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| **LITGRID AB**  Registered address: A. Juozapavičiaus g. 13, Vilnius, Lithuania; registration number: 302564383; data gathered and stored with the Register of Legal Entities |

Ballot finalised on 25/11/2019

**GENERAL BALLOT FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

**CONVENED ON 17 December 2019**

**DETAILS OF A SHAREHOLDER**

Please provide details of a shareholder casting a vote in the table below:

|  |  |
| --- | --- |
| Full name of a shareholder:  Vardas, pavardė / pavadinimas | Personal ID number (registration number) of a shareholder:  Asmens kodas / juridinio asmens kodas |
| Number of shares owned by a shareholder:  Akcijų skaičius | |

**VOTING ON PROCEDURAL MATTERS**

Please indicate individuals you propose and vote FOR:

|  |  |
| --- | --- |
| The following candidate should be proposed and elected as a chairman of the general meeting:  Vardas, pavardė | The following candidate should be proposed and elected as a secretary of the general meeting:  Vardas, pavardė |
| The following candidate should be proposed and elected as an individual responsible for taking steps listed under Article 22(2) and 22(3) of the Law on Companies of the Republic of Lithuania:  Vardas, pavardė | |

**VOTING ON THE MATTERS INCLUDED ON THE AGENDA**

Please tick an option of your preference:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **No.** | **Matter of the agenda** | **Draft resolutions proposed** | **Voting** | |
| 1. | Regarding registration of LITGRID AB new registered office | * 1. To change LITGRID AB (legal entity code 302564383, current registered office A. Juozapavičiaus g. 13, LT-09311 Vilnius) registered office from A. Juozapavičiaus g. 13, LT-09311 Vilnius to Viršuliškių skg. 99B, Vilnius.   2. To oblige CEO of LITGRID AB to sign all necessary documents and to perform all necessary actions in order to register new LITGRID AB registered office until 23 December 2019. | **FOR** | **AGAINST** |
| 2. | Regarding the annual remuneration of the members of the Budget Board and the costs related to the performance of the functions of the Board; | 2.1. As of 1st December 2019 set these remuneration levels (before deduction of taxes payable) for independent members of the Board:  2.1.1. 1,750 EUR (one thousand seven hundred and fifty euros) to the independent members of the Board;  2.1.2. 1,400 EUR (one thousand four hundred euros) for independent members of the Board who are not members of the Board Committee formed in the group of companies of UAB EPSO G (hereinafter – group);  2.1.3. 2,150 EUR (two thousand one hundred and fifty euros), taking into account the additional administrative functions of the chairman of the collegial body, to the chairman of the board who also holds the office of at least one member of the board committee; and the chairman of the committee, who also serves as an independent Board member in the group;  2.1.4. 1,800 EUR (one thousand eight hundred euros), taking into account the additional administrative functions of the chairman of the collegial body, to the chairman of the board who is not a member of the board committee formed in the group;  2.2. Given that the above amounts are calculated in accordance with applicable tax legislation, i. y. Inclusion of taxes due, changes in tax treatment, pending new decisions on remuneration, Remuneration paid to members of collegial bodies, after tax, must not change relative to the amount calculated under the above amounts.  2.3. To assign and oblige the General Manager of the Company to sign revised contracts with independent members of the Board of Directors taking into account the remuneration of the independent members of the Board as amended by this decision.  2.4. To provide that if an independent member of the Board of the Company is elected a member and / or chairman of the Board of the Group or a member of the Board of the Company is recalled / resigned from the position of an independent member of the Board and / or Chairman of the Board is subject to change in accordance with the above-mentioned remuneration levels of the Company's Board members. Accordingly, the General Manager of the Company is entrusted with and obliged to sign, on behalf of the Company, amendments to the contracts with the independent members of the Board of the Company, which establish such changes in the remuneration of the respective independent members of the Board of the Company.  2.5. To determine that the total annual budget for the remuneration of the independent members of the Board and additional expenses of the Company for ensuring the activities of the Board for year 2020 is 41,580 EUR, of which 37,800 EUR is for the remuneration of the independent members of the Board and 3,780 EUR is for training costs. | **FOR** | **AGAINST** |
| 3. | Regarding the amendment of the standard terms and conditions of contract with the independent members of the Board on the activities of the Board of LITGRID AB | 3.1. Confirm the updated standard terms and conditions of independent Board member agreement for activities on LITGRID AB board (Annex Nr. 2). | **FOR** | **AGAINST** |

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| Data |  | Vardas, pavardė / pavadinimas |
| (date) |  | (full name and signature of a shareholder (or any other individual authorised to voting based on his/her shares)) |