**Akcinė bendrovė "UTENOS TRIKOTAŽAS"**

**Registered seat address J. Basanavičiaus str. 122, Utena, legal entity code 183709468**

**(hereinafter – the Company)**

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

**OF 3 JANUARY 2023**

**DATA ABOUT SHAREHOLDER:**

*Shareholder’s name, surname (natural person); Shareholder’s business name and legal form (legal person):*

*\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_*

*Shareholder’s personal code (natural person); enterprise code (legal person):*

*\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_*

*Number of shares held by the Shareholder:*

**VOTING ON AGENDA ITEMS**

***Please circle in the table below the option selected: FOR or AGAINST***

***When electing the member of the Managing Board, please enter the number of votes cast in the row of the candidate whom you vote for***

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **Seq. No.** | **Agenda item** | **Draft decisions** | **Shareholder’s voting** | |
| 1. | Concerning the approval of the payment terms for audit services | Determine that the remuneration to the UAB KPMG Baltics for the audit of AB Utenos trikotažas is as follows: for the year 2022 - EUR 38,280 plus VAT, for the year 2023 - EUR 39,050 plus VAT, for the year 2024 (if the contract is extended) - EUR 39,050 plus VAT. | FOR | AGAINST |
| 2. | Election of new individual members of the Management Board of the Company | 2.1. In order to fill the vacant positions in the Management Board, which arose after the resignation of NERIJUS KALINAUSKAS and NORTAUTAS LUOPAS (independent member) from the Company’s Management Board, to elect these candidates as members of the Management Board:   |  |  |  | | --- | --- | --- | |  | **Candidates:** | **Number of votes cast\*** | | 1. | VYTAUTAS VAŠKYS |  | | 2. | NERINGA VAITELYTĖ  (independent member) |  |   ***\*****Please note that when electing the members of the Management Board the shareholder has the number of votes that is equal to the product of multiplication of the number of votes carried by the shares held by the shareholder and the number of elected members of the Management Board. You may distribute your votes at your own discretion for one or more candidates*. | ---- | ---- |
|  |  | 2.2. Persons are elected to serve as members of the Management Board of the Company until the expiry of the term of office of the current Managements Board, which was elected by the decision of the general meeting of shareholders on 28.04.2021. The members of the Management Board shall start their activities upon the end of the Shareholders' Meeting of the Company that elected them. | FOR | AGAINST |
|  |  | 2.3. To establish that the independent member of the Board of the Company shall be paid a remuneration for the activities of a member of the Board that meets the following conditions:   - hourly wage not exceeding 80 EUR / hour. (after taxes);  - the monthly remuneration does not exceed EUR 2000 (after tax);  - the minimum number of hours per quarter for which the Company pays independent member of the Board for activities on the Board is 10 hours. The contract with the independent board member may stipulate that no minimum number of hours is set. | FOR | AGAINST |
|  |  | 2.4. To instruct the Board of the Company to establish the procedure for calculation and payment of remuneration to independent member of the Board of the Company and to approve the form of the agreement on the activities of a member of the Board of the Company. | FOR | AGAINST |

By signing this general voting ballot, the shareholder also confirms proper and timely provision of information on the convened General Meeting of Shareholders of the Company, and that the shareholder has no claims as to the convocation of the General Meeting of Shareholders; the shareholder also confirms that he has been furnished with all information/documents required for voting on each agenda item.

Name, surname/Legal entity name,

representative’s name, surname, position: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Signature and date of signing: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Title, date and number of the document

granting the right to vote

*(if the ballot is signed by outhorized person)* \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_