

**BALLOT PAPER FOR VOTING IN WRITING IN THE EXTRAORDINARY GENERAL MEETING OF
SHAREHOLDERS OF AB KLAIPĖDOS NAFTA, TO BE HELD ON 26 JUNE 2014**

Shareholder's first name, surname (legal entity name)

Shareholder's personal ID number (legal entity code)

Number of shares held

Number of votes held

Please cross out what does not apply ("FOR" or "AGAINST") and leave the selected version of the resolution not crossed:

Organisational issues of the meeting			
To propose to elect the following person as the Chairman of the meeting and to vote "for" the proposed candidate:			
To propose to elect the following person as the Secretary of the meeting and to vote "for" the proposed candidate:			
To propose to elect the following person as the person responsible for performance of actions provided for in paragraph 2 of Article 22 of the Law of the Republic of Lithuania on Companies and to vote "for" the proposed candidate:			
Matter on the agenda	Draft resolution		
1. On approving the decision of the Board of AB Klaipėdos Nafta to amend Claims Assignment Agreement No. J4-17-2013 entered into with Nordea Bank Finland Plc on 15 February 2013.	<i>„To approve the decision of the Board of AB Klaipėdos Nafta: 1. To amend Claims Assignment Agreement No. J4-17-2013 (the "Claims Assignment Agreement") entered into on 15 February 2013 on the basis of the Board's decisions dated 22 January 2013 and 6 February 2013, replacing a party to the Claims Assignment Agreement, i.e. the Bank, with the assignee of rights and obligations of the Bank, i.e. the Parent Bank. 2. To determine that the Board's decision referred to in Clause 1 above will enter into force after its approval by the general meeting of shareholders of AB Klaipėdos Nafta, as provided for in Article 16.10 of the Articles of Association of AB Klaipėdos Nafta. 3. To authorise and oblige the General Manager of AB Klaipėdos Nafta to sign an additional arrangement on replacing a party to the Claims Assignment Agreement in compliance with the relevant decision of the Board, for which the approval of the general meeting of shareholders of AB Klaipėdos Nafta has been obtained, with the Parent Bank.“</i>		<div style="display: flex; justify-content: space-around;"> For Against </div>

<p>2. On approving the decision of the Board of AB Klaipėdos Nafta to invest in newly issued shares of UAB LITGAS, issued during the increase of the share capital of UAB LITGAS.</p>	<p><i>„To approve the decision of the Board of AB Klaipėdos Nafta:</i></p> <p><i>1. Along with UAB Lietuvos Energija (code 301844044), which is the other main shareholder of the company UAB LITGAS (code 302937277), to take part in the share capital increase of UAB LITGAS, during which no more than 97 000 002 (ninety seven million and two) new ordinary shares of the nominal value of 1 (one) litas shares will be issued, the price per share issued equal to 1 (one) litas and paid in cash:</i></p> <p><i>1.1. On a behalf of AB Klaipėdos Nafta to sign no more than 32 333 334 (thirty two million three hundred and thirty-three thousand three hundred and thirty four) of newly issued ordinary shares of UAB LITGAS of nominal value of 1 litas and of the total issue price no more than 32 333 334 (thirty two million three hundred thirty three thousand three hundred thirty four) litas;</i></p> <p><i>1.2. To establish that the above mentioned newly issued shares of UAB LITGAS can be signed – either at once by one share capital increase, either in several subsequent share capital increase iterations;</i></p> <p><i>1.3. To establish that during the increase of the share capital of UAB LITGAS AB Klaipėdos Nafta shall be entitles to sign any other smaller number of shares, but in all cases it must be guaranteed that the part of shares of AB Klaipėdos Nafta“ in the share capital of UAB LITGAS remains no less that 1/3rd.</i></p> <p><i>1.4. To establish that AB Klaipėdos Nafta will sign the newly issued shares of UAB LITGAS after the general shareholders meeting of UAB LITGAS takes appropriate decisions regarding the increase of share capital of UAB LITGAS. Accordingly, if the share capital of UAB LITGAS would be increased in several subsequent iterations, AB Klaipėdos Nafta will sign the newly issued shares only after the general meeting of UAB LITGAS takes appropriate decisions regarding the particular separate stage of the increase of the share capital of UAB LITGAS.</i></p> <p><i>2. To determine that the Board’s decision referred to in Clause 1 above will enter into force after its approval by the general meeting of shareholders of AB Klaipėdos Nafta, as provided for in Article 16.10 of the Articles of Association of AB Klaipėdos Nafta.“</i></p>	<p>For</p>	<p>Against</p>
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Regarding any other new draft resolutions, not indicated above, to vote with all the votes held	For	Against
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We hereby confirm that we have familiarised in advance with the agenda of the Extraordinary General Meeting of

Shareholders of AB Klaipėdos Nafta referred to in this Ballot Paper and the draft resolutions contained herein, therefore we may express in advance in writing the will of as a shareholder of AB Klaipėdos Nafta in voting on the matters considered at the Extraordinary General Meeting of Shareholders. Having regard to our will expressed in writing on the agenda matters of the Extraordinary General Meeting of Shareholders, it should be considered that participated in the Extraordinary General Meeting of Shareholders of AB Klaipėdos Nafta held on 26 June 2014.

First name, surname, position of the shareholder (its representative): _____

Date and signature of the shareholder (its representative): _____

Date, title and number of the document entitling to vote (if the ballot paper is signed by anyone other than the head of the shareholder): _____