

Approved at the meeting of the Board of the Joint Stock Company "Latvijas Gāze"  
on 25 April, 2018 (minutes No.12 (2018))

**DRAFT RESOLUTIONS**  
**of the Regular Meeting of Shareholders of the Joint Stock Company "Latvijas Gāze"**  
**to be held on June 19, 2018**

**1. Reports of the Management Board, Council, Audit Committee and opinion of the Sworn Auditor.**

To take a note of reports of the Management Board, Council, Audit Committee and opinion of the Sworn Auditor.

**2. Approval of the Annual Report 2017.**

To approve:

- 1) "Latvijas Gāze Group Consolidated and Joint Stock Company "Latvijas Gāze" Annual Report for 2017" which is compiled in compliance with the International Financial Reporting Standards approved by the European Union;
  - 2) "Joint Stock Company "Latvijas Gāze" Corporate Governance Report;
- prepared by the Board and reviewed by the Council of the Joint Stock Company "Latvijas Gāze"

**3. Distribution of profit of 2017.**

To use the profit of 2017 – EUR 24,216,740 – as follows:

- 1) to pay EUR 17,955,000 or EUR 0.45 per share to the shareholders in dividends, setting July 2, 2018 as the Ex-date (the day from which onwards shares are traded without a right to dividend), July 3, 2018 as the date of calculation of dividends, and July 4, 2018 as the date of payment of dividends,
- 2) to transfer 6,261,740 EUR to the retained earnings of the Joint Stock Company "Latvijas Gāze".

**4. Determination of remuneration for the Council and Audit Committee for the annual results of 2017.**

- 1) To pay a single premium for the annual results of 2017 to Chairman of the Council of the Joint Stock Company "Latvijas Gāze" K.Seleznev in the amount of 7 monthly remunerations, to Vice-Chairmen of the Council J.Savickis and O.Giese in the amount of 6 monthly remunerations, to Members of the Council H.P.Floren, N.Merigo Cook, E.Mikhaylova, V.Khatkov, O.Ivanov, N.Dubik in the amount of 6 monthly remunerations, M.Kohlenbach in the amount of 2 monthly remunerations and D.S.Harrison in the amount of 1 monthly remuneration.
- 2) To pay a single premium for the annual results of 2017 in the amount of EUR 10 000 to the each member of the Audit Committee of the Joint Stock Company "Latvijas Gāze".

**5. Election of an auditor for the audit of the Annual Reports 2018 and determination of remuneration for the auditor.**

To elect the Commercial Company of Sworn Auditors "PricewaterhouseCoopers" LLC (licence No.5) as the auditor of the accounts, reports, accounting and financial-economic activity 2018 of the Joint Stock Company "Latvijas Gāze", with the remuneration set at EUR 24,400 excluding VAT.

Riga, 25 April, 2018  
Chairman of the Board  
of the Joint Stock Company "Latvijas Gāze"

A. Kalvītis