



**Draft decision of an extraordinary general meeting of shareholders of AB Klaipėdos Nafta  
to be held on 26 June 2014**

AB Klaipėdos Nafta, legal entity code 110648893, with the registered office at Burių g. 19, Klaipėda, (the “Company”) at the Board meeting held on 23 May 2014 decided, *inter alia*, as follows:

1. To convene an extraordinary general meeting of shareholders of AB Klaipėdos Nafta on 26 June 2014 at 13:00 p.m., to be held in the administrative premises of the Company located in the Company’s registered office at Burių g. 19, LT-91003 Klaipėda.
2. To approve the following agenda of the extraordinary general meeting of shareholders of AB Klaipėdos Nafta:

“On approving the decision of the Board of AB Klaipėdos Nafta to amend Claims Assignment Agreement No. J4-17-2013 entered into with Nordea Bank Finland Plc on 15 February 2013”.

3. To approve the following draft decision of the extraordinary general meeting of shareholders proposed by the Board of AB Klaipėdos Nafta with respect to the following matter on the agenda:

*On approving the decision of the Board of AB Klaipėdos Nafta to amend Claims Assignment Agreement No. J4-17-2013 entered into with Nordea Bank Finland Plc on 15 February 2013:*

*„To approve the decision of the Board of AB Klaipėdos Nafta:*

1. *To amend Claims Assignment Agreement No. J4-17-2013 (the “Claims Assignment Agreement”) entered into on 15 February 2013 on the basis of the Board’s decisions dated 22 January 2013 and 6 February 2013, replacing a party to the Claims Assignment Agreement, i.e. the Bank, with the assignee of rights and obligations of the Bank, i.e. the Parent Bank.*
2. *To determine that the Board’s decision referred to in Clause 1 above will enter into force after its approval by the general meeting of shareholders of AB Klaipėdos Nafta, as provided for in Article 16.10 of the Articles of Association of AB Klaipėdos Nafta.*
3. *To authorise and oblige the General Manager of AB Klaipėdos Nafta to sign an additional arrangement on replacing a party to the Claims Assignment Agreement in compliance with the relevant decision of the Board, for which the approval of the general meeting of shareholders of AB Klaipėdos Nafta has been obtained, with the Parent Bank. “*