



GĀZES APGĀDES SISTĒMAS OPERATORS

*Translation from Latvian language*

## **Joint Stock Company „Gasos” Foundation Decision**

Riga

November 22, 2017

The Joint Stock Company „Latvijas Gāze”, unified registration No. 40003000642, legal address: 20 Vagonu Street, Riga, LV-1009, hereinafter – **the Founder**, with Chairman of the Board Aigars Kalvītis, personal identity number 270666-10507, residence address: 8 Ugāles Street, Riga, LV-1002, acting on its behalf under the Articles of Association and the resolution of the Shareholders’ meeting dated August 15, 2017, hereby decides to establish a joint stock company, hereinafter – **the Company**:

### **1. Name**

1.1. The Company name is the Joint Stock Company „Gasos”.

### **2. Articles of Association**

2.1. The Company operates under the Articles of Association approved at the foundation meeting.

### **3. Fixed capital**

3.1. The fixed capital of the Company is 39,900,000 (thirty nine million nine hundred thousand) EUR. The fixed capital of the Company consists of 39,900,000 (thirty nine million nine hundred thousand) shares. The nominal value of one share is 1 (one) EUR. All shares are of the same category with equal rights to vote at a shareholders’ meeting, to dividend, and to liquidation quota.

### **4. Procedure of payment of fixed capital**

4.1. The fixed capital of the Company is formed in the process of reorganisation of the Joint Stock Company „Latvijas Gāze” by spinning off the assets of the divided company (the Founder).

### **5. Number of shares due to the Founder**

5.1. The Founder owns all shares of the Company.

### **6. Costs of foundation**

6.1. The foundation of the Company takes place within the reorganisation of the Joint Stock Company „Latvijas Gāze” required under the Energy Law. Hence, all reasonable costs for an effective accomplishment of this objective are permissible.

## 7. Management Board

- 7.1. The members of the Management Board of the Company are:
- 1) **Ilze Pētersone-Godmane** (Chairman of the Board);
  - 2) **Anton Bubenov**;
  - 3) **Joachim Hockertz**;
  - 4) **Baiba Bebre**;
  - 5) **Aleksandrs Kuposovs**.

## 8. Council

- 8.1. The members of the Council of the Company are:
- 1) **Aleksander Medvedev** (Chairman of the Council);
  - 2) **Aldis Pauniņš** (Vice-Chairman of the Council);
  - 3) **Nikolay Vasiljev**;
  - 4) **Oleg Tarasov**;
  - 5) **Denis Emelyanov**;
  - 6) **William Pierson**;
  - 7) **Martin Sichelkow**;
  - 8) **Guillaume Rivron**;
  - 9) **Christian Janzen**;
  - 10) **Ludwig Ekkehard**;
  - 11) **Nikita Pozdnakov**.

8.2. The monthly remuneration of the Chairman of the Council of the Company is 2 577 EUR, the monthly remuneration of a Vice-Chairman and of a Member of the Council is 2 319 EUR.

## 9. Auditor

9.1. The auditor of the Company is "PricewaterhouseCoopers" LLC. The auditor's remuneration for the audit of the annual accounts, report, accounting and financial-economic performance of 2017 is 15,000 EUR (fifteen thousand euros), excluding value added tax.

## 10. Other matters

10.1. The elected Council members shall hold the first Council meeting on November 22, 2017 where:

- 1) the Regulations of the Council shall be approved;
- 2) the Secretary of the Council shall be elected and his/her monthly remuneration shall be set;
- 3) the Regulations of the Board shall be accepted;
- 4) the monthly remuneration of the Chairman of the Board and the Members of the Board shall be set.

Attached:

- Articles of Association on 11 pages

Joint Stock Company „Latvijas Gāze”  
Chairman of the Board

Aigars Kalvītis