

**BALLOT PAPER FOR VOTING IN WRITING IN THE EXTRAORDINARY GENERAL MEETING OF
SHAREHOLDERS OF AB KLAIPĖDOS NAFTA, TO BE HELD ON 11 NOVEMBER 2014**

Shareholder's first name, surname (legal entity name)

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Shareholder's personal ID number (legal entity code)

.....

Number of shares held

.....

Number of votes held

.....

Please cross out what does not apply ("FOR" or "AGAINST") and leave the selected version of the resolution not crossed:

Organisational issues of the meeting			
To propose to elect the following person as the Chairman of the meeting and to vote "for" the proposed candidate:			
To propose to elect the following person as the Secretary of the meeting and to vote "for" the proposed candidate:			
To propose to elect the following person as the person responsible for performance of actions provided for in paragraph 2 of Article 22 of the Law of the Republic of Lithuania on Companies and to vote "for" the proposed candidate:			
Matter on the agenda	Draft resolution		
Regarding the approval of the decision of AB Klaipėdos Nafta Board to enter into loan contract with Nordic Investment Bank (hereinafter – NIB) (hereinafter - loan contract).	<p><i>"To approve the decision of AB Klaipėdos Nafta Board:</i></p> <p><i>1. To sign a loan contract with Nordic Investment Bank (hereinafter – NIB), according to which:</i></p> <p><i>1.1. loan amount – up to 34 754 402 (thirty four million seven hundred fifty four thousand and four hundred two) euros (120 000 000 (one hundred twenty million) litas);</i></p> <p><i>1.2. the final repayment date of the loan – till the first half of year 2034;</i></p> <p><i>1.3. interest rate: variable interest rate;</i></p> <p><i>1.4. the duty of AB Klaipėdos Nafta to provide a sovereign guarantee that ensures principal and interest payment obligations of AB Klaipėdos Nafta according to the loan contract.</i></p> <p><i>2. To instruct and authorize the General Manager of AB Klaipėdos Nafta to adopt decisions regarding credit conditions, including but not limited:</i></p> <p><i>2.1. decisions regarding loan margin level;</i></p> <p><i>2.2. decisions regarding the size of disbursed amount and its repayment conditions.</i></p>	For	Against

	<i>3.To establish that AB Klaipėdos Nafta Board's abovementioned decision provided for in paragraph 1 and 2, shall enter into force after it is approved by AB Klaipėdos Nafta General Meeting of Shareholders, as provided for in AB Klaipėdos Nafta Statutes, article 16:10.“</i>		
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Regarding any other new draft resolutions, not indicated above, to vote with all the votes held	For	Against
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We hereby confirm that we have familiarised in advance with the agenda of the Extraordinary General Meeting of Shareholders of AB Klaipėdos Nafta referred to in this Ballot Paper and the draft resolutions contained herein, therefore we may express in advance in writing the will of as a shareholder of AB Klaipėdos Nafta in voting on the matters considered at the Extraordinary General Meeting of Shareholders. Having regard to our will expressed in writing on the agenda matters of the Extraordinary General Meeting of Shareholders, it should be considered that participated in the Extraordinary General Meeting of Shareholders of AB Klaipėdos Nafta held on 11 November 2014.

First name, surname, position of the shareholder (its representative): _____

Date and signature of the shareholder (its representative): _____

Date, title and number of the document entitling to vote (if the ballot paper is signed by anyone other than the head of the shareholder): _____
