

DRAFT RESOLUTIONS
of the Annual General Meeting of Shareholders of the Joint Stock Company "Conexus Baltic Grid" to be held on April 25, 2019

1. Reports of Company's Board, Supervisory Council and the independent auditor.

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

2. Approval of the Company's 2018 annual report.

To approve "Joint Stock Company "Conexus Baltic Grid" Annual Report 2018" prepared in compliance with the International Financial Reporting Standards approved by the European Union prepared by the Board and reviewed by the Supervisory Council of the Joint Stock Company "Conexus Baltic Grid".

3. Use of the Company's profit.

- 1) To approve the net profit of 2018 of the Joint Stock Company "Conexus Baltic Grid" at the amount of 13 306 142 *euro*.
- 2) To pay 11 935 827 *euro* or 0,30 *euro* per share from the retained earnings of previous years to the shareholders in dividends, with May 15, 2019 as the date of calculation of dividends and May 21, 2019 as the date of payment of dividends.
- 3) To transfer 13 306 142 *euro* to the retained earnings of the Joint Stock Company "Conexus Baltic Grid".

4. Setting of a single additional payment for the results of 2018 for the members of the Company's Supervisory Council.

To pay a single additional payment in the amount of one monthly salary for results of 2018 to Vice-Chairman of the Supervisory Council of Joint Stock Company "Conexus Baltic Grid" William Pierson and to Members of the Supervisory Council Ilze Bērziņa, Sanita Greize, Guillaume Rivron and Martin Sichelkov.

5. Election of the auditor for the Company's annual report for 2018 and setting of the remuneration for the auditor.

To elect the Commercial Company of Sworn Auditors "KPMG Baltics SIA" (licence No. 55) as the auditor of the annual report for 2019 of the Joint Stock Company "Conexus Baltic Grid" with the remuneration excluding VAT set at 18 900 *euro*.

6. Election of the Company's Supervisory Council.

- 1) Considering the submission by the shareholder Joint Stock Company "Augstsprieguma tīkls" dated March 6, 2019 and in accordance with Section 296, Paragraph seven of the Commercial Law, to release Kaspars Āboliņš, William Pierson, Ilze Bērziņa, Sanita Greize, Ilmārs Šņucins, Guillaume Rivron and Martin Sichelkov from their positions as Supervisory Council members.
- 2) According to proposals submitted by shareholders, to elect members to the Supervisory Council of the Joint Stock Company "Conexus Baltic Grid" for a three-year period:
 1. Ilmārs Šņucins;
 2. Olga Bogdanova;
 3. Karina Ploka;
 4. Kārlis Eņģelis;
 5. William Pierson;

6. Guillaume Rivron;
 7. Martin Sichelkov.
- 3) To set the monthly remuneration for the Chairman of the Supervisory Council, the Vice-Chairman of the Supervisory Council and the members of the Supervisory Council for their work in the Supervisory Council of the Joint Stock Company "Conexus Baltic Grid" at the previous level.

Riga, April 9, 2019

Chairman of the Board
of the Joint Stock Company "Conexus Baltic Grid"

Z. Kotāne