

Proposed draft decisions for the Extraordinary General Meeting of Shareholders of AB „AviaAM Leasing“ convened on 9 March 2018

Proposed draft decisions for the Extraordinary General Meeting of Shareholders of AB AviaAM Leasing (legal entity code 302330793, registered address at Smolensko g. 10, Vilnius, Lithuania) (hereinafter the “**Company**”), convened on 9 March 2018, proposed by the shareholders of the Company, requesting convocation of the meeting, and verified by the Board of the Company:

1. Delisting of shares of the Company from trading on the regulated market Warsaw Stock Exchange and non-execution of the public offering of the shares of the Company.

Proposed draft decision:

- 1.1. *To initiate delisting of all the outstanding shares of the Company and delist them from trading on the regulated market Warsaw Stock Exchange pursuant to Article 91 section 6 in connection with Article 92 section 4 of the Polish Act of 29 July 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies.*
 - 1.2. *Not to continue the public offering of all the outstanding shares of the Company.*
 - 1.3. *To determine that the price of the tender offer aimed at delisting the shares of the Company from trading on the Warsaw Stock Exchange is set in accordance with the Law of the Republic of Poland on Public Offerings and the Law of the Republic of Lithuania on Securities.*
2. Authorisations to the Manager of the Company.

Proposed draft decision:

To authorise and oblige the Manager of the Company with the right to delegate, after the tender offer aimed at delisting the shares of the Company from trading on Warsaw Stock Exchange is duly submitted and implemented and any other needed procedures under the applicable Lithuanian and/or Polish law are duly executed, to carry out necessary actions and to submit necessary documents to the Warsaw Stock Exchange, Polish Financial Supervision Authority and to Polish National Depository for Securities for taking decisions on delisting of the shares of the Company from trading on the Warsaw Stock Exchange, as well as to the Bank of Lithuania for taking a decision on not deeming the Company as the issuer.