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| **LITGRID AB**  Registered office address: A. Juozapavičiaus g. 13, Vilnius, Lietuva (Lithuania); legal entity code: 302564383; data accumulated and stored in the Register of Legal Entities |

Ballot preparation date 31-03-2015

**GENERAL BALLOT**

**GENERAL MEETING OF SHAREHOLDERS**

**APRIL 24, 2015**

**SHAREHOLDER’S DATA**

Please fill in the data on the shareholder voting:

|  |  |
| --- | --- |
| Name of the shareholder:  Given and family name or company name | Personal code (legal entity code) of the shareholder:  Personal code or legal entity code |
| Number of shares hold by the shareholder:  Number of shares | |

**VOTING ON PROCEDURAL ISSUES**

Please fill in the names of persons you offer and vote “YES” for:

|  |  |
| --- | --- |
| Offer to elect as the Chairman of the General Meeting of Shareholders and vote “YES” for the candidate:  Given and family name | Offer to elect as the Secretary of the General Meeting of Shareholders and vote “YES” for the candidate:  Given and family name |
| Offer to elect as the person responsible for the performance of actions set in the Law on Companies of the Republic of Lithuania Article 22 Parts 2 and 3 and vote “Yes” for the candidate:  Given and family name | |

**VOTING ON AGENDA ISSUES**

Please check the alternative you select or indicate the number of votes you give to the member of the Supervisory Council:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **No** | **Agenda issue** | **Draft decisions** | **Voting** | |
| 1. | Approval of Consolidated Annual Report 2014. | To approve the Consolidated Annual Report on Corporate and the Group of Companies Operation LITGRID AB in 2014. | **☐ YES** | **☐ NO** |
| 2. | Presentation of an independent auditor’s findings | The issue does not require decisions. |  | |
| 3. | Approval of the set of Consolidated and Corporate Financial Reporting 2014 | To approve the set of Consolidated and Corporate Financial Reporting LITGRID AB 2014. | **☐ YES** | **☐ NO** |
| 4. | Distribution of corporate profit (loss) 2014. | To approve the distribution of corporate profit (loss) proposed by the Board LITGRID AB 2014 | **☐ YES** | **☐ NO** |
| 5. | Audit company selection and setting terms of payment for the audit services LITGRID AB 2015. | Select the audit company UAB PriceWaterhouseCoopers for auditing financial reporting of LITGRID AB 2015 and set the maximum remuneration EUR 19,210.00 (nineteen thousand two hundred and ten), VAT exclusive, for auditing services mentioned, payable in 30 (thirty) days after the date of VAT invoice. | **☐ YES** | **☐ NO** |
| 6. | Election of new member of the Supervisory Council | To elect the following candidate as the member of the Supervisory Council LITGRID AB for the remaining term of office from April 25, 2015: | Number of votes you give\*: | |
|  |  | Candidate offered | Number of votes\* | |

\* Electing the members of the Supervisory Council, each shareholder holds such the number of votes that granted to him/her by his/her shares multiplied by the number of the members of the Supervisory Council elected. The shareholder gives his/her votes to the candidates on his/her discretion – to one or several candidates. The candidates, who obtain the largest number of votes, are elected.

\*\* Based on the Law of Companies of the Republic of Lithuania Article 25 Part 4, the shareholders, whose shares grant them at least 1/20 of total votes, are invited to offer candidates to the Supervisory Council LITGRID AB. Offering candidates to the Supervisory Council, the shareholder (or proxy) must provide the General Meeting of Shareholders with written explanations on the qualification, managerial experience, and eligibility to the office of each candidate offered to the Supervisory Council, including the compliance with the requirements set in the Articles of Association Articles 32.3, 32.4, and 32.5, supplemented with the conclusions of competent state institutions and (or) other confirmatory documents.

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| --- | --- | --- |
| Date |  | Given and family name or company name |
| (date) |  | (given and family name and signature of the shareholder (or other person voting by proxy)) |

Seal