



**Draft decisions of the Extraordinary General Meeting of Shareholders of Klaipėdos nafta, AB to be held on 4 July, 2017**

On 12 June, 2017 the Board of AB Klaipėdos nafta, legal entity code 110648893, registered at Burių st. 19, Klaipėda (hereinafter referred to as the Company), among others adopted the following decisions:

To approve the Draft Decisions under the approved Agenda of the Extraordinary General Meeting of Shareholders, to be held on 4 July, 2017 at 1:00 p.m.:

**1. Regarding the approval of AB Klaipėdos Nafta board decision to conclude the agreement on engineering, procurement and construction (EPC) of 2x10.000 m<sup>3</sup> and 4x5.000 m<sup>3</sup> light oil products' tanks with the winner of public procurement tender performed by AB Klaipėdos Nafta "Construction of 2x10.000 m<sup>3</sup> and 4x5.000 m<sup>3</sup> light oil product tanks":**

*"To approve the decision of AB Klaipėdos Nafta board:*

**1. To conclude the agreement on engineering, procurement and construction (EPC) of 2x10.000 m<sup>3</sup> and 4x5.000 light oil products' tanks (hereinafter – the Agreement A) with the winner of public procurement tender performed by AB Klaipėdos Nafta "Construction of 2x10.000 m<sup>3</sup> and 4x5.000 light oil product tanks" who proposed the lowest price – joint venture partners AB „MONTUOTOJAS“ and UAB „HIDROSTATYBA“ (hereinafter jointly referred to as the Contractor A), under the following main conditions:**

- 1.1. *The Contractor A shall perform all the works necessary for the engineering, procurement and construction of 2x10.000 m<sup>3</sup> and 4x5.000 m<sup>3</sup> light oil product tanks, including works related to the procurement of goods and services as defined in the Agreement A.*
- 1.2. *The total fixed price for all the works under the Agreement A is EUR 7,473,403.00 excl. VAT and EUR 9,042,817.63 incl. VAT (VAT on the day of signing of the Agreement A is 21%).*
- 1.3. *The end of the works set in the Agreement A is 18 months as of the beginning of works. The term for the works may be extended only in exceptional cases set in the Agreement A for no more than 6 months.*
- 1.4. *The fixed price of the Agreement A may be increased due to the additional works, if any, up to 10%. The Agreement A price may be also reviewed due to the changes in VAT tariff and due to the changes of price index provided said change is no less than 10%."*

**2. Regarding the approval of AB Klaipėdos Nafta board decision to conclude the agreement on engineering, procurement and construction (EPC) of 6x20,000 m<sup>3</sup> light oil products' tanks with the winner of public procurement tender performed by AB Klaipėdos Nafta "Construction of 6x20,000 m<sup>3</sup> light oil product tanks":**

*"To approve the decision of AB Klaipėdos Nafta board:*

**1. To conclude the agreement on engineering, procurement and construction (EPC) of 6x20,000 m<sup>3</sup> light oil products' tanks (hereinafter – the Agreement B) with the winner of public**

*procurement tender performed by AB Klaipėdos Nafta “Construction of 6x20,000 m<sup>3</sup> light oil product tanks” who proposed the lowest price – consortium consisting of SIA SKH and UAB „Energetikos remonto ir montavimo centras“ (hereinafter jointly referred to as the Contractor B), under the following main conditions:*

- 1.1. The Contractor B shall perform all the works necessary for the engineering, procurement and construction of 6x20,000 m<sup>3</sup> light oil product tanks, including works related to the procurement of goods and services as defined in the Agreement B.*
- 1.2. The total fixed price for all the works under the Agreement B is EUR 11,452,750 excl. VAT and EUR 13,857,827,50 incl. VAT (VAT on the day of signing of the Agreement B is 21%).*
- 1.3. AB Klaipėdos Nafta is entitled to decide against the construction of 2 tanks within 180 days as of the day of the conclusion of the Agreement B. In this case the total price of the Agreement B would be respectively decreased and would be EUR 8,266,852 excl. VAT and EUR 10,002,890.92 EUR incl. VAT.*
- 1.4. The end of the works set in the Agreement B is 21 months as of the beginning of works notwithstanding whether the Company decides to build 4 or all 6 tanks. The term for the works may be extended only in exceptional cases set in the Agreement B for no more than 6 months.*
- 1.5. The fixed price of the Agreement B may be increased due to the additional works, if any, up to 10%. The Agreement B price may be also reviewed due to the changes in VAT tariff and due to the changes of price index provided said change is no less than 10%.”*