**AUGA group, RAB**

Code 126264360, VAT number LT100001193419

Address Konstitucijos ave. 21C, Vilnius

Annual general shareholders meeting, 29th August 2025, 10.00 a.m.

**GENERAL VOTING BALLOT**

Shareholder: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, code\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

*(Name, surname, personal code / company name, company code)*

Number of shares: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

|  |  |
| --- | --- |
| *Draft resolutions of the general meeting of shareholders*  | *Shareholder's vote* |
| *For*  | *Against* |
| **1. Consolidated management report of the Company for the year 2024 and independent Auditor’s conclusion except the part of the remuneration report of the Company for the year 2024.***Taken for the information.* | **Taken for the information.** |
| **2.  Remuneration report of the Company for the year 2024 as the part of the Consolidated management report of the Company for the year 2024***To approve remuneration report of the Company for the year 2024 as the part of the Consolidated management report of the Company for the year 2024.* |  |  |
| **3.   Approval of consolidated set of annual financial statements of the Company for the year 2024.***To approve the set of annual financial statements of Company and the set of consolidated financial statements of Company’s group for the year ended 31 December 2024***.** |  |  |
| **4. Approval of the profit (loss) allocation of the Company for the year 2024.***To distribute the Company’s profit in the total sum of EUR (22,762,493) available for allocation, as follows:*

|  |  |  |
| --- | --- | --- |
| *No.* | *Ratios* | *Amount, EUR* |
| *1.* | *Non-allocated profit (loss) of the previous year at the end of the financial year as of 31 December 2024* | *2,818,717* |
| *2.* | *Net profit (loss) for the financial year* | *(22,762,493)* |
| *3.* | *Profit (loss) for the reporting financial year not recognized in the profit and loss account* | *-* |
| *4.* | *Share based payment for employees’ expenses accounted in the profit and loss account* | *606,500* |
| *5.* | *Shareholders' contribution against losses* | *-* |
| *6.* | *Portion of the reserve of tangible fixed assets* | *-* |
| *7.* | *Transfers of compulsory reserve to cover losses* | *2,040,737* |
| *8.* | *Transfers of share premium to cover losses* | *6,707,451* |
| *9.* | *Profit (loss) for allocation (1+2+3+4+5+6+7+8)* | *(10,589,088)* |
| *10.* | *Allocation of profit to compulsory reserve* | *-* |
| *11.* | *Allocation of profit to reserve for granting of shares* | *-* |
| *12.* | *Allocation of profit to other reserves* | *-* |
| *13.* | *Allocation of profit to dividends* | *-* |
| *14.* | *Allocation of profit to tantièmes* | *-* |
| *15.* | *Non-allocated profit (loss) at the end of the reporting year carried forward to next financial year (9-10-11-12-13-14)* | *(10,589,088)* |

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| **5. Election of members of the Company's Board\***\* Board members are voted for by distributing the votes for one or several candidates. Each shareholder has the number of votes equal to the number of votes carried by the shares he/she/it owns multiplied by 5 (the number of members to be elected). The candidates who receive the largest number of votes shall be elected.

|  |  |  |
| --- | --- | --- |
| **No.** | **Name, Surname of the candidate**  | **Number of votes FOR** |
| 1. | Giedrius Barcys |  |
| 2. | Peter Bryde  |  |
| 3. | Andrej Cyba |  |
| 4. | Kęstutis Juščius  |  |
| 5. | Ramutė Razmienė |  |
| 6. | Linas Strėlis |  |
| 7. | Aleksandras Šutovičius |  |

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| **6. Determination of remuneration for Board members.***6.1 To approve the following remuneration for the newly elected board members for one tenure: to set a monthly remuneration of EUR 2 280 (before taxes) for a member of the Board and EUR 3 000 (before taxes) for the Chairman of the Board, irrespective of the annual number of the Board meetings.**6.2 For board members living abroad – compensation of travel and accommodation costs for/during attendance of the board meeting – not exceeding EUR 500 + VAT (Lithuanian tariff) in respect to one board meeting in which he/she participated; if the board member participates in a meeting via communication/IT measures (not physically traveling to Lithuania), travel costs compensation shall not be paid for such participation.* |  |  |
| **7. Provision of the implementation of the Strategy of the Company.***Taken for the information.* | **Taken for the information.** |
| **8. Amendment of the Articles of Association of the Company***8.1 To amend the Articles of Association by stipulating that essential decisions related to the transfer and/or acquisition of the Company’s and/or AUGA Group’s assets specified in that plan, the approval of the essential commercial terms of such transactions, decisions on the terms of transfer of the Company’s and/or AUGA Group’s assets and liabilities to the fund, as well as other matters related to the Company as an investor in the fund would be adopted by the Company's board by a majority of 4/5 of the votes of the Board members participating in the meeting. Additionally, to implement other amendments related to changes in legal regulation.**8.2 To approve the new wording of the Company’s Articles of Association (attached).**8.3 To authorize the Company’s CEO or another authorized person to sign the Articles of Association and perform all actions necessary to implement this resolution.* |  |  |

Shareholder (or another person entitled to vote):

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(Signature) (Position (if applicable), Name and Surname)