

AB Lietuvos Dujos

Aguonų g. 24, LT-03212 Vilnius, Lithuania
Legal person's code: 120059523; VAT code: LT200595219
Data is recorded and stored at the Register of Legal Entities

**GENERAL BALLOT PAPER
REGULAR GENERAL MEETING OF SHAREHOLDERS OF 25 APRIL 2013**

INFORMATION ABOUT SHAREHOLDER

Name of the shareholder:

Code of the shareholder:

Number of shares:

VOTING

Please circle the answer you choose („FOR“ or „AGAINST“) that is given in the Table:

| No | Issue on the agenda | Draft resolution proposed | Expression of shareholder's volition | |
|----|---|---|--------------------------------------|-----------|
| | | | „FOR“ | „AGAINST“ |
| 1. | Auditor's report on AB Lietuvos Dujos consolidated and parent company's financial statements for the year ended 31 December 2012 as well as the AB Lietuvos dujos Consolidated Annual | When taking decisions regarding approval of AB Lietuvos Dujos consolidated and parent company's financial statements for the year ended 31 December 2012 and AB Lietuvos Dujos Consolidated Annual Report 2012, to take note of the opinion presented in the Independent auditor's report to the shareholders of AB Lietuvos Dujos. | „FOR“ | „AGAINST“ |

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| | Report 2012. | | | | | | | | | | | | | | | |
| 2. | Information of the Audit Committee. | To take note of the information presented by the Audit Committee on its activities. | „FOR“ | „AGAINST“ | | | | | | | | | | | | |
| 3. | AB Lietuvos Dujos Consolidated Annual Report 2012. | To approve AB Lietuvos Dujos Consolidated Annual Report 2012. | „FOR“ | „AGAINST“ | | | | | | | | | | | | |
| 4. | Approval of AB Lietuvos Dujos consolidated and parent company's financial statements for the year ended 31 December 2012. | To approve AB Lietuvos Dujos consolidated and parent company's financial statements for the year ended 31 December 2012. | „FOR“ | „AGAINST“ | | | | | | | | | | | | |
| 5. | Approval of the Profit Appropriation of AB Lietuvos Dujos for 2012. | <p>I. To approve the Profit Appropriation of AB Lietuvos Dujos for 2012:</p> <table border="0"> <tr> <td>I.1. Retained earnings of the previous financial year at the end of the current financial year</td> <td style="text-align: right;">0</td> </tr> <tr> <td>I.2. Net profit for the current financial year</td> <td style="text-align: right;">75 963 575</td> </tr> <tr> <td>I.3. Transfer from the other reserves (corporate business development reserve)</td> <td style="text-align: right;">160 000 000</td> </tr> <tr> <td>I.4. Total profit to be appropriated:</td> <td style="text-align: right;">235 963 575</td> </tr> <tr> <td>I.4.1. Appropriation of profit to the legal reserve</td> <td style="text-align: right;">3 214 901</td> </tr> <tr> <td>I.4.2. Appropriation of profit to the other reserves (corporate business</td> <td style="text-align: right;">15 748 674</td> </tr> </table> | I.1. Retained earnings of the previous financial year at the end of the current financial year | 0 | I.2. Net profit for the current financial year | 75 963 575 | I.3. Transfer from the other reserves (corporate business development reserve) | 160 000 000 | I.4. Total profit to be appropriated: | 235 963 575 | I.4.1. Appropriation of profit to the legal reserve | 3 214 901 | I.4.2. Appropriation of profit to the other reserves (corporate business | 15 748 674 | „FOR“ | „AGAINST“ |
| I.1. Retained earnings of the previous financial year at the end of the current financial year | 0 | | | | | | | | | | | | | | | |
| I.2. Net profit for the current financial year | 75 963 575 | | | | | | | | | | | | | | | |
| I.3. Transfer from the other reserves (corporate business development reserve) | 160 000 000 | | | | | | | | | | | | | | | |
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| I.4.1. Appropriation of profit to the legal reserve | 3 214 901 | | | | | | | | | | | | | | | |
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| | | <p>development reserve)</p> <p>I.4.3. Appropriation of profit for dividends 217 000 000</p> <p>I.5. Retained earnings at the end of the current financial year to be carried forward to the following financial year 0</p> <p>II. Annual payments (tantiemes) for 2012 to the members of the Board of Directors reflected in the Income statement 540 000</p> <p>(LTL 120 000 – for each: Chairman of the Board of Directors and for Deputy Chairman of the Board of Directors, LTL 100 000 – for each of the members of the Board of Directors).</p> | | |
| 6. | The election of the audit company and setting the terms of remuneration for audit services. | To elect UAB Ernst & Young Baltic as an audit company for the performance of audit of the AB Lietuvos Dujos financial statements as of 31 December 2013 and the statements related thereto and to set LTL 100.0 thousand (VAT exclusive) remuneration for the services of auditing the financial statements and the statements related thereto. | „FOR“ | „AGAINST“ |
| 7. | The election of the Board of Directors. | Given that in accordance with the Bylaws of AB Lietuvos Dujos the term of office of the Board of Directors elected at the General Meeting of Shareholders of 23 April 2010 is expiring, to recall the Board of Directors: Dr Valery Golubev, Uwe Fip, Dr Achim Saul, Kirill Seleznev, Kęstutis Žilėnas, and to the new Board of Directors to elect: Dr Valery Golubev, Uwe Fip, Dr Achim Saul, Kirill Seleznev, (member of the Board of Directors, representing the state). | „FOR“ | „AGAINST“ |

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| 8. | The election of the Audit Committee. | <p>8.1 Given that in accordance with the Regulations of the Composition and Activity of the Audit Committee of AB Lietuvos Dujos the term of office of the Audit Committee coincides with the term of office of the Board of Directors by which it was nominated, to recall the Audit Committee of AB Lietuvos Dujos: Juozas Kabašinskas and Agnė Žičiūtė, and to the new Audit Committee of AB Lietuvos Dujos to elect: Juozas Kabašinskas (independent member) and Agnė Žičiūtė.</p> <p>8.2 To authorise the General Manager of AB Lietuvos Dujos Viktoras Valentukevičius to sign contracts for providing the services with the members of the Audit Committee.</p> | „FOR“ | „AGAINST“ |

Note:

1. *As provided by the law, all draft resolution proposals, if any, received before the date of posting off of the General Ballot Paper will be included in the General Ballot Paper.*

(Date)

Name, surname, position, signature of a shareholder (or any other person, authorized to vote his shares)