

Resolutions approved by the extraordinary general meeting of shareholders of AB „Rokiskio suris“ on 23<sup>th</sup> December 2010:

1. Regarding decrease of the Authorized Capital of the Company by annulment of treasury shares

**Resolution:**

To decrease the Authorized capital of AB „Rokiskio suris“ by LTL 2 576 924 (two million five hundred seventy six thousand nine hundred twenty four litas), in the way of annulment of 2 576 924 (two million five hundred seventy six thousand nine hundred twenty four) ordinary registered shares at par value of LTL 1 (one) litas.

After annulment of treasury shares, the Authorized capital of AB „Rokiskio suris“ shall make LTL 35 867 970 (thirty five million eight hundred sixty seven thousand nine hundred seventy litas) divided into 35 867 970 (thirty five million eight hundred sixty seven thousand nine hundred seventy) ordinary registered shares at par value of LTL 1 (one) litas.

2. Amendments of the Company's Articles of Association.

**Resolution:**

To amend the Company's Articles of Association:

- To identify the corrected size of the authorized capital resulted from its decrease by annulment of treasury shares. The amended point 3.1 of the Company's Articles of Association shall be read as follows:

3.1. Authorized Capital of the Company is equal to LTL 35,867,970 (thirty five million eight hundred sixty seven thousand nine hundred seventy litas). The Authorized Capital is divided into 35,867,970 (thirty five million eight hundred sixty seven thousand nine hundred seventy) ordinary registered shares at a par value of LTL 1 (one litas).

- To change the procedure of announcement of the Company's notifications. The amended point 10.1 and a new point 10.2 of the Company's Articles of Association shall be read as follows:

10.1. The Company's information as regulated by the Law on Joint stock companies of the Republic of Lithuania, the Law on securities and the laws on financial markets pursuing Article 28 of the Law on Securities of the Republic of Lithuania are announced publicly and it is placed in the central information base.

10.2. In cases set by the Law on Joint stock companies of the Republic of Lithuania, as well as other laws and the Articles of Association when the Company's notices shall be announced publicly, they are announced in an electronic release "Public announcements of juridical bodies" published by a public corporation "VĮ Registrų centras". Other public announcements to be released in accordance with the applicable laws (including announcements on the reorganization of the Company, and decrease of the Authorized capital) shall be announced publicly, they are announced in an electronic release "Public announcements of juridical bodies" published by a public corporation "VĮ Registrų centras" or circulated to every shareholder or other person to be informed by the registered mail or given upon signature. The Company's announcements are announced and/ or sent pursuing the terms set by the Lithuanian Laws and the Articles of Association. The Company's head manager takes responsibility for the timely announcement of the Company's information and its circulation.

- To supplement the Company's Articles of Association with Article 11 „Procedure of amendments to be made to the Articles of Association“, and point 11.1 shall be read as follows:

11.1. The Company's Articles of Association may be amended upon the initiative of the Board of Directors or the shareholders whose shares provide not less than 1/20 of the total votes. Resolution to make changes to the Articles of Association shall be accepted by the General Meeting of Shareholders when it is approved by 2/3 of the participating votes. If the General Meeting of Shareholders decides to make amendments to the Articles of Association, the full text of new reading is prepared and signed by the authorised person by the General Meeting of Shareholders.

The CEO Antanas Trumpa is authorized to sign the Company's Articles of Association and to proceed with any actions related with the amendment of the Articles of Association and its registering in the Register of Juridical Bodies.

The new wording of the Articles of Association attached.

### 3. Regarding purchase of own shares.

#### Resolution:

- 1). To purchase up to 10 per cent of own shares.
- 2). Purpose of acquisition of own shares – maintain and increase the price of the company's shares.
- 3). Period during which the company may purchase own shares - 18 months from the approval of resolution.
- 4). Maximal purchase price per share set as – EUR 3,475 (LTL 12,00) minimal purchase price per share is set equally to nominal value of share – EUR 0,290 ( LTL 1,00).
- 5). Minimal sales price per share of the treasury shares is equal to the price at which the shares were purchased.

When selling treasury shares it should be established equal opportunities for all shareholders to acquire the company's shares. Also, it shall be provided the opportunity to annul treasury shares.

- 6). To authorize the Board of Directors to organize purchase and sales of the own shares, establish an order for purchase and sales of the own shares, as well as their price and number, and also complete all other related actions pursuing the resolutions and requirements of the Law on Joint Stock Companies.

Upon the resolution of previous general meeting of shareholders it is formed a reserve of LTL 29 188 thousand to purchase the company's shares. Having decreased the Authorized Capital upon annulment of 2 576 924 treasury shares, the reserve for purchase of own shares is equal to LTL 20 287 thousand (EUR 5 876 thousand).