

**DRAFT RESOLUTIONS  
for the Annual General Meeting of Shareholders  
of the Joint Stock Company “Latvijas Gāze”  
of June 15, 2021**

**1. Reports of the Board, the Council and the Audit Committee, and the certified auditor’s opinion**

To take note of the reports of the Board, the Council and the Audit Committee of the Joint Stock Company “Latvijas Gāze”, and the certified auditor’s opinion.

**2. Approval of the Annual Report 2020**

To approve:

- 1) the “Latvijas Gāze” group consolidated and Joint Stock Company „Latvijas Gāze” annual report 2020 prepared in compliance with the International Financial Reporting Standards as adopted by the European Union (hereinafter – the Annual report);
- 2) the Corporate governance report of the Joint Stock Company „Latvijas Gāze” for the year 2020, which is part of the Annual report;
- 3) the Remuneration report of the Joint Stock Company “Latvijas Gāze” for the year 2020, which is part of the Annual report;

drawn up by the Board and reviewed by the Council of the Joint Stock Company “Latvijas Gāze”.

**3. Distribution of the profit for 2020**

To distribute the 2020 net profit of EUR 11,500,971 as follows:

- 1) to pay EUR 10,773,000 or EUR 0.27 per share to the shareholders in dividends with July 8, 2021 as the Ex-date (the day from which onwards shares are traded without a right to dividend), July 9, 2021 as the date of calculation of dividends, and July 12, 2021 as the date of payment of dividends;
- 2) to transfer EUR 727,971 to the retained earnings of the Joint Stock Company “Latvijas Gāze”.

#### **4. Setting of remuneration to the members of the Council and the Audit Committee for the 2020 annual performance**

- 1) To pay a single bonus for the performance of 2020 to Chairman of the Council of the Joint Stock Company "Latvijas Gāze" K.Seleznev in the amount of 6 monthly remunerations, to Vice-Chairmen of the Council J.Savickis in the amount of 5 monthly remunerations and O.Giese in the amount of 5 monthly remunerations, to Members of the Council M.Kohlenbach, D.S.Harrison, N.Merigo Cook, H.P.Floren, O.Ivanov, V.Khatkov, E.Mikhaylova, S.Kuznets in the amount of 5 monthly remunerations.
- 2) To pay a single bonus for the performance of 2020 to each member of the Audit Committee of the Joint Stock Company "Latvijas Gāze" J. Savickis, B. Kudore, A.Kaņepa and A.Belevitin in the amount of EUR 3,000.

#### **5. Election of the auditor of the 2021 annual accounts and setting of remuneration to the auditor**

To elect the commercial company of certified auditors PricewaterhouseCoopers LLC as auditor of the 2021 financial statement and consolidated financial statement of the Joint Stock Company "Latvijas Gāze" prepared in compliance with the International Financial Reporting Standards as approved by the European Union, with a remuneration of EUR 31,400 EUR (excl. VAT) for the audit of 2021, including the audit of the 2021 financial statement of the Joint Stock Company "Latvijas Gāze" for EUR 23,900 (excl. VAT) and the audit of the consolidated 2021 financial statement of the Joint Stock Company "Latvijas Gāze" for EUR 7,500 (excl. VAT).

#### **6. Election of the Council and setting of remuneration to the Council**

- 1) Pursuant to the request of the shareholder Marguerite Gas II S.à r.l.and according to Section 296 Paragraph seven of the Commercial Law to release Oliver Giese, Matthias Kohlenbach, Elena Mikhaylova, Kirill Seleznev, Vitaly Khatkov, Sergey Kuznets, Hans-Peter Floren, Nicolas Merigo Cook, David Stephen Harrison, Juris Savickis and Oleg Ivanov from their positions of Council members at the Joint Stock Company "Latvijas Gāze".
- 2) Pursuant to the nominations submitted by the shareholders, to elect the following members of the Council of the Joint Stock Company "Latvijas Gāze" for three years, with the term of office starting June 15, 2021:
  1. Oliver Giese,
  2. Matthias Kohlenbach,
  3. Elena Mikhaylova,
  4. Kirill Seleznev,
  5. Vitaly Khatkov,
  6. Sergey Kuznets,
  7. Hans-Peter Floren,
  8. Nicolas Merigo Cook,

9. Ēriks Atvars,
10. Juris Savickis,
11. Oleg Ivanov.

- 2) To set the monthly remuneration for the duties at the Council of the Joint Stock Company "Latvijas Gāze" for the Chairman of the Council in the amount of EUR 4 268, for the Vice-Chairmen of the Council in the amount of EUR 3 557 and for the members of the Council in the amount of EUR 2 845.
- 3) To set an additional remuneration to David Stephen Harrison in the amount of 2 monthly remunerations for his work in 2021 due to him not being nominated for re-election in the Council of the Joint Stock Company "Latvijas Gāze" and considering his personal contribution to the development of the Joint Stock Company "Latvijas Gāze".

Riga, May 28, 2021

Chairman of the Board  
of the Joint Stock Company "Latvijas Gāze"  
A. Kalvītis