



**DRAFT DECISIONS
OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF
AB „GRIGIŠKĖS“ TO BE HELD ON 13 OCTOBER, 2015**

28 September, 2015, Grigiškės, municipality of Vilnius city

Draft decisions on the supplemented agenda of the Extraordinary General Meeting of Shareholders of akcinė bendrovė „GRIGIŠKĖS“ (hereinafter referred to as the Company) to be held on 13 October 2015, suggested by the Board of the Company:

1. Alteration of the name of the Company.

Draft decision

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

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:

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).

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.