

**POWER OF ATTORNEY
TO REPRESENT AT THE EXTRAORDINARY GENERAL MEETING OF
SHAREHOLDERS OF AB LIETUVOS DUJOS
ON 23 MARCH 2012**

SHAREHOLDER'S DATA (THE PRINCIPAL)

Shareholder's (natural person's) name, surname; shareholder's (legal person's) company name

Shareholder's (natural person's) personal identification number; shareholder's (legal person's) code number

Number of shares owned by the principal

PROXY'S DATA

Proxy's (natural person's) name, surname; proxy's (legal person's) company name

Proxy's (natural person's) personal identification number; proxy's (legal person's) code number

Number of shares to be voted by proxy

Herewith the Principal is authorizing the Proxy:

To represent the principal, who is a shareholder in the joint stock company Lietuvos Dujos (company code 120059523, address: Aguonų g. 24 LT-03212 Vilnius), at the Extraordinary General Meeting of Shareholders of AB Lietuvos Dujos (hereinafter: "the Company") to be held on 23 March 2012 and to vote at discretion on any issue discussed at the Extraordinary General Meeting of Shareholders of the Company, to undersign, receive and submit all the documents related to the above authorization, issue statements on behalf of the principal, to submit proposals and perform other actions related to this authorization or interests of the principal.

The Power of Attorney shall be valid only on 23 March 2012 at the Extraordinary General Meeting of Shareholders of joint stock company Lietuvos Dujos.

The principal has the right to annul this power of attorney any time, and the proxy has the right to resign.

Power of attorney shall lose its validity: 1) at the expiry of its validity term; 2) if the principal annuls the power of attorney; 3) if the proxy resigns the authorization; 4) after termination of the legal person that granted the authorization; 5) after the death of the natural person who granted the authorization, or if he/she is recognized legally incapable or if his/her capability is limited, or if his/her whereabouts are recognized as unknown; 6) after the death of the person to whom the power of attorney was issued, or if he/she is recognized as legally incapable, or if his/her capability is limited, or if his/her whereabouts are recognized as unknown.

The principal shall notify his proxy and the third persons known to the principle and for the establishment and maintenance of relations with whom the power of attorney has been granted, about the annulment of the power of attorney.

The proxy must submit a report on his activities and to give an account of anything he had received when fulfilling these assignments.

This power of attorney entitles the proxy to the same powers that the shareholder represented by this power of attorney has.

The power of attorney holds true for the number of shares as indicated therein.

(Date)

(signature of the shareholder, seal of the legal person)

(signature of the proxy, seal of the legal person)