

DRAFT RESOLUTIONS
of the Annual General Meeting of Shareholders of the Joint Stock Company "Conexus Baltic Grid" to be held on April 27, 2018

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

To take a note of the 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 2017 annual report.

To approve "Joint Stock Company "Conexus Baltic Grid" Annual Report 2017" 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. Distribution of the Company's profit of 2017.

- 1) To approve the net profit of 2017 of the Joint Stock Company "Conexus Baltic Grid" at the amount of EUR 17 020 587, incl. EUR 13 925 131 as the share of profit available for distribution.
- 2) To use the profit of 2017 as follows:
 - a) to pay EUR 13 925 131 or EUR 0,35 per share to the shareholders in dividends, with May 15, 2018 as the date of calculation of dividends and May 21, 2018 as the date of payment of dividends,
 - b) to transfer EUR 3 095 456 to the retained earnings of the Joint Stock Company "Conexus Baltic Grid".

4. Setting of a single additional payment for the results of 2017 for the members of the Company's Supervisory Council.

To pay a single additional payment for results of 2017 to Vice-Chairman of the Supervisory Council of Joint Stock Company "Conexus Baltic Grid" William Pierson in the amount of two monthly salaries, to Member of the Supervisory Council Guillaume Rivron and former Member of the Supervisory Council Frank Siebert in the amount of two monthly salaries.

5. Election of the Company's Supervisory Council.

- 1) Considering the submission by the member of the Supervisory Council Frank Siebert regarding his resignation from the office as a Supervisory Council member as of April 1, 2018 and in accordance with Section 296, Paragraph eight and nine of the Commercial Law, to release Kaspars Āboliņš, Ilze Bērziņa, Sanita Greize, Ilmārs Šņucins, William Pierson and Guillaume Rivron 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. Kaspars Āboliņš;
 2. Ilze Bērziņa;
 3. Sanita Greize;
 4. Ilmārs Šņucins;
 5. William Pierson;
 6. Guillaume Rivron;
 7. Martin Sichelkov.

6. 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 2018 of the Joint Stock Company "Conexus Baltic Grid" with the remuneration excluding VAT set at EUR 13 000.

Riga, April 27, 2018