

GENERAL BALLOT PAPER

at Extraordinary General Meeting of Shareholders of AB „GRIGIŠKĖS“ on 13 October, 2015

The explanations regarding filling and validity of the general ballot paper:

1. *The right to fill the general ballot paper in shall be granted only to a shareholder of AB „GRIGIŠKĖS“, legal entity code: 110012450, registered office: Vilniaus g. 10, Grigiškės, Vilniaus m. sav., Lithuania (hereinafter referred to as the Company) personally or a person, having the right to vote by the shares owned by a shareholder.*
2. *The general ballot paper shall be deemed to be valid if the shareholder is on the list of shareholders of the Company at the end of the accounting day (6 October, 2015) of the Extraordinary General Meeting of Shareholders.*
3. *The filled-in general ballot paper must contain the full name and personal number of the shareholder who is a natural person, the name and code of the shareholder who is a legal person, otherwise a shareholder shall be considered not to have voted in advance.*
4. *The filled-in general ballot papers shall be signed by a shareholder or another person entitled to vote by the shares held by this shareholder on each page, otherwise a shareholder shall be considered not to have voted in advance. If the filled-in general ballot paper is signed by the person who is not a shareholder, the copy of the document attesting the right to vote must be attached to the filled-in general ballot paper.*
5. *If the general ballot paper has been filled-in in a manner making it impossible to determine the will of the shareholder on a separate issue, the shareholder shall be considered not to have voted in advance.*
6. *If a decision on a question of the agenda for the Extraordinary General Meeting of Shareholders is adopted, a shareholder has to strike through the option selected: FOR or AGAINST.*

Example of voting of a shareholder when a shareholder votes “for”:



7. *All voting shares of the Company are of equal nominal value and each share shall give its holder one vote at the Extraordinary General Meeting of Shareholders.*
8. *The duly completed general ballot paper (voting bulletin) should be delivered to the Company's Office at Vilniaus g. 10, Grigiškės, Vilniaus m. sav., Lithuania not later than on the last business day before the Extraordinary General Meeting of Shareholders.*

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DATA OF A SHAREHOLDER

Name, surname / name of a shareholder

Personal code / legal entity code of a shareholder

Name, surname of a person having the right to vote by the shares owned by a shareholder

Date, name and number of the document that provides the right to vote

Number of shares

VOTING

AGENDA:

1. Alteration of the name of the Company.

Draft decision

To change the name of the Company akcinė bendrovė „GRIGIŠKĖS“ to AB „Grigeo Grigiškės“.

Voting (please strike through the option selected):

FOR	AGAINST
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2. Redenomination of the authorized capital and the nominal value of the shares of the Company from litas to euro.

Draft decision

2.1. Following the provisions of the Law of the Republic of Lithuania on the Euro Adoption in the Republic of Lithuania and the Law of the Republic of Lithuania on the Redenomination of the nominal value of share capital and securities of private limited liability companies and public limited liability companies and on the amendment of the articles of association of these companies, redenominate the authorized capital and the nominal value of the shares of the Company shown in the Articles of Association of the Company from litas to euro as follows:

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- 2.1.1. To change the nominal value of one share of the Company from LTL 1 (one litas) to EUR 0.29 (twenty nine cents).
- 2.1.2. To change the amount of the authorized capital of the Company from LTL 65,700,000 (sixty five million seven hundred thousand litas) to EUR 19,053,000 (nineteen million fifty three thousand euro).

Voting (please strike through the option selected):

FOR

AGAINST

3. Amendments to the Articles of Association of the Company and approval of the new wording of the Articles of Association.

Draft decision

3.1. With regard to the adopted decisions above, to amend clauses 1.1., 1.4., 3.1, 4.1. and 4.4.11. of the Articles of Association of the Company and to read them as follows:

“1.1. AB “Grigeo Grigiškės” (hereinafter referred to as the Company) is a legal entity, established according to the legislation of the Republic of Lithuania, whose authorized capital is divided into parts called shares. The Company carries out its activities following the legislation of the Republic of Lithuania and the present Articles of Association.”

“1.4. The name of the Company: AB “Grigeo Grigiškės”.”

“3.1. The authorised capital of the Company is EUR 19,053,000 (nineteen million fifty three thousand euro).“

“4.1. The authorised capital of the Company is divided into 65,700,000 (sixty five million seven hundred thousand) ordinary registered shares. The nominal value of one share is EUR 0.29 (twenty nine cents).”

“4.4.11. to vote at general meetings of shareholders according to voting rights carried by their shares (each fully paid share with nominal value of EUR 0.29 shall grant one vote);”

3.2. With regard to the decisions above, amendments of the Law on Companies of the Republic of Lithuania, that came into force after registration of the last wording of the Articles of Association of the Company and other amendments provided in the draft of the Articles of Association of the Company, to amend the Articles of Association of Company, approving their new wording, and to authorise the President of the Company (with the right to reauthorize) to sign the new wording of the Articles of Association of the Company.

Voting (please strike through the option selected):

FOR

AGAINST

Name, surname, title, signature of a shareholder or person having the right to vote by the shares owned by a shareholder

Date

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