

The Draft Decisions, prepared by the Board of AB Linas Agro Group (hereinafter – the Company), to the Annual General Meeting of Company’s Shareholders to be held on 25 of October, 2012:

PRESENTATION OF THE COMPANY’S AUDIT COMMITTEE ACTIVITY REPORT

Draft decision: Presented (enclosed). No voting.

PRESENTATION OF THE INDEPENDENT AUDITORS’ REPORT

Draft decision: Presented (enclosed). No voting.

PRESENTATION OF THE CONSOLIDATED ANNUAL REPORT OF THE COMPANY FOR THE FINANCIAL YEAR 2011/2012

Draft decision: Presented (enclosed). No voting.

APPROVAL OF THE CONSOLIDATED AND THE COMPANY’S SET OF FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE, 2012

Draft decision: To approve the consolidated and the Company’s set of financial statements for the financial year ended 30 June, 2012 (enclosed).

APPROVAL OF THE DISTRIBUTION OF THE COMPANY’S PROFIT

Draft decision:

To approve the Distribution of the Company’s Profit:

1)	Retained earnings – profit (loss) of the previous financial year at the end of the accounting financial year	3,291,443 LTL
2)	Net profit (loss) of the financial year	68,912,588 LTL
3)	The profit (loss) of the accounting financial year not recognized in the profit (loss) account	–
4)	The transfers from the reserves	–
5)	The shareholder’s contributions to cover the losses of the Company (if shareholders decided to cover all or part of losses)	
6)	The total profit (loss) available for appropriation	72,204,031 LTL
7)	The part of the profit allocated to the legal reserve	3,450,000 LTL
8)	The part of the profit allocated to the reserve of the own share acquisition	–

9)	The part of the profit allocated to the other reserves	–
10)	The part of the profit allocated for the payment of dividends*	4,500,000 LTL
11)	The part of the profit allocated for payment of annual bonuses to the Board, employees and other purposes	–
12)	Retained earnings – profit at the end of the financial year carried forward to the next financial year	64,254,031 LTL

* to allocate LTL 4,500,000.00 (EUR 1,303,290.08) for the dividend payment for the financial year ended on 30 June, 2012, which consist LTL 0.028 (EUR 0.0082) with taxes per one share of the Company.

ELECTION OF THE COMPANY'S AUDITOR AND ESTABLISHMENT OF THE PAYMENT FOR THE SERVICES

Draft decision:

1. To elect Auditor of the Company "ERNST & YOUNG BALTIC" (code 110878442, address Subaciaus St. 7, Vilnius);
2. To establish the payment for services not more than 30,000 (thirty thousand) euro (VAT excluded) for the audit of the Company's and consolidated financial statements for the financial year 2012/2013;
3. To charge the Managing Director of the Company to conclude and sign the agreement with elected Auditor.

RECALL OF THE COMPANY'S BOARD MEMBERS

Draft decision: To recall from the Board of the Company all members of the Board: Andrius Pranckevičius, Arūnas Jarmolavičius, Arūnas Zubas, Dainius Pilkauskas, Darius Zubas, Tomas Tumėnas and Vytautas Šidlauskas.

ELECTION OF THE COMPANY'S BOARD MEMBERS

Draft decision: To elect to the Board of the Company for the new term of the Board for 4 (four) years:

1. Andrius Pranckevičius;
2. Arūnas Jarmolavičius;
3. Arūnas Zubas;
4. Dainius Pilkauskas;
5. Darius Zubas;
6. Tomas Tumėnas;
7. Vytautas Šidlauskas.