

2019-09-18

g-19/1874/k

Registracijos Nr. ....

Annex 1 to  
the Rules on the disclosure of information

**NOTIFICATION OF A GROUP/PERSON  
ON THE DISPOSAL OF THE VOTING RIGHTS**

1. Issuer's name, legal entity code, head office address, state Šiaulių Bankas AB, 112025254, Tilžės str.149, Šiauliai, Lithuania				
2. Reasons for crossing the declared threshold (tick the relevant box(es)):				
<input type="checkbox"/> Acquisition or <input type="checkbox"/> disposal of the voting rights <input type="checkbox"/> Acquisition or <input type="checkbox"/> disposal of financial instruments <input type="checkbox"/> Event resulting in the change of the held amount of the voting shares <input checked="" type="checkbox"/> Other (indicate a relevant reason, e.g. change of classification of the nature of the holding (e.g. expiration of validity of financial instruments), acting jointly, other reasons): Legal regulation has changed - 21 July 2019 the new wording of the Law on Securities of the Republic of Lithuania came into force, according to which the votes of the Issuer's executives are no longer counted together.				
3. Details on the person who is subject to the obligation of notification (by exceeding the specified limits in the descending or the ascending order) <sup>1</sup>				
Name and surname or name of legal entity Martynas Česnavičius			Head office address of legal entity	
4. Name and surname or name of shareholder (applicable in the cases referred to in Article 16(1)(2-10) and Article 16(2) of the Law, if different from the person referred to in item 3. Every person whose votes are to be calculated together with the votes of the person referred to in item 3 should be indicated, with specifying the amount and the share in per cent of the voting rights directly held by each of such persons):  Martynas Česnavičius does not own any shares under the right of ownership. UAB „PRO FINANCE“, the entity controlled by him, owns 2.108.160 votes (0.35%).				
5. Declared threshold and date of crossing it (e.g., date of acquisition or disposal of the shares; date of any other reason causing the obligation of notification to arise; in cases of a passive crossing of the threshold, the date of share-related event): the downward crossing of the 10 per cent and 5 per cent thresholds as of 21 July 2019.				
6. General positions of the persons who are subject to the notification obligation:				
	Voting rights granted by the shares, per cent (total 7. A)	Voting rights granted by means of financial instruments, per cent (total 7. B.1 + 7. B.2)	Both in total, per cent (7. A + 7. B)	Net amount of issuer's voting rights <sup>2</sup>
Situation present upon crossing or reaching the threshold	0.35		0.35	600,726,263
Position of the previous notification (if applicable)	14.32		14.32	

7. Information on the situation present upon crossing the threshold: <sup>3</sup>				
A) Voting rights granted by shares				
Class/ type of shares ISIN code	Amount of the voting rights <sup>4</sup>		Voting rights, per cent	
	Directly (Article 15 of the Law)	Indirectly (Article 16 of the Law)	Directly (Article 15 of the Law)	Indirectly (Article 16 of the Law)
PVA LT0000102253		2,108,160		0.35
<b>SUBTOTAL A</b>		<b>2,108,160</b>		<b>0.35</b>

B 1: Financial instruments which upon expiration of the buy-up term as agreed officially shall grant the right or possibility to acquire shares granting the voting rights already issued by the issuer (Article 17 of the Law)				
Financial instrument	Expiration date of the term <sup>5</sup>	Period for usage/ conversion <sup>6</sup>	Amount of the voting rights which may be obtained if the instrument is used / converted	Voting rights, per cent
		<b>SUBTOTAL B.1</b>		

B 2: Financial instruments linked to the financial instruments referred to in item B1 and having a similar economic effect (Article 17 of the Law)					
Financial instrument	Expiration date of the term <sup>5</sup>	Period for usage/ conversion <sup>6</sup>	Settlement in kind or in money <sup>7</sup>	Amount of the voting rights	Voting rights, per cent
			<b>SUBTOTAL B.2</b>		

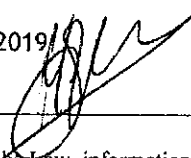
8. Details on the person who is subject to the obligation of notification ( <i>tick the relevant box</i> ):			
<input type="checkbox"/> A person who is subject to the obligation of notification is not controlled by any other natural or legal person and does not control any other undertakings that directly or indirectly have the issuer's voting rights ( <i>if a person who is subject to the obligation of notification is controlled by and (or) controls other undertaking, the second option is to be marked</i> )			
<input checked="" type="checkbox"/> The <u>entire</u> chain of controlled undertakings by means of which the voting rights and (or) financial instruments are managed, starting with the main controlling natural or legal person <sup>8</sup> :			
Name and surname / name <sup>9</sup>	Voting rights in per cent (if they amount to the threshold mandatory of notification or cross that threshold)	Voting rights by means of financial instruments in per cent (if they amount to the threshold mandatory of notification or cross that threshold)	Total of both voting rights, per cent (if they amount to the threshold mandatory of notification or cross that threshold)
UAB "PRO FINANCE": Martynas Česnavičius owns 80 per cent of shares and votes of UAB "PRO FINANCE"	0.35		0.35

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9. Details in case of voting by proxy: *[name and surname / name of proxy]* shall lose his voting rights *[per cent and amount]* from *[date]*

10. Additional information:  
(e.g. correction of the previous notification)

Completed in Vilnius, Lithuania, 17 September 2019



<sup>1</sup>In the circumstances referred to in Article 16(1)(3–9) of the Law, information about the following persons should be provided:

- in case referred to in Article 16(1)(3) of the Law, natural or legal person acquiring the voting rights and entitled to exercise them according to the agreement;
- in case referred to in Article 16(1)(4) of the Law, natural or legal person to whom the shares have been pledged, provided that the natural or legal person in question controls the voting rights and declared his intentions to exercise them, as well as the natural or legal person who pledged the shares under such conditions;
- in case referred to in Article 16(1)(5) of the Law, natural or legal person who uses the shares as an usufruct, provided that the natural or legal person in question is entitled to exercise the voting rights granted by such shares, as well as the natural or legal person who loses the voting rights when using the shares as an usufruct;
- in case referred to in Article 16(1)(6) of the Law, controlling natural or legal person and the controlled undertaking, if it is bound by obligation of notification of acquisition or disposal of the voting rights as provided for in Article 15, Article 16(1)(2–5) of the Law or any of these cases;
- in case referred to in Article 16(1)(7) of the Law, a person to whom the shares are transferred by trust, provided that he may exercise the voting rights granted by such shares at his own discretion, as well as the person who transferred the shares by trust granting the right to exercise the voting rights granted by such shares;
- in case referred to in Article 16(1)(8) of the Law, natural or legal person managing the voting rights;
- in case referred to in Article 16(1)(9) of the Law, an authorized person (proxy), provided that he may exercise the voting rights at his own discretion, as well as the shareholder who has granted the proxy the right to exercise the voting rights at his own discretion (e.g. management undertakings).

<sup>2</sup> The net amount of the voting rights shall be comprised of the voting rights granted by all shares including depository receipts marking the shares which are granted the voting rights, even if the exercise of the voting rights is suspended for a time.

<sup>3</sup> If the amount of the voting rights is less than the minimum threshold referred to in Article 15(1) of the Law, the amount of the held financial instruments and the voting rights attached thereto which is present on the date of crossing the declared threshold shall be indicated.

<sup>4</sup> To be filled in only when the holding is comprised of directly and indirectly held voting rights. The definition “directly held votes” shall mean the votes granted by the shares held by the person by the right of the ownership. The definition “indirectly held votes” shall mean the votes held by the person on one or more of the grounds specified in Article 16(1)(2–10) and (or) Article 16(2) of the Law.

<sup>5</sup> Expiration date of the buy-up/validity of financial instrument shall be the date when the right to acquire shares expires.

<sup>6</sup> To be filled in only when the financial instrument has the same period (e.g. every 3 months, starting with [date]).

<sup>7</sup> If settlement is made in cash, the amount and percentage of the voting rights subject to notification shall be calculated considering the total relative number of the shares forming the basis for financial instrument multiplied by *delta* ratio (paragraph 28 of the Rules).

<sup>8</sup> The entire chain of the controlled undertakings, starting with the main controlling natural or legal person, shall be indicated also in cases when the threshold is crossed at the level of only the controlled undertakings, whereas the controlled undertaking shall inform about submission of notification. In cases of multiple chains by means of which the voting rights and (or) financial instruments are used, notification of all such chains has to be made, with leaving a blank line between different chains (e.g. A, B, C, blank line, A, B, D, blank line, A, E, F etc.).

<sup>9</sup> Names of the controlled undertakings by means of which the voting rights and (or) financial instruments are used shall be indicated disregarding whether these controlled undertakings reach or cross the lowest set threshold.