

Concerning the agenda and the proposed draft resolutions of the annual general meeting of shareholders of Lietuvos energija, AB

An annual general meeting of shareholders of Lietuvos energija, AB (business ID 302648707, registered office address Elektrinės g. 21, Elektrėnai), hereinafter referred to as the “Company”, is being convened on 30 April 2012 on the initiative and by resolution of the Board of the Company.

The general meeting of shareholders of the Company will take place at Elektrinės g. 21, Elektrėnai, Republic of Lithuania. The meeting will start at 9.00 a.m. on 30 April 2012. Start of registration of shareholders: at 8.30 a.m. on 30 April 2012. End of registration of shareholders: at 8.55 a.m. on 30 April 2012.

23 April 2012 is the day of identification of shareholders for the purposes of the general meeting of shareholders of Lietuvos energija, AB. Only those persons who are shareholders of the Company as of the end of the said identification date are entitled to attend and vote at the general meeting of shareholders of the Company.

The agenda and the proposed draft resolutions of the general meeting of shareholders of Lietuvos energija, AB:

1. Presentation of the Consolidated Annual Report of Lietuvos energija, AB and its subsidiaries for financial year 2011.

“Approve of the Consolidated Annual Report of Lietuvos energija, AB and its subsidiaries for financial year 2011 (appended).”

2. Presentation of an Independent Audit Report on the Financial Statements of Lietuvos energija, AB for 2011 and on the Consolidated Financial Statements of Lietuvos energija, AB and Its Subsidiaries for 2011.

<No resolution on this issue will be passed>.

3. Approval of the Financial Statements of Lietuvos energija, AB for 2011 and the Consolidated Financial Statements of Lietuvos energija, AB and Its Subsidiaries for 2011.

“Approve the Financial Statements of Lietuvos energija, AB and the Consolidated Financial Statements of Lietuvos energija, AB and Its Subsidiaries for the year ended on 31 December 2011, audited by PricewaterhouseCooper UAB, the Company’s auditor (appended).”

4. Allocation of profit / loss of Lietuvos energija, AB for 2011.

“Approve the allocation of profit / loss of Lietuvos energija, AB for the year ended on 31 December 2011”.

5. Approval of the model agreement by and between Lietuvos energija, AB and an independent member of the Board.

“5.1. Approve the form of model agreement by and between Lietuvos energija, AB and an independent member of the Board (hereinafter referred to as the “Agreement”) (appended);

5.2. Authorise the General Manager of Lietuvos energija, AB to amend any non-material terms and conditions of the Agreement;

5.3. Set for the independent member of the Board of Lietuvos energija, AB a hourly rate of pay of LTL 150 (one hundred fifty Litas) excluding VAT for the actual work of an independent member of the Board;

5.4. Establish that the maximum remuneration for the independent member of the Board of Lietuvos energija, AB shall be LTL 3,500 (three thousand five hundred Litas) excluding VAT per month;

5.5. Authorise the General Manager of Lietuvos energija, AB to conclude an agreement on the activities of an independent member of the Board with Ms Sonata Matulevičiene, Independent Member of the Board”.

Any information related to the general meeting of shareholders being convened, which must be published according to the law, and any additions to the issues on the agenda are published in the Company’s website <http://www.le.lt> and in the website of NASDAQ OMX Vilnius according to the procedure prescribed by the laws.

The shareholder or his proxy has the right to vote in advance by completing the ballot. At the written request of the shareholder or his proxy, the Company shall, not later than 10 days prior to the date of the general meeting

of shareholders, send the ballot by registered letter or deliver it by hand against signature. The ballot shall also be published in the Company's website <http://www.le.lt>, section "For Shareholders". The completed and signed ballot and the document evidencing the voting right shall be submitted to the Company by registered letter or delivered by hand to the Company to the address Elektrinės g. 21, Elektrėnai, not later than by the end of the working day (3.15 p.m.) on 27 April 2012.

The Company shall have the right not to include the vote of a shareholder or his proxy in the count of votes if the advance ballot does not comply with the requirements of Article 30 (3) and (4) of the Republic of Lithuania Law on Companies, has been received late, or completed in such a way that it is impossible to determine the actual will of the shareholder on any of the issues being voted on.

Persons may vote at the general meeting of shareholders by proxy. A proxy is a written document issued by a person (the principal) to another person (the proxy), authorising the proxy to represent the principal in the establishing and maintaining relations with third parties. A proxy entitling to take actions on behalf of a natural person, where actions are related to legal persons, must be notarially certified except for cases prescribed by the law when a proxy in another form may be submitted. Persons acting as proxies must produce, not later by the end of registration of the shareholders for the general meeting, a personal identification document and a proxy certified according to the procedure prescribed by the law. At the general meeting of shareholders, a proxy has the same rights as the shareholder that he/she represents.

Any shareholder entitled to attend the general meeting of shareholders is entitled, using means of electronic communications, to authorise a natural or legal person to attend and vote on his behalf at the general meeting of shareholders. Such electronic proxy does not require notarial certification. The Company recognises an electronic proxy provided that it has been signed by the shareholder with electronic signature, created by secure signature development software and approved by a qualified certificate valid in the Republic of Lithuania, i. e. provided that security of the information being transmitted is ensured and identity of the shareholder can be established. The shareholder must inform the Company about such electronic certificate in writing, by sending it via email info@le.lt not later than by the end of the working day (3.15 p.m.) on 27 April 2012.

No participation or voting by means of electronic communications will be allowed at the general meeting of shareholders.