## **CONSOLIDATED INTERIM REPORT**

OF THE FINANCIAL YEAR 2013/2014

## **OF AB LINAS AGRO GROUP**

FOR 6 MONTHS PERIOD ENDED 31 DECEMBER 2013



## **CONFIRMATION OF RESPONSIBLE PERSONS**

Following the Law on Securities of the Republic of Lithuania and Rules on Preparation and Submission of Periodical and Additional Information of the Bank of Lithuanian, we, Darius Zubas, Managing Director of AB Linas Agro Group and Tomas Tumėnas, Finance Director of AB Linas Agro Group, hereby confirm that, to the best of our knowledge, the not audited AB Linas Agro Group Interim Consolidated Financial Statements for the six months of the financial year 2013/2014, prepared in accordance with International Financial Reporting Standards as adopted by the European Union, give a true and fair view of assets, liabilities, financial position, profit or losses and cash flow of AB Linas Agro Group and the Group as well. We also confirm that Interim Consolidated Report for the six months of the financial year 2013/2014 includes fair review of the business development and activities, together with the description of the major risks and indeterminations incurred.

AB Linas Agro Group Managing Director

28 February 2014

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AB Linas Agro Group Finance Director

Tomas Tumėnas

28 February 2014



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### 1. REPORTING PERIOD OF THE REPORT

Financial year of AB Linas Agro Group starts on 1 July of the calendar year and ends on 30 June of the next year, therefore this interim report is prepared for the first six months of the financial year 2013/2014, and all the figures are stated as at 31 December 2013, unless otherwise indicated. AB Linas Agro Group is also referred to as the Company and its group of companies is referred to as Group in this report.

## 2. REFERENCES AND OTHER EXPLANATORY NOTES ON THE INFORMATION DISCLOSED IN THE REPORT

All financial data in this semi-annual report are prepared in accordance with Financial Reporting Standards unless otherwise stated. Financial result is unaudited.

## 3. THE MAIN INFORMATION ABOUT THE COMPANY AND THE GROUP

Company name AB Linas Agro Group

Legal form Public company

Date and place of registration 27/11/1995 in Panevezys

Code of legal entity 148030011

VAT identification number LT480300113

Company register State Enterprise Centre of Registers (Valstybės

įmonė Registrų centras)

Address Smėlynės St. 2C, LT-35143 Panevėžys, Lithuania

Phone +370 45 50 73 03

Fax +370 45 50 73 04

E-mail group@linasagro.lt



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Website www.linasagro.lt

Bank account LT07 7044 0600 0263 7111, AB SEB bank, bank code

70440

ISIN code LT0000128092

Ticker in NASDAQ OMX Vilnius LNA1L

AB Linas Agro Group, together with its directly and indirectly controlled companies (hereinafter - subsidiaries) is a Group of 34 companies, that is founded in 1991 and is operating in four countries – Lithuania, Latvia, Estonia and Denmark. The financial year of the Group companies begin on 1 July. The Company does not have any branches and representative offices.

## 4. THE MAIN ACTIVITY

The subsidiaries controlled by the Company produce, handle and merchandise agricultural and food products, also provide products and services for farming. The Company performs only the management function and is not involved in any trading or production activities.

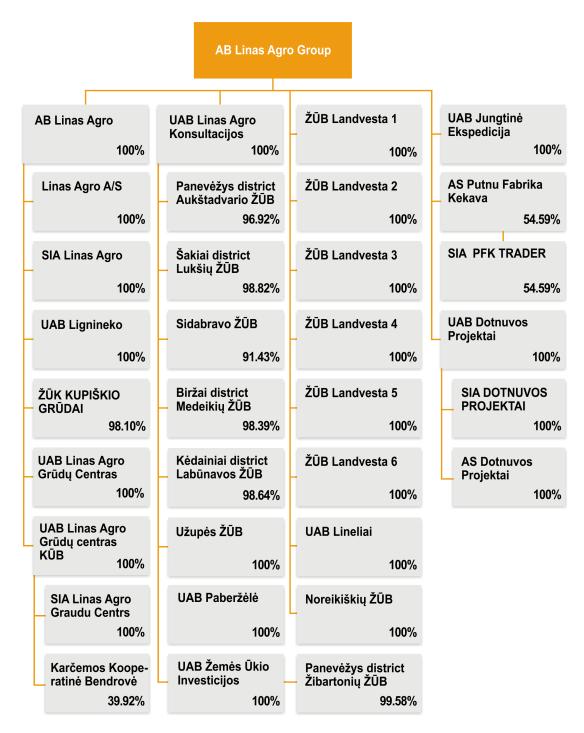
The Group's activities are subdivided into five basic operating segments: *Grain and Feedstuff Handling and Merchandising, Products and Services for Farming, Agricultural Production, Food products* and *Other*. Division into separate segments is dictated by different types of products and character of related activities; however, activities of the segments are often interconnected.

Food products is a new activity segment that appeared in the Q2 of the 2013/2014 financial year after the Company acquired Latvian poultry company AS Putnu Fabrika Kekava.



### 5. INFORMATION ABOUT SUBSIDIARIES OF THE COMPANY

STRUCTURAL CHART OF THE EFFECTIVE STOCK HELD BY AB LINAS AGRO GROUP (AS AT 31 DECEMBER 2013)\*:



<sup>\*</sup> Dormant companies UAB Gerera (100% shares) and UAB Dotnuvos Technika (100% shares) not included.



#### SHAREHOLDING STRUCTURE OF THE COMPANIES

As at 31 December 2013, AB Linas Agro Group controlled, either directly or indirectly, the following companies\*:

companies":	Status Share of the stock held by companies S						61 6.1
Company	Status		Share of the	stock held by co	mpanies		Share of the stock held
		AB Linas Agro Group	AB Linas Agro	UAB Linas Agro Konsultacijos	UAB Linas Agro Grūdų Centras	UAB Dotnuvos Projektai	by the Group
AB Linas Agro	Subsidiary	100%					100%
Linas Agro A/S	Subsidiary		100%				100%
SIA Linas Agro	Subsidiary		100%				100%
UAB Linas Agro Grūdų Centras	Subsidiary		100%				100%
UAB Linas Agro Grūdų Centras KŪB**	Subsidiary	24.69%	75.29%		0.02%		100%
SIA Linas Agro Graudu Centrs	Subsidiary	UAB "Linas	_	ų centras KŪB c	wns 100%	6 shares of	100 %
UAB Lignineko	Subsidiary		100%				100%
UAB Linas Agro Konsultacijos	Subsidiary	100%					100%
Noreikiškių ŽŪB	Subsidiary	99.90%		0.10%			100%
Panevėžys district Aukštadvario ŽŪB	Subsidiary			96.92%			96.92%
Sidabravo ŽŪB	Subsidiary			91.43%			91.43%
Šakiai district Lukšių ŽŪB	Subsidiary			98.82%			98.82%
Biržai district Medeikių ŽŪB	Subsidiary			98.39%			98.39%
Kėdainių rajono Labūnavos ŽŪB	Subsidiary			98.64%			98.64%
Užupės ŽŪB	Subsidiary	0.05%		99.95%			100%

<sup>\*</sup> Dormant companies UAB Gerera (100% shares owned by AB Linas Agro) and UAB Dotnuvos Technika (100% shares owned by UAB Dotnuvos Projektai) are not included.

<sup>\*\*</sup> AB Linas Agro Group and UAB Linas Agro Grūdų Centras hold 50 % of votes each in UAB Linas Agro Grūdų Centras KŪB.





Company	Status	Share of the stock held by companies					Share of the
		AB Linas Agro Group	AB Linas Agro	UAB Linas Agro Konsultacijos	UAB Linas Agro Grūdų Centras	UAB Dotnuvos Projektai	stock held by the Group
UAB Paberžėlė	Subsidiary	Užupės ŽŪB	owns 100% sl	nares of the com	pany		100%
UAB Lineliai	Subsidiary	100%					100%
UAB Žemės Ūkio Investicijos	Subsidiary			100%			100%
Panevėžys district Žibartonių ŽŪB	Subsidiary	98.07 % pa	rts are owned	by UAB Žemės Ū	kio Investic	cijos	99.58%
ŽŪB Landvesta 1	Subsidiary	76.47%	23.53%				100%
ŽŪB Landvesta 2	Subsidiary	76.48%	23.52%				100%
ŽŪB Landvesta 3	Subsidiary	13.91%	86.09%				100%
ŽŪB Landvesta 4	Subsidiary	19.77%	80.23%				100%
ŽŪB Landvesta 5	Subsidiary	41.48%	58.52%				100%
ŽŪB Landvesta 6	Subsidiary	15.51%	84.49%				100%
ŽŪK KUPIŠKIO GRŪDAI	Subsidiary	-		ŽŪB and Sidabra AB Linas Agro – 2			98.10%
UAB Dotnuvos Projektai	Subsidiary	100%					100%
SIA DOTNUVOS PROJEKTAI	Subsidiary					100%	100%
AS Dotnuvos Projektai	Subsidiary					100%	100%
UAB Jungtinė Ekspedicija	Subsidiary	100%					100%



Company	Status	Share of the stock	k held by companies	Share of the stock held by
		AB Linas Agro Group	UAB Linas Agro Grūdų Centras KŪB	the Group
AS Putnu Fabrika Kekava	Subsidiary	54.59%		54.59%
SIA PFK Trader	Subsidiary	AS Putnu fabrika Kekava c company	owns 100% parts of the	54,59%
Karčemos Kooperatinė Bendrovė***	Subsidiary	UAB Linas Agro Grūdų cer district Žibartonių ŽŪB ead company	•	39,92 %

<sup>\*\*\*</sup> The Group owns 39.92% shares of Karčemos Kooperatinė Bendrovė, but controls this company and consolidates in financial statements.

#### ACTIVITIES AND CONTACT DATA OF THE COMPANIES OF THE GROUP

### **SUBSIDIARIES IN LITHUANIA\***

Company name	Principal activities	Registration date, code of legal entity, legal form, company register	Contact data	
AB Linas Agro	Wholesale trade of grains and oilseeds, feedstuffs and agricultural inputs supply	8/7/1991, Code of legal entity 1473 28026, public limited liability company, State Enterprise Centre of Registers	Smėlynės St. 2C, LT-35143 Panevėžys, Lithuania Ph. +370 45 507 333 fax +370 45 507 444 e-mail info@linasagro.lt www.linasagro.lt, www.rapsai.lt	
UAB Linas Agro Grūdų Centras	Management services	5/7/2002, Code of legal entity 148450944, private limited liability company, State Enterprise Centre of Registers	Smėlynės St. 2C, LT-35143 Panevėžys, Lithuania Ph. +370 45 507 365 fax +370 45 507 344 e-mail <i>grudai@linasagro.lt</i>	

<sup>\*</sup> Dormant companies are not included:

<sup>1.</sup>UAB Gerera, private limited liability company, founded 15/1/1993, code of legal entity 147676584, address Smėlynės St. 2C, LT-35143
Panevėžys, Lithuania, company register – State Enterprise Centre of Registers (Valstybės įmonė Registrų centras);
2.UAB Dotnuvos Technika, private limited liability company, founded 25/6/1998, code of legal entity 161452398, address Parko St. 6, Akademija, LT-58351 Kėdainiai district, Lithuania, company register – State Enterprise Centre of Registers (Valstybės įmonė Registrų centras).



Company name	Principal activities	Registration date, code of legal entity, legal form, company register	Contact data
UAB Linas Agro Grūdų Centras KŪB	Grain processing and storage	10/7/2002, Code of legal entity 148451131, limited partnership, State Enterprise Centre of Registers	Smėlynės St. 2C, LT-35143 Panevėžys, Lithuania Ph. +370 45 507 343 fax +370 45 507 344 e-mail grudu.centras@linasagro.lt
UAB Lignineko	Lignin biofuel stock operator	5/10/1994, Code of legal entity 134231520, private limited liability company, State Enterprise Centre of Registers	Smėlynės St. 2C, LT-35143 Panevėžys, Lithuania Ph. +370 45 507 333 fax +370 45 507 444 e-mail info@lignineko.lt
UAB Linas Agro Konsultacijos	Management of subsidiary farming companies	23/6/2003, Code of legal entity 248520920, private limited liability company, State Enterprise Centre of Registers	The principal place of business: Kėdainių elevator, Žibuoklių St. 14, LT-57125 Kėdainiai, Lithuania. The registered address: Smėlynės St. 2C, LT-35143 Panevėžys, Lithuania Ph. +370 688 674 29 fax +370 347 415 28 e-mail konsultavimas@linasagro.lt
ŽŪB Landvesta 1	Rent and management of agricultural purposes land	21/10/2005, Code of legal entity 300501060, agricultural company, State Enterprise Centre of Registers	Smėlynės St. 2C, LT-35143 Panevėžys, Lithuania Ph. +370 45 507 406 fax +370 45 507 404 e-mail info@landvesta.lt
ŽŪB Landvesta 2	Rent and management of agricultural purposes land	21/10/2005, Code of legal entity 300501085, agricultural company, State Enterprise Centre of Registers	Smėlynės St. 2C, LT-35143 Panevėžys, Lithuania Ph. +370 45 507 406 fax +370 45 507 404 e-mail info@landvesta.lt
ŽŪB Landvesta 3	Rent and management of agricultural purposes land	21/10/2005, Code of legal entity 300501092, agricultural company, State Enterprise Centre of Registers	Smėlynės St. 2C, LT-35143 Panevėžys, Lithuania Ph. +370 45 507 406 fax +370 45 507 404 e-mail info@landvesta.lt
ŽŪB Landvesta 4	Rent and management of agricultural purposes land	23/04/2007, Code of legal entity 300709428, agricultural company, State Enterprise Centre of Registers	Smėlynės St. 2C, LT-35143, Panevėžys, Lithuania Ph. +370 45 507 406 fax +370 45 507 404 e-mail info@landvesta.lt



Company name	Principal activities	Registration date, code of legal entity, legal form, company register	Contact data
ŽŪB Landvesta 5	Rent and management of agricultural purposes land	16/8/2007, Code of legal entity 301019661, agricultural company, State Enterprise Centre of Registers	Smėlynės St. 2C, LT-35143 Panevėžys, Lithuania Ph. +370 45 507 406 fax +370 45 507 404 e-mail info@landvesta.lt
ŽŪB Landvesta 6	Rent and management of agricultural purposes land	14/1/2008, Code of legal entity 301520074, agricultural company, State Enterprise Centre of Registers	Smėlynės St. 2C, LT-35143 Panevėžys, Lithuania Ph. +370 45 507 406 fax +370 45 507 404 e-mail info@landvesta.lt
UAB Dotnuvos Projektai	Sale of seeds, agricultural machinery	5/3/1996, Code of legal entity 261415970, private limited liability company, State Enterprise Centre of Registers	Parko St. 6, Akademija, 58351 Kėdainių district, Lithuania Ph.+370 347 370 30 fax +370 347 370 40 e-mail info@dotnuvosprojektai.lt www.dotnuvosprojektai.lt
Noreikiškių ŽŪB	Rent and management of agricultural purposes land	16/8/2012, Code of legal entity 302841649, agricultural company, State Enterprise Centre of Registers	Žibartonių St. 70, Žibartoniai 38323 Panevėžio r., Lithuania Ph.+370 45 507 333 fax +370 45 507 444 e-mail <i>noreikiskes@linasagro.lt</i>
Užupės ŽŪB	Growing and sale of crop	6/4/2011, Code of legal entity 302612561, agricultural company, State Enterprise Centre of Registers	Smėlynės St. 2C, LT-35143 Panevėžys, Lithuania Ph. +370 45 507 333 fax +370 45 507 444 e-mail uzupe@linasagro.lt
UAB Paberžėlė	Rent and management of agricultural purposes land	30/6/2008, Code of legal entity 301772627, private limited liability company, State Enterprise Centre of Registers	Liaudės St.81, Užupės vill., Kėdainiai district, Lithuania Ph. +370 698 58583 e-mail <i>paberzele@linasagro.lt</i>
UAB Lineliai	Rent and management of agricultural purposes land	9/6/2012, Code of legal entity 302740714, private limited liability company, State Enterprise Centre of Registers	Smėlynės St. 2C, 35143 Panevėžys, Lithuania Ph. +370 45 507 406 Fax +370 45 507 404 e-mail lineliai@linasagro.lt
Šakiai district Lukšių ŽŪB	Mixed agricultural activities	30/10/1992, Code of legal entity 174317183, agricultural company, State Enterprise Centre of Registers	Lukšių vill. 2, LT-71176 Šakiai district, Lithuania Ph. +370 345 442 88 fax +370 345 442 25 e-mail <i>luksiai@linasagro.lt</i>



Company name	Principal activities	Registration date, code of legal entity, legal form, company register	Contact data
Kėdainiai district Labūnavos ŽŪB	Mixed agricultural activities	9/3/1993, Code of legal entity 161228959, agricultural company, State Enterprise Centre of Registers	Barupės St. 9, Labūnavos vill. LT-58173 Kėdainiai district, Lithuania Ph. + 370 347 34 4166 fax. + 370 347 34 180 e-mail labunava@linasagro.lt
Biržai district Medeikių ŽŪB	Growing and sale of crop	5/10/1992, Code of legal entity 154771488, agricultural company, State Enterprise Centre of Registers	Biržų St.32, Medeikių vill., LT-41462 Biržai district, Lithuania Ph. +370 450 584 22 fax +370 450 584 12 e-mail <i>medeikiai@linasagro.lt</i>
ŽŪK KUPIŠKIO GRŪDAI	Grain processing and storage	8/4/1999, Code of legal entity 160189745, co-operative society, State Enterprise Centre of Registers	Technikos St. 6D, LT-40122 Kupiškis, Lithuania Ph. +370 688 674 77 fax +370 688 67 471 e-mail <i>info@kupiskiogrudai.lt</i>
Panevėžys district Aukštadvario ŽŪB	Mixed agricultural activities	9/3/1993, Code of legal entity 168573274, agricultural company, State Enterprise Centre of Registers Register of Enterprises of Republic of Lithuania, VĮ Registrų centras	Pirties St. 3, Aukštadvario vill. LT-38255 Panevėžys district, Lithuania Ph./fax +370 45 592 651 e-mail <i>aukstadvaris@linasagro.lt</i>
Sidabravo ŽŪB	Mixed agricultural activities	20/4/1993, Code of legal entity 171331516, agricultural company, State Enterprise Centre of Registers	Pergalės St. 1A, Sidabravas, LT-82251 Radviliškis district, Lithuania Ph. +370 422 477 27 fax +370 422 476 18 e-mail sidabravas@linasagro.lt
UAB Jungtinė Ekspedicija	Logistics and forwarding services	17/2/1998, Code of legal entity 141642963, private limited liability company, State Enterprise Centre of Registers	I. Kanto g. 12-3, LT-92235 Klaipėda, Lithuania Ph. +370 46 310 163 fax +370 46 312 529 e-mail <i>info@je.lt, www.je.lt</i>
UAB Žemės Ūkio Investicijos	Management services	6/10/2003, Code of legal entity 126343167, private limited liability company, State Enterprise Centre of Registers	The principal place of business: Kėdainiai elevator, Žibuoklių St. 14, LT-57125 Kėdainiai, Lithuania The registered address: Smolensko St. 10, LT-03201 Vilnius, Lithuania Ph. +370 688 67 429 fax +370 347 41 528



Company name	Principal activities	Registration date, code of legal entity, legal form, company register	Contact data
Panevėžio rajono Žibartonių ŽŪB	Mixed agricultural activities	22/5/1992, Code of legal entity 168521815, agricultural company, State Enterprise Centre of Registers	Žibartonių St. 70, Žibartonių vill. LT-78323 Panevėžys district, Lithuania Ph. +370 45 557 444 fax +370 45 557 486 e-mail zibartoniai@linasagro.lt
Karčemos Kooperatinė Bendrovė**	Grain processing and storage	9/3/2010, Code of legal entity 302487798, co-operative society, State Enterprise Centre of Registers	Šiaulių St. 72, Gustonių vill. LT-38355 Panevėžys district, Lithuania Ph. +370 45 454 051 fax +370 45 454 054 e-mail <i>priemimas@karcemoskb.lt</i>

<sup>\*\*</sup> The Group owns 39.20% shares of Karčemos Kooperatinė Bendrovė, but controls this company and consolidates in financial statements.

### **SUBSIDIARIES OPERATING IN FOREIGN COUNTRIES**

Company name	Principal activities	Registration date, code of legal entity, company register	Contact data
Linas Agro A/S	Wholesale trade of grains and oilseeds, feedstuffs and other similar products and services	15/3/1994, Code of legal entity CVR 17689037, register of the company – Danish Commerce and Companies Agency	Vinkel Allé 1, DK-9000 Aalborg, Denmark Ph. +45 988 430 70 fax +45 988 440 07 e-mail info@linasagro.dk www.linasagro.dk
SIA Linas Agro	Wholesale trade of grains and oilseeds, agricultural inputs supply	23/4/2003, Code of legal entity 53603019011, Register of Enterprises of the Republic of Latvia	Bauskas St. 2, LV-3001 Jelgava, Latvia Ph. +371 630 840 24 fax +371 630 842 24 e-mail info@linasagro.lv, www.rapsim.lv
SIA Linas Agro Graudu Centrs	Grain processing and storage	2/5/2013, Code of legal entity 43603059101, Register of Enterprises of the Republic of Latvia	Bauskas St. 2, LV-3001 Jelgava, Latvija Ph. +371 630 840 24 fax +371 630 842 24 e-mail graudu.centrs@linasagro.lv



Company name	Principal activities	Registration date, code of legal entity, company register	Contact data
SIA DOTNUVOS PROJEKTAI	Sale of seeds, agricultural machinery	26/04/2010, Code of legal entity 43603041881, Register of Enterprises of the Republic of Latvia	Jūrmalas St. 13C, Pinki, LV–2107 Babītes district, Latvia Ph. +371 679 131 61 fax +371 677 602 52 e-mail info@dotnuvosprojektai.lv, www.dotnuvosprojektai.lv
AS Dotnuvos Projektai	Sale of seeds, agricultural machinery	11/11/2010, Code of legal entity 12019737, Estonian Central Register of Securities (Eesti Väärtpaberikeskus AS)	Savimäe 7, Vahi 60534, Tartu district, Estonia Ph. +372 661 2800 fax +372 661 8004 e-mail info@dotnuvosprojektai.ee www.dotnuvosprojektai.ee
AS Putnu Fabrika Kekava	Poultry and its products production	11/6/1991, Code of legal entity 50003007411, Register of Enterprises of the Republic of Latvia	Kekava, Kekava distric, Latvia Ph. +371 6787 4000 fax +371 6787 4001 email info@pfkekava.lv www.vistas.lv
SIA PFK TRADER	Food retail	26/8/2013, Code of legal entity 40103703853, Register of Enterprises of the Republic of Latvia	Kekava, Kekava distric, Latvia Ph. +371 6787 4000 fax +371 6787 4001 email info@pfkekava.lv www.vistas.lv

## 6. EMPLOYEES

As at 31 December 2013 the number of employees of the Group was 1,703 employees or 752 employees more as at 30 December 2012 (951). This increase was conditioned by acquisition of AS Putnu Fabrika Kekava (additionally 619 employees).

AB Linas Agro Group has no collective agreement.



### 7. ACTIVITY RESULTS OF THE GROUP

- Consolidated revenue of AB Linas Agro Group in the first half of financial year 2013/2014 totaled LTL 1,002 million and was 11% less as compared to previous year (LTL 1,123 million). Revenue for the second quarter totaled LTL 552 million (LTL 784 million in 2012/2013 financial year) and grew 23% as compared to the first quarter of financial year (LTL 450 million).
- Consolidated Group's EBITDA reached LTL 50 million (LTL 91 million in previous year).
- The Group sold 944 thousand tons of various grains and agricultural inputs or 8% less as compared to previous year (1,026 thousand tons).
- The Group's operating profit reached LTL 41 million and was 47% less as compared to the respective period of the previous year (LTL 77 million) and the net profit before tax amounted to almost LTL 38 million (compared to LTL 78 million previous year). The net profit attributable to the Group reached LTL 28 million (LTL 68 million previous year).
- Grain storage facilities owned by AB Linas Agro Group processed 387 thousand tons of various grains or 25% less than over the respective period of the 2012/2013 financial year and 20% more than over the respective period of the 2011/2012 financial year.
- In September 2013 the Group acquired 87% of shares of Latvian poultry company AS Putnu Fabrika Kekava. Revenue of the company during November and December 2013 amounted to LTL 21 million.



#### 1. FINANCIAL RATIOS

	2013/2014 6 months	2012/2013 6 months	2011/2012 6 months	2010/2011 6 months
Sales in tons	944,331	1,026,114	843,845	869,526
Sales revenues (thousand LTL)	1,002,350	1,122,922	868,668	796,135
Gross profit (thousand LTL)	57,327	88 801	54,195	42,204
Gross profit margin	6%	8%	6%	5%
EBITDA (thousand LTL)	50,262	91,104	38,400	24,277
EBITDA margin	5%	8%	4%	3%
Operating profit (thousand LTL)	40,600	76,991	31,687	17,361
Operating profit margin	4%	7%	4%	2%
Profit before taxes EBT (thousand LTL)	38,216	77,581	28,396	15,662
Profit before taxes margin	4%	7%	3%	2%
Net profit (thousand LTL)	35,587	68,545	21,634	12,827
Net profit margin	3.6%	6.1%	2.5%	1.6%
Current ratio	1.4	1.5	1.8	1.5
Debt / Equity ratio	1.0	1.1	0.6	1.1
Net financial debt / EBITDA	9.0	4.4	4.6	10.9
Return on equity (ROE)	6.1%	16.4%	5.5%	4.9%
Return on capital employed (ROCE)	4.1%	9.4%	5.7%	3.5%
Earnings per share (LTL)	0.23	0.43	0.14	0.08



#### 2. OVERVIEW

The grain harvest in Lithuania and Latvia in 2013 was less as compared to 2012. Rapeseed yield in Lithuania decreased by 13 percent (winter oilseed rape even 31%), rye – by 39%, barley – 8%, wheat – 5%, triticale – 4%. Rapeseed yield in Latvia fell 2%, wheat – 7%, barley – 7%, rye – 64%, triticale – 33%.

During the last quarter of 2013 the prices for agricultural commodities has stabilized and fluctuated at around 5% price range interval. For instance, wheat price in MATIF Exchange fluctuated around 200 euros per ton, the price of rapeseed was 370 euros per ton and the price of corn –170 euro per ton. Basically, this season matched forecasts, which said that due to a good global cereal grain yield the overall level of prices in the marketing season will be about 25-30% less than last year. The price level slightly increased in October-December if compared to July-September, therefore major farmers started selling grain and the Group has been active in purchases. Usually during the first half of the year more grain is bought than sold, which in turn affect the Group's operating results of the period. A part of profitable contracts for the sale of grains are shifted to the second half of this year. Due to the good world grain harvest the competition from the other export countries (France, Ukraine, Russia) increased and sales margins slightly declined. The Group sold almost 0.73 million tons of various grains and feedstuffs or 16% less as compared to the same period of the record 2012/2013 year, or 34% more if compared to the respective period of the 2011/2012 financial year.

The revenue of the Group amounted to LTL 1,002 million and was 11% lower as compared to LTL 1,123 million earned during the respective period of the previous year. The main reason for operating income decrease was decline in trade quantities overall prices. The Group's revenues amounted to LTL 552 million in the second quarter of the financial year (LTL 784 million in the respective period of 2012/2013 financial year).

Despite the fact that gross margin has fallen to 3.1% (4.3% in 2012/2013) in the main business segment of the Group "Grain and feedstuff handling and merchandising", the successful operation of other business segments and impact of a new business segment allowed the Group to reach 5.7% gross margin. The gross profit of the Group in the second quarter amounted to LTL 21.7 million and in the first half of the year – LTL 57.3 million (respectively LTL 64.3 million and LTL 88.8 million in 2012/2013 financial year).

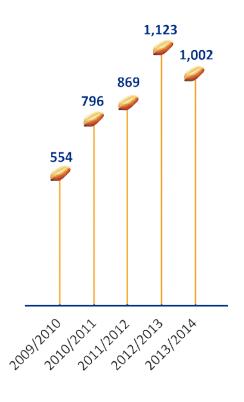
Group's operating profit reached LTL 41 million and was 47% less as compared with respective period of 2012/2013 financial year (LTL 77 million). Operating profit was also affected by the increase in operating

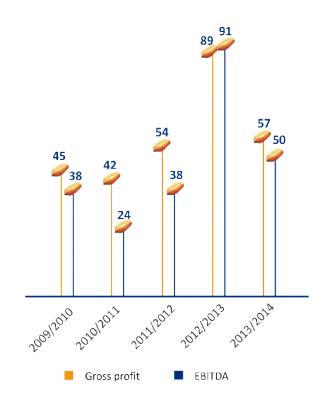


costs from LTL 40 million to LTL 47 million, mostly due to the consolidation of Panevėžys district Žibartonių ŽŪB and AS Putnu Fabrika Kekava (the consolidated operating costs of these companies totaled LTL 4.6 million). Group's net profit declined from LTL 68 million to LTL 36 million, but it was 67% more as compared to 2011/2012 financial year (LTL 21.6 million).

#### **REVENUE, LTL MILLION**

### EBITDA AND GROS PROFIT, LTL MILLION





#### 3. FINANCIAL COSTS

Financial expenses amounted to LTL 3.7 million over referenced period and were 14% less than that in 2012/2013 financial year (LTL 4.3 million). The main reasons affecting the cost reduction were a further drop in the basis of interest rate as well as sufficient own working capital to finance turnover. The amount of financial debt increased from LTL 463 million to LTL 475 million (due to consolidation of AS Putnu Fabrika Kekava long-term financial debt increased by LTL 32 million). Taking into account investment plans of the Group, the treasury of the Group predicts that demand for loan capital would increase but financial costs are to remain at the same level like in 2012/2013 financial year.



#### 4. CASH FLOWS

Group's cash flow from operating activities before the changes in working capital decreased to LTL 24.8 million compared to LTL 58.9 million the previous year. Cash flow from operating activities after changes in working capital was negative amounting to LTL 206 million (negative LTL 148 million over the respective period of 2012/2013 financial year). This is mainly explained due to active purchases of grains as stock increased by almost LTL 192 million. Group's cash and cash equivalents at the end of the reporting period amounted to LTL 25 million (LTL 58 million in 2012/2013 financial year).

#### 5. SEGMENT OPERATING PERFORMANCE

### **OPERATING PROFIT (LTL THOUSAND) BY SEGMENTS**

	2013/2014	2012/2013	2011/2012
	6 months	6 months	6 months
Grain and feedstuff handling and merchandising	8,343	55,998	17,098
Product and services for farming	8,456	17,730	22,073
Agricultural production	6,957	16,634	(3,550)
Food products	20,551	n. d.	n. d.
Other	(481)	(616)	1,734

#### GRAIN AND FEEDSTUFF HANDLING AND MERCHANDISING

Sales revenue of the largest activity segment of the Group in the first six months of this financial year amounted to LTL 717 million (LTL 921 million during 2012/2013 financial year) and operating profit was LTL 8.3 million (LTL 56 million in 2012/2013). A decline in revenue was driven by drop in grain sales from 588 thousand to 528 thousand tons. Sales of feedstuffs also declined from 281 thousand to 201 thousand due to the drop in grain prices as feed producers have been using grains more actively. The declined volumes of purchased grain and the good weather conditions during the harvest season decreased grain drying need and this had a negative impact on the income of grain storages, which amounted to LTL 21 million (LTL 31 million previous year). Nevertheless, it should be noted that majority of profitable grain sales contracts has been shifted into the second half of 2013/2014 financial year.



The Group expanded its grain storage facilities by 24.9 thousand tons over the referenced period. Currently, the Group's total grain, feedstuffs and other agricultural products storage capacity is 225 thousand tons.

#### PRODUCTS AND SERVICES FOR FARMING

Sales revenue of this business segment was LTL 252 million and almost 30% higher as compared to previous year (LTL 195 million). An increase in revenue is mainly attributable due to consolidation of a new business segment – machinery and equipment – within the Group. If we eliminate the above mentioned sales (LTL 99 million), revenue of the segment grew from LTL 136 million to LTL 153 million. Seed trading revenue grew thrice to LTL 22 million, fertilizer trading revenue increased 22% up to LTL 117 million and income of plant protection products amounted to LTL 14 million and grew by 12%.

The gross profit of the segment decreased from LTL 32 million to LTL 27 million, while operating profit declined almost twice from LTL 17.7 million to LTL 8.5 million. This was caused by the drop in agricultural machinery sales as the vast majority of agricultural equipment is purchased using the EU funds. The market shrank significantly as EU funding program has not been confirmed yet. Also fallen grain purchase prices had impact on farmers' decisions to buy less agricultural machinery and grain storage facilities.

EU funding program and guidelines are expected to be approved this spring, therefore the Group forecast that sales of agricultural machinery will be 40% less than last year. After the approval of EU funding program and guidelines the rebound in sales and profitability should commence in 2014/2015 financial year.

Sales volumes of Group's subsidiaries in Latvia and Estonia have been growing. Revenue of SIA DOTNUVOS PROJEKTAI grew 13.45% and AS Dotnuvos Projektai – 4.5% in III and IV quarters of 2013 as compared to 2012. SIA DOTNUVOS PROJEKTAI has been acknowledged *Dienas Bizness Gazele 2013* – one of the fastest growing companies in Latvia.

#### AGRICULTURAL PRODUCTION

Currently the Group controls seven agricultural farms and their six months sales revenue amounted to LTL 52 million (LTL 50 million in 2012/2013). Revenue from agricultural production sales declined due to the drop in prices for agricultural products, while consolidation of Panevėžys district Žibartonių ŽŪB allowed to increase revenue of the Segment by 4 pct. Segment's gross profit declined form LTL 3.1 million to LTL 2.6



million. The operating profit of the Segment was LTL 7 million and 2.2 times less compared to LTL 16.6 million received during the financial year 2012/2013 and operating profit felt from LTL 16.6 million to LTL 7 million. In fact the operating profit was increased by positive goodwill from acquisition of Panevėžys district Žibartonių ŽŪB, amounting to LTL 8 million. And if we eliminate a positive impact of the goodwill this year and last year, the operating loss of the Segment would amount to LTL 1 million and LTL 3 million respectively. Such results should be treated as normal, reflecting seasonality of the business.

Over 44 thousand tons of cereals and oilseed rape and over 10 thousand tons of sugar beets were sold during the reporting period. The average yield per hectare amounted to 6.1 tons for wheat, 3.3 tons for oilseed rape, 5.7 tons for malting barley and 4.4 ton for peas. The companies held 2,978 dairy cows and have sold within six months almost 12 thousand tons of milk or 53% more than the previous year. The average yield per cow is 7.9 tons of milk per year.

Panevėžys district Aukštadvario ŽŪB is planning to start constructing a new milking parlor in the second half of 2013/2014 financial year.

#### FOOD PRODUCTS

This is a new business segment of the Group what includes a poultry business. As mentioned before, the Group has acquired shares of Latvian poultry company AS Putnu Fabrika Kekava in October of 2013. The company is included in the Group since November 2013, and its two-month operating results are consolidated in the Group financials. The company's main activities are broiler breeding, slaughtering and sale of products. Almost 75% of company's production is sold in Latvia and the rest is exported primarily into other Baltic states and Scandinavia. The revenue of AS Putnu Fabrika Kekava for the November-December period amounted to LTL 21 million and preliminary sales for the whole 2013 was LTL 132 million (LTL 114 million in 2012). After acquisition of AS Putnu Fabrika Kekava, the company finished its restructuring procedure and 49% of old company's debts have been written off. Therefore the company received up to LTL 14 million in profit as other income. That also had a positive effect into segment's profitability, which amounted to LTL 20.5 million. Company's non-audited earnings before interests, taxes and depreciation (EBITDA) from the main activity amounted to LTL 12 million.

The Group is planning to acquire another three Latvian poultry companies in the third quarter of its financial year and after that this business segment will be completed.



#### OTHER

The sales of this business segment are predominated essentially by sales of lignin. Due to undergoing investigations of usage of this product, sales volumes were negligible and amounted to LTL 0.15 million, while operating loss was LTL 0.5 million, compared to revenue LTL 1.8 million and operating loss LTL 0.6 million previous year. The Group actively negotiates with probable buyers of this product and expects that sales of this product will commence in spring 2014.

#### 6. INVESTMENTS

The Group spent 14.3 million litas on acquisitions (Panevežys district Žibartonių ŽŪB, further increase of share packages in the companies controlled by the Group).

Subsidiaries of the Group invested almost LTL 18 million over the referenced period. The breakdown of major investments is presented in the table.

Type of investments	Amount invested, LTL thousand
Grain storage facilities and equipment, warehouses and other	6,959
Investments into agricultural equipment, machinery, buildings and agricultural land	8,703
Other investments	2,321



# 8. THE PUBLICLY DISCLOSED INFORMATION AND OTHER EVENTS OF THE REPORTING PERIOD

### THE PUBLICLY DISCLOSED INFORMATION

During the reporting period ended December 31, 2013, the Company publicly disclosed and distributed via NASDAQ OMX GlobeNewswire system and in Company's website the following information:

AB Linas Agro Group investor's calendar for the	Other information	En, Lt	18/12/2013
2014			11:00:33 EET
AB Linas Agro Group AB acquired claim in	Notification on material	En, Lt	6/12/2013
respect of Putnu Fabrika Kekava	event		15:00:31 EET
AB Linas Agro Group notification about interim	Interim information	En, Lt	27/11/2013
3 months financial results of the financial year			09:48:32 EET
2013/2014			
AB Linas Agro Group acquired shares of AS	Notification on material	En, Lt	30/10/2013
Putnu fabrika Kekava and rights granted	event		09:00:31 EET
thereby			
AB Linas Agro Group received the permission to	Notification on material	En, Lt	28/10/2013
acquire poultry companies in Latvia	event		15:00:31 EET
Procedure for the payout of dividends for the	Notification on material	En, Lt	25/10/2013
financial year ended 30 June 2013	event		09:19:33 EEST
AB Linas Agro Group notification about the	Annual information	En, Lt	25/10/2013
Annual information of the financial year			09:16:33 EEST
2012/2013			
Results of voting of the Annual General	Notification on material	En, Lt	25/10/2013
Meeting of AB Linas Agro Group, held on 24 of	event		09:12:32 EEST
October, 2013			
Notice on Annual General Meeting of	Notification on material	En, Lt	2/10/2013
Shareholders of AB Linas Agro Group	event		09:00:31 EEST

Changes in AB Linas Agro group business	Notification on material	En, Lt	10/9/2013
segments	event		09:15:31 EEST
AB Linas Agro Group acquired farming	Notification on material	En, Lt	5/9/2013
company, together with its owner	event		11:45:30 EEST
AB Linas Agro Group notification about interim	Interim information	En, Lt	30/8/2013
twelve month financial results of the financial			09:00:32 EEST
year 2012/2013			
SEB Bank issued AB Linas Agro an LTL 200	Notification on material	En, Lt	6/8/2013
million credit line	event		09:06:30 EEST
AB Linas Agro Group is planning to acquire a	Notification on material	En, Lt	22/7/2013
property management company that owns	event		16:09:30 EEST
farming company			
AB Linas Agro Group is planning to acquire	Notification on material	En, Lt	3/7/2013
poultry companies in Latvia	event		13:16:31 EEST
AB Linas Agro Group received Exporter of the	Other information	En, Lt	2/7/2013
Year Award			08:30:31 EEST

### OTHER EVENTS DURING THE REPORTING PERIOD

2013	In December share capital of $\check{ZUB}$ Landvesta 2 was increased from LTL 855,000 to LTL
	1,182,000.
2013	In November-December months share capital of ŽŪB Landvesta 1 increased from LTL
	323,000 to LTL 2,422,000.
2013	In November-December months UAB Linas Agro Konsultacijos additionally acquired
	25,160.3 worth of shares of Panevėžys district Žibartonių ŽŪB.
2013	In October-November months UAB Linas Agro Konsultacijos additionally acquired 54,352.76
	worth of shares of Sidabravo ŽŪB.
31/12/2013	Share capital of ŽŪB Landvesta 3 increased from LTL 102,000 to LTL 726,000.
31/12/2013	Share capital of ŽŪB Landvesta 4 increased from LTL 437,000 to LTL 1,912,000.
31/12/2013	Share capital of ŽŪB Landvesta 5 increased from LTL 1,014,493 to LTL 2,353,000.

31/12/2013	Share capital of ŽŪB Landvesta 6 increased from LTL 320,000 ti LTL 1,837,000.
30/12/2013	Share capital of Noreikiškių ŽŪB increased from LTL 1,010,000 to LTL 1,038,000.
27/12/2013	Share capital of AS Dotnuvos Projektai increased from EUR 100,000 to EUR 1,300,000.
27/12/2013	Share capital of UAB Lineliai increased from LTL 1,060,000 to LTL 1,610,000.
07/11/2013	Share capital of AS Putnu Fabrika Kekava was increased from LVL 5,632,620 to LVL
	8,973,944, the number of shares owned by AB Linas Agro Group did not change after share
	capital increase, and respectively the Group controls 54.59% shares in the company.
08/10/2013	Share capital of SIA Linas Agro increased from LVL 500,000 to LVL 1,554,206.
04/10/2013	Share capital of UAB Linas Agro Konsultacijos increased from LTL 10,144,600 to LTL
	38,400,000.
01/08/2013	Share capital of UAB Lineliai increased from LTL 60,000 to LTL 1,060,000.
24/07/2013	AB SEB bank has increased its credit line to AB Linas Agro issued a year before by LTL 50
	million to LTL 200 million.

## **SUBSEQUENT EVENTS**

07/02/2014	AB Linas Agro Group acquired 100% of the shares of SIA Broileks (Latvia).
07/02/2014	AB Linas Agro Group acquired 100% of the shares of SIA Cerova (Latvia).
05/02/2014	Share capital of SIA DOTNUVOS PROJEKTAI increased from LVL 60,000 to EUR 2,000,000.
2014	In January-February months share capital of Noreikiškių ŽŪB increased from LTL 1,038,000
	to LTL 1,103,000.
09/01/2014	AB Linas Agro Group acquired 87 shares of SIA Lielzeltini (Latvia). The remaining 513 shares
	were acquired on 07/02/2014 which together presents 100% of share capital in SIA
	Lielzeltini.
09/01/2014	UAB Fossio was established after splitting part of the assets and liabilities from UAB
	Lignineko.



### 9. SCOPE OF RISK AND MANAGEMENT THEREOF

#### 1. MARKET RISK

Market risk shall be understood as a risk to generate profit lower than planned if the tone of market prices is unfavorable. This may happen if market price fell below the intervention prices (minimal purchase prices for grains established by state authorities) as it would prevent the Company from receiving surplus profit. In a market situation when grain purchase prices fall due to certain reasons, intervention prices are used as a leverage to uphold a certain price level and thus to ensure guaranteed income to farmers. When intervention prices are higher than or identical to market prices, the Group sells the purchased grains to the agency and thus earns certain income which under regular market conditions would be lower than market prices. Starting from 2005, intervention prices are set by the EU and are calculated for two years in advance. The mechanism has not been applied so far; however, if intervention prices were applied, the Group would have been deprived of surplus profit.

In FY 2013/2014 this risk did not manifest itself as regards the Company and the Group.

#### 2. RISK RELATED TO ACTIVITIES OF SUBSIDIARIES

The companies controlled by the Group are involved in trade in agricultural goods, implementation of crop programs, warehousing of agricultural products and other activities. Although operations of a majority of controlled companies are profitable, negative changes in the markets, where the parent company and controlled companies operate, may affect its profitability. Managers constantly monitor and analyse the activities of the Group companies, their essential transactions, provide budgets of activities of the controlled companies to the Group management and, correspondingly, control their execution and material changes.

In FY 2013/2014 this risk did not manifest itself as regards the Company and the Group.

### 3. POLITICAL RISK

Agriculture is a strictly regulated and supervised sector of economy in the European Union. Although this regulation and control are mostly aimed at ensuring sufficient income for entities engaged in agricultural activities, political changes may affect the situation in the market where the Group operates.



For example, reduction of subsidies to agriculture may affect the activities of agricultural companies controlled by the Group.

In FY 2013/2014 this risk did not manifest itself as regards the Company and the Group.

#### 4. SOCIAL RISK

The experience and knowledge of the management determine the ability of the Group to retain its competitive status and implement its growth strategy. However, there are no guarantees that all key employees of the Group will stay with the Group in the future. Loss of such employees or the Group's failure to recruit new employees possessing appropriate knowledge may have a significant adverse impact on the business outlook and financial position of the Group. Non-competition agreements are signed with some executives.

In FY 2013/2014 this risk did not manifest itself as regards the Company and the Group.

#### 5. COUNTERPARTY RISK

The Group enters forward contracts with more than 1,300 clients who commit the delivery of production under terms and conditions of the contract. As the prices of products increase, the risk of breach of forward contracts and non-delivery of production by counterparties emerges. The bigger the difference between the contract price and the current market price on the day of delivery, the higher is the risk.

In 2012/2013 financial year, the Group according its risk management policy has been using risk management mitigating tools for forward purchases. No loss has been recorded, as the situation in the market was positive for such forward purchases. Additionally the Group has revised and stringent the terms of its purchase agreements, continuously monitored, controlled and analyzed probable scenarios for losses (for example, setting limits on forward contracts, evaluation and assessment of client's credit rating, capacity of cultivated land etc.).

In order to manage the risk related to certain products, the Group concludes forward contracts on commodity exchange NYSE Euronext Paris SA. The Group trades in futures to control the price risk arising from purchasing and selling rapeseed and wheat. The Group has approved an internal trade risk management system and established the credit risk management committee that analyses trade



transactions entered into by the Company as well as their amounts and limits. Some of the buyers (buyers' solvency risk) are insured with international insurance companies.

In the first half of financial year 2013/2014 this risk did not manifest itself as regards the Company and the Group because grain prices fell down compared with the spring.

### 10. AUTHORIZED CAPITAL AND SHARES OF THE COMPANY

There were no changes in authorized capital since 17 of February 2010.

On 31 December 2013 the authorized capital of the Company amounts to LTL 158,940,398 (one hundred and fifty-eight million, nine hundred and forty thousand, three hundred and ninety-eight litas). The authorized capital of the Company is divided into 158,940,398 ordinary registered non-certificated shares. The nominal value of one share is LTL 1.00 (one litas). ISIN code of the shares is LT0000128092.

Type of shares	Number of shares	Nominal value (LTL)	Total nominal value (LTL)	Portion in the authorized capital (%)
Ordinary registered shares	158,940,398	1	158,940,398	100
Total	158,940,398	-	158,940,398	100

All the shares of the Company are fully paid.

The Company is not aware of any restrictions of the transfer of securities or other agreements between shareholders due to which could be restrictions of the transfer of Company's shares and/or voting rights might be limited.

#### THE COMPANY'S OWN SHARES

At the end of the reporting period, the Company holds 790,972 units of Company's shares with a nominal value of LTL 790,972, which do not grant the right to vote in the General Meeting of Shareholders.

The subsidiaries of the Company have not acquired any shares of the Company.

Annual General Meeting of AB Linas Agro Group, held on 24 of October 2013 assigned Board of the Company to purchase up to 1,589,403 ordinary registered shares of the Company, i.e. up to 1% of all



Company shares, in 18 months period with the purpose to maintain and increase the price of the Company's shares. The reserve of LTL 4,700,000 is formed for acquisition of the own shares.

## 11. INFORMATION ABOUT TRADE IN THE COMPANY'S SECURITIES IN REGULATED MARKETS

All 158,940,398 ordinary registered shares of the Company were included in the Official List of NASDAQ OMX Vilnius Stock Exchange (ISIN Code of the shares is LT0000128092). The ticker of the shares on NASDAQ OMX Vilnius Stock Exchange is LNA1L.

Trading in the Company's shares on NASDAQ OMX Vilnius Stock Exchange started on 17 February 2010.

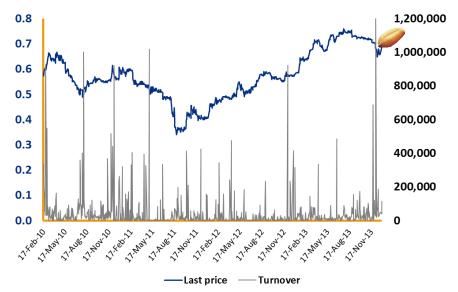
AB Linas Agro Group is included in the composition of the comparative index OMX Baltic Benchmark of th stock exchanges of the Baltic countries from 1 July 2010.

#### AGREEMENTS CONCLUDED WITH INTERMEDIARIES OF THE PUBLIC SECURITIES MARKET

On 11 November 2009, the Company signed the Issuer's Securities Accounting Management Agreement with Swedbank, AB represented by the Securities Transactions Department (Code: 112029651; address: Konstitucijos ave. 20A, LT-03502 Vilnius).

#### AB LINAS AGRO GROUP SHARE PRICE AND TURNOVER

Information on changes in the prices of Company's shares and turnover from starting trade until the end of the reporting period, i. e. 31 December 2013, is presented in the following diagram:





### **12. SHAREHOLDERS**

According to the list of shareholders provided by AB Linas Agro Group securities account operator Swedbank, AB (data for end of 31 December 2013), the number of Company's shareholders at the end of the reporting period totaled 1,260.

Shareholders controlling more than 5% of Company's shares as at 31 December 2013:

	Number of shares hold	Portion in the authorised capital of voting rights, %
Akola ApS (Company code 25174879, registration address: Sundkrogsgade 21, DK-2100 Copenhagen, Denmark)	87,784,443	55.23%
Darius Zubas directly	17,049,995	10.73%
indirectly (v Akola ApS)	62,326,955	39.21%
SEB SA OMNIBUS (Luxembourg) clients	14,577,719	9.17%
Swedbank AS (Estonia) clients	10,557,797	6.64%

All shares issued by the Company grant equal rights to the Company's shareholders. Each ordinary share of the Company shall grant one vote at the General Meeting of Shareholders (except 790,972 ordinary registered shares acquired by the Company that do not give the right to vote).

### 13. BODIES OF THE COMPANY

According to the AB Linas Agro Group Articles of Association, the Company's bodies shall be as follows:

- The general Meeting of Shareholders;
- The Board;
- The Head of the Company (Managing Director).

The Supervisory Board shall not be formed in the Company.

Since 28 October 2010 Audit Committee formed by the Company.

The Company's Board for a 4 (four) year period was elected by the Company's General Meeting of Shareholders on 25 October 2012. Arūnas Jarmolavičius resigned from the Board of the Company from May 1, 2013, and Artūras Pribušauskas was elected as a new member of the Company's Board by the Company's



General meeting of Shareholders on 24 October 2013 for the period until the current term of office of the Board.

The Head of the Company does not change during six months of 2013/2014 financial year, ended 31 December 2013.

The members of the bodies of AB Linas Agro Group have never been convicted for the property, management procedures and financial offences.

#### **BOARD OF THE COMPANY**

The Company's Board consists of seven members to be elected for a period of four years.

The members of the Board (31 December 2013):

Name	Participation in Company's authorized capital	Position within the Board	Cadence starts	Cadence ends
Darius Zubas	10.73% shares	Chairman of the Management Board	25/10/2012	24/10/2016
Vytautas Šidlauskas	3.78% shares	Deputy Chairman of the Management Board	25/10/2012	24/10/2016
Arūnas Zubas	0.3% shares	Member of the Management Board	25/10/2012	24/10/2016
Dainius Pilkauskas	0.3% a shares	Member of the Management Board	25/10/2012	24/10/2016
Andrius Pranckevičius	Has no shares	Member of the Management Board	25/10/2012	24/10/2016
Tomas Tumėnas	0.001% shares	Member of the Management Board	25/10/2012	24/10/2016
Artūras Pribušauskas	0.01% shares	Member of the Management Board	24/10/2013	24/10/2016

Board members controlling more than 5% of other Companies shares and votes:

Name	Participation in Company's authorized capital
Darius Zubas	Akola ApS 71% votes; UAB MESTILLA 14.3% votes.
Vytautas Šidlauskas	Akola ApS 25% votes; UAB MESTILLA 5% votes.

Andrius Pranckevičius, Arūnas Zubas, Dainius Pilkauskas, Tomas Tumėnas and Artūras Pribušauskas do not have more than 5% of shares in the other companies.









**Darius Zubas** (b. 1965) – Chairman of the Management Board, Head of the Company (Managing director), shareholder – has 17,049,995 shares of the Company equal to 10.73% of all shares. The main founder of the Group.

Graduated from Veterinary Academy of Lithuanian University of Health Sciences in 1988. Managing Director of the Company since 1997. Managing Director of AB Linas Agro since 1991 and Chairman of the Management Board since 2006. Chairman of the Board of Directors of Linas Agro A/S since 2004.

Chairman of the Management Board of UAB MESTILLA since 2006.



**Vytautas Šidlauskas** (b. 1963) – Member of the Management Board (Deputy Chairman of the Management Board), shareholder of the Company – owns 6,003,521 shares of the Company equal to 3.78% of all shares.

Graduated from Faculty of Chemistry of Kaunas University of Technology in 1987. Has been employed with the Group since 1991. Managing Director of UAB Gerera since 1993. Trade Director of AB Linas Agro since 1999 and Member of the Management Board since 2006. Member of the Board of Directors of Linas Agro A/S since 2004.

Member of the Management Board of UAB MESTILLA since 2006.



**Dainius Pilkauskas** (b. 1966) – Member of the Management Board, shareholder of the Company – owns 480,281 shares of the Company equal to 0.3% of all shares.

He is a graduate of Veterinary Academy of Lithuanian University of Health Sciences in 1991. Has been employed with the Group since 1991. Trade Director for Baltic States and Member of the Management Board of AB Linas Agro since 2006.





**Arūnas Zubas** (b. 1962) – Member of the Management Board, shareholder of the Company – owns 480,281 shares of the Company or 0.3% of all shares.

Graduated from Faculty of Chemistry of Kaunas University of Technology in in 1985. He was employed with the Group from 1995 to 2005 as director of commerce in AB Linas Agro. Member of the Management Board of AB Linas Agro since 2006.

Managing Director of UAB MESTILLA since 2005.



**Andrius Pranckevičius** (b. 1976) – Member of the Management Board. Does not own shares of the Company.

Is a graduate of Kaunas Technological University where in 1998 he obtained a bachelor's degree in Business Administration and, in 2000, master's degree in Marketing Management. He also took executive education programs in Harvard Business School, Wharton Business School, Stanford and Berkeley Business School (2004–2007) and program of leadership development in Harvard Business School (2009). Joined the Group in 1999. Deputy Managing Director of AB Linas Agro since 2005 and the Member of the Management Board since 2006. Deputy Managing Director of AB Linas Agro Group since 2009.

The Member of Board of Lithuanian Agricultural Companies Association.



**Tomas Tumėnas** (b. 1972) – Member of the Management Board, shareholder of the Company – owns 2,200 shares of the Company or 0.001% of all shares of the Company.

In 1995 obtained the diploma in Economics from Vilnius University and a certificate in International Business Economics from Aalborg University. In 2011 obtained MBA (Master of Business Administration, Program for (Full) Financial Specialist & Managers) at Manchester Business School, The University of Manchester. Has been employed with the Group since 2001. Finance Director at AB Linas Agro since 2006 and Member of the Management Board since 2009. Finance Director of AB Linas Agro Group since 2009.





**Artūras Pribušauskas** (b. 1963) – shareholder of the Company – owns 10,000 shares of the Company or 0.001% of all shares of the Company.

Graduated from Kaunas University of Technology, Faculty of Chemistry in 1986. In 2004, he attended the ACT (Association of Corporate Treasurers) corporate treasury courses in the UK. Joined the Group in 1993, worked as advisor and later as financier in AB Linas Agro. Head of treasury in AB Linas Agro since 1999 and in AB Linas Agro Group since 2010.

Member of the Management Board of UAB MESTILLA since 2013.

The Company has not granted any loans, guarantees or surety ships to the members of the Board that would ensure fulfillment of their obligations.

#### MANAGEMENT OF THE COMPANY

Company Management as of 31 December 2013:

Position	Name and surname	Employed since
Managing Director	Darius Zubas	01-09-1996
Deputy Managing Director	Andrius Pranckevičius	19-11-2009
Finance Director	Tomas Tumėnas	19-11-2009
Chief Accountant	Ramutė Masiokaitė	19-11-2009

The Management of the Company work under open-ended contracts of employment.

Information about Darius Zubas, Andrius Pranckevičius, and Tomas Tumėnas is provided in the chapter **BOARD OF THE COMPANY.** 





Ramutė Masiokaitė (b. 1971) – Chief Accountant. Does not own shares of the Company.

Graduated from Vilnius University in 1994 and acquired the qualifications of an economics, financial and credit specialist. She started her employment with the Group in 1998 in the capacity of the Chief Accountant of AB Linas Agro. In 2001 she became Finance Controller of AB Linas Agro and works so far, in 2009, was appointed as Chief Accountant of AB Linas Agro Group.

#### COMMITTEES FORMED BY THE COMPANY

The Ordinary General Meeting of the Company's Shareholders held on 28 October 2010 formed the Audit Committee and elected the members of the Audit Committee. The Audit Committee consists of 3 members, including an independent member. The members of the Committee are elected for the term of office of 4 (four) years. The elected members of the Committee began their service from the moment the General Meeting of the Company's Shareholders during which they had been elected was over.

#### THE MEMBERS OF AUDIT COMMITTEE (as at 31 December 2013):

Andrius Drazdys – independent member of the Audit Committee. Term of office began on 28 October 2010, term of office ends on 27 October 2014. Chief Finance Officer Employed of UAB Vilniaus Margarino Gamykla. Does not have shares of the Company.

**Artūras Pribušauskas** – member of the Audit Committee. Term of office began on 28 October 2010, term of office ends on 27 October 2014. Treasury Manager of the Company, also Treasury Manager of AB Linas Agro. Elected as the Member of the Board 24 October 2013 (see the chapter **BOARD**). Owns 10,000 shares of the Company or 0.001% of all shares and votes of the Company.

**Kristina Prūsienė** – member of the Audit Committee. Term of office began on 28 October 2010, term of office ends on 27 October 2014. Employed as Accountant at AB Linas Agro. Does not own shares of the Company.



## 14. PROCEDURE OF AMENDMENTS TO THE COMPANY'S ARTICLES OF ASSOCIATION

The Company's Articles of Association shall be amended in accordance with the procedure provided for in the laws of the Republic of Lithuania. Adoption of a decision to amend the Company's Articles of Association shall be the jurisdiction of the Company's General Meeting of Shareholders subject to a qualified majority of 2/3 of votes of the shareholders participating in the Meeting, with the exception of cases specified in the Law on Companies of the Republic of Lithuania.

## 15. INFORMATION ABOUT THE COMPLIANCE WITH THE COMPANY MANAGEMENT CODE

The Company complies with the company management procedures stipulated in the Law of the Republic of Lithuania on Companies. The Company complies with the essential management principles for the companies listed on NASDAQ OMX Vilnius. The managing bodies of the company are the General Meeting of Shareholders, the Board of the Company and the Head of the Company (Managing Director). The Company does not have the Supervisory Board. The Company's Board consists of seven members to be elected for a period of four years, but the Chairman of the Board is also the Head of the Company (Managing Director). The Company has the Audit Committee.



#### **CONTACT PERSONS**

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