

**DRAFT RESOLUTIONS**  
**of the Annual Meeting of Shareholders of the**  
**Joint Stock Company "Conexus Baltic Grid" to be held on April 28 2022**

**1. Reports of the JSC "Conexus Baltic Grid" Board, Council and the Independent Auditor.**

To take a note of reports of the Board, the Council of the Joint Stock Company "Conexus Baltic Grid" and the Independent Auditor.

**2. Approval of the JSC "Conexus Baltic Grid" 2021 Annual Report and Dependency Report.**

To approve Joint Stock Company "Conexus Baltic Grid" Sustainability and Annual Report for 2021 and the Dependency Report for 2021 prepared by the Board and reviewed by the Council of the Joint Stock Company "Conexus Baltic Grid".

**3. Use of the JSC "Conexus Baltic Grid" profit.**

To approve the proposal of the Board of Joint Stock Company "Conexus Baltic Grid" to pay dividends of EUR 9 548 661,36 or EUR 0,24 per each share from the profit of 2021, setting the dividend calculation date as May 30 2022 and setting the dividend payment date as June 2 2022, but the remaining part of the profit of EUR 3 668 070,55 shall be transferred to retained earnings.

**4. Issuance, offering and listing of bonds of JSC "Conexus Baltic Grid".**

1) In accordance with Section 268 paragraph 1 clause 8 of the Commercial Law and Clause 18.5 of the Articles of Association of Joint Stock Company "Conexus Baltic Grid", to approve the issuance, offering and listing of senior unsecured bonds with the following terms:

- a) issue size – up to EUR 80 000 000;
- b) issuance could be in one or more tranches;
- c) repayment of full-face value according to the terms of the issue of bonds on maturity;
- d) maturity – no less than two years;
- e) Governing law of the issuance – Latvian Law;
- f) Issuance listing venue – AS "Nasdaq Riga" with passporting of the prospectus also to AB Nasdaq Vilnius and "Nasdaq OMX Tallinn" AS.

2) To approve authorisation of the Management Board of Joint Stock Company "Conexus Baltic Grid" and to authorise the Management Board of Joint Stock Company "Conexus Baltic Grid" to effectuate the issuance, offering and listing of the bonds, including:

- a) the Management Board is authorised to agree and approve any further terms of the issuance of bonds, including, but not limited to the coupon, number of notes, payment schedule, as well as any terms are necessary for the bonds issuance to qualify as sustainability-linked bonds;
- b) the Management Board of is authorised to take any action and approve and enter into any documents needed to effectuate the issuance, offering, listing and trading of the bonds, including to approve the prospectus of the bonds or base prospectus, its amendments and additions, issue final terms, entering into agreements with the

coordinator of the process of issuing of bonds, the regulated market operator and other third parties as may be necessary for implementation of issuance the bonds.

**5. Election of the Council members of JSC “Conexus Baltic Grid”.**

1) To release Ilmārs Šņucins, Normunds Šuksts, Ilze Aleksandroviča, Zane Āboliņa, Tomohide Goto, Takumi, Sasaki and Viktors Sentuhovskis from the position of Members of the Council of the Joint Stock Company “Conexus Baltic Grid”.

2) According to proposals submitted by shareholders, to elect members to the Council of the Joint Stock Company “Conexus Baltic Grid” for a three-year period:

1. Ilmārs Šņucins;
2. Normunds Šuksts;
3. Ivars Moisejs;
4. Zane Āboliņa;
5. Tomohide Goto;
6. Viktors Sentuhovskis;
7. Yukiko Fujii.

**6. Changes in the remuneration set for the auditor of JSC “Conexus Baltic Grid”.**

To amend the remuneration set for the commercial company of certified auditors PricewaterhouseCoopers SIA for the audit of the financial statements and report on dependency of 2021, 2022 and 2023, and to set it EUR 34 500 (excluding VAT) for the 2021 audit, EUR 29 300 (excluding VAT) for the 2022 audit and EUR 29 300 (excluding VAT) for the 2023 audit.

Riga, April 21 2022

Chairperson of the Board  
of the Joint Stock Company “Conexus Baltic Grid”

Uldis Bariss