

Draft Resolutions of Annual General Meeting of Shareholders

The Board of *Panevezio statybos trestas* AB proposes the following draft resolutions to be adopted at the Annual General Meeting of Shareholders to be held at 10:00 on 29 April 2019, at the company's registered office at Puzino Str. 1, Panevezys:

1. The conclusions of the audit regarding the Financial Statements and Annual Report of the Company for the year 2018.

Information heard.

2. The Annual Report of the Company for the year 2018.

Information heard.

The Corporate and Consolidated Report of the Company for the year 2018 shall be read taking into account that the financial data provided in the Corporate and Consolidated Report of *Panevezio statybos trestas* AB for the year 2018 have been calculated based on the following:

- the audited separate financial statements approved by the management on 25 April 2019, which have been prepared in accordance with the International Financial Reporting Standards as adopted by the EU.
- the audited consolidated financial statements approved by the management on 5 April 2019, which have been prepared in accordance with the International Financial Reporting Standards as adopted by the EU.

3. Approval of the set of Financial Statements of the Company for the year 2018.

To approve the Consolidated and Separate Financial Statements of *Panevezio statybos trestas* AB for the year 2018, prepared in accordance with the International Financial Reporting Standards as adopted by the European Union and issued together with the independent auditor's opinion.

4. Appropriation of profit (loss) of the Company for the year 2018.

To approve the following appropriation of profit (loss) of *Panevezio statybos trestas* AB:

Unappropriated profit (loss) of the previous financial year at the end of the accounting financial year – 32,417,239 EUR;

Dividends paid – (981,000) EUR;

Net profit (loss) of the accounting financial year – (4,852,738) EUR;

Profit (loss) of the accounting financial year unrecognized in profit (loss) statement – 73,210 EUR;

Transfers from reserves – 0 EUR;

Contributions of shareholders to cover the loss of the Company (in case of the shareholders' decision to cover all or a part of loss) – 0 EUR;

Total profit (loss) available for appropriation – 26,656,711 EUR;

a part of profit to the legal reserve – 0 EUR;

a part of profit to the reserve for acquisition of own shares – 0 EUR;

a part of profit to the reserve for granting of shares – 0 EUR;

a part of profit to other reserves – 0 EUR;

a part of profit for dividend paying – 0 EUR;

a part of profit for bonuses (tantiemes) for the members of the Board and Supervisory Board, premium pays for employees and other purposes – 0 EUR;

Unappropriated profit (loss) at the end of the accounting financial year transferred to the next financial year – 26,656,711 EUR.

5. Election of the members for the audit committee.

To elect the following members to the audit committee:

- Drasutis Liatukas (as an independent member),
- Irena Kriauciuniene (as an independent member),
- Egle Grabauskiene.

Dalius Gesevicius

Managing Director

Panevezio statybos trestas AB

Information

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