

APPROVED
Management Board of AB Nasdaq Vilnius
July 02, 2020, Minutes No. 20-99

Extended Rules of Shares Buy-Back Process of SUTNTIB “INVL Baltic Real Estate”

The Organizer of the Shares Buy-Back Process – AB Šiaulių bankas, registration No. 112025254, legal address: Tilžės g. 149, Šiauliai, Lithuania, hereinafter **“the Organizer”**.

1. The Provider of the Shares Buy-Back service – AB Nasdaq Vilnius, Registration No. 110057488, legal address: Konstitucijos av. 29, Vilnius, Lithuania, hereinafter **“the Exchange”**.
2. The subject of the Shares Buy-Back process – up to 2 551 838 shares of SUTNTIB “INVL Baltic Real Estate” (ISIN code LT0000127151).
3. The Participants of the Shares Buy-Back process– only licensed bank or investment firms to whom the status of Exchange Member has been assigned are eligible to participate in the Shares Buy-Back process. All Nasdaq Vilnius Members, having access to Genium INET trading system may participate in the Shares Buy-Back process.
4. The legal basis to these Rules of the Shares Buy-Back Process, hereinafter **“the Rules”**, is the Baltic Member Rules and the Rules of Nasdaq Vilnius Special Procedures Market (liet. AB Nasdaq Vilnius Specialiųjų procedūrų rinkos taisyklės). The Rules shall be binding on each Exchange Member participating in the Shares Buy-Back process of SUTNTIB “INVL Baltic Real Estate”.
5. The Place of Shares Buy-Back process – the Orders are submitted to the Exchange Trading system, hereinafter – **“Trading system”**.
6. The Shares Buy-Back period – from July 07, 2020, 09:00 until November 09, 2020, 15:30 EET. Order uncross time – November 09, 2020, 15:45 EET.
7. Settlement procedure – the Settlement date is November 11, 2020. The Settlement is provided by Nasdaq CSD SE.
8. The Exchange Members can enter orders in the Trading system during the Shares Buy-Back process every Exchange trading day from 9:00 to 16:00 or until 15:30 on the last day of the Shares Buy-Back. The orders can be modified or cancelled until 15:30 on the last day of the Shares Buy-Back process. After 15:30 on the last day of the Shares Buy-Back process orders cannot be entered, modified or cancelled. All times denoted are in EEST time.
9. The Shares Buy-Back process is open – the Members can see all orders in the order book.

10. The orders shall be entered in submarket “VSE Tender Offer” order books: INR1LOS (ISIN code LT0000127151).

11. 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).

12. The price of one share in SUTNTIB “INVL Baltic Real Estate” share buy-back is 1.8526 EUR.

13. In addition to the order data specified in Paragraph 11, 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 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, ID code 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 the Shares buy-back rules of SUTNTIB “INVL Baltic Real Estate” according to which the right to submit shares to the Company for share buy-back belongs to the Company's shareholders who:

- a. at the General Shareholders Meeting, held on 9 April 2020, (hereinafter Meeting) voted against the new wording of the Articles of Association of the Company and/or
- b. at the Meeting voted against the termination of the depository service agreement between the Company and AB SEB Bankas and the conclusion of a new depository service agreement with AB Šiaulių Bankas, or
- c. at the Meeting abstained in voting on the Meeting agenda items which are envisaged in sections 4.1 and/or 4.2 of the Shares buy-back rules of SUTNTIB “INVL Baltic Real Estate”,
or
- d. did not participate in the Meeting.

The detailed information can be found in the material information published by SUTNTIB “INVL Baltic Real Estate” under these link:

<https://cns.omxgroup.com/cdsPublic/viewDisclosure.action?disclosureId=946368&messageId=1192333>

14. 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.