

DRAFT RESOLUTIONS
of the extraordinary meeting of shareholders
of the Joint Stock Company "Conexus Baltic Grid" of 20 December 2017

1. Amendments to the Articles of Association of the Joint Stock Company "Conexus Baltic Grid".

1. To amend the Articles of Association of the Joint Stock Company "Conexus Baltic Grid" as follows:

1.1. To amend Section 7.12. of the Articles of Association as follows:

"7.12. The Supervisory Council shall consist of 7 (seven) members."

1.2. To amend paragraph 2 of Section 7.13. of the Articles of Association as follows:

"Members of the Supervisory Council who have commenced performance of their duties until 30 December 2017 (inclusive) shall hold the office until 30 December 2017 (inclusive).

1.3. To amend paragraph 6 of Section 7.13. of the Articles of Association as follows:

"Candidates with the largest number of votes cast in their favour by the Shareholders' Meeting shall be deemed to be elected to the Supervisory Council."

1.4. To amend Section 7.14. of the Articles of Association as follows:

"7.14. The Chairman of the Supervisory Council and one Vice-Chairman shall be elected by simple majority of votes of the Supervisory Council from amongst themselves."

1.5. To amend Section 7.23. of the Articles of Association as follows:

"7.23. The Management Board of the Company shall comprise of 3 (three) members. The members of the Management Board shall be elected by the Supervisory Council for a term of 3 (three) years. Members of the Management Board who have commenced performance of their duties before 31 December 2017 shall hold the office until election of the new members of the Management Board."

1.6. To amend Section 7.24. of the Articles of Association as follows:

"7.24. The members of the Supervisory Council shall elect the Chairman of the Management Board from amongst the members of the Management Board."

1.7. To amend Section 7.29. of the Articles of Association as follows:

"7.29. Meetings of the Management Board shall be convened at necessity, but at least one time in a month. Meetings are convened by the Chairman of the Management Board. The Management Board is entitled to decide on issues, if at least 2 (two) members of the Management Board are present. Management Board meetings shall be held in accordance with the procedure stipulated by the Management Board Regulation."

1.8. To amend Section 7.34. of the Articles of Association as follows:

"7.34. The Company may be represented by any two Management Board members jointly."

2. The amendments to Sections 7.12., 7.14., 7.23., 7.24., 7.29. and 7.34. of the Articles of Association enter into force on 31 December 2017.

2. Recalling of the Supervisory Council of the Joint Stock Company "Conexus Baltic Grid".

1) To recall Elena Mikhaylova, Kirill Seleznev, Vitaly Khatkov, Nikolay Dubik, Christian Janzen, Oliver Giese, William Pierson, Guillaume Rivron, Frank Siebert, Juris Savickis and Oleg Ivanov from the position of member of the Supervisory Council at the Joint Stock Company "Conexus Baltic Grid". This resolution enters into force on 31 December 2017.

2) Considering personal contribution in the development of the Joint Stock Company "Conexus Baltic Grid" and due to expiring of the term of office to grant an extraordinary remuneration to the following members of the Supervisory Council:

K. Seleznev, Chairman of the Council, in the amount of	6 salaries;
J. Savickis, Vice-Chairman of the Council, in the amount of	5 salaries;
N. Dubik, member of the Council, in the amount of	5 salaries;
O. Giese, member of the Council, in the amount of	5 salaries;
V. Khatkov, member of the Council, in the amount of	5 salaries;
O. Ivanov, member of the Council, in the amount of	5 salaries;
Ch. Janzen, member of the Council, in the amount of	5 salaries;
E. Mikhaylova, member of the Council, in the amount of	5 salaries.

3. Election of the Supervisory Council of the Joint Stock Company "Conexus Baltic Grid".

1) Pursuant to the nominations submitted by shareholders, to elect the following members to the Supervisory Council of the Joint Stock Company "Conexus Baltic Grid" for the 3 (three) years term of the office:

1. William Pierson;
2. Guillaume Rivron;
3. Frank Siebert;
4. Ben de Veele;
5. Gatis Junghāns;
6. Imants Zviedris;
7. Kaspars Āboliņš.

2) To set the monthly remuneration for the Chairman of the Council at EUR 2550 per month, the Vice-Chairman of the Council at EUR 2320 per month and the member of the Council at EUR 2300 per month.

3) This resolution enters into force on 31 December 2017.

Riga, 20 December 2017

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

A. Kalvītis