

APPROBATED:

The Securities Commission of the Republic
of Lithuania
Resolution No. 2K-175
as of 28 Mai 2009

APPROVED:

Management Board of the AB NASDAQ OMX
Vilnius
Minutes No. 09-88
as of 1 June 2009

AMENDMENTS:

APPROBATED:

The Securities Commission of the Republic of
Lithuania
Resolution No. 2K-378
as of 10 December 2009

APPROVED:

Management Board of the AB NASDAQ OMX
Vilnius
Minutes No. 09-106 as of 14 December 2009

Effective as of 1 January 2010

APPROBATED:

The Securities Commission of the Republic of
Lithuania
Resolution No. 2K-222
as of 25 November 2009

APPROVED:

Management Board of the AB NASDAQ OMX
Vilnius
Minutes No. 10-05 as of 6 December 2010

Effective as of 10 December 2010

THE PRICE LIST OF AB NASDAQ OMX VILNIUS

NOTE: Only the Lithuanian version of these Rules shall be legally binding.

This translation is done for information purposes alone.

Every effort has been made to ensure accuracy of this publication.

However, NASDAQ OMX Vilnius does not assume any responsibility for any errors or omissions.

SECTION I

GENERAL PART

1. General provisions

- 1.1. The Price List of NASDAQ OMX Vilnius (hereinafter – the Price List) shall regulate the procedure for determining and payment of the public company NASDAQ OMX Vilnius (hereinafter – NASDAQ OMX Vilnius) fees and dues as set forth in Articles 54, 56 and 57 of the Law on Markets in Financial Instruments, the Listing Rules of NASDAQ OMX Vilnius and the Membership and Trading Rules of NASDAQ OMX Vilnius. The size of the fees and dues may vary subject to the nature of services rendered, type of operation with financial instruments and other factors. The Management Board of the NASDAQ OMX Vilnius has the right to determine discounts for fees, specifying the aims of these discounts, size and services, subject to mentioned discounts as well as the conditions of application.
- 1.2. The legal basis to this Price List is Articles 53 clause 1, 54, 56 and 57 of the Law on Markets in Financial Instruments.
- 1.3. This Price List or amendments and supplements thereto shall be passed by the Management Board of the NASDAQ OMX Vilnius after their approbation by the Securities Commission of the Republic of Lithuania (hereinafter – the LSC). This Price List or amendments and supplements thereto shall become effective after their publication on the NASDAQ OMX Vilnius website, unless a different day of their enactment is specified.
- 1.4. Decisions adopted by the Management Board of the NASDAQ OMX Vilnius or its authorized employees shall be disseminated publicly through the Information System of the NASDAQ OMX Vilnius.

2. Concepts used in the Price List

- 2.1. **Automatically Matched Trade** is a trade, which is executed in the Trading System by automatic order matching.
- 2.2. **The Member** is an intermediary of public trading in financial instruments, who has been granted the NASDAQ OMX Vilnius Membership and who has signed the Membership Agreement with the NASDAQ OMX Vilnius.
- 2.3. **Capitalization** is the total value of one or several financial instruments issues, calculated by multiplying the number of financial instruments issued by the Latest Paid Price for these financial instruments.
- 2.4. **Listing** is making and management of lists of financial instruments, which include admission of the financial instruments into the lists, supervision of the issuers, whose financial instruments are listed, disclosure of information about said issuers and their financial instruments and other actions of the NASDAQ OMX Vilnius.
- 2.5. **Latest Paid Price** is the Latest Paid Price (yield) for the financial instruments in an automatically matched trade concluded in the Trading Session or Manual Trade (reported by specifying the trade type „standard”, with its price falling within the spread of demand and supply, except for Manual Trades in a number of cases, announcement of which through the Information System was deferred) covering at least one Round Lot. The Latest Paid Price shall be deemed the market price of the financial instruments. The market shall have the meaning as is described in the Membership and Trading rules.
- 2.6. **Order** is a binding offer from a Member to buy or sell a specified number of financial instruments, entered into the Order Book.
- 2.7. **Order Book** is the database in the Trading System, in which the placed Sell and Buy orders are arranged, the information about a particular security, about the size of the lots for this security, the preciseness of the price to be entered in the order and other information is provided.
- 2.8. **Trading System** is an electronic system(s) for trading on the NASDAQ OMX Vilnius.
- 2.9. **Transaction/Trade** is an operation of buying and selling of financial instruments, which may be concluded as an automatically matched trade or reported as a Manual Trade.

- 2.10. **Manual Trade** is a trade, which is entered into outside the Order Book, for which the parties have agreed to apply requirements set for Manual Trades in the Membership and Trading Rules. A Manual Trade shall be reported by specifying one of the trade types, which are provided for and defined in Annex 5 “Types of Manual Trades” to the Membership and Trading Rules.
- 2.11. Other concepts used in the Price List have the same meaning as in the Law on Markets in Financial Instruments of the Republic of Lithuania, the Law on Securities of the Republic of Lithuania, the Law on Collective Investment Undertakings of the Republic of Lithuania, the Listing Rules of AB NASDAQ OMX Vilnius and the Membership and Trading Rules of AB NASDAQ OMX Vilnius.

3. Types of the fees

- 3.1. According to the type of fees and periodicity of payment thereof payers of the NASDAQ OMX Vilnius fees shall pay the following fees and dues:
- 3.1.1. Fees for admission of financial instruments into the NASDAQ OMX Vilnius trading lists (Admission Fee);
- 3.1.2. Annual Listing Fee;
- 3.1.3. Annual Membership Fee;
- 3.1.4. Fees of use of the Trading System of NASDAQ OMX Vilnius;
- 3.1.5. Commission Fees for transactions concluded on the NASDAQ OMX Vilnius;
- 3.1.6. Fees for organizing an IPO, a Public Share Sale, a Tender Offer.
- 3.2. All the fees specified in this Price List shall be paid into the settlement account of the NASDAQ OMX Vilnius. Where the laws of the Republic of Lithuania provide for a VAT for the exchange services, a respective amount of the VAT shall be added to the amounts of the fees specified in this Price List. If payment of the fees is delayed (except for the fee for the connection to the Trading System of the NASDAQ OMX Vilnius), the NASDAQ OMX Vilnius shall be entitled to claim a default interest in the amount of 0.04% of the amount due for each delayed day.

SECTION II

FEES AND PAYMENT PROCEDURE OF THESE FEES

4. The Admission Fee for admission of financial instruments into the NASDAQ OMX Vilnius trading lists

- 4.1. The Admission Fee for admission of financial instruments to the trading lists of the NASDAQ OMX Vilnius shall be paid once. This fee shall be paid by the issuer.
- 4.2. The Admission Fee shall amount to the following:
- 4.2.1. For admission of shares and depositary receipts representing shares (further in this Paragraph referred to as equities) to the Main Trading List, the Admission Fee shall amount to LTL 48,000. When equities of the issuer whose outstanding equities (registered under a different ISIN code) have already been listed in the Main Trading List are admitted to the Main Trading List, the Admission Fee to the Main Trading List shall amount to LTL 24,000. When equities listed in the Secondary Trading List are admitted to the Main Trading List, the Admission Fee to the Main Trading List shall amount to LTL 24,000. When equities are admitted to the Main Trading List after an increase of the authorized capital by complimentary contributions (i.e. by adding them to the already listed issue), the fixed Admission Fee to the Main Trading List shall be LTL 3,000 and the variable fee shall amount to 0.02% of the value of the issue from complimentary contributions, but no more than LTL 10,000 in total. When equities are admitted to the Main Trading List after an increase of the authorized capital from the company's funds, the Admission Fee to the Main Trading List shall be LTL 1,000;
- 4.2.2. For admission of equities to the Secondary Trading List the Admission Fee shall be LTL 48,000. When equities of the issuer whose outstanding equities (registered under a different ISIN code) have already

been listed in the Secondary Trading List are admitted to the Secondary Trading List, the Admission Fee to the Secondary Trading List shall amount to LTL 24,000. When equities listed in the Main Trading List are moved to the Secondary Trading List, no Admission Fee shall be paid. When equities are admitted to the Secondary Trading List after an increase of the authorized capital from complimentary contributions (i.e. by adding them to the already listed issue), the fixed Admission Fee to the Secondary Trading List shall be LTL 3,000 and the variable fee shall amount to 0.02% of the value of the issue from complimentary contributions, but no more than LTL 10,000 in total. When equities are admitted to the Secondary Trading List after an increase of the authorized capital from the company's funds, the Admission Fee to the Secondary Trading List shall be LTL 1,000;

- 4.2.3. For admission of corporate debt securities to the Debt Securities Trading List – 0.01% of the par value per issue, but not more than LTL 4,000. When corporate debt securities of a company whose outstanding equities or debt securities have already been listed on the NASDAQ OMX Vilnius are admitted to the Debt Securities Trading List, the admission fee to the Debt Securities Trading List shall be reduced twofold. When corporate debt securities of a company which is a Member of the NASDAQ OMX Vilnius are admitted to the Debt Securities Trading List, the admission fee to the Debt Securities Trading List shall be reduced twofold;
- 4.2.4. For admission of debt securities issued by the Republic of Lithuania, municipalities, other states, their regional or local authorities as well as public international organizations to the Debt Securities Trading List the Admission Fee is 0.01% of the par value per issue, but not more than LTL 4,500;
- 4.2.5. For admission of units or shares of collective investment undertakings to the Fund Trading List the Admission Fee, payable by a management company or an investment company, seeking admission of these units or shares to this trading list, shall be LTL 4,900. Where admission to the Fund Trading List is sought for additional units or shares of a collective investment undertaking, whose units or shares are already listed on the Fund Trading List upon an application of a management company or an investment company, the management company or the investment company shall pay the Admission Fee of LTL 1,000 for each additional admission of units or shares of that collective investment undertaking;
- 4.2.6. For admission of corporate debt securities associated with financial instruments to the Debt Securities Trading List:
 - LTL 500 per issue, if the company has entered into to the Debt Securities Trading List not more than ten issues of corporate debt securities associated with financial instruments;
 - LTL 300 per issue, if the company has entered into to the Debt Securities Trading List from eleven to fifty issues of corporate debt securities associated with financial instruments;
 - LTL 200 per issue, if the company has entered into to the Debt Securities Trading List from fifty one to one hundred issues of corporate debt securities associated with financial instruments;
 - LTL 100 per issue, if the company has entered into to the Debt Securities Trading List one hundred or more issues of corporate debt securities associated with financial instruments.
- 4.3. The Admission Fee shall be paid within 5 Exchange Days from the day the decision to admit the financial instruments to listing is adopted. When equities are admitted to the NASDAQ OMX Vilnius listing after an increase of the authorized capital (i.e. by adding them to the already listed issues), the Admission Fee shall be paid within 5 Exchange Days from the day the new adjustment of the issue is registered in the Central Securities Depository.

5. Annual Listing Fee

- 5.1. Issuers whose financial instruments are admitted to the NASDAQ OMX Vilnius trading lists shall pay the Annual Listing Fee. The Listing Fee shall be paid in the order and within the terms established by the Management Board of the NASDAQ OMX Vilnius. The paid-in fee shall not be subject to recovery.
- 5.2. When financial instruments of an issuer are transferred from the Main to the Secondary Trading List, the annual fee for listing in the Secondary Trading List shall not be paid if the issuer has already paid the annual fee for listing in the Main Trading List in that year. When equities listed in the Secondary Trading List are admitted to the Main Trading List the Annual Listing Fee shall be paid in the manner and within the time limits set forth by the Management Board of the NASDAQ OMX Vilnius.

- 5.3. The Annual Listing Fee shall amount to the following:
- 5.3.1. The Annual Listing Fee for shares and depositary receipts representing shares (further in this Paragraph these financial instruments are called equities) in the Main Trading List consists of a fixed portion, which amounts to LTL 24,000, and a variable portion of the fee. The fixed portion of the fee shall be paid in equal portions every quarter of the calendar year. The variable portion of the fee shall be calculated and paid every quarter of the calendar year and it shall account for 0.002% of the average last quarter capitalization value of equities, but not more than LTL 9,000 per quarter;
- 5.3.2. The Annual Listing Fee for other financial instruments in the Main Trading List which grant the right to obtain financial instruments by subscription or exchange shall be LTL 24,000;
- 5.3.3. The Annual Listing Fee for equities in the Secondary Trading List shall consist of a fixed portion, which amounts to LTL 12,000, and a variable portion of the fee. The fixed portion of the fee shall be paid in equal portions every quarter of the calendar year. The variable portion of the fee shall be calculated and paid every quarter of the calendar year and it shall account for 0.002% of the average last quarter capitalization value of equities, but not more than LTL 6,000 per quarter;
- 5.3.4. The Annual Listing Fee for other financial instruments in the Secondary Trading List which grant the right to obtain financial instruments by subscription or exchange shall be LTL 12,000.
- 5.3.5. The Annual Listing Fee for corporate debt securities in the Debt Securities Trading List shall be LTL 4,000 for the first issue and LTL 2,000 for each subsequent issue. The Annual Listing Fee for corporate debt securities in the Debt Securities Trading List to be paid by companies whose outstanding equities have been listed on the NASDAQ OMX Vilnius or Members shall be LTL 2,000 for each listed issue;
- 5.3.6. The Annual Listing Fee for debt securities issued by the Republic of Lithuania, municipalities, other states, their regional or local authorities as well as public international organizations in the Debt Securities Trading List shall amount to LTL 4,000. No listing fee shall be payable for debt securities in the Debt Securities Trading List issued by the Republic of Lithuania, municipalities, other states, their regional or local authorities as well as public international organizations with the maturity less than 1 year.
- 5.3.7. For admission of units or shares of collective investment undertakings to the Fund Trading List the fee, payable by a management company or an investment company, seeking admission of these units or shares to this trading list, shall be LTL 2,100. Management companies or investment companies, upon whose application units or shares of two to ten collective investment undertakings are listed on the Fund Trading List, shall be subject to the Annual Listing Fee of LTL 1,300 for units or shares of each collective investment undertaking. Management companies or investment companies, upon whose application units or shares of eleven or more collective investment undertakings are listed on the Fund Trading List, shall be subject to the annual listing fee of LTL 1,000 for units or shares of each collective investment undertaking.
- 5.3.8. The Annual Listing Fee for corporate debt securities associated with financial instruments in the Debt Securities Trading List shall be LTL 300 for each issue.

6. Annual Membership Fee and Fees of use of the NASDAQ OMX Vilnius Trading System

- 6.1. The Membership Fee and Fees for Connection to the Trading System of the NASDAQ OMX Vilnius shall be paid by the NASDAQ OMX Vilnius Members. The Annual Membership Fee shall be paid in the order and within the time limits set forth by the Management Board of the NASDAQ OMX Vilnius. The paid-in fee shall not be subject to recovery.
- 6.2. The Annual Membership Fee of the NASDAQ OMX Vilnius shall be fixed at LTL 17,265, except for the cases specified under Paragraphs 6.3 and 6.4.
- 6.3. A Member shall not be subject to the Annual Membership Fee of the NASDAQ OMX Vilnius, provided it is at the same time a Member of the NASDAQ OMX Riga and/ or NASDAQ OMX Tallinn and pays the Annual Membership Fee to the NASDAQ OMX Riga or NASDAQ OMX Tallinn. In such a case, a part of the Membership Fee for the NASDAQ OMX Vilnius Membership shall be paid for the Member by the NASDAQ OMX Riga or NASDAQ OMX Tallinn in the established order.

- 6.4. In the event a subsidiary and/ or a parent company of the Member and/ or a subsidiary of its parent company (hereinafter referred to as the Group) is at the same time a Member of the NASDAQ OMX Vilnius and/ or of the NASDAQ OMX Riga and/or NASDAQ OMX Tallinn, the Group may choose to pay the Membership Fee to the NASDAQ OMX Vilnius in the order prescribed in Paragraph 6.5 of this Price List.
- 6.5. In the event a company in the Group is:
- 6.5.1. A Member, the Annual Membership Fee for the Group shall amount to LTL 17,265;
- 6.5.2. In the event a Member or any other company of the Group is at the same time a Member of the NASDAQ OMX Riga or NASDAQ OMX Tallinn, the Annual Membership Fee for the Group shall amount to LTL 27,622;
- 6.5.3. In the event a Member or any other company of the Group is at the same time a Member of both the NASDAQ OMX Riga and NASDAQ OMX Tallinn, the Annual Membership Fee for the Group shall amount to LTL 34,528.
- The Group shall not be subject to any Annual Membership Fee, provided any company of the Group is at the same time a Member of the NASDAQ OMX Riga and/ or NASDAQ OMX Tallinn and the Group pays the Annual Membership Fee to either NASDAQ OMX Riga or NASDAQ OMX Tallinn. In such a case, a part of the Membership Fee for the NASDAQ OMX Vilnius Membership shall be paid for the Member by the NASDAQ OMX Riga or NASDAQ OMX Tallinn in the established order.
- 6.6. The Members shall pay the technical fees of use of the Trading System of NASDAQ OMX Vilnius and other fees fixed by the Management Board of the NASDAQ OMX Vilnius in accordance with the scope and technical conditions of the services subscribed for.

7. Commission Fees for transactions concluded on the NASDAQ OMX Vilnius

- 7.1. Members shall pay Commission Fees for transactions concluded and the Manual Trades reported on the NASDAQ OMX Vilnius. The amount of the fee shall depend on the type of the transaction and of the financial instrument. The Commission Fees shall be paid within 5 Exchange Days after the end of the calendar month, during which the IPO or a tender offer was organized, transactions concluded or Manual Trades reported (to be paid once a month). Transactions and Manual Trades in debt securities issued by the Republic of Lithuania concluded/ reported on the NASDAQ OMX Vilnius shall not be subject to any Commission Fee.
- 7.2. The fees for transactions concluded and the Manual Trades reported on the NASDAQ OMX Vilnius, determined under this section, shall not be calculated and paid only in the event the trade is cancelled in the manner established by Paragraphs 54.1-54.3 or 68.1-68.3 of this Price List, as well as in the cases when the trade is cancelled because of the Member's default on delivery of financial instruments and/or cash.
- 7.3. The following fees shall be paid for the Automatically Matched Trades on the NASDAQ OMX Vilnius:
- 7.3.1. 0.045% of the value of the trade per each party to the trade, except trades in debt securities;
- 7.3.2. 0.01% of the value of the trade per each party to the trade, but no more than LTL 100, if the trade is concluded in debt securities (except debt securities on behalf of the Republic of Lithuania);
- 7.3.3. The minimum fee per each placed order, the execution whereof has started as an Automatically Matched Trade, shall be LTL 1.00. If the order is under execution for several days, the minimum fee for each placed order, the execution whereof has started, shall be calculated for each day of the order execution.
- 7.4. The commission fees for Manual Trades reported on the NASDAQ OMX Vilnius shall amount to the following:
- 7.4.1. 0.03% of the value of the trade, but no more than LTL 500 per each party to the trade, except trades in debt securities;
- 7.4.2. 0.01% of the value per trade, but no more than LTL 100 for each party to the trade, where the Manual Trade is reported in debt securities (except debt securities issued by the Republic of Lithuania);

- 7.4.3. The minimum fee for one placed and concluded Manual Trade shall be LTL 1.00.
- 7.5. The Commission Fee for trades concluded during an execution of a tender offer shall amount to 0.05% of the value per trade, but no more than LTL 7,500 for each party to the trade. The fee for a tender offer auction execution shall amount to LTL 1,000 per Buyer. For the purposes of this Paragraph, the Buyer is understood as specified in Paragraph 60.2 of the Rules.
- In the case of a tender offer, the value per transaction shall be equal either to the amount payable for targeted shares or to the amount equal to the product of the closing price of the financial instruments offered in exchange on the close of the day of registration of the tender offer with the LSC and their number or to the sum of cash and the amount equal to the product of the closing price of the financial instruments offered in exchange on the day of registration of the tender offer with the LSC and their number, if in case of a voluntary tender offer payment is made in financial instruments or in a combination of cash and financial instruments. The provisions of this paragraph shall apply to the mandatory sale of shares and the purchase of the own shares *mutatis mutandis*.
- 7.6. The following fee shall apply for the trades concluded during a IPO: 0.05% of the value of the transaction, but no more than LTL 7,500 per each Buyer. The amount of the fee payable for the organizing of the IPO shall be agreed between the NASDAQ OMX Vilnius and the Offeror in each individual case separately.
- 7.7. The Commission Fee for trades concluded during a public share sale shall amount to 0.05% of the value per trade, but no more than LTL 7,500 per Buyer. The fee for a public share sale auction execution shall amount to LTL 1,000 per Seller. For the purposes of this Paragraph, the Seller is understood as defined in in the Membership and Trading Rules - A Member acting, directly or indirectly, as an agent on behalf of the State Property Fund or privatization institutions established by Municipality Councils or of a person (persons) intending to sell a block of shares or intending to sell a block of shares for its own account is hereinafter called the Seller.

Chairman of the Board
