**AB „Ignitis grupė“**

Registered office address: Žvejų st. 14, Vilnius, Lithuania

Company code: 301844044; VAT reg. No.: LT100004278519

Data of the company are collected and stored in the Register of Legal Entities

GENERAL BALLOT PAPER

OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

TO BE HELD ON 27 SEPTEMBER 2021

**SHAREHOLDER’S DETAILS**

**Name of the Shareholder:**

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

**Shareholder's personal identity number (company code):**

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

**Number of shares held by the shareholder:**

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

**VOTING ON AGENDA ITEMS**

*Please indicate your choice “FOR” or “AGAINST” by circling the respective word in the table below.*

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **No.** | **Item** | **Draft resolution** | **Shareholder’s vote** | | |
|  | Regarding the assent to the consolidated interim report of AB “Ignitis grupė” for the six months period ended 30 June 2021. | * 1. To assent to the consolidated interim report of AB “Ignitis grupė” for the six months period ended 30 June 2021 (attached). | „FOR“ | | „AGAINST“ |
|  | Regarding the approval of the set of audited interim condensed financial statements of AB “Ignitis grupė” for the six months period ended 30 June 2021. | * 1. To approve the set of audited interim condensed financial statements of AB “Ignitis grupė” for the six months period ended 30 June 2021 (attached). | „FOR“ | | „AGAINST“ |
|  | Regarding the allocation of dividends for shareholders of AB “Ignitis grupė” for the six months period ended 30 June 2021. | * 1. Taking into account that all the conditions for granting dividends for a period shorter than the financial year set forth in Article 601 (5) of the Law on Companies of the Republic of Lithuania are met, to allocate dividends in the amount of EUR 43.75 million to the shareholders of AB “Ignitis grupė” for the six months period ended 30 June 2021. | „FOR“ | | „AGAINST“ |
|  | Regarding the election of the audit company to perform the audit of the financial statements of AB “Ignitis grupė” and determination of the terms of payment for audit services. | * 1. To elect „KPMG Baltics", UAB as the audit company for the audit of financial statements of AB “Ignitis grupė” for the year 2021 and 2022 and to pay for audit services no more than EUR 203,000.00 (two hundred three thousand euros) (VAT excluded) for the year 2021 and 2022. | „FOR“ | | „AGAINST“ |
|  | Regarding the approval of the updated Remuneration Policy of AB “Ignitis grupė” group of companies. | * 1. To approve the updated Remuneration Policy of AB “Ignitis grupė” group of companies (attached). | „FOR“ | | „AGAINST“ |
| * 1. To determine the fixed base salary of a member of the Supervisory Board of AB “Ignitis grupė” – EUR 2000 (two thousand euros) before taxes, according to which, in accordance with Annex No 2 of the Remuneration Policy of AB “Ignitis grupė” group of companies, by applying the coefficient of the respective amount, the amounts of remuneration of the members of the collegial bodies of AB “Ignitis grupė” group of companies are calculated and determined. | „FOR“ | | „AGAINST“ |
|  | Regarding the revocation of the members of the Audit Committee of AB “Ignitis grupė” and election of new members for the new term of the Audit Committee and approval of the Regulations of the Audit Committee. | * 1. To revoke the members of the Audit Committee of AB “Ignitis grupė” in corpore:      1. Irena Petruškevičienė;      2. Šarūnas Radavičius;      3. Ingrida Muckutė;      4. Danielius Merkinas. | „FOR“ | | „AGAINST“ |
| 6.2. To elect to the Audit Committee of AB “Ignitis grupė” for a new 4 (four) year term: | Number of votes distributed\*: | | |
| 6.2.1. Irena Petruškevičienė; |  | | |
| 6.2.2. Saulius Bakas; |  | | |
| 6.2.3. Marius Pulkauninkas. |  | | |
| * 1. To establish that the elected members of the Audit Committee of AB “Ignitis grupė” shall commence their activities after the end of the extraordinary general meeting of shareholders of AB “Ignitis grupė” that elected them. | „FOR“ | „AGAINST“ | |
| * 1. To approve the terms of the confidential information protection agreement with the members of the Audit Committee of AB “Ignitis grupė” (attached). | „FOR“ | „AGAINST“ | |
| * 1. To approve the terms of the agreement on the activities of the independent member of the Audit Committee of AB “Ignitis grupė” (attached). | „FOR“ | „AGAINST“ | |
| * 1. To set a remuneration of EUR 1800 (one thousand eight hundred euros) (before taxes) per calendar month for the newly elected independent members of the Audit Committee of AB “Ignitis grupė” for their activities in the Audit Committee of AB “Ignitis grupė”. To set the remuneration of the Chair of the Audit Committee for the activities in the Audit Committee of AB “Ignitis grupė” in the amount of EUR 2000 (two thousand) (before taxes) per calendar month. | „FOR“ | „AGAINST“ | |
| * 1. To authorize the Chief Executive Officer of AB “Ignitis grupė” (with the right to sub-authorize) to sign an agreement on the activities of an independent member of the Audit Committee of AB “Ignitis grupė” and an agreement on the protection of confidential information with the newly elected members of the Audit Committee of AB “Ignitis grupė”. | „FOR“ | „AGAINST“ | |
| * 1. To approve the Regulations of the Audit Committee of AB “Ignitis grupė“ (attached). | „FOR“ | „AGAINST“ | |
|  | Regarding the approval of the new wording of the Articles of Association of AB “Ignitis grupė” and the power of attorney. | * 1. To approve the new wording of the Articles of Association of AB “Ignitis grupė” (attached). | „FOR“ | „AGAINST“ | |
| * 1. To authorize the Chief Executive Officer of AB “Ignitis grupė” or another person authorised by him to sign the amended Articles of Association and to perform all actions necessary for the implementation of this resolution. | „FOR“ | „AGAINST“ | |
|  | Regarding the change of the registered office of AB “Ignitis grupė”. | * 1. To change the registered office address of AB “Ignitis grupė” and to register the new registered office address of AB ”Ignitis grupė” at Laisvės ave. 10, Vilnius, LT-04215. | „FOR“ | „AGAINST“ | |
| * 1. To authorize the Chief Executive Officer of AB “Ignitis grupė” to personally or through his authorized persons carry out all actions necessary for the implementation of this resolution. | „FOR“ | „AGAINST“ | |

**Disclaimer:**

\* When electing the members of the Audit Committee, the shareholder shall have a number of votes equal to the number of votes granted by the shares owned and multiplied by the number of elected members of the Audit Committee. The votes may be distributed to one or more candidates at the discretion of the shareholder (for example, if a shareholder owns 10 shares carrying one vote each, when electing three members of the Audit Committee, such shareholder shall have 30 votes and may distribute them at his discretion for one or more candidates).

The information and documents related to the Extraordinary General Meeting of Shareholders of AB “Ignitis grupe” is publicly available on the company's website www.ignitisgrupe.lt/en and on the stock exchange AB Nasdaq Vilnius www.nasdaqbaltic.com.

According to the provisions of the laws, the general ballot paper will contain all the proposed draft decisions proposed before general ballot paper is sent if any, will be received.

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(date) Name, title and signature of the Shareholder

(or another person entitled to vote by his/her shares)