

AB KN Energies Changes the Corporate Governance Model

2 April 2026



Current situation

The Company currently operates under a two-tier management structure – an independent Supervisory Council and an independent Board; the term of office of the latter expires on 25 April 2026.

In August 2025, the Ministry of Energy, holding 72.47 per cent of the Company's shares, submitted a letter of expectations outlining the objective of aligning the Company's corporate governance model with the aim of ensuring transparent, efficient, high-quality and well-coordinated operations.

To meet these objectives, the Ministry of Energy expects the Company to optimise its governance model and, upon the expiry of the current Board's term of office, to consolidate the Company's key governance competencies within a single body - the Board.

Changes being implemented

The Ministry of Energy, exercising the rights and obligations of the shareholder of the Company, and acting in accordance with the Description of the Selection of Candidates to the Collegial Supervisory or Management Body of the State Enterprise or Municipal Enterprise, a State - or Municipal-owned Company or its Subsidiary, approved by Resolution No. 631 of the Government of the Republic of Lithuania of 17 June 2015 "On the Approval of the Description of the Selection of Candidates to the Collegial Supervisory or Management Body of a State or Municipal Enterprise, a State - or Municipal-owned Company or its Subsidiary", and pursuant to Order No. 1-290 of the Minister of Energy of the Republic of Lithuania of 31 December 2025 "On Conducting of the Selection of Candidates to the Board of AB 'KN Energies'" (hereinafter – the Order), has completed the selection of six (6) candidates to the Company's Board: four (4) independent members of the Board and two (2) members of the Board who are civil servants.

On this basis, the Ministry of Energy, exercising the rights of the shareholder, submitted proposals to include additional items on the agenda of the Company's Annual General Meeting of Shareholders:

- abolition of the Supervisory Council of AB "KN Energies";
- increase in the number of members of the Board of AB "KN Energies";
- election of the members of the Board of AB "KN Energies" and determination of their remuneration;
- approval of the standard form of Agreement on the Activities of Member of the Board and Member of the Committee of AB "KN Energies".

Taking into account the changes in the corporate structure, and in response to the proposed draft resolutions, the Company updated the following documents:

- the Articles of Association of AB "KN Energies";
- the Corporate Governance Policy of AB "KN Energies";
- the Remuneration Policy of AB "KN Energies".

The amendments in the updated documents are mainly related to the abolition of the Supervisory Council, the increase in the number of Board members, and the consolidation of supervisory competencies within the Board. The updated versions of the documents have been prepared taking into account with good governance principles and best market practice, with the aim of ensuring compliance with applicable legal requirements and the highest standards of transparency, accountability and operational efficiency. The documents consistently establish clear decision-making, oversight and control mechanisms, strengthening the coherence and reliability of the

governance framework. They also ensure the alignment of interests, risk management and long-term value creation, while maintaining a high level of organisational culture and accountability.

Selection of the Board for a new term of office

The selection process was carried out in accordance with the Description of the Selection of Candidates to the Collegial Supervisory or Management Body of the State Enterprise or Municipal Enterprise, a State - or Municipal-owned Company or its Subsidiary, approved by Resolution No. 631 of the Government of the Republic of Lithuania of 17 June 2015 “On the Approval of the Description of the Selection of Candidates to the Collegial Supervisory or Management Body of a State or Municipal Enterprise, a State - or Municipal-owned Company or its Subsidiary” as well as the Guidelines on the Procedures for Selection of Persons to a Company’s Supervisory or Management body, approved by Order No. 1-100 of the Minister of Energy of the Republic of Lithuania of 21 March 2022 “On the Approval of the Guidelines for the Procedures for Selection of Persons to a Company’s Supervisory or Management body”.

The candidates who succeeded in the selection process have appropriate qualifications and meet the general requirements applicable to candidates for members of a collegial body as set out in Article 23¹(5) of the Law of the Republic of Lithuania on the Management, Use and Disposal of State and Municipal Property, as well as the specific requirements established in the Order. Candidates for the positions of independent members of the Company’s Board also meet the independence requirements set out in Article 23¹(7) of the same Law.

Taking into account the results of the completed selection process, it is proposed to elect the candidates listed below as members of the Board. Additional information on the candidates’ experience is provided, which should contribute to the implementation of AB “KN Energies” strategy.

CANDIDATE	BACKGROUND AND EXPERIENCE
<p>Jūratė Lingienė</p> <p>Independent Board member position – Finance Strategy, Audit and Risk Management</p>	<p>A finance professional with extensive leadership experience within the international SEB Group and international audit and tax advisory firms. She holds a Master’s degree in Finance and a Bachelor’s degree in Auditing and Accounting from Vilnius University, and is an ACCA fellow (FCCA). Since 2015, she has served as Head of Finance for SEB’s Technology and Business Support functions in Sweden.</p>
<p>Roderick Guy Mason</p> <p>Independent Board member position – Resilience, Operational Efficiency, Innovation and Infrastructure Development</p>	<p>An engineer with extensive experience in international energy and shipping. He graduated from Loughborough University in 1986 and holds Chartered Engineer status. He spent most of his career with the BP Group, where he held a range of senior leadership roles, and from 2016 to 2020 served as Senior Vice President responsible for global shipping. He also has significant board-level experience in various international organisations and companies, including maritime safety, pollution prevention, hydrogen energy and navigation.</p>

CANDIDATE	BACKGROUND AND EXPERIENCE
<p>Lasse Bolander Independent Board member position – Sustainability, Social Responsibility and Corporate Governance</p>	<p>A corporate governance professional with extensive experience serving on the boards of companies in the retail, media, financial and energy sectors, both as an independent board member and as chair. He spent a significant part of his professional career at the Danish media company Berlingske Media, where he also gained experience in group management. He obtained a Master’s degree in Economics from Aarhus University, Denmark, in 1993, and completed the High Performance Boards programme in 2009.</p>
<p>Casper Willem Maurits Pieper Independent Board member position – International Business and New Markets</p>	<p>An international business development professional with extensive experience in the management, development and governance of new energy infrastructure. A significant part of his career was spent at Vopak, where he was primarily responsible for commercial activities and business development. He obtained a degree in Business Administration from the University of Groningen, the Netherlands, in 1997, and since 2024 has been an RCMB-certified board member.</p>
<p>Karolis Švaikauskas Board member position – Strategy, Transformation and Competitiveness</p>	<p>An energy policy and strategic projects professional with extensive experience in the public sector. Since 2019, he has headed the Energy Competitiveness Group at the Ministry of Energy of the Republic of Lithuania and has worked at the Ministry since 2011, previously holding positions in the areas of Strategic Projects as well as Oil and Gas. He holds a Master’s degree in Political Science from Vytautas Magnus University, completed studies at Humboldt University of Berlin, and also holds a Bachelor’s degree in History.</p>
<p>Aurimas Salapėta Board member position – Energy Policy, Regulation and Government Relations</p>	<p>An energy policy professional with experience in climate change, sustainable energy and public administration. Since 2025, he has headed the Sustainable Energy Policy Group at the Ministry of Energy of the Republic of Lithuania and has worked at the Ministry since 2017, previously holding the positions of Adviser and Senior Specialist. Before that, he served as Senior Specialist at the Ministry of Foreign Affairs of the Republic of Lithuania from 2014 to 2017. He holds a Master’s degree in Energy Policy and Management and a Bachelor’s degree in Public Administration from Mykolas Romeris University.</p>