

Draft Resolutions of Extraordinary General Meeting of Shareholders

Draft Resolutions of the Extraordinary General Meeting of the Shareholders to be held on 30 September 2011 are as follows:

1. Selection of an audit company to carry out the audit of the financial statements and the annual reports of *Panevėžio statybos trestas AB* and the companies of *Panevėžio statybos trestas AB Company Group* for the year 2011.

- 1.1. To select *KPMG Baltics* UAB as an auditor to carry out the audit of the financial statements and the annual report of *Panevėžio statybos trestas AB* and the companies of *Panevėžio statybos trestas AB Company Group* for the year 2011. To pay the amount not exceeding 133,000 Litas, VAT excluded, for the audit/review of financial statements and the annual reports of all companies of *Panevėžio statybos trestas AB Company Group* for the year 2011. To pay the amount not exceeding 100,000 Litas, VAT excluded, for the audit of the financial statements and the annual report of *Panevėžio statybos trestas AB* for the year 2011 including the review the financial statements of the following subsidiaries for the purposes of consolidation: *Baltlitstroj* OOO, *Skydmedis* UAB, *Metalo meistrai* UAB and *Vekada* UAB.
- 1.2. Audit companies to carry out the audit at the companies of *Panevėžio statybos trestas AB Company Group* located outside the European Union in accordance with the accounting and following the audit regulations of the countries thereof shall be selected at the discretion of the General Meetings of the Shareholders of these companies. The fee for these audit services is not included in the fee to be paid for the audit of the financial statements and annual reports of the companies of *Panevėžio statybos trestas AB Company Group* defined in item 1.1. hereinabove.
- 1.3. To delegate Dalius Gesevičius, the Managing Director of *Panevėžio statybos trestas AB*, to initiate the general meeting of the shareholders at the companies of *Panevėžio statybos trestas AB Company Group* and by means of participation at the meetings thereof to ensure selection of the relevant audit company and that these companies and their subsidiary companies follow the procedure defined in item 1.4. hereinbelow.
- 1.4. The contract with *KPMG Baltics* UAB for the provision of the audit/review services at *Panevėžio statybos trestas*, the subsidiary companies of *Panevėžio statybos trestas AB* and the subsidiary companies of these companies shall be signed by the Directors of the companies thereof upon a written consent by Artūras Bučas, the member of the Board of *Panevėžio statybos trestas AB*. The copies of the contracts and audit reports shall be provided to the parent company within seven days from their signature.

For more information contact:

Dalius Gesevičius

Managing Director

Panevėžio statybos trestas AB

Phone: (+370 45) 505 503