



Explanations regarding filling-in and validity of the General Voting Ballot (hereinafter referred to as the Ballot)

The right to fill the Ballot shall be reserved only for those who are shareholders of AB INTER RAO Lietuva on the record date, i.e. those who are shareholders at the end of the fifth business day prior to the General Meeting of Shareholders (hereinafter referred to as the Shareholder) and those authorised by the Shareholder and holding a power of attorney to participate and vote at the General Meeting of Shareholders or persons with whom an agreement on assignment of voting rights has been concluded (hereinafter referred to as the Person).

The Shareholder or the Person shall submit the filled in Ballot to AB INTER RAO Lietuva till 9.00 am of 30 April 2015 at the following address: A. Tumėno str. 4, LT-01109 Vilnius, Lithuania. The Person alongside with the filled in Ballot must submit to AB INTER RAO Lietuva the original or notarized copy of the proxy issued in a manner prescribed by laws or another document, confirming the right to vote at the General Meeting of Shareholders.

The Ballot will be held valid and may not be revoked or altered if the Ballot is received by AB INTER RAO Lietuva before 9.00 am of 30 April 2015 and the following details of the Shareholder are provided in the filled in Ballot: name, surname and personal code of the Shareholder as a natural person or name and code of the Shareholder as a legal person. In case the Ballot does not meet these requirements, the Shareholder shall be held to have failed to vote in advance.

In case the Ballot is filled in the manner in which ascertaining the will of the Shareholder or Person in regard to a specific issue becomes impossible, the Shareholder shall not be held to have voted in regard to the issue in advance.

If the Shareholder so requests, AB INTER RAO Lietuva, no later than 10 days before the General Meeting of Shareholders, must dispatch a Ballot by registered mail or present this against signature free of charge.

The general voting ballot presented below in an example only and may not be used as a Ballot.

GENERAL VOTING BALLOT of AB INTER RAO Lietuva (the Company)

EXAMPLE

No	Draft resolution of the Annual General Meeting of Shareholders	Shareholder's vote	
		For	Against
1.	<p>Item: Regarding the Consolidated Annual Report of the Company for the year 2014.</p> <p>Resolution:</p>		

	To take note of the Consolidated Annual Report of the Company for the year 2014, which has been approved by the Board and has been analysed by the Supervisory Council of the Company;		
2.	<p>Item: Approval of the Audited Annual Financial Statements of the Company for the year 2014 and the Audited Consolidated Annual Financial Statements of the Group for the year 2014.</p> <p>Resolution: To approve the Audited Annual Financial Statements of the Company for the year 2014 and the Audited Consolidated Annual Financial Statements of the Group for the year 2014;</p>		
3.	<p>Item: Distribution of profit (loss) of the Company for the year 2014.</p> <p>Resolution: To distribute the profit (loss) of the Company for the year 2014 according to the draft distribution of profit (loss);</p>		
4.	<p>Item: Selection of the audit firm and approval of conditions of payment for audit services.</p> <p>Resolution: To select UAB Ernst & Young Baltic, legal entity's code 110878442, address Subačiaus str. 7, Vilnius, as the audit firm to perform the audit of the financial statements of the Company for the year 2014 and to establish conditions on payment as follows: not exceeding EUR 35,000 (without VAT) for the audit services;</p>		
5.	<p>Item: The change of the nominal value of shares and the authorised capital of the Company from litas to euro.</p> <p>Resolution:</p> <ul style="list-style-type: none"> (i) To change the nominal value of the shares and the authorised capital of the Company from litas to euro; (ii) To establish that the nominal value of one share of the Company is equal to EUR 0.29 (twenty nine euro cents); (iii) To establish that the authorised capital of the Company is equal to EUR 5,800,000 (five million eight hundred thousand euro). 		
6.	<p>Item: Approval of the New Wording of the Articles of Association of the Company.</p> <p>Resolution:</p> <ul style="list-style-type: none"> (i) To approve New wording of Articles of Association of the Company (<u>Annex No. 4</u>). (ii) To assign the General Director of the Company Mr Giedrius Balčiūnas, to sign the New wording of the Articles of 		

	<p>Association of the Company and any other necessary documents for the registration of the New wording of the Articles of Association of the Company with the Register of Legal Entities of the Republic of Lithuania; prepare, sign and submit to the Register of Legal Entities of the Republic of Lithuania and other entities or institutions all and any necessary documents and perform any actions related therewith.</p>		
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Data, presented by a Shareholder - natural person:

Data about the Shareholder:

(name, surname of the Shareholder)

Personal code: _____

Signature: _____

Date: _____

Data, presented by a Shareholder –legal person:

Data about the Shareholder:

(name and legal form of the Shareholder)

Legal entity's code: _____

Signature: _____

Date: _____

Data, presented by a Person, having right to vote by the shares, owned by a Shareholder:

Name, date and number of the document that provides the right to vote, and name of the Person, who signed the document:

A Person, having the right to vote by the shares, owned by the Shareholder:

(name, surname)

Personal code: _____

Signature: _____

Date: _____

The Person alongside with the filled in Ballot must submit to AB INTER RAO Lietuva the original or notarized copy of the proxy issued in a manner prescribed by laws or another document, confirming the right to vote at the General Meeting of Shareholders.