amount of the guarantees was EUR 21 841 thousand (2024: EUR 10 345 thousand). The guarantees issued have not been recognised in the statement of financial position as, according to historical experience and management's estimations, none of them is expected to give rise to an actual liability.

In the loan agreements signed with banks, the Group has agreed to comply with financial covenants related to ensuring certain equity, liquidity and other ratios. As at 31 December 2025 and during 2025 the Group was in compliance with all the covenants as agreed with banks.

## Reconciliation of Liabilities Arising from Financing Activities

In thousands of EUR	Bank overdrafts	Long-term bank loans	Lease liabilities	Total
Balance as at 31 December 2024	28	469 700	87 854	557 582
Changes from financing cash flows				
Repayment of loans	0	-97 572	0	-97 572
Change in overdraft	3 126	0	0	3 126
Payment of lease liabilities	0	0	-17 998	-17 998
Interest paid	-1 325	-17 681	-1 804	-20 810
Payment of transaction costs related to loans	0	-616	0	-616
Total changes from financing cash flows	1 801	-115 869	-19 802	-133 870
The effect of changes in foreign exchange rates	0	0	119	119
Liability-related changes				
New leases	0	0	1 810	1 810
Termination of old leases	0	0	-676	-676
Amortisation of capitalised borrowing costs	0	1 359	0	1 359
Interest expense	1 319	17 423	1 804	20 546
Total liability-related changes	1 319	18 782	2 938	23 039
Balance as at 31 December 2025	3 148	372 613	71 109	446 870

In thousands of EUR	Bank overdrafts	Long-term bank loans	Lease liabilities	Total
Balance as at 31 December 2023	56	557 316	94 544	651 916
Changes from financing cash flows				
Repayment of loans	0	-87 045	0	-87 045
Payment of lease liabilities	0	0	-18 659	-18 659
Interest paid	-697	-25 971	-2 427	-29 095
Payment of transaction costs related to loans	0	-450	0	-450
Total changes from financing cash flows	-697	-113 466	-21 086	-135 249
The effect of changes in foreign exchange rates	0	0	-69	-69
Liability-related changes				
New leases	0	0	12 160	12 160
Termination of old leases	0	0	-122	-122
Amortisation of capitalised borrowing costs	0	1 302	0	1 302
Interest expense	669	24 548	2 427	27 644
Total liability-related changes	669	25 850	14 465	40 984
Balance as at 31 December 2024	28	469 700	87 854	557 582

## Note 17 Leases

### The Group as the Lessee

The Group leases hotel and office buildings and warehouse, restaurant and shop premises. The leases typically run for a fixed period, with the Group's option to renew the lease. Some lease payments are increased every year and some leases provide for additional lease payments that are based on the result of operations.

### Right-of-Use Assets

Right-of-use assets are presented as property, plant and equipment.

In thousands of EUR	Buildings and premises	Plant and equipment	Total right-of-use assets
Book value as at 31 December 2024	80 418	364	80 782
Additions	657	1 153	1 810
Disposals	-862	0	-862
Depreciation for the period	-17 003	-329	-17 332
<b>Book value as at 31 December 2025</b>	<b>63 210</b>	<b>1 188</b>	<b>64 398</b>
Book value as at 31 December 2023	87 022	458	87 480
Additions	11 711	317	12 028
Reclassification	-14	-11	-25
Disposals	-50	-49	-99
Depreciation for the period	-18 251	-351	-18 602
Book value as at 31 December 2024	80 418	364	80 782

### Amounts Recognised in Profit or Loss

For the year ended 31 December 2025	In thousands of EUR
Depreciation for the period	-17 332
Interest expense on lease liabilities related to right-of-use assets	-1 804
Expenses on short-term and low-value leases	-1 583
<b>Lease expenses under IFRS 16</b>	<b>-20 719</b>
For the year ended 31 December 2024	In thousands of EUR
Depreciation for the period	-18 602
Interest expense on lease liabilities related to right-of-use assets	-2 427
Expenses on short-term and low-value leases	-1 545
<b>Lease expenses under IFRS 16</b>	<b>-22 574</b>

### The Group as the Lessor

The Group's charter income for 2025 was EUR 54 882 thousand (2024: EUR 62 015 thousand).

Minimum non-cancellable charter payments are as follows:

<b>As at 31 December, in thousands of EUR</b>	<b>2025</b>	<b>2024</b>
< 1 year	42 445	30 009
Total minimum charter payments	42 445	30 009

All charter agreements used by the Group are based on BIMCO Standard Bareboat Charter and BIMCO Time Charter Agreement.

## Note 18 Trade and Other Payables

<b>As at 31 December, in thousands of EUR</b>	<b>2025</b>	<b>2024</b>
Trade payables	32 985	34 850
Other payables	4 989	5 003
Payables to employees	20 458	19 447
Interest payable	944	1 208
Tax liabilities	18 213	19 975
Other accruals	19 708	14 663
Total trade and other payables	97 297	95 146

The Group's exposure to currency and liquidity risks (excluding tax liabilities and other accruals) is disclosed in Note 24. Additional information about tax liabilities is disclosed below.

<b>As at 31 December, in thousands of EUR</b>	<b>2025</b>	<b>2024</b>
Salary-related taxes	11 484	11 245
Excise duties	2 238	4 925
VAT	4 481	3 805
Other taxes	10	0
Total tax liabilities	18 213	19 975

## Note 19 Deferred Income

The Group measures the liability for outstanding Club One points in combination with the value of its services and the averages of the Club One points used to redeem the services, taking into account the pattern of use of the points by the customers and the expiry rates of the points. The calculations are performed for each segment and the deferred income is recognised based on the relative stand-alone selling price allocation method.

As at 31 December, in thousands of EUR	2025	2024
Club One points	6 343	6 847
Prepaid revenue <sup>1</sup>	31 115	23 255
Total deferred income	37 458	30 102

<sup>1</sup> Prepaid revenue include prepayments related to chartering out vessels during 2026 (2024: during 2025).

## Note 20 Share Capital and Reserves

As at 31 December, in thousands	2025	2024
The number of shares issued and fully paid	743 569	743 569
Total number of shares	743 569	743 569

As at 31 December, in thousands of EUR	2025	2024
Share capital (authorised and registered)	349 477	349 477
Total share capital	349 477	349 477
Share premium	663	663
Total share premium	663	663

According to the Articles of Association of the Parent, the maximum number of ordinary shares is 2 400 000 000. Each share grants one vote at the General Meeting of Shareholders. Shares acquired by the transfer of ownership are eligible for participating in and voting at a general meeting only if the ownership change is recorded in the Estonian Central Registry of Securities at the time used to determine the list of shareholders for the given General Meeting of Shareholders.

Ordinary shares grant their holders all the rights provided for under the Estonian Commercial Code – the right to participate in the general meeting, the distribution of profits, and the distribution of residual assets upon the dissolution of the Company; the right to receive information from the Management Board about the activities of the Company; the pre-emptive right to subscribe for new shares in proportion to the sum of the par values of the shares already held when share capital is increased, etc.

AS Tallink Grupp has 743 569 064 registered shares (31 December 2024: 743 569 064) without nominal value. The notional value of each share is EUR 0.47 (31 December 2024: EUR 0.47).

## Reserves

As at 31 December, in thousands of EUR	2025	2024
Translation reserve	607	1 000
Ships' revaluation reserve	22 405	29 270
Legal reserve	34 948	34 948
Share option programme reserve (Note 21)	1 800	683
Total reserves	59 760	65 901

### Translation Reserve

The translation reserve comprises all foreign currency differences arising from the translation of the financial statements of foreign operations.

### Ships' Revaluation Reserve

The revaluation reserve is related to the revaluation of ships. The ships' revaluation reserve may be transferred directly to retained earnings when the ship is disposed of. However, some of the revaluation surplus may be transferred when the ship is used by the Group. In such a case, the amount of surplus transferred is the difference between depreciation based on the revalued carrying amount of the ship and depreciation based on the original cost of the ship. The Group uses the latter alternative.

### Legal Reserve

The legal reserve has been formed in accordance with the Estonian Commercial Code. The legal reserve is formed by means of annually net profit transfers. At least 1/20 of net profit must be transferred to the legal reserve, until the reserve amounts to 1/10 of share capital. The legal reserve may be used to cover losses and to increase share capital. It may not be used to make distributions to owners.

### Share Option Programme Reserve

The share option programme reserve comprises the fair value of the share option programme measured at the grant date.

## Income Tax on Dividends

The Group's retained earnings as at 31 December 2025 were EUR 340 173 thousand (2024: EUR 366 265 thousand). As at 31 December 2025, the maximum income tax liability which would arise if retained earnings were fully distributed is EUR 74 838 thousand (2024: EUR 80 578 thousand). The maximum income tax liability has been calculated using the income tax rate effective for dividends on the assumption that the dividend and the related income tax expense cannot exceed the amount of retained earnings as at 31 December 2025 (2024: 31 December 2024).

## Note 21 Share Option Programme

On 13 June 2023, the Group's General Meeting of Shareholders adopted a resolution to approve a 3-year share option programme, subject to which the Group has the right to issue share options for the acquisition of shares, which represent up to 3% of AS Tallink Grupp's share capital (maximum 1% of share capital annually).

On 1 August 2023, the Group issued 7 270 thousand share options of which 3 300 thousand were issued to the members of the Management Board and Supervisory Board and 3 970 thousand to the key employees of the Group. On 13 June 2024, the Group issued 7 055 thousand share options of which 3 300 thousand were issued to the members of the Management and Supervisory Boards and 3 755 thousand to the key employees of the Group. On 13 June 2025, the Group issued 7 205 thousand share options of which 3 300 thousand were issued to the members of the Management and Supervisory Boards and 3 905 thousand to the key employees of the Group. As at 31 December 2025, the effective number of share options was 21 240 thousand (2024: 14 190 thousand). Each option entitles the holder to acquire one share in AS Tallink Grupp at a price equal to the notional value of the share at the time of exercise of the share option.

The share options are non-transferable and have a three-year vesting period from the date of issue. The exercise of share options is carried out by increasing the share capital of AS Tallink Grupp and issuing new shares, which is decided by the General Meeting of Shareholders of AS Tallink Grupp or by the Supervisory Board of AS Tallink Grupp on the basis of the Articles of Association.

In 2021, the General Meeting of Shareholders of the Group's largest shareholder AS Infortar adopted a resolution approving a share option programme and subject to which AS Infortar has the right to issue share options. A total of 32 thousand share options have been issued to the employees of AS Tallink Grupp of which 31 thousand to the members of the Management Board of the Group and 1 thousand to the key employees of the Group.

The fair value of the share options is measured using the Black-Scholes model at the grant date and is recorded as an expense during the vesting period of 36 months from the date of issue. The cost of share options issued amounted to EUR 1 117 thousand in 2025 (2024: EUR 560 thousand).

The outstanding share options have a diluting effect due to their exercise price being lower than the average price in the stock market during the reporting period, see also Note 7.

The inputs used in the measurement of the fair values of the options issued by AS Tallink Grupp at the grant date were as follows:

	2025	2024
Share price at grant date (in EUR)	0.61	0.75
Exercise price (in EUR)	0.47	0.47
Expected volatility (weighted average)	22.00%	22.00%
Expected life (weighted average), years	3	3
Expected dividends	8.20%	6.70%
Risk-free interest rate	2.10%	2.36%

The number and weighted-average exercise prices of share options under the share option programme of AS Tallink Grupp were as follows:

	Number of options	Weighted average exercise price (in EUR)
Outstanding at 1 January 2025	14 190	0.47
Forfeited during the year	-155	0.47
Granted during the year	7 205	0.47
<b>Outstanding at 31 December 2025</b>	<b>21 240</b>	<b>0.47</b>
Outstanding at 1 January 2024	7 210	0.47
Forfeited during the year	-75	0.47
Granted during the year	7 055	0.47
Outstanding at 31 December 2024	14 190	0.47

## Note 22 Related Party Disclosures

For the purpose of these financial statements, parties are related if one controls the other or has significant influence over the other's financing and operating decisions. In determining possible related party relationships, attention must be paid to the substance of the relationship and not merely the legal form.

A related party is a person or a company that is related to the Group to such an extent that transactions between them may be conducted on terms not equivalent to those that prevail in arm's length transactions.

A person or a close member of that person's family (i.e. a family member who may be associated with significant influence such as the spouse or the domestic partner or a child) is a related party for the company if that person:

- is a member of the management of the company or its parent company (i.e. a person having authority and responsibility for planning, directing and controlling the activities of the company, directly or indirectly) or
- has control of or significant influence over the company (e.g. through an ownership interest)

Another company is a related party for the company if any of the following conditions apply:

- the other company and the company are under common control (i.e. they are members of the same group or controlled by the same person (or a close family member of that person));
- one is under the control of a third party (that may be a company or a person) and the other is under the significant influence of that third party (if the third party is a person, then that person or a close family member of that person);
- the other company has control of or significant influence over the company;
- the other company is under the control or significant influence of the company;
- a member of the management of the company's parent company (or a close family member of the member of the management) has control or significant influence over the other company;
- the other company's management (or their close family members) include persons that have control of or significant influence over the company.

AS Infortar made a voluntary takeover offer to all shareholders of AS Tallink Grupp to acquire all the shares in AS Tallink Grupp not yet in the ownership of AS Infortar. Before publishing the offer, AS Infortar owned 46.8% of all shares in AS Tallink Grupp. As a result of the takeover, AS Infortar acquired 68.5% of the voting rights and gained control of AS Tallink Grupp from 9 August 2024.

The Group has conducted transactions with related parties and has outstanding balances with related parties.

For the year ended 31 December 2025, in thousands of EUR	Sales to related parties	Purchases from related parties	Receivables from related parties	Payables to related parties
Parent company	284	0	1	0
Other Group companies	3 312	44 817	3 831	59 279
Companies controlled by the owners and the Key Management Personnel	72	590	0	203
<b>Total</b>	<b>3 668</b>	<b>45 407</b>	<b>3 832</b>	<b>59 482</b>

For the year ended 31 December 2024, in thousands of EUR	Sales to related parties	Purchases from related parties	Receivables from related parties	Payables to related parties
Parent company	196	0	0	0
Other Group companies	218	19 106	17	78 714
Companies controlled by the owners and the Key Management Personnel	282	24 132	0	23
Associated companies	21	139	0	0
<b>Total</b>	<b>717</b>	<b>43 377</b>	<b>17</b>	<b>78 737</b>

The following goods and services were purchased from related parties:

For the year ended 31 December, in thousands of EUR	2025	2024
Leases	16 165	17 223
Fuel and electricity	28 660	24 519
Other goods	33	920
Other services	549	715
<b>Total goods and services</b>	<b>45 407</b>	<b>43 377</b>

### Key Management Personnel's Compensation

The members of the Management Board and the Supervisory Board of AS Tallink Grupp are defined as the Key Management Personnel. In 2025, the compensation of the Key Management Personnel was EUR 3 524 thousand (2024: EUR 4 526 thousand).

On 13 June 2025, the Group issued 7 055 thousand share options of which 3 300 thousand were issued to the members of the Management Board and Supervisory Board. Each option entitles the holder to acquire one share in AS Tallink Grupp at a price equal to the notional value of the share at the time of exercise of the share option. On 30 March 2025 and 25 November 2025, the Group's largest shareholder AS Infortar issued a total of 7 thousand share options to the members of the Management Board of the Group. All these options are non-transferable and have a vesting period of three years from the date of issue (Note 21).

The members of the Management Board are entitled to termination benefits if their service agreement is terminated by the Group's Supervisory Board. At 31 December 2025 the maximum amount of such benefits was EUR 1 768 thousand (2024: EUR 1 768 thousand).

The Key Management personnel's benefits are presented with social security tax.

## Note 23 Group Entities

Group entities	Interest as at 31 December 2025	Interest as at 31 December 2024	Country of incorporation	Parent company
Baan Thai OÜ	100%	100%	Estonia	Tallink Grupp AS
Hansaliin OÜ	100%	100%	Estonia	Tallink Grupp AS
Hansatee Kinnisvara OÜ	100%	100%	Estonia	Tallink Grupp AS
Hera Salongid OÜ	100%	100%	Estonia	TLG Hotell OÜ
HT Laevateenindus OÜ	100%	100%	Estonia	Tallink Grupp AS
HT Meelelahutus OÜ	100%	100%	Estonia	Tallink Grupp AS
LNG Shipmanagement OÜ	100%	100%	Estonia	Tallink Grupp AS
Mare Catering OÜ	100%	100%	Estonia	Tallink Grupp AS
Tallink AS	100%	100%	Estonia	Tallink Grupp AS
Tallink Baltic AS	100%	100%	Estonia	Tallink Grupp AS
Tallink Duty Free AS	100%	100%	Estonia	Tallink Grupp AS
Tallink Fast Food OÜ	100%	100%	Estonia	Tallink Grupp AS
Tallink Scandinavian AS	100%	100%	Estonia	Tallink Grupp AS
Tallink Travel Club OÜ	100%	100%	Estonia	Tallink Grupp AS
TLG Hotell OÜ	100%	100%	Estonia	Tallink Grupp AS
TLG Stividor OÜ	100%	100%	Estonia	Tallink Grupp AS
Baltic SF VII Ltd	100%	100%	Cyprus	Tallink Grupp AS
Baltic SF VIII Ltd	100%	100%	Cyprus	Tallink Grupp AS
Baltic SF IX Ltd	100%	100%	Cyprus	Tallink Grupp AS
Hansalink Ltd	100%	100%	Cyprus	Tallink Grupp AS
Tallink Autoexpress Ltd	100%	100%	Cyprus	Tallink Grupp AS
Tallink Fast Ltd	100%	100%	Cyprus	Tallink Grupp AS
Tallink Hansaway Ltd	100%	100%	Cyprus	Tallink Grupp AS
Tallink High Speed Line Ltd	100%	100%	Cyprus	Tallink Grupp AS
Tallink Line Ltd	100%	100%	Cyprus	Tallink Grupp AS
Tallink Ltd	100%	100%	Cyprus	Tallink Grupp AS
Tallink Sea Line Ltd	100%	100%	Cyprus	Tallink Grupp AS
Tallink Superfast Ltd	100%	100%	Cyprus	Tallink Grupp AS
Tallink Victory Line Ltd	100%	100%	Cyprus	Tallink Grupp AS
Tallinn - Helsinki Line Ltd	100%	100%	Cyprus	Tallink Grupp AS
Tallinn Swedish Line Ltd	100%	100%	Cyprus	Tallink Grupp AS
HTG Stevedoring OY	100%	100%	Finland	Tallink Grupp AS
Tallink Silja OY	100%	100%	Finland	Tallink Scandinavian AS
Sally AB	100%	100%	Finland	Tallink Silja OY
Tallink Silja GMBH	100%	100%	Germany	Tallink Silja OY
Tallink Latvija AS	100%	100%	Latvia	Tallink Grupp AS
BK Properties SIA	100%	100%	Latvia	Tallink Latvija AS
HT Shipmanagement SIA	100%	100%	Latvia	HT Laevateenindus OÜ
TLG Hotell Latvija SIA	100%	100%	Latvia	TLG Hotell OÜ
Tallink Fast Food Latvia SIA	100%	100%	Latvia	Tallink Fast Food OÜ
Tallink Fast Food Lithuania UAB	100%	100%	Lithuania	Tallink Fast Food OÜ
Tallink-Ru OOO <sup>1</sup>	100%	100%	Russia	Tallink Grupp AS
Tallink Asia Pte. Ltd	100%	100%	Singapore	Tallink Grupp AS
Tallink Silja AB	100%	100%	Sweden	Tallink Grupp AS
Ingleby (1699) Ltd.	100%	100%	UK	Tallink Grupp AS

<sup>1</sup> The company's operations have been suspended

## Note 24 Financial Risk Management

### Overview

Through the use of financial instruments the Group is exposed to the following risks:

- credit risk;
- liquidity risk;
- market risk.

This note presents information about the Group's exposure to each of the above risks, the Group's objectives, policies and processes for measuring and managing risk, and the Group's capital management.

The Management Board has overall responsibility for the establishment and oversight of the Group's risk management framework. The Group's financial department is responsible for developing and monitoring the Group's risk management policies.

The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities.

### Credit Risk

Credit risk is the risk of financial loss that the Group would suffer if the counterparty failed to perform its financial obligations, and arises principally from the Group's receivables from customers and cash and cash equivalents.

Maximum credit risk was as follows:

<b>As at 31 December, in thousands of EUR</b>	<b>2025</b>	<b>2024</b>
Cash and cash equivalents (Note 8)	13 491	18 705
Trade and other receivables (Notes 9, 13)	30 287	18 929
<b>Total</b>	<b>43 778</b>	<b>37 634</b>

The Group's credit risk exposure from trade receivables is mainly influenced by the characteristics of each customer. In monitoring credit risk, customers are grouped according to their credit characteristics, including whether they are individuals or legal entities, whether they are travel agents or customers with credit limits, and considering their geographic location, receivable aging profile, and existence of previous financial difficulties. Trade receivables relate mainly to the Group's cargo customers, travel agents and customers with credit facilities. The credit risk concentration related to trade receivables is reduced by the high number of customers.

The Group's management has established a credit policy under which each new customer with a credit request is analysed individually for creditworthiness before the Group's payment terms and conditions are offered. Some customers are obliged to present a bank guarantee to meet the credit sale criteria. Customers are assigned credit limits, which represent the maximum exposure that does not require approval from the Group's management. Customers that fail to meet the Group's benchmark creditworthiness may transact with the Group on a prepayment basis only. Charterers hiring the Group's vessels have to provide bank guarantees to cover their payment risk.

In accordance with IFRS 9, the Group measures an allowance for impairment of receivables at an amount of lifetime expected credit loss. Lifetime expected credit loss is calculated as a product of total trade receivables in the aging bucket and the respective credit loss ratio. The expected credit loss ratio is recalculated once a quarter based on actual write-offs during the last 12 quarters.

In thousands of EUR	2025	2024
Balance at 1 January	469	534
Amounts written off	-149	-60
Impairment loss recognised	116	-7
Reversal of prior period impairment loss	1	2
Balance at 31 December	437	469

The aging of the receivables at the reporting date was:

As at 31 December 2025, in thousands of EUR	Gross	Impairment	Net
Not past due	29 333	-174	29 159
Past due 0-30 days	976	-14	962
Past due 31-90 days	160	-13	147
Past due 91 days - one year	83	-64	19
Past due over one year	172	-172	0
Total	30 724	-437	30 287

As at 31 December 2024, in thousands of EUR	Gross	Impairment	Net
Not past due	17 528	-115	17 413
Past due 0-30 days	1 510	-23	1 487
Past due 31-90 days	0	0	0
Past due 91 days - one year	61	-32	29
Past due over one year	299	-299	0
Total	19 398	-469	18 929

The Group holds cash and cash equivalents with banking groups that have investment grade credit ratings (BBB or higher issued by internationally recognised credit rating agencies).

## Liquidity Risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when they fall due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to its reputation.

The Group's low current ratio represents the normal course of business. The majority of sales are conducted by prepayment, bank card or cash payment, therefore the cash conversion cycle is negative and in general the Group receives cash from sales before it has to pay to its vendors. As at 31 December 2025 current liabilities exceeded current assets by EUR 106 024 thousand (EUR 122 089 thousand at 31 December 2024). The Group uses overdraft facilities to finance negative working capital.

The Group's objective is to maintain a balance between the continuity and flexibility of funding through the use of bank overdrafts, bank loans and bonds. The Group has established Group account systems (the Group's cash pools) in Estonia and Finland to manage the cash flows in the Group as efficiently as possible. Excess liquidity is invested in short-term money market instruments. AS Tallink

Grupp maintains three committed bank overdraft facilities to minimise the Group's liquidity risk (see Note 16 for details).

At 31 December 2025, the Group's cash and cash equivalents totalled EUR 13 491 thousand (EUR 18 705 thousand at 31 December 2024). In addition, the Group had available unused overdraft credit lines of EUR 96 900 thousand (2024: EUR 75 000 thousand).

In the loan agreements signed with banks, the Group has agreed to comply with financial covenants related to ensuring certain equity, liquidity and other ratios.

In management's opinion, the Group has sufficient liquidity to support its operations. AS Tallink Grupp and its subsidiaries are able to continue as going concerns for at least one year after the date of approval of these consolidated financial statements.

The following tables illustrate liquidity risk by periods when financial liabilities as at 31 December will fall due or may fall due based on contractual cash flows.

In thousands of EUR, 2025	< 1 year	1-2 years	2-5 years	>5 years	Total
Non-derivative financial liabilities					
Overdraft	-3 126	0	0	0	-3 126
Lease liabilities	-69	-78	0	0	-147
Lease liabilities related to right-of-use assets	-18 073	-13 988	-27 474	-11 427	-70 962
Trade and other payables	-59 376	0	0	0	-59 376
Secured bank loan repayments	-68 858	-67 247	-209 905	-69 417	-415 427
<b>Total</b>	<b>-149 502</b>	<b>-81 313</b>	<b>-237 379</b>	<b>-80 844</b>	<b>-549 038</b>

In thousands of EUR, 2024	< 1 year	1-2 years	2-5 years	>5 years	Total
Non-derivative financial liabilities					
Overdraft	0	0	0	0	0
Lease liabilities	-66	-58	0	0	-124
Lease liabilities related to right-of-use assets	-18 682	-17 377	-34 012	-17 588	-87 659
Trade and other payables	-60 508	0	0	0	-60 508
Secured bank loan repayments	-102 736	-98 558	-235 353	-87 085	-523 731
<b>Total</b>	<b>-181 992</b>	<b>-115 993</b>	<b>-269 365</b>	<b>-104 673</b>	<b>-672 022</b>

Guarantees issued have not been recognised in the statement of financial position as, according to historical experience and management's estimations, none of them is likely to give rise to an actual liability.

## Market Risk

Market risk is the risk that changes in market prices, such as fuel price, foreign exchange rates, interest rates and equity prices will affect the Group's income or the value of financial instruments held. Market risk is highly impacted also by the global geopolitical uncertainty. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

### Foreign Exchange Rate Risk

The Group is exposed to exchange rate risk arising from revenues, operating expenses and liabilities in foreign currencies, mainly in the US dollar (USD) and the Swedish krona (SEK). Exposure to USD results from the purchase of ship fuel and insurance, and exposure to SEK arises from the fact that it is the operational currency on some routes.

The Group seeks to minimise currency risk by matching foreign currency inflows with outflows.

The following tables present the Group's financial instruments by currency denomination:

In thousands of EUR, 2025	EUR	USD	SEK	Other	Total
Cash and cash equivalents	7 155	86	6 250	0	13 491
Trade receivables, net of allowance	20 674	0	457	32	21 163
Other financial assets	5 602	0	41	31	5 674
<b>Total</b>	<b>33 431</b>	<b>86</b>	<b>6 748</b>	<b>63</b>	<b>40 328</b>
Current portion of borrowings	-76 171	0	-985	0	-77 156
Trade payables	-34 874	-93	-2 213	-174	-37 354
Other current payables	-37 399	0	-4 333	-4	-41 736
Non-current portion of borrowings and other liabilities	-367 345	0	-1 425	0	-368 770
<b>Total</b>	<b>-515 789</b>	<b>-93</b>	<b>-8 956</b>	<b>-178</b>	<b>-525 016</b>
<b>Net</b>	<b>-482 358</b>	<b>-7</b>	<b>-2 208</b>	<b>-115</b>	<b>-484 688</b>

In thousands of EUR, 2024	EUR	USD	SEK	Other	Total
Cash and cash equivalents	11 305	271	7 129	0	18 705
Trade receivables, net of allowance	15 059	0	427	39	15 525
Other financial assets	3 340	0	39	25	3 404
<b>Total</b>	<b>29 704</b>	<b>271</b>	<b>7 595</b>	<b>64</b>	<b>37 634</b>
Current portion of borrowings	-103 472	0	-1 077	0	-104 549
Trade payables	-37 197	-53	-2 460	-123	-39 833
Other current payables	-31 489	0	-3 855	0	-35 344
Non-current portion of borrowings and other liabilities	-451 609	0	-216	0	-451 825
<b>Total</b>	<b>-623 767</b>	<b>-53</b>	<b>-7 608</b>	<b>-123</b>	<b>-631 551</b>
<b>Net</b>	<b>-594 063</b>	<b>218</b>	<b>-13</b>	<b>-59</b>	<b>-593 917</b>

A 10% strengthening of the euro against the following currencies at the end of the financial year would have increased (decreased) profit or loss and equity by the amounts shown below. This sensitivity analysis assumes that all other variables remain constant. The analysis was performed on the same basis for 2024.

As at 31 December, in thousands of EUR	2025 Profit or loss	2024 Profit or loss
USD	1	-22
SEK	221	1
Other	12	8

### Interest Rate Risk

The Group is exposed to interest rate risk through funding and cash management activities. The interest rate risk – the possibility that fluctuations in interest rates will have a significant impact on the profitability and cash flows of the Group – results mainly from long term floating rate bank loans.

At the reporting date, the interest rate profile of the Group’s interest-bearing financial liabilities was as follows:

<b>As at 31 December, in thousands of EUR</b>	<b>2025</b>	<b>2024</b>
Fixed rate financial liabilities	181 535	212 674
Variable rate financial liabilities	190 303	256 041
<b>Total</b>	<b>371 838</b>	<b>468 715</b>

The Group’s floating rate loan commitments are mainly based on EURIBOR rates. During 2025, 3-month EURIBOR decreased from 2.736% on 2 January 2025 to 2.029% on 2 January 2026. At the end of February 2026, 3-month EURIBOR was 2.013%.

A change of 10 basis points in the interest rates of interest-bearing financial liabilities at the reporting date would have increased (decreased) profit and equity by the amounts shown below. This analysis assumes that all other variables remain constant. The analysis was performed on the same basis for 2024.

<b>In thousands of EUR</b>	<b>2025</b>	<b>2024</b>
10 basis point increase	-190	-252
10 basis point decrease	190	252

When analysing interest rate risks, various hedging options are considered, including refinancing floating rate loan commitments with fixed rate loan commitments. The management of the Group has assessed the interest rate risks related to the assets and liabilities of the Group and concluded that there are no material risks to outline.

### Fair Values of Financial Instruments

All financial assets and liabilities are measured at amortised cost excluding derivatives, which are measured at fair value.

According to the assessment of the Group’s management, as at 31 December 2025 and 31 December 2024 the fair values of assets and liabilities measured at amortised cost did not differ materially from their carrying amounts. Trade receivables and payables are short-term by nature and therefore their value is equal to the fair value. Long-term liabilities bear fixed and variable rates. The Group’s management is convinced that the market conditions have not changed since the commencement of the liability agreements. Therefore, the fair values match the carrying amounts of liabilities.

### **Capital Management**

The Group considers total equity as capital. As at 31 December 2025, the equity was EUR 750 073 thousand (2024: EUR 782 306 thousand). The Group’s policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and sustain future development of the business.

The Group has made significant investments in recent years where strong equity has been a major supporting factor for the investments. The Group seeks to maintain a balance between the higher

returns that might be possible with higher levels of borrowing and the advantages and security afforded by a sound capital position.

At the General Meeting of Shareholders held on 8 February 2011, management introduced the strategic target of reaching the optimal debt level which would allow the Group to start paying dividends. In management's opinion, a comfortable level for the Group's equity ratio is between 40% and 50% and for the net debt to EBITDA ratio an indicator below 5. As at 31 December 2025, the Group's equity ratio was 56.4% and the net debt to EBITDA ratio was 3.3 (2024: 53.4% and 3.1, respectively).

Management will propose to the General Meeting of Shareholders to pay a dividend of EUR 0.06 per share in 2026 for the results for 2025 (2025: a dividend of EUR 0.06 per share for the results for 2024).

The Group may purchase its own shares from the market; the timing of these purchases may depend on market prices, the Group's liquidity position and business outlook. Additionally, legal factors may limit the timing of such decisions. Repurchased shares are intended to be cancelled. Currently the Group does not have a defined share buyback plan.

## Note 25 Subsequent Events

On 20 February 2026, Paavo Nõgene, the Chairman of the Management Board, submitted his resignation from the position of Chairman of the Management Board, effective from 23 May 2026.

26 February 2026, the Supervisory Board elected Peep Jalakas as the new Chairman of the Management Board. The term of office of Mr. Jalakas commenced on 6 April 2026 and will last for three years.

In addition, the Supervisory Board removed Margus Schults from the Management Board with effect from 27 February 2026. He will continue in his role as Managing Director of Tallink Silja Oy.

## Note 26 Primary Financial Statements of the Parent

### Statement of profit or loss and other comprehensive income

<b>For the year ended 31 December, in thousands of EUR</b>	<b>2025</b>	<b>2024</b>
Revenue	406 260	433 533
Cost of sales	-366 568	-367 210
Gross profit	39 692	66 323
Sales and marketing expenses	-28 730	-28 150
Administrative expenses	-30 099	-30 430
Impairment loss on investments in subsidiaries	-75 900	0
Impairment loss on receivables	-101	2
Other operating income	14 142	1 405
Other operating expenses	-622	-11
Result from operating activities	-81 618	9 139
Finance income	33 106	41 147
Finance costs	-28 341	-35 254
Dividends from subsidiaries	63 850	39 811
Profit/loss before income tax	-13 003	54 843
Income tax	-10 756	-6 694
Net profit/loss for the year	-23 759	48 149

## Statement of Financial Position

As at 31 December, in thousands of EUR	2025	2024
<b>ASSETS</b>		
Cash and cash equivalents	1 279	1 298
Receivables from subsidiaries	119 313	102 345
Receivables and prepayments	12 273	14 779
Inventories	13 552	14 101
Intangible assets	1 503	6 901
<b>Current assets</b>	<b>147 920</b>	<b>139 424</b>
Investments in subsidiaries	456 377	525 177
Receivables from subsidiaries	455 870	551 179
Other financial assets and prepayments	4	28
Property, plant and equipment	379 731	473 246
Intangible assets	6 209	6 402
<b>Non-current assets</b>	<b>1 298 191</b>	<b>1 556 032</b>
<b>TOTAL ASSETS</b>	<b>1 446 111</b>	<b>1 695 456</b>
<b>LIABILITIES AND EQUITY</b>		
Interest-bearing loans and borrowings	148 763	175 158
Payables and deferred income	90 226	115 612
Dividends payable to shareholders	6	6
Tax liabilities	4 987	4 281
<b>Current liabilities</b>	<b>243 982</b>	<b>295 057</b>
Interest-bearing loans and borrowings	479 346	610 360
<b>Non-current liabilities</b>	<b>479 346</b>	<b>610 360</b>
<b>Total liabilities</b>	<b>723 328</b>	<b>905 417</b>
Share capital	349 477	349 477
Share premium	663	663
Reserves	36 748	35 631
Retained earnings	335 895	404 268
<b>Equity</b>	<b>722 783</b>	<b>790 039</b>
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>1 446 111</b>	<b>1 695 456</b>

## Statement of Cash Flows

For the year ended 31 December, in thousands of EUR	2025	2024
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Net profit/ loss for the period	-23 759	48 149
Adjustment for:		
Depreciation and amortisation	71 121	73 658
Net gain on disposals of property, plant and equipment and intangible assets	-9 604	-1
Net interest expense	-4 534	-5 914
Income/ loss from subsidiaries	12 050	-39 811
Income tax	10 756	6 694
Other adjustments	1 129	560
<b>Adjustments</b>	<b>80 918</b>	<b>35 186</b>
Changes in:		
Receivables and prepayments related to operating activities	-9 364	6 183
Inventories	5 947	-8 081
Liabilities related to operating activities	76 368	62 538
<b>Changes in assets and liabilities</b>	<b>72 951</b>	<b>60 640</b>
<b>Cash generated from operating activities</b>	<b>130 110</b>	<b>143 975</b>
Income tax paid	-10 429	-2 728
<b>NET CASH FROM OPERATING ACTIVITIES</b>	<b>119 681</b>	<b>141 247</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of property, plant, equipment and intangible assets	-6 476	-7 085
Proceeds from disposals of property, plant and equipment	746	0
Increase in share capital of subsidiaries	-5 500	-5 000
Loans granted to subsidiaries	-9 940	-24 040
Repayments of loans granted	46 160	41 415
Dividends received from subsidiaries	38 538	30 711
Interest received	28 834	38 312
<b>NET CASH FROM INVESTING ACTIVITIES</b>	<b>92 362</b>	<b>74 313</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds from loans from subsidiaries	22 205	17 500
Repayment of loans	-65 881	-55 354
Repayment of loans to subsidiaries	-41 750	-29 200
Change in overdraft	10 159	-3 659
Payment of lease liabilities	-64 046	-66 665
Interest paid	-27 519	-34 915
Payment of transaction costs related to loans	-616	-450
Dividends paid	-44 614	-44 614
<b>NET CASH USED IN FINANCING ACTIVITIES</b>	<b>-212 062</b>	<b>-217 357</b>
<b>NET CASH FLOW</b>	<b>-19</b>	<b>-1 797</b>
Cash and cash equivalents at the beginning of period	1 298	3 095
Change	-19	-1 797
Cash and cash equivalents at the end of period	1 279	1 298

Statement of Changes in Equity

In thousands of EUR	Share capital	Share premium	Mandatory legal reserve	Share option programme reserve	Retained earnings	Total equity
As at 31 December 2024	349 477	663	34 948	683	404 268	790 039
Net loss for 2025	0	0	0	0	-23 759	-23 759
Dividends	0	0	0	0	-44 614	-44 614
Share options	0	0	0	1 117	0	1 117
Total transactions with owners of the Company recognised directly in equity	0	0	0	1 117	0	1 117
<b>As at 31 December 2025</b>	<b>349 477</b>	<b>663</b>	<b>34 948</b>	<b>1 800</b>	<b>335 895</b>	<b>722 783</b>
As at 31 December 2023	349 477	663	34 948	123	400 733	785 944
Net profit for 2024	0	0	0	0	48 149	48 149
Dividends	0	0	0	0	-44 614	-44 614
Share options	0	0	0	560	0	560
Total transactions with owners of the Company recognised directly in equity	0	0	0	560	0	560
As at 31 December 2024	349 477	663	34 948	683	404 268	790 039

In thousands of EUR	2025	2024
Unconsolidated equity at 31 December	722 783	790 039
Interests under control and significant influence:		
Carrying amount	-456 377	-525 177
Value under the equity method	483 667	517 444
Adjusted unconsolidated equity at 31 December	750 073	782 306

## STATEMENT BY THE MANAGEMENT BOARD

We hereby take responsibility for the preparation of the consolidated financial statements of AS Tallink Grupp (in the consolidated financial statements referred to as the Parent) and its subsidiaries (together referred to as the Group).

The Management Board confirms that:

- The consolidated financial statements are in compliance with International Financial Reporting Standards (IFRS) as adopted by the European Union.
- The consolidated financial statements give a true and fair view of the financial position, financial performance and cash flows of the Group and the Parent.
- AS Tallink Grupp and its subsidiaries are able to continue as going concerns for at least one year after the date of approval of these consolidated financial statements.



**Peep Jalakas**  
Chairman of the Management Board



**Paavo Nõgene**  
Member of the Management Board



**Harri Hanschmidt**  
Member of the Management Board



**Elise Nassar**  
Member of the Management Board



**Piret Mürk-Dubout**  
Member of the Management Board



# Independent auditors' report

To the Shareholders of Aktsiaselts Tallink Grupp

## Report on the Audit of the Consolidated Financial Statements

### Opinion

We have audited the consolidated financial statements of Aktsiaselts Tallink Grupp and its subsidiaries ("the Group"), which comprise the consolidated statement of financial position as at 31 December 2025, the consolidated statements of profit or loss and other comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising material accounting policies and other explanatory information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at 31 December 2025, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union.

### Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (Estonia). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the International Code of Ethics for Professional Accountants (Estonia) (including International Independence Standards), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Fair value of ships	
Refer to notes 14 to the consolidated financial statements.	
The key audit matter	How the matter was addressed in our audit
<p>The Group's property, plant and equipment include ships, which are measured at revalued amounts (i.e. fair value less depreciation charged subsequent to the date of the revaluation). The carrying value of the Group's ships as at 31 December 2025 was EUR 1 066 863 thousand.</p> <p>The fair value of ships depends on many factors, including changes in the fleet composition, current and forecast market values and technical factors</p>	<p>Our audit procedures in this area included, among others:</p> <ul style="list-style-type: none"><li>• assessing the methodologies used by the external appraisers to estimate the fair values of the ships;</li><li>• evaluating the independent external appraisers' competence, capabilities and objectivity;</li></ul>

This version of our auditors' report is a copy from the original, which was prepared in xhtml format and presented to Nasdaq Tallinn together with the original version of the consolidated financial statements. All possible care has been taken to ensure that the copy is an accurate representation of the original, excluding xbrl tagging. However, in all matters of interpretation of information, views or opinions, the original version of our report takes precedence over this copy

<p>which may affect the useful life expectancy of the assets and therefore could have a material impact on any impairment charges or the depreciation charge for the year. In order to assess the fair value of the ships, the Group's management used independent appraisers.</p> <p>We have identified the carrying value of ships as a key audit matter because of its significance to the consolidated financial statements and because applying the Group's accounting policies in this area involves a significant degree of judgement by management in considering the nature, timing and likelihood of changes to the factors noted above which may affect both the carrying value of the Group's ships as well the depreciation charge for the current year and future years.</p>	<ul style="list-style-type: none"> <li>● evaluating the historical accuracy of the Group's assessment of the fair values of the ships by comparing them to transaction prices in prior years;</li> <li>● testing the adequacy of the capitalized expenditures of the ships;</li> <li>● analysing the estimates of useful lives and residual values and comparing them to published estimates of other international ship operators; and</li> <li>● assessing the adequacy of the consolidated financial statement disclosures.</li> </ul>
--	---

## Other Information

Management is responsible for the other information. The other information comprises the information included in the group and strategy description, the letter to shareholders, the management report, the corporate governance report, the remuneration report and the consolidated sustainability statement, but does not include the consolidated financial statements and our auditors' report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements, or our knowledge obtained in the audit, or otherwise appears to be materially misstated. In addition, our responsibility is to state whether the information presented in the management report has been prepared in accordance with the applicable legal and regulatory requirements. With respect to the remuneration report, our responsibility also includes considering whether the remuneration report has been prepared in accordance with the requirements of Article 135<sup>3</sup> (3) of the Securities Market Act.

We have issued a separate assurance report on the consolidated sustainability statement.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard and we state that the information presented in the management report is materially consistent with the consolidated financial statements and in accordance with the applicable legal and regulatory requirements.

In our opinion, the remuneration report has been prepared in accordance with the requirements of Article 135<sup>3</sup> (3) of the Securities Market Act.

## Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with International Financial Reporting Standards as adopted by the European Union, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no

realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

## Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with International Standards on Auditing (Estonia) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with International Standards on Auditing (Estonia), we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, then we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

# Report on Other Legal and Regulatory Requirements

## Report on Compliance with the Requirements for iXBRL tagging of Consolidated Financial Statements included within the European Single Electronic Format Regulatory Technical Standard (ESEF RTS)

We have undertaken a reasonable assurance engagement on the iXBRL tagging of the consolidated financial statements included in the digital files 529900QRMWAKKR3L9W75-2025-12-31- en.zip prepared by Aktsiaselts Tallink Grupp.

### Responsibilities of Management for the Digital Files Prepared in Compliance with the ESEF RTS

Management is responsible for preparing digital files that comply with the ESEF RTS. This responsibility includes:

- the selection and application of appropriate iXBRL tags using judgement where necessary;
- ensuring consistency between digitised information and the consolidated financial statements presented in human-readable format; and
- the design, implementation and maintenance of internal control relevant to the application of the ESEF RTS.

### Auditors' Responsibilities

Our responsibility is to express an opinion on whether the electronic tagging of the consolidated financial statements complies in all material respects with the ESEF RTS based on the evidence we have obtained.

We apply the provisions of the International Standard on Quality Management (Estonia) 1 (revised) and accordingly maintain a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

We are independent of the Group in accordance with the International Code of Ethics for Professional Accountants (Estonia) (including International Independence Standards), and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We conducted our reasonable assurance engagement in accordance with International Standard on Assurance Engagements 3000 (Revised), *Assurance Engagements Other than Audits or Reviews of Historical Financial Information* (ISAE 3000) issued by the International Auditing and Assurance Standards Board.

A reasonable assurance engagement in accordance with ISAE 3000 (Revised) involves performing procedures to obtain evidence about compliance with the ESEF RTS. The nature, timing and extent of procedures selected depend on the practitioner's judgment, including the assessment of the risks of material departures from the requirements set out in the ESEF RTS, whether due to fraud or error. A reasonable assurance engagement includes:

- obtaining an understanding of the tagging and the ESEF RTS, including of internal control over the tagging process relevant to the engagement;
- reconciling the tagged data with the audited consolidated financial statements of the Group dated 31 December 2025;
- evaluating the completeness of the tagging of the consolidated financial statements;
- evaluating the appropriateness of the Group's use of iXBRL elements selected from the ESEF taxonomy and the creation of extension elements where no suitable element in the ESEF taxonomy has been identified;
- evaluating the use of anchoring in relation to the extension elements.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

In our opinion, the consolidated financial statements included in the annual report of Aktsiaselts Tallink Grupp identified as 529900QRMWAKKR3L9W75-2025-12-31- en.zip for the year ended 31 December 2025 are tagged, in all material respects, in compliance with the ESEF RTS.

## Other Requirements of the Auditors' Report in Accordance with Regulation (EU) No 537/2014 of the European Parliament and of the Council

We were appointed by those charged with governance on 20 May 2025 to audit the consolidated financial statements of Aktsiaselts Tallink Grupp for the year ending 31 December 2025. Our total uninterrupted period of engagement is 19 years, covering the periods ending 31 August 2007 to 31 December 2025.

We confirm that:

- our audit opinion is consistent with the additional report presented to the Audit Committee of the Group;
- we have not provided to the Group the prohibited non-audit services (NASs) referred to in Article 5(1) of EU Regulation (EU) No 537/2014. We also remained independent of the audited entity in conducting the audit.

Tallinn, 10 April 2026

/signed electronically/

**Indrek Alliksaar**

Certified Public Accountant  
Licence No 446

/signed electronically/

**Lembi Uett**

Certified Public Accountant,  
Licence No 566

**KPMG Baltics OÜ**

Licence no 17

## KPMG Baltics OÜ

Ahtri tn 4

Tallinn 10151

Estonia

Tel +372 626 8700

[www.kpmg.ee](http://www.kpmg.ee)



# Independent auditors' Limited Assurance report

To the Shareholders of Aktsiaselts Tallink Grupp

## Report on the Consolidated Sustainability Statement

### Limited Assurance Conclusion

We have conducted a limited assurance engagement on the Consolidated Sustainability Statement of Aktsiaselts Tallink Grupp and its subsidiaries (the 'Group') as at and for the year ended 31 December 2025 included in the *Consolidated Sustainability Statement* section of the Group's Management Report (the 'Consolidated Sustainability Statement').

Based on the procedures we have performed and the evidence we have obtained, nothing has come to our attention that causes us to believe that the Consolidated Sustainability Statement is not prepared, in all material respects, in accordance with subsection 4 of § 31 of the Estonian Accounting Act, which transposes Article 29a of EU Directive 2013/34/EU, including:

- compliance with the European Sustainability Reporting Standards, including that the process carried out by the Group to identify the information reported in the Consolidated Sustainability Statement (the 'Process') is in accordance with the description in the section *Double Materiality Assessment* of the Consolidated Sustainability Statement; and
- that the disclosures in the *EU Taxonomy Reporting* section of the chapter *Environmental Information* of the Consolidated Sustainability Statement comply with Article 8 of EU Regulation 2020/852.

### Basis for Conclusion

We conducted our limited assurance engagement in accordance with International Standard on Assurance Engagements (Estonia) 3000 (Revised), *Assurance Engagements Other than Audits or Reviews of Historical Financial Information* (ISAE (EE) 3000 (Revised)), issued by the International Auditing and Assurance Standards Board (IAASB). Our responsibilities under this standard are further described in the *Auditors' Responsibilities for the Limited Assurance Engagement* section of our report.

We have complied with the independence and other ethical requirements of the *International Code of Ethics for Professional Accountants (including International Independence Standards)* (IESBA Code) issued by the International Ethics Standards Board for Accountants, together with the ethical requirements that are relevant to limited assurance engagements on sustainability statements in Estonia.

Our firm applies International Standard on Quality Management (Estonia) 1 (Revised) and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.



This version of our auditors' report is a copy from the original, which was prepared in xhtml format and presented to Nasdaq Tallinn together with the original version of the consolidated financial statements. All possible care has been taken to ensure that the copy is an accurate representation of the original, excluding xbrl tagging. However, in all matters of interpretation of information, views or opinions, the original version of our report takes precedence over this copy.

## Management's Responsibilities for the Consolidated Sustainability Statement

Management is responsible for designing, implementing and maintaining a process to identify the information reported in the Consolidated Sustainability Statement in accordance with the European Sustainability Reporting Standards and for disclosing this process in the section *Double Materiality Assessment* on pages 46-48 and 51-52 of the Consolidated Sustainability Statement. This responsibility includes:

- understanding the context in which the Group's activities and business relationships take place and developing an understanding of its affected stakeholders;
- identifying the actual and potential impacts (both negative and positive) related to sustainability matters, as well as risks and opportunities that affect, or could reasonably be expected to affect, the Group's financial position, financial performance, cash flows, access to finance or cost of capital over the short, medium, or long term;
- assessing the materiality of the identified impacts, risks and opportunities related to sustainability matters by selecting and applying appropriate thresholds; and
- selecting and applying methodologies and making assumptions and estimates that are reasonable in the circumstances.

Management is further responsible for the preparation of the Consolidated Sustainability Statement in accordance with subsection 4 of § 31 of the Estonian Accounting Act, which transposes Article 29a of EU Directive 2013/34/EU, including:

- compliance with the European Sustainability Reporting Standards;
- compliance of the disclosures in the section *EU Taxonomy Reporting in the chapter Environmental Information* of the Consolidated Sustainability Statement with Article 8 of EU Regulation 2020/852;
- designing, implementing and maintaining such internal controls that management determines are necessary to enable the preparation of the Consolidated Sustainability Statement that is free from material misstatement, whether due to fraud or error; and
- selecting and applying appropriate sustainability reporting methodologies and making assumptions and estimates that are reasonable in the circumstances.

Those charged with governance are responsible for overseeing the Group's sustainability reporting process.

## Inherent Limitations in Preparing the Consolidated Sustainability Statement

In reporting forward-looking information in accordance with the European Sustainability Reporting Standards, the Group's management is required to prepare the forward-looking information on the basis of disclosed assumptions about events that may occur in the future and possible future actions by the Group. The actual outcome is likely to be different since anticipated events frequently do not occur as expected.

In determining the disclosure requirements for the Consolidated Sustainability Statement, the Group interprets undefined legal and other terms. Undefined legal and other terms may be interpreted differently, including the legal conformity of their interpretation, and, accordingly, are subject to uncertainty.

## Auditors' Responsibilities for the Limited Assurance Engagement

Our responsibility is to design and perform the assurance engagement to obtain limited assurance about whether the Consolidated Sustainability Statement is free from material misstatement, whether due to fraud or error, and to issue a limited assurance report that includes our conclusion. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence decisions of users taken on the basis of the Consolidated Sustainability Statement as a whole.



This version of our auditors' report is a copy from the original, which was prepared in xhtml format and presented to Nasdaq Tallinn together with the original version of the consolidated financial statements. All possible care has been taken to ensure that the copy is an accurate representation of the original, excluding xbrl tagging. However, in all matters of interpretation of information, views or opinions, the original version of our report takes precedence over this copy.

Our responsibilities in respect of the Consolidated Sustainability Statement and the Process of its preparation include:

- obtaining an understanding of the Process but not for the purpose of providing a conclusion on the effectiveness of the Process, including the outcome of the Process; and
- designing and performing procedures to evaluate whether the Process is consistent with the Group's description of the Process, as disclosed in the section *Double Materiality Assessment* on pages 46-48 and 51-52 of the Consolidated Sustainability Statement.

Our other responsibilities in respect of the Consolidated Sustainability Statement include:

- identifying disclosures where material misstatements are likely to arise, whether due to fraud or error;
- obtaining an understanding of the Group's control environment, processes and information systems relevant to the preparation of the Consolidated Sustainability Statement but not evaluating the design of particular controls, obtaining evidence about their implementation or testing their effectiveness; and
- designing and performing procedures to detect potential material misstatements in the Consolidated Sustainability Statement. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

### Summary of the procedures we performed

A limited assurance engagement involves performing procedures to obtain evidence about the Consolidated Sustainability Statement. We designed and performed our procedures to obtain evidence about the Consolidated Sustainability Statement that is sufficient and appropriate to provide a basis for our conclusion. The nature, timing and extent of our procedures depended on our professional judgment, including the identification of disclosures where material misstatements are likely to arise, whether due to fraud or error, in the Consolidated Sustainability Statement. We exercised professional judgment and maintained professional scepticism throughout the engagement.

In conducting our limited assurance engagement, with respect to the Process, the procedures we performed included:

- obtaining an understanding of the Process by:
  - performing inquiries to understand the sources of the information used by management (e.g., stakeholder engagement, business plans and strategy documents); and
  - reviewing the Group's internal documentation of its Process; and
- evaluating whether the evidence obtained from our procedures about the Process applied in the Group was consistent with the description of the Process set out in the section *Double Materiality Assessment*.

In conducting our limited assurance engagement, with respect to the Consolidated Sustainability Statement, the procedures we performed included:

- obtaining an understanding of the Group's reporting processes relevant to the preparation of the Consolidated Sustainability Statement by:
  - obtaining an understanding of the Group's control environment, processes and information systems relevant to the preparation of the Consolidated Sustainability Statement but not evaluating the design of particular controls, obtaining evidence about their implementation or testing their effectiveness; and
  - obtaining an understanding of the roles and responsibilities in the preparation of the Consolidated Sustainability Statement, including communication within the Group and between management and those charged with governance; and
- evaluating whether material information identified by the Process is included in the Consolidated Sustainability Statement;
- evaluating whether the structure and the presentation of the Consolidated Sustainability Statement is in

This version of our auditors' report is a copy from the original, which was prepared in xhtml format and presented to Nasdaq Tallinn together with the original version of the consolidated financial statements. All possible care has been taken to ensure that the copy is an accurate representation of the original, excluding xbrl tagging. However, in all matters of interpretation of information, views or opinions, the original version of our report takes precedence over this copy.

- accordance with the European Sustainability Reporting Standards;
- conducting interviews with relevant personnel and performing analytical procedures on disclosures in the Consolidated Sustainability Statement;
  - performing assurance procedures on a sample basis on selected disclosures in the Consolidated Sustainability Statement;
  - where applicable, comparing disclosures in the Consolidated Sustainability Statement with the corresponding disclosures in the consolidated financial statements and the Management Report;
  - evaluating the methods, assumptions and data for developing material estimates and forward-looking information;
  - obtaining an understanding of the process to identify taxonomy-eligible and taxonomy-aligned economic activities and the corresponding disclosures in the Consolidated Sustainability Statement; and
  - performing assurance procedures on a sample basis on the taxonomy-aligned and taxonomy-eligible revenue, capital expenditure (CapEx) and operating expenditure (OpEx).

The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

Tallinn, 10 April 2026

/signed electronically/

**Indrek Alliksaar**  
Certified Public Accountant  
Licence No 446

**KPMG Baltics OÜ**  
Licence no 17

**KPMG Baltics OÜ**

Ahtri tn 4

Tallinn 10151

Estonia

Tel +372 626 8700  
[www.kpmg.ee](http://www.kpmg.ee)



This version of our auditors' report is a copy from the original, which was prepared in xhtml format and presented to Nasdaq Tallinn together with the original version of the consolidated financial statements. All possible care has been taken to ensure that the copy is an accurate representation of the original, excluding xbrl tagging. However, in all matters of interpretation of information, views or opinions, the original version of our report takes precedence over this copy.



## ALTERNATIVE PERFORMANCE MEASURES

AS Tallink Grupp presents certain performance measures as key figures, which in accordance with the 'Alternative Performance Measures' guidance by the European Securities and Markets Authority (ESMA) are not accounting measures of historical financial performance, financial position and cash flows, defined or specified in IFRS, but which are instead non-financial measures and alternative performance measures (APMs).

The non-financial measures and APMs provide the management, investors, securities analysts and other parties with significant additional information related to the Group's results of operations, financial position or cash flows and are often used by analysts, investors and other parties.

The non-financial measures and APMs should not be considered in isolation or as a substitute to the measures under IFRS. The APMs are unaudited.

### Calculation Formulas of Alternative Performance Measures

**EBITDA:** result from operating activities before net financial items, share of profit or loss of equity-accounted investees, taxes, depreciation and amortisation

**EBIT:** result from operating activities

**Earnings per share:** net profit or loss / weighted average number of shares outstanding

**Equity ratio:** total equity / total assets

**Shareholder's equity per share:** shareholder's equity / number of shares outstanding

**Gross margin:** gross profit or loss / net sales

**EBITDA margin:** EBITDA / net sales

**EBIT margin:** EBIT / net sales

**Net profit margin:** net profit or loss / net sales

**Capital expenditure:** additions to property, plant and equipment – additions to right-of-use assets + additions to intangible assets

**ROA:** earnings before net financial items, taxes 12 months trailing / average total assets

**ROE:** net profit or loss 12 months trailing / average shareholders' equity

**ROCE:** earnings before net financial items, taxes 12 months trailing / (total assets – current liabilities (average for the period))

**Net debt:** interest-bearing liabilities less cash and cash equivalents

**Net debt to EBITDA:** net debt / EBITDA 12 months trailing

**Current ratio:** current assets / current liabilities

## Reconciliations of Certain Alternative Performance Measures

In thousands of EUR	2025	2024	2023
Depreciation	74 321	91 738	94 635
Amortisation	5 445	6 013	6 589
Depreciation and amortisation	79 766	97 751	101 224
Result from operating activities	50 302	77 430	113 304
Depreciation and amortisation	79 766	97 751	101 224
EBITDA	130 068	175 181	214 528
EBITDA	130 068	175 181	214 528
IFRS 16 adoption effect	-20 795	-21 029	-20 096
Adjusted EBITDA	109 273	154 152	194 432
Additions to property, plant and equipment	30 963	20 488	25 710
Additions to intangible assets	2 006	1 904	2 498
Capital expenditures	32 969	22 392	28 208
Net profit	17 264	40 274	78 872
Weighted average number of shares outstanding	743 569 064	743 569 064	743 569 064
Earnings per share (EUR)	0.023	0.054	0.106
Lease liabilities	147	195	126
Lease liabilities related to right-of-use assets	70 962	87 659	94 418
Overdraft	3 126	0	0
Long-term bank loans	371 691	468 520	554 713
Interest-bearing liabilities	445 926	556 374	649 257
Total equity	750 073	782 306	785 754
Total assets	1 330 764	1 463 941	1 555 221
Equity ratio (%)	56.4%	53.4%	50.5%
Equity attributable to equity holders of the Parent	750 073	782 306	785 754
Number of ordinary shares outstanding	743 569 064	743 569 064	743 569 064
Shareholders' equity per share (EUR)	1.01	1.05	1.06
Gross profit	143 223	153 556	203 834
Net sales	765 288	785 822	835 325
Gross margin (%)	18.7%	19.5%	24.4%
EBITDA	130 068	175 181	214 528
Net sales	765 288	785 822	835 325
EBITDA margin (%)	17.0%	22.3%	25.7%
Adjusted EBITDA	109 273	154 152	194 432
Net sales	765 288	785 822	835 325
Adjusted EBITDA margin (%)	14.3%	19.6%	23.3%
EBIT	50 302	77 430	113 304
Net sales	765 288	785 822	835 325
EBIT margin (%)	6.6%	9.9%	13.6%
Net profit	17 264	40 274	78 872
Net sales	765 288	785 822	835 325
Net profit margin (%)	2.3%	5.1%	9.4%

<b>In thousands of EUR</b>	<b>2025</b>	<b>2024</b>	<b>2023</b>
Result from operating activities 12-months trailing	50 302	77 430	113 304
Total assets 31 December (previous year)	1 463 941	1 555 221	1 691 642
Total assets 31 March	1 470 540	1 548 604	1 672 052
Total assets 30 June	1 413 737	1 567 018	1 613 646
Total assets 30 September	1 359 077	1 498 900	1 597 395
Total assets 31 December	1 330 764	1 463 941	1 555 221
Average assets	1 407 612	1 526 737	1 625 991
<b>ROA (%)</b>	<b>3.6%</b>	<b>5.1%</b>	<b>7.0%</b>
Net profit 12-months trailing	17 264	40 274	78 872
Total equity 31 December (previous year)	782 306	785 754	706 931
Total equity 31 March	749 126	788 589	701 581
Total equity 30 June	698 105	750 371	735 229
Total equity 30 September	737 721	787 364	783 717
Total equity 31 December	750 073	782 306	785 754
Average equity	743 466	778 877	742 642
<b>ROE (%)</b>	<b>2.3%</b>	<b>5.2%</b>	<b>10.6%</b>
Result from operating activities 12-months trailing	50 302	77 430	113 304
Total assets 31 December (previous year)	1 463 941	1 555 221	1 691 642
Total assets 31 March	1 470 540	1 548 604	1 672 052
Total assets 30 June	1 413 737	1 567 018	1 613 646
Total assets 30 September	1 359 077	1 498 900	1 597 395
Total assets 31 December	1 330 764	1 463 941	1 555 221
Current liabilities 31 December (previous year)	229 810	224 307	296 246
Current liabilities 31 March	286 849	234 634	308 623
Current liabilities 30 June	303 126	301 433	325 820
Current liabilities 30 September	231 227	227 724	255 019
Current liabilities 31 December	211 921	229 810	224 307
Total assets - current liabilities 31 December (previous year)	1 234 131	1 330 914	1 395 396
Total assets - current liabilities 31 March	1 183 691	1 313 970	1 363 429
Total assets - current liabilities 30 June	1 110 611	1 265 585	1 287 826
Total assets - current liabilities 30 September	1 127 850	1 271 176	1 342 376
Total assets - current liabilities 31 December	1 118 843	1 234 131	1 330 914
Average assets - current liabilities	1 155 025	1 283 155	1 343 988
<b>ROCE (%)</b>	<b>4.4%</b>	<b>6.0%</b>	<b>8.4%</b>
Interest-bearing liabilities	445 926	556 374	649 257
Cash and cash equivalents	13 491	18 705	41 921
<b>Net debt</b>	<b>432 435</b>	<b>537 669</b>	<b>607 336</b>
Net debt	432 435	537 669	607 336
Depreciation	74 321	91 738	94 635
Amortisation	5 445	6 013	6 589
Depreciation and amortisation	79 766	97 751	101 224
EBITDA	130 068	175 181	214 528
<b>Net debt to EBITDA</b>	<b>3.3</b>	<b>3.1</b>	<b>2.8</b>
Current assets	105 897	107 721	122 952
Current liabilities	211 921	229 810	224 307
<b>Current ratio</b>	<b>0.5</b>	<b>0.5</b>	<b>0.5</b>