

Draft decisions of the Annual General Meeting of Shareholders of AB "KN Energies" to be held on 30 April 2026

The Board of AB "KN Energies", legal entity code 110648893, registered at Burių str. 19, Klaipėda, among others adopted the following decisions:

To approve the draft decisions under the approved agenda of the Annual General Meeting of Shareholders, to be held on 30 April 2026 at 1:00 p.m.:

1. Approval of the audited Financial Statements of AB „KN Energies“ for the year 2025:

1.1. To approve the audited Financial Statements of AB „KN Energies“ for the year 2025.

2. Approval of the appropriation of profit (loss) of AB „KN Energies“ for the year 2025:

2.1. To allocate profit of AB „KN Energies“ in the following order:

Nr./ No.	Rodikliai / Ratios	Suma, tūkst. eurų/ Amount in EUR thousand
1	Ankstesnių finansinių metų nepaskirstytasis pelnas (nuostoliai) ataskaitinių finansinių metų pabaigoje / Retained earnings of previous financial year at the end of financial year	0
2	Grynasis ataskaitinių finansinių metų pelnas (nuostoliai) / Net profit (loss) of the year	16 727
3	Pelno (nuostolių) ataskaitoje nepripažintas ataskaitinių finansinių metų pelnas (nuostoliai) / Profit (loss) for the financial year not recognised in the statement of comprehensive income	-118
4	Pervedimai iš privalomojo rezervo / Transfers from legal reserve	0
5	Pervedimai iš rezervų savoms akcijoms įsigyti/ Transfers from reserve for own shares	0
6	Pervedimai iš rezervų / Transfers from restricted reserves	0
7	Akcininkų įnašai bendrovės nuostoliams padengti / Shareholders' contribution against losses	0
8	Paskirstytinasis pelnas (nuostoliai) iš viso (1+2+3+4+5+6+7) / Profit for allocation (1+2+3+4+5+6+7)	16 609
9	Pelno dalis, paskirta į privalomąjį rezervą / Share of profit allocated to legal reserve	0
10	Įstatinio kapitalo mažinimas / Decrease in share capital	0
11	Pelno dalis, paskirta į rezervą savoms akcijoms įsigyti / Share of profit allocated to own shares acquisition	0
12	Pelno dalis, paskirta į rezervą akcijoms suteikti / Share of profit allocated to the reserve for the allocation of shares	0

13	<i>Pelno dalis, paskirta į kitus rezervus / Share of profit allocated to other reserves</i>	5 737
13.1	<i>pelno dalis, paskirta investicijų vykdymui</i>	5 637
13.2	<i>pelno dalis, paskirta paramai suteikti</i>	100
14	<i>Pelno dalis, paskirta dividendams mokėti / Share of profit allocated to dividends</i>	10 872
15	<i>Pelno dalis, paskirta tantjemoms / Share of profit allocated to tantiems</i>	0
16	<i>Nepaskirstytasis pelnas (nuostoliai) ataskaitinių finansinių metų pabaigoje, perkeliamas į kitus metus (8-9-10-11-12-13-14) / Non-allocated profit (loss) at the end of the financial year carried forward to next financial year (8-9-10-11-12-13-14)</i>	0
	<i>Dividendai/akcijai dividends per share</i>	0,0286
	<i>Dividend yeild at share price 0,42 Eur</i>	6,81%

3. Agreement on the Report on the remuneration of AB „KN Energies“:

3.1. *To agree on AB „KN Energies“ Remuneration Report.*

4. Abolition of the Supervisory Council of AB “KN Energies“:

4.1. *Taking into account the changes to the Company’s corporate governance model, whereby the supervisory functions provided for in the Law on Companies of the Republic of Lithuania are eliminated, as set out in the updated version of the Articles of Association of AB “KN Energies”, to abolish the collegial supervisory body of AB “KN Energies” – the Supervisory Council.*

4.2. *To establish that the date on which the updated Articles of Association of AB “KN Energies” are registered in the Register of Legal Entities shall be the last day of office for the members of the Supervisory Council of AB “KN Energies”, and that as of this date the members of the Supervisory Council shall lose all their rights and obligations at AB “KN Energies”.*

4.3. *To instruct the Board of AB “KN Energies” to carry out the supervisory functions provided for in Article 34(11) of the Law on Companies of the Republic of Lithuania.*

4.4. *To establish that, from the moment the Supervisory Council of AB “KN Energies” is abolished, the activities of the Audit Committee and the Remuneration and Nomination Committee of AB “KN Energies” shall be deemed terminated.*

4.5. *To authorize the CEO of AB “KN Energies” (with the right to delegate) to perform all actions necessary for the implementation of this decision, including submitting documents required for the registration of changes in the Register of Legal Entities.*

5. Increase in the number of members of the Board of AB “KN Energies“:

5.1. *To increase the number of members of the Company’s Board from 5 (five) to 6 (six).*

6. Approval of the amended Articles of Association of AB “KN Energies“:

- 6.1. *To amend the Articles of Association of AB “KN Energies” by restating them in a new version (attached), replacing the entire text of the Articles of Association (without separately approving amendments to individual provisions).*
 - 6.2. *To authorize the CEO of AB “KN Energies” (with the right to delegate) to sign the new version of the Articles of Association of AB “KN Energies”, submit it for notarization, register it with the Register of Legal Entities, and perform all other actions related thereto.*
- 7. Approval of the amended Remuneration Policy of AB “KN Energies”:**
- 7.1. *To approve the amended Remuneration Policy for the Management Bodies and Committee Members of AB “KN Energies”, restating it in a new version (attached).*
 - 7.2. *The amended Remuneration Policy for the Management Bodies and Committee Members of AB “KN Energies” shall enter into force on the date of registration of the Articles of Association of AB “KN Energies” in the Register of Legal Entities.*
- 8. Approval of the amended Corporate Governance Policy of AB “KN Energies”:**
- 8.1. *To approve the amended Corporate Governance Policy of AB “KN Energies”, restating it in a new version (attached).*
 - 8.2. *The amended Corporate Governance Policy of AB “KN Energies” shall enter into force on the date of registration of the Articles of Association of AB “KN Energies” in the Register of Legal Entities.*
- 9. Election of the members of the Board of AB “KN Energies” and determination of their remuneration:**
- 9.1. *Taking into account the decision adopted in this Annual General Meeting of Shareholders concerning the approval of the new version of the Articles of Association of AB “KN Energies”, which stipulates that the Board of AB “KN Energies” shall consist of 6 (six) members, to elect 6 (six) members of the Board of AB “KN Energies” for a term of 4 (four) years.*
 - 9.2. *To elect the following individuals as members of the Board of AB “KN Energies” for a term of 4 (four) years:*
 - *to the position of the Company’s independent Board member in the area of financial strategy, audit and risk management – Jūratė Lingienė;*
 - *to the position of the Company’s independent Board member in the area of resilience, operational efficiency, innovation and infrastructure development – Roderick Guy Mason;*
 - *to the position of the Company’s independent Board member in the area of sustainability, social responsibility and corporate governance – Lasse Bolander;*
 - *to the position of the Company’s independent Board member in the area of international business development and new markets – Casper Willem Maurits Pieper.*
 - *to the position of the Company’s Board member – civil servant in the area of strategy, transformation and competitiveness – Karolis Švaikauskas;*
 - *to the position of the Company’s Board member – civil servant in the area of energy policy, regulation and governmental relations – Aurimas Salapėta.*

- 9.3. *To set the following monthly fixed remuneration for the members of the Board of AB “KN Energies” (before taxes):*
- *For the Chairperson of the Board – 5 307 EUR*
 - *For an independent member of the Board – 3 980 EUR*
 - *For a member of the Board (civil servant) – 3 184 EUR*
- 9.4. *To authorize the CEO of AB “KN Energies” (with the right to delegate) to conclude the activity agreement for a member of the Board and a committee of AB “KN Energies” with the newly elected members of the Board.*
- 10. Approval of the standard form of the activity agreement for a member of the Board and a committee of AB “KN Energies”:**
- 10.1. *To approve the standard form of the Activity Agreement for a member of the Board and a committee of AB “KN Energies” (attached).*