

UAB “Ignitis renewables” strives for transparency in all areas of its activities and observes the principle of unbundling the activities of the Group from political influence. The Board should act in good faith, with care and responsibility for the benefit and in the interests of the company and all shareholders of the company and the parent company. The Board of UAB “Ignitis renewables” consists of three members: two representatives delegated by the shareholder and one independent member. The term of office of the Board is four years.

## COMPETENCY PROFILE OF THE BOARD OF UAB “IGNITIS RENEWABLES”

### COMPETENCY AREAS AND REQUIREMENTS BASED ON THE PARENT COMPANY'S STRATEGY

(It is desirable that at least one Board member has experience in at least one of the areas listed below)

#### GENERAL REQUIREMENTS APPLICABLE TO ALL BOARD MEMBERS

##### General Requirements

- Must have a higher (university) or equivalent education.
- Must have no relationships with other natural or legal persons that would give rise to a conflict of interest while serving as a member of a collegial body.
- Must not be disqualified or restricted from holding the position they are applying for or from performing the functions assigned to that position.
- Must not have been removed from a single-member or collegial body of a legal person within the last 5 years due to improper performance of duties.
- Must have an impeccable reputation. A person shall not be considered to be of impeccable reputation if they have been convicted, in accordance with the procedure laid down by law, of a serious or very serious criminal offence, a criminal offence against property, property rights and property interests, the economy and business order, the financial system, the civil service and public interests, justice, public security or government order and their criminal record is unspent or has not been expunged.
- May not be a career civil servant in a ministry, a government agency or a body under a ministry who is entrusted with the functions of forming public policies in the sector of the company for whose collegial body they are applying.
- May not be elected or appointed as a politician in accordance with the procedure laid down by law and may not be a civil servant of a political (personal) trust.
- If a civil servant, may not be a member of more than 2 collegial bodies in total in state-owned and municipally owned companies.

##### The following persons cannot be members of the Board of the Company:

- The Chief Executive Officer of the Company.
- A member of the Supervisory Board of the parent company.
- An auditor, an employee of an audit firm who participates and/or has participated in the audit of the company's financial statements, an assurance specialist, or an employee of an audit firm or an independent assurance service provider who participates and/or has participated in the verification of information on sustainability matters which is provided in the company's management report, with whom a contract has been concluded for the audit of the company's financial statements and/or for the assurance of information on sustainability matters which is provided in the management report, where less than 2 two years have elapsed since the performance of such services.
- A person who is not legally entitled to hold such a position.

## INDEPENDENT MEMBER

### RENEWABLE ENERGY AREA

#### Independence Requirements

- Must not have been, for at least one year, and is not, at the time of the selection process, a civil servant or employee of a state institution or agency.
- Must not have been, for at least one year, and is not, at the time of the selection process, the manager, a member of another collegial body, an employee or a shareholder of the company for whose collegial body they are applying, nor have they been, for at least one year, and are not, at time of the selection process, the manager, a member of a collegial body, an employee or a shareholder of a subsidiary or parent company of that company, or of a related legal entity in which the companies referred to in this paragraph are participants (hereinafter referred to as a "related legal entity").
- Must not be a close relative (a spouse, cohabiting partner, partner, where the partnership is registered in accordance with the procedure established by law, as well as their father (adoptive father), mother (adoptive mother), child (adopted child), brother (adoptive brother), sister (adoptive sister), grandfather (grandmother), grandchild, including their spouses, cohabiting partners or partners) of the manager or a member of a collegial body of the company for whose collegial body they are applying, its subsidiary or parent company or a shareholder of a related legal person that owns shares carrying more than 1/5 of the votes at a General Meeting of Shareholders.
- Must have no significant business ties with the company for whose collegial body they are applying, its subsidiary or parent company, or any related legal entity – either directly or as a participant, member of the collegial body, or the manager of a legal entity that has such ties. A natural or legal person is considered to have significant business ties if they are a supplier of goods or services (including financial, legal, advisory, and consulting services) and their income, received from the company or the legal entities referred to in this paragraph during the previous fiscal year, exceeds 1,000 euros, except for remuneration for performing the duties of a member of a collegial body or a committee formed by a collegial body.
- Must not have been, within the last two years, a partner, participant, manager, member of a collegial body, or employee of an audit firm that carries out or has carried out an audit of the company for whose collegial body they are applying, its subsidiary or parent company, or a related legal entity.
- Must not have been a member of a collegial body of the company for whose collegial body they are applying, its subsidiary or parent company for more than 10 years. This period shall be calculated by adding the term of office for which the candidate would be appointed and the previous terms of office as a member of a collegial body of the same company, with a maximum interval of one year between the terms of office.
- Must not be a member of more than 3 collegial bodies of state-owned and municipally-owned companies owned by the State and municipalities.

#### Special Requirements and Advantages

- At least five years of executive leadership experience as a chief executive officer, a senior executive reporting directly to the chief executive officer, a business unit head, or in an equivalent position within a large\* company or group of companies.
- Experience in developing, or making a significant contribution to the development of, strategy, its implementation, and performance management.
- At least four years of experience serving as a member of a collegial body, or at least two years of experience serving simultaneously on several collegial bodies within a large\* company or group of companies.
- Upper-intermediate proficiency in English (at least level B2).
- Experience in senior leadership positions in the energy sector, with responsibility for business or functional performance.
- At least five years of experience in the renewable energy sector, including the development, construction, and/or management of significant renewable energy projects or operating asset portfolios with a total installed capacity of at least 100 MW and a total investment value of at least EUR 100 million.
- Knowledge of one or more key renewable energy technologies – wind, solar, and/or battery energy storage systems (BESS) – and the principles governing their operation and maintenance.
- Excellent leadership, teamwork, and stakeholder collaboration skills.

*\*meeting at least two of the following criteria: book value of assets exceeding EUR 25 million, revenue exceeding EUR 50 million, or more than 250 employees.*

#### Advantages:

- At least five years of executive leadership experience in an international energy company or group of companies operating in the renewable energy sector, with annual revenue and/or assets of at least EUR 500 million, in the capacity of chief executive officer, senior executive, or an equivalent role.
- Experience in developing and managing strategic partnerships and/or joint ventures, including aligning partners' interests and delivering joint renewable energy projects.
- Experience working in a company or group of companies listed on, or seeking listing on, a securities exchange, and/or experience engaging with investors.
- Experience in improving operational efficiency and implementing digitalisation and innovation initiatives.

| SHAREHOLDER REPRESENTATIVES                                                                     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
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| Independence Requirements for <u>all</u> shareholder representatives                            | <ul style="list-style-type: none"> <li>Must not be a close relative (a spouse, cohabiting partner, partner, where the partnership is registered in accordance with the procedure established by law, as well as their father (adoptive father), mother (adoptive mother), child (adopted child), brother (adoptive brother), sister (adoptive sister), grandfather (grandmother), grandchild, including their spouses, cohabiting partners or partners) of the CEO or a member of a collegial body of the company for whose collegial body they are applying, its subsidiary or parent company or a shareholder of a related legal entity that owns shares carrying more than 1/5 of the votes at a General Meeting of Shareholders.</li> <li>Must not have been, within the last 2 years, a partner, participant, CEO, member of a collegial body or employee of an audit firm which carries out or has carried out an audit of the company for whose collegial body they are applying, its subsidiary or parent company, or a related legal entity.</li> </ul>                      |
| Special Requirements and Advantages for <u>all</u> shareholder representatives                  | <ul style="list-style-type: none"> <li>Must be an employee of AB "Ignitis grupė" group of companies.</li> <li>At least 5 years of executive leadership experience (e.g., Chief Executive Officer, direct report to the Chief Executive Officer, or an equivalent senior executive position) within a company or corporate group, including direct responsibility for the development and execution of business or operational strategies and the management of performance outcomes.</li> <li>Proven experience in shaping and/or implementing shareholder strategic priorities, translating them into strategic plans for group companies and/or overseeing their effective execution.</li> <li>Work experience in collegial bodies.</li> <li>Understanding of corporate governance principles.</li> <li>Excellent leadership, teamwork, and stakeholder collaboration skills.</li> <li>Upper-intermediate proficiency in English (at least level B2).</li> </ul>                                                                                                                    |
| COMPETENCY AREAS OF SHAREHOLDER REPRESENTATIVES, APPLICABLE SPECIAL REQUIREMENTS AND ADVANTAGES |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| FINANCIAL MANAGEMENT AREA                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| Special Requirements and Advantages                                                             | <ul style="list-style-type: none"> <li>Proven experience in corporate finance, capital allocation, and investment decision-making, including the assessment of investment returns, capital efficiency, financial risks, and opportunities for long-term value creation.</li> <li>Proven experience in financial management, including cash flow management, budgeting and financial control, financial analysis, cost management, and ensuring operational efficiency.</li> </ul> <p><b>Advantages</b></p> <ul style="list-style-type: none"> <li>Understanding of how capital markets operate and/or experience in engaging with investors, financial institutions and/or other capital providers.</li> <li>Proven experience in M&amp;A, asset acquisitions and divestments, strategic partnerships, and/or joint ventures, including the assessment of their financial viability, returns and risks, as well as investor expectations.</li> <li>Understanding of renewable energy and energy storage operating models, their economics and associated investment risks.</li> </ul> |
| STRATEGIC MANAGEMENT AREA                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| Special Requirements and Advantages                                                             | <ul style="list-style-type: none"> <li>Experience in shaping the long-term strategy of a company, group of companies or significant business unit, making strategic choices regarding business direction, portfolio and investment priorities, and assessing progress in its implementation.</li> </ul> <p><b>Advantages</b></p> <ul style="list-style-type: none"> <li>Proven experience in energy storage and/or other energy flexibility solutions.</li> <li>Understanding of energy markets, regulation and electricity commercialisation models, including PPAs and other market-based revenue models, as well as experience in developing commercial and/or business development initiatives in the energy sector.</li> </ul>                                                                                                                                                                                                                                                                                                                                                   |