

Translation from the Lithuanian

**POWER OF ATTORNEY  
TO REPRESENT AT THE AB AMBER GRID GENERAL MEETING OF SHAREHOLDERS**

Date of the Meeting: 11 December 2013

**SHAREHOLDER'S DATA (THE PRINCIPAL)**

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*Shareholder's (natural person's) name, surname; shareholder's (legal person's) company name*

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*Shareholder's (natural person's) personal identification number; shareholder's (legal person's) code number*

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*Number of the shares owned by the right of ownership*

**PROXY'S DATA**

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*Proxy's (natural person's) name, surname; proxy's (legal person's) company name*

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*Proxy's (natural person's) personal identification number; proxy's (legal person's) code number*

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*Number of shares to be voted by the proxy*

**Herewith the Principal is authorizing the Proxy:**

To represent the principal, who is the shareholder in AB Amber Grid (company code: 303090867), at the General Meeting of Shareholders of AB Amber Grid (hereinafter: "the Company") to be held on 11 December 2013 and to vote at his own discretion on all the issues considered at the General Meeting of Shareholders of the Company, to undersign, receive and submit all the documents related to the above authorization, issue statements on behalf of the principal, to submit proposals and perform all other actions related to this authorization or in the interests of the principal.

**The Power of Attorney shall be valid only on 11 December 2013 at the General Meeting of Shareholders of AB Amber Grid.**

*The principal has the right to annul this power of attorney any time, and the proxy has the right to resign. The power of attorney shall cease to be effective: 1) at the expiry of its validity term; 2) if the principal annuls the power of attorney; 3) if the proxy resigns the authorization; 4) after termination of the legal person that granted the authorization; 5) after the death of the natural person who granted the authorization, or if he/she is recognized legally incapable or if his/her capability is limited, or if his/her whereabouts are recognized as unknown; 6) after the death of the person to whom the power of attorney was issued, or if he/she is recognized as legally incapable, or if his/her capability is limited, or if his/her whereabouts are recognized as unknown.*

*The principal shall notify his proxy and the third persons known to the principle and for the establishment and maintenance of relations with whom the power of attorney has been granted, about the annulment of the power of attorney.*

*The proxy must submit a report on his activities and give an account of anything he had received when fulfilling the assignments of the principal.*

*This power of attorney entitles the proxy to the same powers that the shareholder represented by this power of attorney has.*

*The power of attorney is in effect only for the number of shares as indicated therein.*

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*(Date)*

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*(signature of the shareholder, seal of the legal person)*

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*(signature of the proxy, seal of the legal person)*