

NOTIFICATION ON CONVOCATION OF THE ANNUAL GENERAL MEETING OF MEMBERS OF THE ASSOCIATION BALTIC INSTITUTE OF CORPORATE GOVERNANCE

Following the Article 5.6 of the Statutes of the Association "BALTIC INSTITUTE OF CORPORATE GOVERNANCE", legal entity code 302441498, registered address Jogailos St. 4, Vilnius, Lithuania, (the "Association") the President of the Association hereby convenes the annual general meeting of members of the Association (the "Meeting").

Taking into account the Resolution No. 207 by the Government of the Republic of Lithuania, which foresees a quarantine period in Lithuania until the 13th of April with a possibility of further extension, the Association informs that the Meeting will take place, but **members of the Association shall participate in the Meeting by voting in advance by submitting voting ballots**. Duly filled in ballots received before the Meeting shall be considered valid.

Date	30 April, 2020
Time	10.00 to 11.30
Place (address)	Business center „Verslo centras 2000“ (building A, 3 rd floor) at Jogailos St. 4, 01116 Vilnius, Lithuania
Registration (by the voting ballots received in advance) of the members will start at	09.30

The proposed agenda for the annual general meeting of the members of the Association:

1. Election of the chair and the secretary of the Meeting;
2. Approval of proposed Agenda;
3. Approval of the annual activity report of the Association for the preceding fiscal year as submitted by the President of the Association;
4. Approval of the annual set of financial statements;
5. Revocation of 3 Board members and election of 3 members of the Board;
6. Election of the Nomination Committee comprising of 3 members;
7. Other questions.

Each member of the Association is entitled to nominate its/his/her candidacy to be elected to the Board, as well as to the Nomination Committee. A member shall inform the President of the Association about its/his/her wish to become a candidate to be elected to the Board, as well as to the Nomination Committee by the 9th of April, 2020.

Procedure of participating and voting in the Meeting:

- 1. Voting by filling in a ballot.** Members of the Association have the right to vote by filling in a ballot. Voting ballots are distributed not later than 20 days before the Meeting. The filled in ballot shall be transferred to the Association by means of electronic communication, provided that the security of information thus transmitted is ensured and it is possible to establish the member's identity, and at least 1 hour to the beginning of the Meeting. The members that have voted by means of such voting shall be considered as being present at the Meeting and their votes shall be included in the quorum of the Meeting and the results of voting;
- 2. Transfer of the voting right.** A member unable to attend the Meeting (*to submit a filled in voting ballot*) may transfer his/her/its voting right to another member of the Association. Such an agreement shall be based on a bilateral agreement between two members with the member that is attending (*voting by filling in a ballot*) being able to exercise the transferred voting right in the annual Meeting of that year. Upon a member's request, the Association will provide them with the draft agreement on transfer of voting right.

Members are entitled to make suggestions to the Meeting agenda at least 20 days before the Meeting, i.e., by the 9th of April, 2020 at the latest.

The final agenda of the Meeting will be published on the Association's website www.bicg.eu, in accordance with the Article 5.10 of the Statutes of the Association.

For any questions and further information, please contact Rytis Ambrazevičius, the President of the Association, mobile: +370 698 17011, email: rytis@bicg.eu.



Rytis Ambrazevičius
President