

## Akcinė bendrovė „DVARČIONIŲ KERAMIKA“

Legal entity code 110628481  
Registered office at Keramiku str. 2, Vilnius, the Republic of Lithuania  
Company data collected and stored with the Register of Legal Entities  
Paid up authorized capital – EUR 5,745,166.80

### ANNOUNCEMENT OF THE BOARD

*Regarding withdrawal of the pre-emptive rights of shareholders of Akcinė bendrovė "DVARČIONIŲ KERAMIKA" to acquire shares being newly issued and rendering the right on acquisition of shares*

10 July 2016, Vilnius

In the extraordinary general meeting of shareholders of Akcinė bendrovė "DVARČIONIŲ KERAMIKA" (the "**Company**"), to be held on 25 July 2016 (the "**Meeting**"), it is intended to consider the question regarding withdrawal of the pre-emptive rights of shareholders of the Company to acquire the new issue of Company's shares of total par value of EUR 3,500,000.14 (6,034,483 ordinary registered shares in total, par value of EUR 0.58 each) (the "**New Shares**").

Reasons for the withdrawal of the pre-emptive rights; person to whom the right to acquire newly issued shares of the Company is proposed to be granted

The Company seeks to raise additional equity capital, which is needed for achievement of goals indicated in the outline of restructuring plan of the Company as well as significant improvement of the Company's financial standing. For this purpose, the Company suggests to increase the authorized capital of the Company, withdraw pre-emptive rights of its current shareholders to acquire the New Shares as well as grant the right to acquire all the New Shares to a company that agreed to invest the funds required for accomplishment of the goals indicated in the above – an individual entrepreneurship incorporated and operating under the laws of the Russian Federation IP Michele Pulpito, legal entity code 314774626601121, registered office at Centralnaja str. 18/51, Pervomajskoe, Moscow, Russian Federation, represented by Michele Pulpito, a citizen of the Russian Federation, born on 8 October 1961, residing at Zoologicheskaja str. 26/2-6, Moscow, Russian Federation.

Substantiation of the price of the shares being newly issued

It is suggested that the Meeting of shareholders of the Company set the issue price of each newly issued share of the Company equal to the par value of the shares, i.e. EUR 0.58. Accordingly, it is suggested that the total issue price of all the New Shares is to be fixed at EUR 3,500,000.14. The issue price of the New Shares is set with regards to (i) Article 45(2) of the Law on Companies of the Republic of Lithuania, which foresees that issue price of shares must not be lower than par value of such shares, and (ii) the fact, that this is the price the person, which will have the right to acquire all the New Shares (individual entrepreneurship IP Michele Pulpito), agreed to subscribe and acquire the New Shares for.