

**NOTIFICATION OF A GROUP  
ON THE ACQUISITION OF THE VOTING RIGHTS**

<b>1. Issuer's name, legal entity code, head office address, state</b> AB "ŽEMAITIJOS PIENAS", legal entity code 180240752, head office address Sedos str. 35, Telšiai, the Republic of Lithuania				
<b>2. Reasons for crossing the declared threshold (tick the relevant box(es)):</b>  <input checked="" type="checkbox"/> Acquisition or <input type="checkbox"/> disposal of the voting rights <input type="checkbox"/> Acquisition or <input type="checkbox"/> disposal of financial instruments <input type="checkbox"/> Event resulting in the change of the held amount of the voting shares <input checked="" type="checkbox"/> Other ( <i>indicate a relevant reason, e.g. change of classification of the nature of the holding (e.g. expiration of validity of financial instruments), acting jointly, other reasons</i> ): Acting in concert; data, known to the market, provided in the established form				
<b>3. Details on the person who is subject to the obligation of notification (by exceeding the specified limits in the descending or the ascending order)<sup>1</sup></b>				
Name and surname or name of legal entity Algirdas Pažemeckas and other persons, indicated in item 4 hereof		Head office address of legal entity   		
<b>4. Name and surname or name of shareholder (applicable in the cases referred to in Article 26(1)(2-10) and Article 26(2) of the Law, if different from the person referred to in item 3. Every person whose votes are to be calculated together with the votes of the person referred to in item 3 should be indicated, with specifying the amount and the share in per cent of the voting rights directly held by each of such persons):</b> Algirdas Pažemeckas (21,589,380 units, 46.62%), Danutė Pažemeckienė (3,025,820 units, 6.53%), Romusas Jarulaitis (1,105,510 units, 2.39%), Regina Jarulaitienė (1,140,620 units, 2.46%), Dalia Gecienė (475,160 units, 1.03%), AB "Klaipėdos pienas" (2,901,844 units, 6.27%), UAB "Baltic Holding" (665,106 units, 1.44%), AB "Žemaitijos pieno investicija" (0 units and %)				
<b>5. Declared threshold and date of crossing it (e.g., date of acquisition or disposal of the shares; date of any other reason causing the obligation of notification to arise; in cases of a passive crossing of the threshold, the date of share-related event):</b>  50%, the year 2008-2010. Danutė Pažemeckienė individually exceeded the threshold of 5% of votes on 29-04-2010 and AB "Klaipėdos pienas" individually exceeded the threshold of 5% of votes on 21-03-2008				
<b>6. General positions of the persons who are subject to the notification obligation:</b>				
	Voting rights granted by the shares, per cent (total 7. A)	Voting rights granted by means of financial instruments, per cent (total 7. B.1 + 7. B.2)	Both in total, per cent (7. A + 7. B)	Net amount of issuer's voting rights <sup>2</sup>
Situation present upon crossing or reaching the threshold	66.74		66.74	46,304,379
Position of the previous notification (if				



**8. Details on the person who is subject to the obligation of notification (tick the relevant box):**

A person who is subject to the obligation of notification is not controlled by any other natural or legal person and does not control any other undertakings that directly or indirectly have the issuer's voting rights (if a person who is subject to the obligation of notification is controlled by and (or) controls other undertaking, the second option is to be marked)

**The entire chain of controlled undertakings by means of which the voting rights and (or) financial instruments are managed, starting with the main controlling natural or legal person<sup>8</sup>:**

Name and surname / name <sup>9</sup>	Voting rights in per cent (if they amount to the threshold mandatory of notification or cross that threshold)	Voting rights by means of financial instruments in per cent (if they amount to the threshold mandatory of notification or cross that threshold)	Total of both voting rights, per cent (if they amount to the threshold mandatory of notification or cross that threshold)
AB "Klaipėdos pienas", AB "Žemaitijos pieno investicija" holds 86.47% of shares of AB "Klaipėdos pienas" and votes granted thereby and Algirdas Pažemeckas and Danutė Pažemeckienė collectively hold 73.43% of shares of AB "Žemaitijos pieno investicija" and votes granted thereby	6.27		6.27
UAB "Baltic Holding", 100% of shares thereof and votes granted thereby collectively hold Algirdas Pažemeckas and Danutė Pažemeckienė	1.44		1.44

**9. Details in case of voting by proxy: [name and surname / name of proxy] shall lose his voting rights [per cent and amount] from [date]**

**10. Additional information:**

*(e.g. correction of the previous notification)*

This notification is provided on behalf of Algirdas Pažemeckas, Danutė Pažemeckienė, Romusas Jarulaitis, Regina Jarulaitienė, Dalia Gecienė, AB “Klaipėdos pienas”, UAB “Baltic Holding”, AB “Žemaitijos pieno investicija”, the votes of which to be calculated collectively. Data, provided hereby are presented on the voting rights, held by these persons as on the date hereof.

Completed in Telšiai, 14-09-2016.

<sup>1</sup>In the circumstances referred to in Article 26(1)(3–9) of the Law, information about the following persons should be provided:

- in case referred to in Article 26(1)(3) of the Law, natural or legal person acquiring the voting rights and entitled to exercise them according to the agreement;
- in case referred to in Article 26(1)(4) of the Law, natural or legal person to whom the shares have been pledged, provided that the natural or legal person in question controls the voting rights and declared his intentions to exercise them, as well as the natural or legal person who pledged the shares under such conditions;
- in case referred to in Article 26(1)(5) of the Law, natural or legal person who uses the shares as an usufruct, provided that the natural or legal person in question is entitled to exercise the voting rights granted by such shares, as well as the natural or legal person who loses the voting rights when using the shares as an usufruct;
- in case referred to in Article 26(1)(6) of the Law, controlling natural or legal person and the controlled undertaking, if it is bound by obligation of notification of acquisition or disposal of the voting rights as provided for in Article 25, Article 26(1)(2–5) of the Law or any of these cases;
- in case referred to in Article 26(1)(7) of the Law, a person to whom the shares are transferred by trust, provided that he may exercise the voting rights granted by such shares at his own discretion, as well as the person who transferred the shares by trust granting the right to exercise the voting rights granted by such shares;
- in case referred to in Article 26(1)(8) of the Law, natural or legal person managing the voting rights;
- in case referred to in Article 26(1)(9) of the Law, an authorized person (proxy), provided that he may exercise the voting rights at his own discretion, as well as the shareholder who has granted the proxy the right to exercise the voting rights at his own discretion (e.g. management undertakings).

<sup>2</sup> The net amount of the voting rights shall be comprised of the voting rights granted by all shares including depository receipts marking the shares which are granted the voting rights, even if the exercise of the voting rights is suspended for a time.

<sup>3</sup> If the amount of the voting rights is less than the minimum threshold referred to in Article 25(1) of the Law, the amount of the held financial instruments and the voting rights attached thereto which is present on the date of crossing the declared threshold shall be indicated.

<sup>4</sup> To be filled in only when the holding is comprised of directly and indirectly held voting rights. The definition “directly held votes” shall mean the votes granted by the shares held by the person by the right of the ownership. The definition “indirectly held votes” shall mean the votes held by the person on one or more of the grounds specified in Article 26(1)(2–10) and (or) Article 26(2) of the Law.

<sup>5</sup> Expiration date of the buy-up/validity of financial instrument shall be the date when the right to acquire shares expires.

<sup>6</sup> To be filled in only when the financial instrument has the same period (e.g. every 3 months, starting with [date]).

<sup>7</sup> If settlement is made in cash, the amount and percentage of the voting rights subject to notification shall be calculated considering the total relative number of the shares forming the basis for financial instrument multiplied by *delta* ratio (paragraph 28 of the Rules).

<sup>8</sup> The entire chain of the controlled undertakings, starting with the main controlling natural or legal person, shall be indicated also in cases when the threshold is crossed at the level of only the controlled undertakings, whereas the controlled undertaking shall inform about submission of notification. In cases of multiple chains by means of which the voting rights and (or) financial instruments are used, notification of all such chains has to be made, with leaving a blank line between different chains (e.g. A, B, C, blank line, A, B, D, blank line, A, E, F etc.).

<sup>9</sup> Names of the controlled undertakings by means of which the voting rights and (or) financial instruments are used shall be indicated disregarding whether these controlled undertakings reach or cross the lowest set threshold.

**APPENDIX<sup>3</sup> TO THE  
NOTIFICATION OF A GROUP  
ON THE ACQUISITION OF THE VOTING RIGHTS**

<b>A: Identity of a person who is bound by obligation of notification</b>
<b>Name and surname / name, code and legal form of a legal entity</b> Algirdas Pažemeckas
<b>Contact address</b> ( <i>residence address of a natural person, registered office of a legal entity</i> ) Virvytės str. 36, Telšiai
<b>Email address</b> info@zp.lt
<b>Telephone / fax number</b> (+370 444) 22201
<b>Other useful information</b>
<b>B: Identity of a notifying person</b> ( <i>if applicable</i> )
<b>Name and surname / name, code and legal form of a legal entity</b>
<b>Contact address</b> ( <i>residence address of a natural person, registered office of a legal entity</i> )
<b>Email address</b>
<b>Telephone / fax number</b>
<b>Other useful information</b> ( <i>e.g. functional relation to the person or legal entity who is bound by obligation of notification</i> )
<b>C: Additional information:</b>

By signing this notification, I confirm that the information provided in the notification of the acquisition/disposal of the voting rights and in this appendix is complete and correct and that I have been familiarised with the sanctions for the provision of misleading information imposed by the Republic of Lithuania Code of Administrative Violations of Law and the Republic of Lithuania Law on Securities.

*Algirdas Pažemeckas* 2016 09 14, Telšiai  
 (signature of a person (name, surname and signature of the manager of a legal entity) making the notification of the acquisition or disposal of the voting rights, date and place of completion of the notification)<sup>4</sup>

<sup>3</sup> To be submitted to the competent authority only.

<sup>4</sup> Where the obligation of several persons for notification of the acquisition or disposal of the voting rights is fulfilled by means of a single common notification, the person appointed by the group of persons shall sign the notification and indicate that the notification has been signed on behalf of the whole group of persons.