

APPROVED
Management Board of AB Nasdaq Vilnius
April 2, 2020, Minutes No. 20-92

Extended Rules of Official Tender Offer Processes of AB “Ignitis gamyba” and AB “Energijos Skirstymo operatorius”

1. The Organizer of the Official Tender Offer – AB SEB Bankas, Registration No. 112021238, legal address: Gedimino pr. 12, LT-01103, Vilnius, Lithuania, hereinafter **“the Organizer”**.
2. The Provider of the Official Tender Offer service – AB Nasdaq Vilnius, Registration No. 110057488, legal address: Konstitucijos av. 29, Vilnius, Lithuania, hereinafter **“the Exchange”**.
3. The subject of the Official Tender offer process – up to 20629860 shares of AB “Ignitis gamyba” (ISIN code LT00001128571) and up to 44 886 572 shares of AB “Energijos skirstymo operatorius” (ISIN code LT000013023).
4. The Participants of the Official Tender Offer – only licensed bank or investment firms to whom the status of Exchange Member has been assigned are eligible to participate in the Official Tender offer. All Nasdaq Vilnius Members, having access to Genium INET trading system may participate in the Official Tender Offer.
5. The legal basis to this Rules of the Official Tender offer Process, hereinafter **“the Rules”**, is the Baltic Member Rules and the Rules of Nasdaq Vilnius Special Procedures Market (liet. AB Nasdaq Vilnius Spėlialiųjų procedūrų rinkos taisyklės). The Rules shall be binding on each Exchange Member participating in the Tender Offer process of AB “Ignitis gamyba” and AB “Energijos Skirstymo operatorius”.
6. The Place of Tender offer processes – the Orders are submitted to the Exchange Trading system, hereinafter – **“Trading system”**.
7. The Official Tender Offer **“Tender Offer”** period – from April 03, 2020, 09:00 until April 22, 2020, 15:30 EET. Order uncross time – April 22, 2020, 15:45 EET.
8. Settlement procedure – the Settlement date is April 24, 2020. The Settlement is provided by Nasdaq CSD SE.
9. The Exchange Members can enter orders in the Trading system during the Tender Offer process every Exchange trading day from 9:00 to 16:00 or until 15:30 on the last day of the Tender Offer. The orders can be modified or cancelled until 15:30 on the last day of the Tender Offer process.

After 15:30 on the last day of the Tender Offer process orders cannot be entered, modified or cancelled. All times denoted are in EEST time.

10. The Tender Offer process is open – the Members can see all orders in the order books.
11. The orders shall be entered in submarket “VSE Tender Offer” order books: ESO1LTO (ISIN code LT000013023), LNR1LTO (ISIN code LT0000128571).
12. The sell order must include:
 - a. Price of one security;
 - b. Number of securities;
 - c. Client reference;
 - d. Order capacity;
 - e. Client ID short code (in case order capacity is Agent);
 - f. Client ID qualifier (Firm/Personal);
 - g. Investment Dec short code (in case order capacity is Principal);
 - h. Execution Decision short code;
 - i. Time validity – “GTC” (Good-Till-Cancel);
 - j. Order reference (optional).
13. The price of one share in AB “Energijos skirstymo operatorius” Tender Offer is 0.88 EUR. The price of one share in AB “Ignitis Gamyba” Tender Offer is 0.64 EUR.
14. In addition to the order data specified in Paragraph 12, Name and surname of a natural person or name of a legal person, Natural person's personal identification code or registration code of a legal person, securities account number, Client's country of residence, address of natural or legal person and Client's custodian's BIC code shall be provided. This information shall be sent in an encrypted Excel file to e-mail TSBaltic@nasdaq.com by 17:00 on the day the order is entered in the Trading system. The Client's name, residency, ID code, securities account number shall be linked with the Client reference/Order reference of the entered order by the Client's account operator. Additional data is required in order to implement additional conditions determined in official tender offer circulars of AB “Energijos Skirstymo Operatorius” and AB “Ignitis Gamyba”. The detailed information can be found in the material information published by AB “Energijos skirstymo operatorius” and AB “Ignitis gamyba” under these links:
<https://cns.omxgroup.com/cdsPublic/viewDisclosure.action?disclosureId=931656&messageId=1173712>
<https://cns.omxgroup.com/cdsPublic/viewDisclosure.action?disclosureId=931657&messageId=1173714>

15. The Parties shall at all times comply with the data protection standards as provided under the GDPR, applicable law and data protection policies of the Exchange. The Privacy Letter of the Exchange sets out personal data handling practices under GDPR to safeguard privacy while fulfilling obligations, ensure the efficient operation of markets and satisfy regulatory obligations. The retention period of the data specified in Paragraph 14 shall be 3 years. After this period the data specified in Paragraph 14 shall be deleted. The Privacy Letter could be found under this link: http://www.nasdaqbaltic.com/files/baltic/rules_regulations/Privacy%20Letter%20for%20Members%20and%20Clients%20-%20Nordic_Baltic_Exchanges.pdf.