

Decisions of ŽEMAITIJOS PIENAS, AB Ordinary General Meeting of Shareholders as of 24 April 2026

Row No.	Matters on the agenda	Decision																																													
1.	Presentation of the independent auditor's report and the Company's consolidated management report for 2025.	The independent auditor's report and the Company's consolidated management report for 2025 have been presented and acknowledged. No decision is adopted on this item. The auditor's report and the consolidated management report are attached.																																													
2.	Approval of the Company's set of annual consolidated financial statements for 2025 and the Company's annual report.	To approve the Company's set of annual consolidated financial statements for 2025 and the annual report. The approved documents are attached.																																													
3.	Approval of the distribution of the Company's profit (loss) for 2025.	<p>To approve the draft alternative decision regarding the distribution of profit (loss) for 2025:</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: center;">Row No</th> <th style="text-align: center;">Profit distribution items</th> <th style="text-align: center;">Thousand EUR</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">1</td> <td>Retained profit (loss) of previous financial years at the end of the reporting financial year</td> <td style="text-align: right;">111,243</td> </tr> <tr> <td style="text-align: center;">2</td> <td>Net profit (loss) of the reporting financial year</td> <td style="text-align: right;">22,199</td> </tr> <tr> <td style="text-align: center;">3</td> <td>Profit (loss) of the reporting financial year not recognized in the profit (loss) report – actuarial change</td> <td style="text-align: right;">-217</td> </tr> <tr> <td style="text-align: center;">4</td> <td>Profit (loss) of the reporting financial year not recognized in the profit (loss) report – result of reduction of share capital and cancellation of own shares</td> <td style="text-align: right;">0</td> </tr> <tr> <td style="text-align: center;">5</td> <td>Transfers from reserves</td> <td style="text-align: right;">10,200</td> </tr> <tr> <td style="text-align: center;">6</td> <td>Contributions of shareholders to cover the Company's losses (if shareholders decided to cover all or part of the losses)</td> <td style="text-align: right;">0</td> </tr> <tr> <td style="text-align: center;">7</td> <td>Total distributable profit (loss)</td> <td style="text-align: right;">143,425</td> </tr> <tr> <td style="text-align: center;">8</td> <td>Portion of profit allocated to the legal reserve</td> <td style="text-align: right;">0</td> </tr> <tr> <td style="text-align: center;">9</td> <td>Portion of profit allocated to the reserve for acquisition of own shares</td> <td style="text-align: right;">10,000</td> </tr> <tr> <td style="text-align: center;">10</td> <td>Portion of profit allocated to the reserve for granting shares</td> <td style="text-align: right;">0</td> </tr> <tr> <td style="text-align: center;">11</td> <td>Portion of profit allocated to other reserves (major investments)</td> <td style="text-align: right;">35,000</td> </tr> <tr> <td style="text-align: center;">12</td> <td>Portion of profit allocated for dividend payments</td> <td style="text-align: right;">2,686</td> </tr> <tr> <td style="text-align: center;">13</td> <td>Portion of profit allocated for employee bonuses and other purposes**</td> <td style="text-align: right;">200</td> </tr> <tr> <td style="text-align: center;">14</td> <td>Retained earnings (losses) at the end of the reporting financial year carried forward to the next financial year</td> <td style="text-align: right;">95,357</td> </tr> </tbody> </table> <p>* EUR 0.07 per share ** EUR 200,000 allocated for employee bonuses</p>	Row No	Profit distribution items	Thousand EUR	1	Retained profit (loss) of previous financial years at the end of the reporting financial year	111,243	2	Net profit (loss) of the reporting financial year	22,199	3	Profit (loss) of the reporting financial year not recognized in the profit (loss) report – actuarial change	-217	4	Profit (loss) of the reporting financial year not recognized in the profit (loss) report – result of reduction of share capital and cancellation of own shares	0	5	Transfers from reserves	10,200	6	Contributions of shareholders to cover the Company's losses (if shareholders decided to cover all or part of the losses)	0	7	Total distributable profit (loss)	143,425	8	Portion of profit allocated to the legal reserve	0	9	Portion of profit allocated to the reserve for acquisition of own shares	10,000	10	Portion of profit allocated to the reserve for granting shares	0	11	Portion of profit allocated to other reserves (major investments)	35,000	12	Portion of profit allocated for dividend payments	2,686	13	Portion of profit allocated for employee bonuses and other purposes**	200	14	Retained earnings (losses) at the end of the reporting financial year carried forward to the next financial year	95,357
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4.	Regarding the determination of the budget for	To set a budget of EUR 200,000.00 for the remuneration of members of the Company's collegial bodies for their activities in the Company's bodies for the period																																													

	the remuneration of members of the Company's collegial bodies for their activities in the Company.	from the date of adoption of the decision of the Annual General Meeting of Shareholders in 2026 until the Annual General Meeting of Shareholders in 2027.
5.	Regarding the formation of a reserve for the acquisition of own shares and the determination of the procedure for acquisition of own shares.	<ol style="list-style-type: none"> 1. To acquire shares of AB "ŽEMAITIJOS PIENAS" through the official tender offer market of AB Nasdaq Vilnius stock exchange in accordance with the rules governing this market. 2. To form a reserve for the acquisition of own shares and to acquire up to 10 percent of the Company's shares (including the Company's already held own shares); 3. To establish the conditions for the acquisition of own shares: <ol style="list-style-type: none"> 3.1. to use the funds of the formed reserve for the acquisition of own shares to pay for the acquired own shares; 3.2. the maximum number of ordinary registered shares of the Company to be acquired – up to 10 percent of all shares of the Company; 3.3. the period during which the Company may acquire its own shares – 18 months from the date of adoption of the decision; 3.4. the minimum acquisition price of one own share – EUR 1.50, and the maximum acquisition price of one own share – EUR 2.70; 3.5. the purpose of acquisition of own shares – cancellation of shares in order to increase each investor's ownership interest in the Company's share capital; 3.6. in compliance with the conditions set out in this decision and the provisions of the Law on Companies of the Republic of Lithuania, to authorise the Company's Board to organise the acquisition of own shares for the purposes specified in this decision, to determine the detailed procedure for acquisition of own shares, the timing of execution, the number of shares to be acquired, the price, and to perform all and any actions related to the acquisition of own shares.
6.	Regarding the reduction of the Company's share capital by cancelling 765,951 (seven hundred sixty-five thousand nine hundred fifty-one) shares held by the Company under the right of ownership.	<ol style="list-style-type: none"> 1. To reduce the Company's share capital by EUR 222,126 (two hundred twenty-two thousand one hundred twenty-six) by cancelling 765,951 (seven hundred sixty-five thousand nine hundred fifty-one) ordinary registered own shares held by the Company, the nominal value of one share being EUR 0.29. 2. After the cancellation of 765,951 own shares held, the share capital shall amount to EUR 11,881,749.21 (eleven million eight hundred eighty-one thousand seven hundred forty-nine euros and 21 cents), divided into 40,971,549 (forty million nine hundred seventy-one thousand five hundred forty-nine) ordinary registered shares, with a nominal value of EUR 0.29 (twenty-nine hundredths of a euro) per share.
7.	Regarding the amendment of the Company's Articles of Association and approval of the new wording of the Articles of Association.	<p>To approve the alternative draft resolution: To amend and approve the new wording of the Company's Articles of Association. To authorise the Chief Executive Officer of the Company, with the right of sub-delegation, to sign the new wording of the Articles of Association and to perform all actions necessary for their registration.</p>