|  |
| --- |
| **LITGRID AB**  Code 302564383  Registered office address: Karlo Gustavo Emilio Manerheimo st. 8, Vilnius, Lithuania  Data on the company are collected and stored in the Register of Legal Entities  (hereinafter referred to as the ‘Company’) |

**GENERAL BALLOT PAPER OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF 13 September 2024**

**SHAREHOLDER’S DETAILS**

Please provide data about the voting shareholder in the table below:

|  |  |
| --- | --- |
| Shareholder’s name, surname (legal entity name):  **Name, surname/Legal entity name** | Shareholder’s personal number (legal entity code):  **Personal number/Legal entity code** |
| Number of shares held by the shareholder:  **Number of shares** | |

**VOTING ON PROCEDURAL ITEMS**

Please tick your vote in the table below: “FOR” or “AGAINST”.

|  |  |  |  |
| --- | --- | --- | --- |
| **Seq. No.** | **Procedural item** | **Voting** | |
|  | To elect the following person as the chair of the General Meeting of Shareholders: **Name, surname** | **FOR** | **AGAINST** |
|  | To elect the following person as the secretary of the General Meeting of Shareholders: **Name, surname** | **FOR** | **AGAINST** |
|  | To elect the following person as a person responsible for carrying out of actions specified in Article 22(2) and (3) of the Republic of Lithuania Law on Companies: **Name, surname** | **FOR** | **AGAINST** |

**VOTING ON AGENDA ITEMS**

Please tick your vote in the table below: “FOR” or “AGAINST”. [When electing the members of the Board, please enter the number of votes cast in the row of the candidate whom you vote for, in the right column of the table.]

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **Seq. No.** | **Agenda item** | **Proposed draft decisions** | **Voting** | |
|  | **Regarding the adoption of financial investment decision for the project** „***Construction of the Harmony Link Interconnector*"** | 1. To approve the 22 August 2024 LITGRID AB decision of the Board, in accordance with Clause 5.3 of the 12 July 2024 Harmony Link Cooperation Agreement (hereinafter – HLCA), concluded between the Polish electricity transmission system operator PSE. S.A. (hereinafter – PSE S.A.) and LITGRID AB on the basis of the 10 July 2024 decision of the LITGRID AB Board, to adopt a Financial Investment Decision (FID) for the implementation of the technical solution for the overland link of the project "*Construction of the Harmony Link Interconnector*" in the territory of the Republic of Lithuania (hereinafter – the Project), as well as adopt the following essential terms and conditions of the financial investments:  1.1. The object of the investment is the implementation of the Project, which consists of:  1.1.1. the construction of the new double circuit 220kV alternating current (AC) over-land cable/overhead interconnection between the Polish-Lithuanian border and the substation Gižai 330/220/110 kV;  1.1.2. the construction of the substation Gižai 330/220/110/10 kV in Lithuania.  1.2. The maximum estimated budget for the Project shall be EUR 220 030 000;  1.3. The expected amount of EUR 147 232 471,5 shall come from CEF funding, with 75 % pro-rata share of the estimated eligible costs.  1.4. The estimated duration of the Project – 30/06/2031.  2. Taking into account that the Amendment No. 2 to the CEF Grant Agreement No. INEA/CEF/ENER/M2020/2226437 entered into force on 26 July 2024, Clause 1 of this Decision shall enter into force upon the occurrence of both of the following circumstances:  2.1. PSE S.A. adopts a corresponding positive Financial Investment Decision;  2.2. The 26 May 2020 Cooperation Agreement for the Implementation Phase of the Submarine Poland-Lithuania HVDC Harmony Link interconnector project (hereinafter – IPCA), concluded between LITGRID AB and PSE S.A., is terminated.  3. If LITGRID AB fails to fulfil its obligations under the HLCA, LITGRID AB may be liable for up to EUR 100 million in direct damage suffered by PSE S.A. | **FOR** | **AGAINST** |
|  | **Regarding the termination of the 26 May 2020 Cooperation Agreement for the Implementation Phase of the Submarine Poland-Lithuania HVDC Harmony Link interconnector project** | To approve the 22 August 2024 decision of the LITGRID AB board to terminate the Cooperation Agreement for the Implementation Phase of the Submarine Poland-Lithuania HVDC Harmony Link interconnector project (IPCA), which was concluded on 26 May 2020 on the basis of the 4 May 2020 decision of the Board of LITGRID AB (Minutes No. 8, Item No. 1) between LITGRID AB and the Polish electricity transmission system operator PSE S.A., which was approved by the 25 May 2020 decision of the LITGRID AB Extraordinary General Meeting of Shareholders decision (Minutes No. 2, Item No. 1). | **FOR** | **AGAINST** |
|  | **Regarding declaring the 23 April 2021 decision of the LITGRID AB Board null and void.** | To approve the 22 August 2024 LITGRID AB decision of the Board to declare the 23 April 2021 decision of the LITGRID AB Board „*Regarding the adoption of the investment decision for the implementation stage of the Harmony project and the convening of an Extraordinary General Meeting of Shareholders*“ (Minutes No. 13, item No. 10), which was approved on 17 May 2021 by the Extraordinary General Meeting of Shareholders (Minutes No. 3, Item No. 1), null and void. | **FOR** | **AGAINST** |

By signing this ballot paper, the shareholder also confirms proper and timely provision of information on the convened General Meeting of Shareholders of the Company, and that the shareholder has no claims as to the convocation of the General Meeting of Shareholders; the shareholder also confirms that he has been furnished with all information/documents required for voting on each agenda item.

Name, surname/Legal entity name,

representative’s name, surname, position: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Signature and date of signing: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Title, date and number of the document

granting the right to vote

(if the ballot paper is signed by person

other than the shareholder’s manager): \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_