

Approved by
the protocol of the meeting No. 01-20/23
of the Board of the Bank on 13/03/2023

**PROJECTS OF RESOLUTIONS SUGGESTED BY THE BOARD OF LLC MEDICINOS
BANKAS REGARDING THE QUESTIONS ON THE AGENDA OF THE GENERAL
SHAREHOLDERS' MEETING FOR THE YEAR 2023**

No.	Agenda	Draft Resolutions
1.	<i>Regarding the annual report of Medicinos Bankas UAB for the year 2022.</i>	<i>To approve the Annual Report of UAB Medicinos bankas for the year 2022 (Annex 1).</i>
2.	<i>Regarding the auditor's report of Medicinos Bankas UAB.</i>	<i>To approve that the independent auditor's report and opinion on the Annual separate and consolidated Financial Accountability for the year 2022, prepared by UAB „ROSK Consulting“, has been acquainted with. Report and opinion of the audit company presented in (Annex 1 and Annex 2).</i>
3.	<i>Regarding the approval of the Set of Financial Statements of Medicinos Bankas UAB for 2022.</i>	<i>To approve the Annual separate and consolidated UAB Medicinos bankas Financial Accountability for the year 2022 (Annex 1).</i>
4.	<i>Regarding the distribution of profit of Medicinos Bankas UAB for the year 2022.</i>	<i>To approve the profit distribution of UAB Medicinos bankas for the year 2022 (Annex 3).</i>
5.	<i>Regarding changing the nominal value and number of shares of UAB Medicinos bankas.</i>	<i>To change the number of ordinary registered shares of UAB Medicinos bankas and the nominal value of the share without changing the authorized capital – 19 947 577.50 euros, in the amount of: - the nominal value of each ordinary registered share is changed from 144.81 euros to 0.50 euros; - the number of ordinary registered shares is changed from 137 750 units to 39 895 155 units. 2. The number of shares owned by each shareholder of UAB Medicinos bankas is recalculated at the end of the day of this general meeting of shareholders, which decided to change the number of issued ordinary registered shares and the nominal value of the share, without changing the amount of the authorized capital.</i>

6.	<i>Regarding the increase of the authorized capital of UAB Medicinos bankas from the funds of UAB Medicinos bankas.</i>	<i>To increase the authorized capital of UAB Medicinos bankas in the amount of 15 520 292.50 euros from retained earnings, by issuing 31 040 585 ordinary registered shares with a nominal value of 0.50 euros. The issued shares are distributed free of charge to shareholders in proportion to the total nominal value of their shares at the end of the day of this general meeting of shareholders.</i>
7.	<i>Regarding the amendment of the articles of association of UAB Medicinos bankas</i>	<p><i>1. Taking into account the decisions of this general meeting of shareholders, item 5 and 6 of the agenda, to change clause 3.5 of the articles of association of UAB Medicinos bankas and it is arranged as follows:</i></p> <p><i>"3.5. The authorized capital of the bank is the sum of the nominal values of all registered shares. The authorized capital of the bank is 35 467 870 (thirty-five million four hundred sixty-seven thousand eight hundred and seventy euros) Eur. The authorized capital of the bank is divided into 70 935 740 (seventy million nine hundred thirty five thousand seven hundred forty) ordinary registered shares. The nominal value of one share is EUR 0.50 (fifty hundredths).";</i></p> <p><i>2. To approve the new version of the statutes of UAB Medicinos bankas (Annex 4);</i></p> <p><i>3. To authorize the head of the administration of UAB Medicinos bankas to sign the amended articles of association and to organize the registration of the amended articles of association in accordance with the law, after obtaining the permission of the supervisory authority.</i></p>

Annexes:

1. Annual report and separate and consolidated financial statements of UAB Medicinos bankas in 2022 (108 pages);
2. Independent auditor's report (5 pages);
3. 2022 profit distribution project (1 page);
4. New version of the articles of association of UAB Medicinos bankas (14 pages).