

AB "Ignitis grupė" strives for transparency in all areas of its activities, and observes the principle of unbundling the activities of the Group from political influence. Supervisory Board should act in good faith, with care and responsibility for the benefit and in the interests of the Company and all its shareholders and represent their interests. Supervisory Board of AB "Ignitis grupė" consists of 7 members - two representatives of the principal shareholder and five independent members. The term of office of the Supervisory Board is four years. To ensure the smooth operation of the Supervisory Board, the following committees of the Supervisory Board are established: Audit Committee; Nomination and Remuneration Committee; Risk Management and Business Ethics Supervision Committee. If necessary, other committees may be formed as well. The committees are composed of members of the Supervisory Board and independent committees members.

## PROFILE OF AB "IGNITIS GRUPĖ" SUPERVISORY BOARD'S COMPETENCIES

### GENERAL EXPECTATIONS AND COMPETENCIES FOR ALL MEMBERS OF AB "IGNITIS GRUPĖ" SUPERVISORY BOARD

<p><b>Ethical and values requirements</b></p>	<p><b>Time commitment for the activities of Supervisory Board member</b> All members must devote sufficient time to prepare for and participate in the meetings of the Supervisory Board and its committees, which take place at least once a month (at least one meeting of the Committee and one meeting of the Supervisory Board).</p> <p><b>Diversity</b> Gender balance and different ways of thinking shall be ensured in the Supervisory Board.</p> <p><b>Values</b> All Supervisory Board members must adhere to the Company's values (partnership, openness, responsibility and growth) and be its ambassadors.</p> <p><b>Cognitive skills</b> Systemic, strategic and critical thinking.</p> <p><b>Ethics</b> All Supervisory Board members must follow the Code of Ethics approved by the Company.</p>
<p><b>General requirements</b></p>	<p><b>Professional requirements</b></p> <ul style="list-style-type: none"> <li>• Professional experience in top management roles/leadership positions (manager of a company, top level manager (C-level) or similar) (at least part of Supervisory Board members).</li> <li>• Work experience in non/executive management bodies (at least part of Supervisory Board members).</li> <li>• Very good English language skills (written and oral).</li> <li>• Work experience in an international group of companies (including subsidiaries) and / or experience in company's international business development (at least part of Supervisory Board members).</li> <li>• Knowledge and skills of business strategy formation, execution and corporate governance.</li> <li>• Understanding and knowledge of principles of energy sector and knowledge of energy sector development trends and future perspectives in the context of Lithuania and globally (at least part of Supervisory Board members).</li> <li>• Experience in a management position (manager of the company, top level manager (C-level) or similar) in energy sector (at least one member of the Supervisory Board).</li> <li>• Knowledge and expertise in the field of digital transformation (at least one member of the Supervisory Board).</li> </ul> <p><b>Impeccable reputation</b></p> <ul style="list-style-type: none"> <li>• There must be no ties with other natural and legal persons that would create a conflict of interest in the performance of the duties of an independent member of the collegial body.</li> <li>• Supervisory Board's member must not be deprived of the right to hold the relevant position and to perform the functions required for the position or the right to hold such position must not be restricted.</li> <li>• Over the past 5 years the Supervisory Board member must not have been suspended from a single-person or collegial body of a legal entity due to improper fulfilment of his duties.</li> </ul> <p><b>Alumni of Management Board</b> The maximum number of former Management Board members of AB "Ignitis grupė" in the Supervisory Board shall not exceed two members.</p> <p><b>Education</b> Higher (university) or equivalent education.</p>

**Independence criteria (for independent members only)**

- An independent member of Supervisory Board must not be a civil servant or employee of AB "Ignitis grupė", its subsidiaries and their related legal entity, the participants, shareholders or founders of which are the specified companies, entity initiating the selection or its subordinate legal entity and must have not held such a position for the last one year.
- An independent member of Supervisory Board must not be a member, manager or employee of AB "Ignitis grupė", its subsidiaries or a related legal entity, the participants, shareholders or founders of which are the specified companies, and must have not held such a position for the last one year and must have not received remuneration from these legal entities, except for the remuneration for the position of a member of a collegial body or committee.
- An independent Supervisory Board member must not have been a shareholder or a representative of shareholders of AB "Ignitis grupė", its subsidiary or related legal entity for the last one year.
- An independent Supervisory Board member must not be a close person of AB "Ignitis grupė", its subsidiary or related legal entity shareholder, manager or members of collegial bodies - spouse, cohabitant, partner, when the partnership is registered in accordance with the law, as well as their parents (adoptive parents), children (adopted children), brothers (adopted brothers), sisters (adopted sisters), grandparents, grandchildren and their spouses, cohabitants or partners.
- An independent Supervisory Board member must not have significant business relations with AB "Ignitis grupė", its subsidiary or related legal entity, either directly or as a shareholder or manager of a legal entity with such relations. A natural or legal person whose income from the Company, its shareholder or related legal entity exceeds EUR 1,000 in the last 12 months, excluding remuneration or remuneration for the duties of a member of a collegial body or committee, shall be considered to have a significant business relationship.
- An independent Supervisory Board member must not have been a partner, shareholder, manager, member of the collegial body or employee of the audit company that performs or has performed the audit of AB "Ignitis grupė", its subsidiary or a related legal entity for the last 2 years.
- An independent Supervisory Board member must not have been a member of the collegial body of AB "Ignitis grupė" or its subsidiary for more than 10 years. This period shall be calculated by adding to the future term of office of a member of the collegial body for which an independent Supervisory Board member would be appointed and the previous terms of office of a member of the collegial body of the same company, which shall not exceed one year.
- An independent Supervisory Board member must not be a member of more than four collegial bodies of state-owned or municipal-owned enterprises.

**REQUIREMENTS APPLICABLE TO AREAS OF COMPETENCE ACCORDING TO THE STRATEGY (it is expected that at least one member has experience in at least one of the specified areas)**

<b>Financial management area</b>	Experience in the field of financial management (e.g. in the evaluation and financing of investment projects, investment portfolio policy formulation and management, experience in working with capital markets, M&A field (mergers and acquisitions), consulting, financial services, auditing, international accounting/preparation of financial statements and etc.).
<b>Organizational development area</b>	Experience in the field of organizational development (e.g. in the selection/evaluation of top managers, development of the organization and its culture, implementation of changes, application and/or implementation of human resource management tools, building and implementing remuneration policy etc.).
<b>Sustainable development and risk management area</b>	Experience in the field of sustainability development and risk management (e.g. in the application of environmental, social responsibility and corporate governance (ESG) criteria, identification and assessment of ESG risks, especially regulatory, resilience, etc. risks related to climate change, etc.).
<b>Strategy development and international expansion area</b>	Experience in the field of strategy formation and international development (e.g. in developing business strategy and international business, global development by expanding, acquiring, establishing, introducing business units (divisions) in various parts of the world, launching innovative, new products, services for customers, etc.).
<b>Renewable energy area</b>	Experience in the field of renewable energy (e.g. in the development of energy capacity (acquisition, management, development, operation and maintenance of wind farms and solar parks), development of renewable energy capacity in various parts of the world, etc.).
<b>Public policy and governance area</b>	Experience in public policy and governance (e.g. in working in civil service, knowledge of public sector operation, legislative principles and practical application, public policy making, supervision of state-controlled companies, managing and cooperating with public stakeholders and/or regulatory institutions, etc.).