

28 November 2016

## **NOTIFICATION FOR IKKB “OMX BALTIC BENCHMARK FUND” ADDITIONAL EXTRAORDINARY SHAREHOLDERS MEETING AND DRAFTS DECISIONS**

IKKB “OMX Baltic Benchmark Fund”, code 111713358, office address: A.Tumeno g. 4, Vilnius (hereinafter – „**the Company**”), managed by UAB „Orion Asset Management“, code: 111707985, office address: A.Tumeno street 4, Vilnius (hereinafter – “**Management Company**”), extraordinary shareholders meeting which was scheduled for 25 November 2016 did not occurred.

By the decision of the Management Company, additional extraordinary shareholders meeting shall be convened (hereinafter – “**Meeting**”). The Meeting will take place at the Management Company registered office on 12 December 2016, 11 am. Meeting record date: 9 December 2016.

The right to participate in the Meeting and to vote may be exercised only by those who are registered as shareholders or other persons mandated by shareholders, or other persons who has the right to vote according to the agreement between the parties.

### **A. Agenda of the Meeting:**

1. Approval of the Company`s amendments of articles of association due to new currency changeover process, i.e. EUR implementation and appointment of the Company representative due to new version of articles of association.

### **B. Drafts decisions**

1. To approve Company`s amendments of articles of association due to new currency changeover process, i.e. EUR implementation and to appoint Management Company director Ramunas Baranauskas to sign new version of the Company`s articles of association.

### **C. Voting procedure**

Initiator of the Meeting does not allow to participate and vote in the Meeting through electronic communication instruments. Draft decisions, agenda of the Meeting, documents which will be submitted to the Meeting and the information related with shareholders subjective rights, shall be published on the website at [www.am.orion.lt](http://www.am.orion.lt). Select general menu, column on the left „Funds management“, item „OMX Baltic Benchmark Fund“. Also, this specific information for shareholders is available at the Management Company office, on working days from 11.00 until 12.00 and from 14.00 until 16.00.

By registering to participate at the Meeting, shareholders or other persons mandated by shareholders must provide identification cards. Persons mandated by shareholders must present mandate (power of attorney). Mandate which was issued by natural person, must be approved by notary. Mandate which was issued in a foreign country must be translated into Lithuanian language and legalized according to the legislation. Mandated person can be authorized by more than one shareholder and can vote separate due to indication of the shareholder.

Shareholder can mandate natural or legal person to participate and vote in the name of shareholder at the meeting via electronically means of communications. There is no obligation to approve such mandate by notary.

Mandate which was issued using electronic communication instruments must be confirmed by shareholder electronic signature (using certified software) which one is confirmed as safe. Shareholder must inform initiator of the Meeting about mandate which was issued using electronic communication instruments by

email, this information must be sent to [oam@orion.lt](mailto:oam@orion.lt), no later than one day before shareholders meeting 04.00 pm.

Mandate and notification must be of the written form. Mandate and notification must be signed by shareholder's electronic signature (not only the email should be signed). Shareholder which provides notification must indicate internet address where software which may be used to inspect the validity of electronic signature can be downloaded.

There is no specific form of mandate approved.

Shareholder or other mandated person can vote by correspondence (filling and signing voting ballot).

If shareholder requires, initiator of the meeting must send general voting ballot by registered mail or personally serve it, no later than 10 days before shareholders meeting. General voting ballot must be signed by shareholder or other mandated person. If ballot was signed by mandated person, additional document proving the right to vote must be attached.

Filled and signed general voting ballot must be submitted to the initiator of the Meeting. It must be sent by registered mail or presented directly. Completed ballot will have power only if it will be received until shareholders meeting.

On the website [www.am.orion.lt](http://www.am.orion.lt), column on the left „Funds management“, item „OMX Baltic Benchmark Fund“, „News“ shall be indicated following information:

- Notification about shareholders meeting;
- Drafts of the decisions due to agenda issues and other related documents which will be submitted to the meeting;
- General voting ballot.

#### **D. Procedure of submission of questions and supplements of agenda**

Shareholders don't have the right to propose any additional modification of the agenda. At this Meeting agenda must be the same content as it was prepared in the previous extraordinary shareholders meeting.

Shareholders whose shares are carrying voting rights at least 1/20 of the all votes, have the right to propose new projects of decisions, which are included in the agenda of the Meeting. Proposals must be submitted on paper or must be e-mailed.

Proposals which are submitted on paper must be presented until 09.00 am to the initiator office or can be sent by registered mail. Proposals which are submitted on paper can be presented to the chairman of the Meeting after the announcement of agenda, but no later than before shareholders will start to consider issues which are indicated in the agenda. Proposals which are submitted by email must be sent to [oam@orion.lt](mailto:oam@orion.lt). Shareholders meeting will considerate all decisions projects proposals (due to questions indicated in the agenda) which would be sent no later than on 12 December 2016, 09.00 am.

Shareholders have the right to submit additional questions regarding the item included in the agenda of the Meeting. Questions submitted on paper must be presented to the initiator office or must be sent to [oam@orion.lt](mailto:oam@orion.lt), no later than 3 working days before shareholders meeting.

Annex.

1. General voting ballot;
2. New version of Company's articles of association.