

### CONFIRMATION OF RESPONSIBLE PERSONS

20 July 2016

Following the Rules on Preparation And Submission Of Periodic And Additional Information of the Bank of Lithuania and the Law on Securities (article 23) of the Republic of Lithuania, management of INVL Baltic Farmland, AB hereby confirms that, to the best our knowledge, the attached Consolidated Interim Condensed Unaudited Financial Statements for the 6 months of 2016 are prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union, give true and fair view of the assets, liabilities, financial position and profit or loss of INVL Baltic Farmland and Consolidated Group. Present Consolidated Interim Report includes a fair review of the development and performance of the business and position of the company and the consolidated group in relation to the description of the main risks and contingencies faced thereby.

### **ENCLOSURE:**

1. INVL Baltic Farmland, AB Consolidated Interim Condensed Unaudited Financial Statements for 6 months of 2016.

2. INVL Baltic Farmland, AB Consolidated Interim Report for 6 months of 2016.

Eglė Surplienė

Director

Person authorised to conduct accounting

Raimondas Rajeckas

CONSOLIDATED INTERIM CONDENSED NOT-AUDITED FINANCIAL STATEMENTS FOR THE SIX MONTHS ENDED 30 JUNE 2016 PREPARED IN ACCORDANCE TO INTERNATIONAL FINANCIAL REPORTING STANDARDS AS ADOPTED BY THE EUROPEAN UNION

## CONSOLIDATED INTERIM CONDENSED FINANCIAL STATEMENTS FOR THE SIX MONTHS ENDED 30 JUNE 2016

(all amounts are in EUR thousand unless otherwise stated)

### **DETAILS OF THE COMPANY**

### **Board of Directors**

Mr. Alvydas Banys (chairman of the Board) Ms. Indrė Mišeikytė Mr. Darius Šulnis

### Management (director)

Ms. Eglė Surplienė

## Principal place of business and company code

Office address Gynėjų str. 14, Vilnius, Lithuania

Company code 303299781

### **Banks**

AB DNB Bankas AB Šiaulių Bankas "Swedbank", AB

The financial statements were approved and signed by the Management and the Board of Directors on 20 July 2016.

Ms. Eglė Surplienė Director Mr. Raimondas Rajeckas
Authorized person according to the
agreement to conduct accounting

# CONSOLIDATED INTERIM CONDENSED FINANCIAL STATEMENTS FOR THE SIX MONTHS ENDED 30 JUNE 2016

(all amounts are in EUR thousand unless otherwise stated)

## Consolidated statement of comprehensive income

|   | Notes | 1 <sup>st</sup> Half Year<br>2016 | 1 <sup>st</sup> Half Year<br>2015 |
|---|-------|-----------------------------------|-----------------------------------|
| Revenue   |       | 258                               | 230                               |
| Other income  |       | 3                                 | 10                                |
| Land plots administration fees                              |       | (43)                              | -                                 |
| Legal, professional and securities administration fees      |       | (15)                              | (16)                              |
| Allowance for (reversal of) impairment of trade receivables | 4     | 7                                 | 26                                |
| Direct property operating expenses                          |       | -                                 | (1)                               |
| Employee benefits expense                                   |       | (2)                               | (5)                               |
| Depreciation and amortisation                               |       | -                                 | (1)                               |
| Other expenses  |       | (2)                               | (6)                               |
| Operating profit  |       | 206                               | 237                               |
| Finance costs   |       | -                                 | -                                 |
| Profit before income tax                                    | •     | 206                               | 237                               |
| Income tax expense  | 7     | (29)                              | (31)                              |
| NET PROFIT FOR THE YEAR                                     |       | 177                               | 206                               |
| Other comprehensive income for the year, net of tax         |       | <u>-</u>                          |                                   |
| TOTAL COMPREHENSIVE INCOME FOR THE YEAR                     |       | 177                               | 206                               |
| Attributable to:  | •     |                                   |                                   |
| Equity holders of the parent                                |       | 177                               | 206                               |
| Basic and diluted earnings per share (in EUR)               | 8     | 0.05                              | 0.06                              |

# CONSOLIDATED INTERIM CONDENSED FINANCIAL STATEMENTS FOR THE SIX MONTHS ENDED 30 JUNE 2016

(all amounts are in EUR thousand unless otherwise stated)

## Interim consolidated statement of financial position

|   | Notes | As at 30<br>June 2016 | As at 31<br>December 2015 |
|---|-------|-----------------------|---------------------------|
| ASSETS  |       |                       |                           |
| Non-current assets                                  |       |                       |                           |
| Investment properties                               | 3     | 11,237                | 11,237                    |
| Total non-current assets                            |       | 11,237                | 11,237                    |
| Current assets                                      |       |                       |                           |
| Trade and other receivables                         | 4     | 237                   | 54                        |
| Prepayments and deferred charges                    |       | 19                    | 7                         |
| Cash and cash equivalents                           |       | 105                   | 367                       |
| Total current assets                                |       | 361                   | 428                       |
| Total assets  |       | 11,598                | 11,665                    |
| EQUITY AND LIABILITIES Equity                       |       |                       |                           |
| Equity attributable to equity holders of the parent |       |                       |                           |
| Share capital                                       | 6     | 955                   | 955                       |
| Own shares  | 6     | (203)                 | -                         |
| Share premium                                       |       | 1,387                 | 1,387                     |
| Reserves  |       | 3,231                 | 3,223                     |
| Retained earnings                                   |       | 4,957                 | 5,005                     |
| Total equity  |       | 10,327                | 10,570                    |
| Liabilities Non-current liabilities                 |       |                       |                           |
| Deferred income tax liability                       |       | 956                   | 946                       |
| Total non-current liabilities                       | _     | 956                   | 946                       |
| Current liabilities                                 |       |                       |                           |
| Trade payables                                      |       | 27                    | 105                       |
| Income tax payable                                  |       | 20                    | 28                        |
| Deferred revenue                                    | 4     | 238                   | -                         |
| Other current liabilities                           |       | 30                    | 16                        |
| Total current liabilities                           |       | 315                   | 149                       |
| Total liabilities                                   |       | 1,271                 | 1,095                     |
| Total equity and liabilities                        |       | 11,598                | 11,665                    |

(all amounts are in EUR thousand unless otherwise stated)

## Consolidated statements of changes in equity

|  |       |               |            |                  | Reserves      |   |                      |        |
|--|-------|---------------|------------|------------------|---------------|---|----------------------|--------|
| Group  | Notes | Share capital | Own shares | Share<br>premium | Legal reserve | Reserve of<br>purchase of<br>own shares | Retained<br>earnings | Total  |
| Balance as at 31 December 2015   |       | 955           | -          | 1,387            | 144           | 3,079                                   | 5,005                | 10,570 |
| Net profit for the 6 months ended 30 June 2016                                     |       | _             | _          | _                | _             | _                                       | 177                  | 177    |
| Total comprehensive income for the 6 months ended 30 June 2016                     |       | -             | -          | -                | -             | -                                       | 177                  | 177    |
| Own shares buy back  | 6     | -             | (203)      | -                | -             | -                                       | -                    | (203)  |
| Transfer to reserves   |       | -             | -          | -                | 8             | -                                       | (8)                  | -      |
| Dividends approved   | 5     | -             | -          | -                | -             | -                                       | (217)                | (217)  |
| Total transactions with owners of the<br>Company, recognised directly in<br>equity |       | -             | (203)      | -                | 8             | -                                       | (225)                | (420)  |
| Balance as at 30 June 2016   |       | 955           | (203)      | 1,387            | 152           | 3,079                                   | 4,957                | 10,327 |

(all amounts are in EUR thousand unless otherwise stated)

## Consolidated statements of changes in equity (cont'd)

|  |       |               |            |                  | Rese          | erves                                   |                   |       |
|--|-------|---------------|------------|------------------|---------------|---|-------------------|-------|
| Group  | Notes | Share capital | Own shares | Share<br>premium | Legal reserve | Reserve of<br>purchase of<br>own shares | Retained earnings | Total |
| Balance as at 31 December 2014   |       | 954           | (6)        | 1,387            | 132           | 3,087                                   | 4,377             | 9,931 |
| Net profit for the 6 months ended 30 June 2015                                     |       | _             | _          | _                | _             | -                                       | 206               | 206   |
| Total comprehensive income for the 6 months ended 30 June 2015                     |       | -             | _          | _                | -             | -                                       | 206               | 206   |
| Own shares buy back  | 6     | -             | (2)        | -                | -             | -                                       | -                 | (2)   |
| Decrease of share capital The adjustment of the par value of the                   | 6     | -             | 8          | -                | -             | (8)                                     | -                 | -     |
| shares due to currency conversion to   | 6     | 1             | -          | -                | -             | -                                       | (1)               | -     |
| Transfer to reserves   |       | -             | -          | -                | 12            | -                                       | (12)              | -     |
| Dividends approved   | 5     | -             | -          | -                | -             | -                                       | (197)             | (197) |
| Total transactions with owners of the<br>Company, recognised directly in<br>equity |       | 1             | (6)        | -                | 12            | (8)                                     | (210)             | (199) |
| Balance as at 30 June 2015   |       | 955           | -          | 1,387            | 144           | 3,079                                   | 4,373             | 9,938 |

### Consolidated statement of cash flows

|  | Notes        | 1 <sup>st</sup> Half Year 2016 1 <sup>st</sup> | Half Year 2015 |
|--|--------------|--|----------------|
| Cash flows from (to) operating activities  |              |  |                |
| Net profit for the period  |              | 177  | 206            |
| Adjustments for non-cash items and non-operating activities: Depreciation and amortization |              | - · · · · · · · · · · · · · · · · · · ·        | 1              |
| Deferred taxes   | 7            | 9  | 15             |
| Current income tax expenses  | 7            | 20   | 16             |
| Allowances   | 4            | (7)  | (26)           |
| Changes in working capital:  |              |  |                |
| Decrease (increase) in trade and other receivables   |              | 62   | 15             |
| Decrease (increase) in other current assets  |              | (12)   | (7)            |
| (Decrease) increase in trade payables  |              | (83)   | (1)            |
| (Decrease) increase in other current liabilities   |              | -  | 5              |
| Cash flows (to) from operating activities  | -            | 166  | 224            |
| Income tax paid  |              | (27)   | (9)            |
| Net cash flows (to) from operating activities  | -            | 139  | 215            |
| Cash flows from (to) investing activities  |              |  |                |
| Proceeds from sale of non-current assets (except for investment properties)                | -            | -  | 1_             |
| Net cash flows (to) investing activities   | -            | -  | 1_             |
| Cash flows from (to) financing activities  |              |  |                |
| Cash flows related to Group owners   | 6            | (000)  | (0)            |
| Acquisition of own shares Dividends paid to equity holders of the parent                   | 0            | (203)<br>(198)                                 | (2)<br>(191)   |
| Dividends paid to equity holders of the parent   | -            | (401)  | (193)          |
| Cash flows related to other sources of financing   |              | (101)  | (100)          |
| Repayment of borrowings  |              | -  | -              |
|  | -            | -  | -              |
| Net cash flows (to) from financing activities  | <del>-</del> | (401)  | (193)          |
| Net increase (decrease) in cash and cash equivalents                                       | -            | (262)  | 23             |
| Cash and cash equivalents at the beginning of the period                                   | -            | 367  | 210            |
| Cash and cash equivalents at the end of the period   | =            | 105  | 233            |

### Notes to the interim condensed financial statements

### 1 General information

AB INVL Baltic Farmland (hereinafter the Company) is a joint stock company registered in the Republic of Lithuania. It was established on 29 April 2014, following the split-off of 14.45% assets, equity and liabilities from AB Invalda INVL (code 121304349). Entities, which business is investment into agricultural land and its rent, were transferred to the Company.

The address of the office is Gynėjų str. 14, Vilnius, Lithuania.

The Group consists of the Company and its directly owned subsidiaries (hereinafter the Group, Note 5 of annual financial statements for year ended 31 December 2015).

The Company manages shares of entities investing into agricultural land and provides finance. Now the Company has 100% in 18 companies owning more than 3 thousand hectares of agricultural land in Lithuania, that is rented to farmers and agricultural companies. The Company focuses on growth of quality of owned land and environmental sustainability. The Group is operated in one segment – agricultural land segment.

Investments into agricultural land are classified as long term and are recommended for investors who are satisfied with the return on rent and possible income from increase of agricultural land prices. Since prices of agricultural products are determined in the world markets, this investment allow to participate in the world food supply chain.

The Company's share capital is divided into 3,291,549 ordinary registered shares with the nominal value of EUR 0.29 each. All the shares of the Company were fully paid. Subsidiaries did not hold any shares of the Company. The Company owns 63,039 units of shares, which do not grant voting rights. The total amount of voting rights of the shares of the Company equals to 3,228,510 units. As at 30 June 2016 and 31 December 2015 the shareholders of the Company were (by votes)\*:

|   | As at 30 J<br>Number of | une 2016   | As at 31 December 2015 Number of |            |  |
|---|-------------------------|------------|----------------------------------|------------|--|
|   | votes held              | Percentage | votes held                       | Percentage |  |
| UAB LJB Investments (controlling shareholder Mr.    |                         |            |                                  |            |  |
| Alvydas Banys)                                      | 977,751                 | 30.29      | 1,002,724                        | 30.46      |  |
| Mrs. Irena Ona Mišeikienė                           | 931,831                 | 28.86      | 952,072                          | 28.92      |  |
| UAB Lucrum Investicija (sole shareholder Mr. Darius |                         |            |                                  |            |  |
| Šulnis)   | 730,068                 | 22.61      | 743,546                          | 22.59      |  |
| Mr. Alvydas Banys                                   | 252,875                 | 7.83       | 252,875                          | 7.69       |  |
| Ms. Indrė Mišeikytė                                 | 64,450                  | 2.00       | 65,758                           | 2.00       |  |
| Other minor shareholders                            | 271,535                 | 8.41       | 274,574                          | 8.34       |  |
| Total   | 3,228,510               | 100.00     | 3,291,549                        | 100.00     |  |

<sup>\*</sup> One shareholder sold part of his shares under repo agreement (so did not hold the legal ownership title of shares), but he retained the voting rights of transferred shares.

The Company's shares are traded on the Baltic Secondary List of NASDAQ Vilnius from 4 June 2014.

### INTERIM CONSOLIDATED CONDENSED FINANCIAL STATEMENTS FOR THE SIX MONTHS ENDED 30 JUNE 2016

(all amounts are in EUR thousand unless otherwise stated)

### 2 Accounting policies

### **Basis of preparation**

The interim condensed financial statements for the 6 months ended 30 June 2016 have been prepared in accordance with IAS 34 Interim Financial Reporting.

The interim condensed financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements as at 31 December 2015.

### Significant accounting policies

The accounting policies adopted in the preparation of the interim condensed financial statements are consistent with those followed in the preparation of the Group's and Company's annual financial statements for the year ended 31 December 2015, except adoption of new Standards and Interpretations as of 1 January 2016, noted below.

A number of new or amended standards became applicable for the current reporting period:

- Annual Improvements to IFRSs 2010-2012 Cycle (effective for annual periods beginning on or after 1 February 2015);
- Annual Improvements to IFRSs 2012-2014 Cycle (effective for annual periods beginning on or after 1 January 2016);
- Amendments to IAS 19 Defined benefit plans: Employee contributions (effective for annual periods beginning on or after 1 February 2015);
- Amendments to IFRS 11 Joint Arrangements: Accounting for Acquisitions of Interests in Joint Operations (effective for annual periods beginning on or after 1 January 2016);
- Amendments to IAS 16 and IAS 38: Clarification of Acceptable Methods of Depreciation and Amortisation Operations (effective for annual periods beginning on or after 1 January 2016);
- Amendments to IAS 16 and IAS 41 Agriculture: Bearer plants (effective for annual periods beginning on or after 1 January 2016);
- Amendments to IAS 1: Disclosure Initiative (effective for annual periods beginning on or after 1 January 2016).

However, the Group did not have to change its accounting policies or make retrospective adjustments as a result of adopting these standards. The amendments had no impact on the Group's financial statements for the six months ended 30 June 2016.

### 3 Investment properties

During 1<sup>st</sup> Half Year of 2016 and 2015 the Group has not acquired, nor sold investment properties. Investment properties are stated at fair value and are valued by accredited valuer UAB korporacija Matininkai using sales comparison method. The valuation was performed in November 2015. There were no significant changes in the market from December 2015 that could have an effect on the value of those investment properties, therefore the updated valuation was not performed as at 30 June 2016.

On 1 May 2014 changes to the Agricultural Land Acquisition temporary law entered into force, providing restrictions of the purchase of agricultural land (including restriction of purchase of shares in the legal entity owning agricultural land). These restrictions mean that the Group cannot purchase additional agricultural land and/or acquire shares in entities owning agricultural land. As a result of restrictions the land sale market in Lithuania became less liquid.

There were no other restrictions on the realisation of investment properties or the remittance of income and proceeds of disposals during 1<sup>st</sup> Half Year of 2016 and 2015. No contractual obligations to purchase investment properties existed at the end of the period.

### INTERIM CONSOLIDATED CONDENSED FINANCIAL STATEMENTS FOR THE SIX MONTHS ENDED 30 JUNE 2016

(all amounts are in EUR thousand unless otherwise stated)

### 4 Trade and other receivables

|  | As at 30 June 2016 | As at 31 December 2015 |
|--|--------------------|------------------------|
|  |                    |                        |
| Trade receivables, gross                                 | 278                | 85                     |
| Taxes receivable, gross                                  | 19                 | 36                     |
| Less: allowance for doubtful trade and other receivables | (60)               | (67)                   |
|  | 237                | 54                     |

Changes in allowance for doubtful trade and other receivables for the 1<sup>st</sup> Half Year of 2016 and 2015 have been included within 'Allowance for (reversal of) impairment of trade receivables' in the statement of comprehensive income.

In the caption of statement of financial position 'Deferred revenue' is recognised current year's invoiced rental income, net of on a straight line basis recognised rental income for 1<sup>st</sup> Half Year of 2016 (EUR 238 thousand). This amount would be recognised as rental income during 3<sup>rd</sup> – 4<sup>th</sup> Quarters of current year.

As at 30 June 2016 and 31 December 2015 the Group's trade and other receivables with nominal value of EUR 62 thousand and 80 thousand were past due and impaired, respectively. The net amount of EUR 2 thousand is presented in the statement of financial position of the Group as at 30 June 2016 (31 December 2015 – EUR 13 thousand).

Movements in the allowance for accounts receivable of the Group (assessed individually) were as follows:

| . `  | Individually impaired Group    |
|--|--------------------------------|
| Balance as at 31 December 2015               | 67                             |
| Charge for the year                          | -                              |
| Write-offs charged against the allowance     | -                              |
| Recoveries of amounts previously written-off | (7)                            |
| Balance as at 30 June 2016                   | 60                             |
|  | Individually impaired<br>Group |
| Balance as at 31 December 2014               | 87                             |
| Charge for the year                          | -                              |
| Write-offs charged against the allowance     | -                              |
| Recoveries of amounts previously written-off | (26)                           |
| Balance as at 30 June 2015                   | 61                             |

The ageing analysis of trade and other receivables of the Group are as follows:

|                        |   | Trade rec         |               |                |                       |       |
|------------------------|---|-------------------|---------------|----------------|-----------------------|-------|
|                        | Trade receivables neither past due nor impaired | Less than 30 days | 30–90<br>days | 90–180<br>days | More than<br>180 days | Total |
| As at 30 June 2016     | 90  | -                 | _             | 124            | 2                     | 216   |
| As at 31 December 2015 | -   | -                 | 3             | -              | 2                     | 5     |

### INTERIM CONSOLIDATED CONDENSED FINANCIAL STATEMENTS FOR THE SIX MONTHS ENDED 30 JUNE 2016

(all amounts are in EUR thousand unless otherwise stated)

#### 5 Dividends

A dividend in respect of the year ended 31 December 2015 of EUR 0.066 per share, amounting to a total dividend of EUR 217 thousand, was approved at the annual general meeting on 25 March 2016.

A dividend in respect of the year ended 31 December 2014 of EUR 0.06 per share, amounting to a total dividend of EUR 197 thousand, was approved at the annual general meeting on 24 March 2015.

### 6 Acquisition of own shares, changes in share capital

From 25 April 2016 until 20 June 2016 the Company implemented share buy-back through the tender offer market. Maximum number of shares to be acquired was 70,000. Share acquisition price established at EUR 3.21 per share. During buy-back 63,039 shares (1.92% of share capital) were acquired for EUR 203 thousand, including brokerage fees. The acquired shares were settled on 22 June 2016. Acquired own shares do not have voting rights.

From 29 January 2015 until 26 February 2015 the Company implemented share buy-back through the tender offer market. Maximum number of shares to be acquired was 16,471. Share acquisition price established at EUR 2.86 per share. During buy-back 710 shares (0.02% of share capital) were acquired for EUR 2 thousand, including brokerage fees. The acquired shares were settled on 2 March 2015. Acquired own shares do not have voting rights.

According to the decision of shareholders 2,660 acquired own shares were cancelled, and the reserve for the acquisition of own shares was decreased by EUR 8 thousand. Also the par value of shares was changed from LTL 1 to EUR 0.29. The changes in share capital were registered in the Register of Legal entities on 5 June 2015. From 5 June 2015 the total authorised number of ordinary shares is 3,291,549 with the par value of EUR 0.29 per share, the Company's authorized share capital is equal to EUR 954,549.21.

### 7 Income tax

|   | 1 <sup>st</sup> Half Year 2016 | 1 <sup>st</sup> Half Year 2015 |
|---|--------------------------------|--------------------------------|
| Components of the income tax expenses                 |                                |                                |
| Current year income tax                               | (20)                           | (16)                           |
| Deferred income tax expenses                          | (9)                            | (15)                           |
| Income tax expenses charged to profit or loss – total | (29)                           | (31)                           |

### 8 Earnings per share

Basic earnings per share amounts are calculated by dividing net profit for the year attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding during the year.

The weighted average number of shares for the six months ended 30 June 2016 was as follows:

| Calculation of weighted average for the six months ended 30 June 2016 | Number of shares (thousand) | Par value<br>(EUR) | Issued/182<br>(days) | Weighted average (thousand) |
|---|-----------------------------|--------------------|----------------------|-----------------------------|
| Shares issued as at 31 December 2015                                  | 3,291                       | 0.29               | 182/182              | 3,291                       |
| Acquired own shares as at 22 June 2016                                | (63)                        | 0.29               | 8/182                | (3)                         |
| Shares issued as at 30 June 2016                                      | 3,228                       | 0.29               |                      | 3,288                       |

### INTERIM CONSOLIDATED CONDENSED FINANCIAL STATEMENTS FOR THE SIX MONTHS ENDED 30 JUNE 2016

(all amounts are in EUR thousand unless otherwise stated)

### 8 Earnings per share (cont'd)

The weighted average number of shares for the six months ended 30 June 2015 was as follows:

| Calculation of weighted average for the six months ended 30 June 2015 | Number of shares (thousand) | Par value<br>(EUR) | Issued/181<br>(days) | Weighted average (thousand) |
|---|-----------------------------|--------------------|----------------------|-----------------------------|
| Shares issued as at 31 December 2014                                  | 3,292                       | 0.29               | 181/181              | 3,292                       |
| Acquired own shares as at 2 March 2015                                | (1)                         | 0.29               | 120/181              | (1)                         |
| Shares issued as at 30 June 2015                                      | 3,291                       | 0.29               |                      | 3,291                       |

The following table reflects the income and share data used in the basic earnings per share computations:

|   | I Hall Year 2016 | Hall Year 2015 |
|---|------------------|----------------|
|   |                  |                |
| Net profit (loss), attributable to the equity holders of the parent | 177              | 206            |
| Weighted average number of ordinary shares (thousand)               | 3,288            | 3,291          |
| Basic earnings (deficit) per share (EUR)                            | 0.05             | 0.06           |

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### 9 Related party transactions

The related parties of the Group were the shareholders of the Company, who have significance influence (note 1), key management personnel, including companies under control or joint control of key management and shareholders having significant influence. AB Invalda INVL and the entities controlled by AB Invalda INVL are also considered to be related parties, because the shareholders of the Company, having significance influence, also have a joint control over AB Invalda INVL group through shareholders' agreement.

The Group's transactions with related parties during 1<sup>st</sup> half year of 2016 and related half year-end balances were as follows:

| 1 <sup>st</sup> Half Year 2016<br>Group                            | Sales to related parties | Purchases from related parties | Receivables from related parties | Payables to related parties |
|--|--------------------------|--------------------------------|----------------------------------|-----------------------------|
| AB Invalda INVL (accounting services) UAB INVL Farmland Management | -                        | 7                              | -                                | -                           |
| (administration fees)  | -                        | 43                             | -                                | 26                          |
|  |                          | 50                             | -                                | 26                          |

To the Board members, which are shareholders of the Company, were paid EUR 18 thousand of dividends, net of tax. To the entities, which are controlled by the Board members, were paid EUR 115 thousand of dividends, net of tax. To the natural persons related to the Board members the Company paid EUR 53 thousand of dividends, net of tax.

The Group's transactions with related parties during 1st half year of 2015 and related half year-end balances were as follows:

| 1 <sup>st</sup> Half Year 2015<br>Group                                     | Sales to related parties | Purchases from related parties | Receivables from related parties | Payables to related parties |
|---|--------------------------|--------------------------------|----------------------------------|-----------------------------|
| AB Invalda INVL (accounting services) UAB INVL Farmland Management (sale of | -                        | 7                              | -                                | 4                           |
| assets)   | 5                        | -                              | 1                                | -                           |
| AB FMĮ Finasta (services to issuer)   | -                        | 2                              | -                                | -                           |
|   | 5                        | 9                              | 1                                | 4                           |

To the Board members, which are shareholders of the Company, were paid EUR 16 thousand of dividends, net of tax. To the entities, which are controlled by the Board members, were paid EUR 105 thousand of dividends, net of tax. To the natural persons related to the Board members the Company paid EUR 49 thousand of dividends, net of tax.



# INVL Baltic Farmland, AB Consolidated Interim Report for 6 months of 2016

Prepared in accordance with The Rules for the Preparation and the Submission of the Periodic and Additional Information. approved by the decision No. 03-48 of the Board of the Bank of Lithuania passed on 28 February 2013.

Approved by the Board of INVL Baltic Farmland, AB on 20 July 2016.



### Translation note:

This version of the Consolidated Interim Report for 6 months of 2016 is a translation from the original, which was prepared in Lithuanian language. All possible care has been taken to ensure that the translation is an accurate representation of the original. However, in all matters of interpretation of information, views or opinions, the original language version takes precedence over this translation.

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### I. GENERAL INFORMATION

### 1. Reporting period for which the report is prepared

The report covers a financial period of INVL Baltic Farmland, starting from 1 January 2016 and ending on 30 June 2016. Important events of the Issuer and its group, occurred during the end reporting period, were included as well. The report is unaudited.

### 2. General information about the Issuer and other companies comprising the Issuer's group

#### 2.1. Information about the Issuer

| Name of the Issuer  | The public joint-stock company INVL Baltic Farmland, hereinafter INVL Baltic Farmland, AB |
|---|---|
| Code  | 303299781   |
| Address   | Gyneju str. 14, LT-01109, Vilnius, Lithuania  |
| Telephone   | +370 5 279 0601   |
| Fax   | +370 5 279 0530   |
| E-mail  | farmland@invaldalt.com  |
| Website   | www.invlbalticfarmland.lt   |
| Legal form  | public joint-stock company  |
| Date and place of registration                                      | 29 April 2014. Register of Legal Entities   |
| Register in which data about the Company are accumulated and stored | Register of Legal Entities  |

### 2.2. Information on company's goals, philosophy and strategy

The main goal of INVL Baltic Farmland – to invest into agricultural land in Lithuania and, after renting it to farmers and agricultural companies, to ensure that income from rent will exceed inflation and make a profit from agricultural land price growth. Since prices of agricultural products are determined in the world markets, this investment allows to participate in the world food supply chain.

The public joint-stock company INVL Baltic Farmland was established on 29 April 2014 on the basis of a part of assets split-off from one of the leading asset management groups in the Baltic region Invalda INVL. INVL Baltic Farmland manages shares of 18 companies investing into agricultural land that own more than 3 thousand hectares of agricultural land in Lithuania. More than 98% of land is rented to farmers and agricultural companies.

Shares of INVL Baltic Farmland are listed on NASDAQ Vilnius stock exchange since 4 June 2014.

The administration of the INVL Baltic Farmland group owned land, according to the basic property administration agreement signed on 30 June 2015, is transmitted to INVL Farmland Management, a company owned by Invalda INVL. Management fees paid for INVL Farmland Management are 7 percent of annual rental income of the companies - land owners as well as 0.5 percent of INVL Baltic Farmland market capitalization. Moreover, there is a success fee which becomes valid only when consolidated equity of companies - land owners annual growth is higher than 5 percent plus inflation (High-Water Mark principle is applicable). Success fee is 20 percent of the consolidated equity in excess of the above mentioned benchmark.

As the company has signed the property administration agreement, it employs a minimum number of people.

It is prohibitted for one person to have more than 500 hectares of land in Litnuania since 2014. That's why the development of INVL Baltic Farmland is limited and the generated funds are directed to the payment of dividends to shareholders.

Investments into agricultural land are classified as long term and are recommended for investors who are satisfied with the return on rent and possible income from increase of agricultural land prices.



### 2.3. Information about the Issuer's group of companies

INVL Baltic Farmland has 100% in 18 companies owning more than 3 thousand hectares of agricultural land in the most fertile regions of Lithuania. Companies - land owners and joint-stock company INVL Baltic Farmland on 30 June 2015 have signed a basic property administration agreement with INVL Farmland Management which administrates agricultural land owned by the companies in order to ensure steady growth of income for the shareholders and the value of the land.

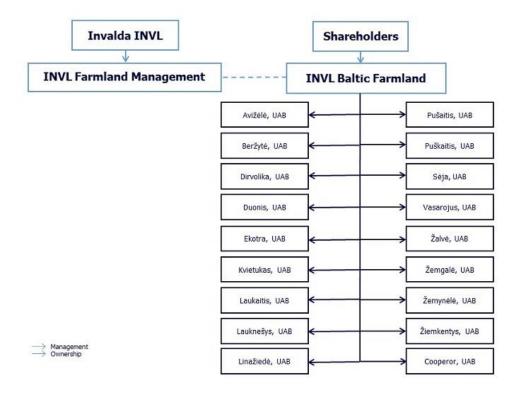


Fig. 2.3.1. Group structure of INVL Baltic Farmland, AB since 1 July 2015 (after the agreement between INVL Baltic Farmland and INVL Farmland Management entered into force)

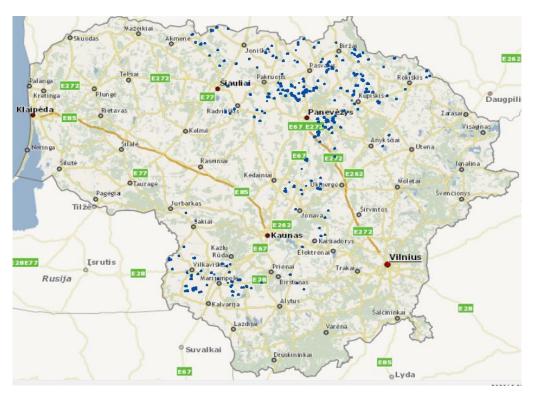


Fig. 2.3.2. Agricultural land portfolio of INVL Baltic Farmland, AB

Note: plots belonging to the company are in the most fertile areas of Lithuania. They are highlighted in blue.

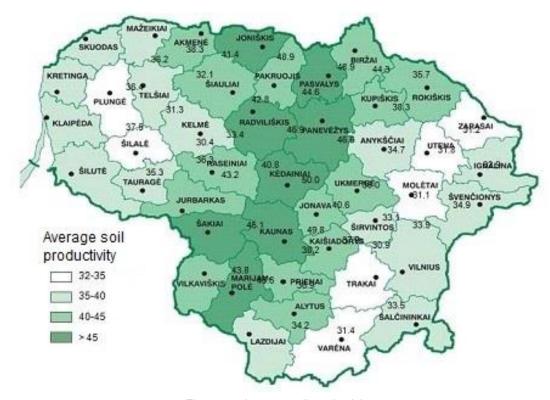


Fig. 2.3.3. Average soil productivity

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Table 2.3.4. Information about companies of INVL Baltic Farmland group.

| Company name    | District of company's activities                             | Owned land plot, hectares | Cultivated cropland area, hectares |
|-----------------|--|---------------------------|------------------------------------|
| Avizele, UAB    | Rokiskis dist., Anyksciai dist.                              | 113.82                    | 107.51                             |
| Berzyte, UAB    | Birzai dist.   | 149.89                    | 145.79                             |
| Dirvolika, UAB  | Akmene dist., Joniskis dist., Siauliai dist.                 | 199.43                    | 192.02                             |
| Duonis, UAB     | Jonava dist., Kedainiai dist., Ukmerge dist.                 | 183.60                    | 178.36                             |
| Ekotra, UAB     | Vilkaviskis dist.  | 238.75                    | 228.70                             |
| Kvietukas, UAB  | Pakruojis dist., Pasvalys dist.                              | 124.61                    | 118.90                             |
| Laukaitis, UAB  | Pakruojis dist., Pasvalys dist., Siauliai dist.              | 204.10                    | 193.44                             |
| Lauknesys, UAB  | Birzai dist., Pasvalys dist.                                 | 109.85                    | 107.73                             |
| Linaziede, UAB  | Alytus dist., Jonava dist., Kaisiadorys dist., Prienai dist. | 85.13                     | 80.75                              |
| Pusaitis, UAB   | Radviliskis dist.  | 82.44                     | 81.10                              |
| Puskaitis, UAB  | Marijampole dist., Prienai dist., Vilkaviskis dist.          | 210.74                    | 204.20                             |
| Seja, UAB       | Kedainiai dist.  | 91.40                     | 88.67                              |
| Vasarojus, UAB  | Anyksciai dist., Panevezys dist., Ukmerge dist.              | 375.66                    | 365.10                             |
| Zalve, UAB      | Kupiskis dist.   | 216.88                    | 201.73                             |
| Zemgale, UAB    | Birzai dist., Kupiskis dist., Panevezys dist.                | 241.80                    | 232.06                             |
| Zemynele, UAB   | Sakiai dist., Vilkaviskis dist.                              | 72.57                     | 70.81                              |
| Ziemkentys, UAB | Panevezys dist., Pasvalys dist.                              | 415.00                    | 406.43                             |
|                 | Total  | 3,115.67                  | 3,003.30                           |

### 3. Agreements with intermediaries on public trading in securities

INVL Baltic Farmland has signed an agreement with this intermediary:

 Šiaulių bankas, AB (Tilžės str. 149, Šiauliai, Lithuania, tel. +370 41 595 607) – the agreement on investment services, the agreement on management of securities accounting and dividend payment agreement.

### 4. Information on Issuer's branches and representative offices

INVL Baltic Farmland, AB has no branches or representative offices.

### II. INFORMATION ABOUT SECURITIES

### 5. The order of amendment of Issuer's Articles of Association

The Articles of Association of INVL Baltic Farmland, AB may be amended by resolution of the General Shareholders' Meeting, passed by more than 2/3 of votes (except in cases provided for by the Law on Companies of the Republic of Lithuania).

Actual wording of the Articles of Association is dated as of 5 June 2015.

### 6. Structure of the authorized capital

Table 6.1. Structure of INVL Baltic Farmland, AB authorised capital as of 30 June 2016.

| Type of shares             | Number of shares, units | Total voting rights granted by the issued shares, units | Nominal<br>value, EUR | Total<br>nominal<br>value, EUR | Portion of the authorised capital, % |
|----------------------------|-------------------------|---|-----------------------|--------------------------------|--------------------------------------|
| Ordinary registered shares | 3,291,549               | 3,228,510   | 0.29                  | 954,549.21                     | 100                                  |

All shares are fully paid-up and no restrictions apply on their transfer.



### 6.1. Information about the Issuer's treasury shares

Subsidiaries of INVL Baltic Farmland have not implemented acquisition of shares in INVL Baltic Farmland directly or indirectly under the order of subsidiary by persons acting by their name. The company itself has acquired its own shares.

The General Shareholders Meeting of INVL Baltic Farmland, AB that was held on 28 October 2015 approved resolution to purchase its own shares. The period during which the company may acquire its own shares - 18 months from the day of this resolution. The maximum one share acquisition price – EUR 4.00, minimum one share acquisition price – EUR 2.87.

Seeking to fulfill shareholders will, expressed during voting for the implementation of the reserve for own shares, and seeking to ensure the right of choice for the shareholders to decide whether to hold or to sell shares of the company, Baltic INVL Farmland, AB initiated acquisition of own shares 1 time during the reporting period.

On 21 April 2016 INVL Baltic Farmland, AB announced about initiating acquisition of own shares since 25 April 2016. Share acquisition ended on 20 June 2016. Max number of shares to be acquired: 70,000. Share acquisition price: EUR 3.21 per share. On 21 June the company announced about acquisition of 1.92 percent of own shares. 63,039 units of shares were offered. The settlement for the acquired shares happened on 22 June 2016.

At the end of the reporting period the authorised capital of the company was EUR 954,549.21, shares issued (units) - 3,291,549, company's acquired own shares (units) - 63,039, the voting rights (units) granted by the issued shares - 3,228,510.

# 7. Trading in Issuer's securities as well as securities, which are deemed to be a significant financial investment to the Issuer on a regulated market

Table 7.1. Main characteristics of INVL Baltic Farmland, AB shares admitted to trading

| Shares issued, units             | 3,291,549             |
|----------------------------------|-----------------------|
| Shares with voting rights, units | 3,228,510             |
| Nominal value, EUR               | 0.29                  |
| Total nominal value, EUR         | 954,549.21            |
| ISIN code                        | LT0000128753          |
| Name                             | INL1L                 |
| Exchange                         | NASDAQ Vilnius        |
| List                             | Baltic Secondary List |
| Listing date                     | 4 June 2014           |

Company uses no services of liquidity providers.

Table 7.2. Trading in INVL Baltic Farmland, AB shares

|                      | 6 months of 2015 | 6 months of 2016 |
|----------------------|------------------|------------------|
| Share price, EUR     |                  |                  |
| - open               | 2.800            | 2.950            |
| - high               | 3.010            | 3.250            |
| - low                | 2.580            | 2.810            |
| - medium             | 2.711            | 3.020            |
| - last               | 2.790            | 2.960            |
| Turnover, units      | 7,541            | 14,173           |
| Turnover, EUR        | 20,924.94        | 42,812.23        |
| Traded volume, units | 113              | 150              |

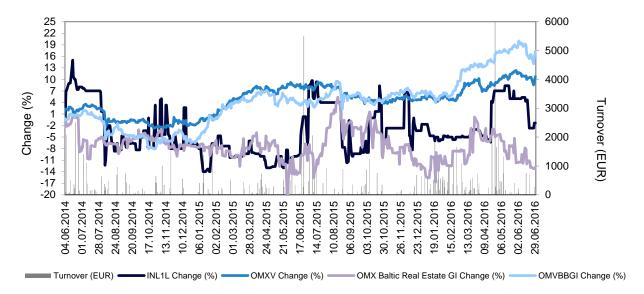


Fig. 7.3. Turnover of INVL Baltic Farmland, AB shares, change of share price and indexes<sup>1</sup>

### 8. Dividends

On 25 March 2016, the General Shareholders Meeting of INVL Baltic Farmland, AB decided to allocate EUR 0.066 dividend per share.

Dividends were allocated to the shareholders, who at the end of the tenth business day following the day of the General Shareholders Meeting that adopted a decision on dividend payment, i.e. on 11 April 2016 were shareholders of INVL Baltic Farmland. AB

On 18 April 2016 INVL Baltic Farmland announced that the company will start to allocate dividends from 20 April 2016. Dividends were allocated to those shareholders of the company, who has provided existing bank accounts.

<sup>&</sup>lt;sup>1</sup> OMX index is an all-share index which includes all the shares listed on the Main and Secondary lists on the NASDAQ Vilnius with exception of the shares of the companies where a single shareholder controls at least 90% of the outstanding shares. The OMX Baltic Real Estate GI index is based on the Industry Classification Benchmark (ICB) developed by FTSE Group (FTSE).

### 9. Shareholders

Table 9.1. Shareholders who held title to more than 5% of INVL Baltic Farmland, AB authorised capital and/or votes as of 30 June 2016.

|  | Number of  | Share of                                 |  | Share of the votes       | of the votes, % |  |
|--|--|--|--|--------------------------|-----------------|--|
| Name of the shareholder or company   | shares held<br>by the right<br>of<br>ownership,<br>units | the<br>authorise<br>d capital<br>held, % | Share of votes<br>given by the<br>shares held by<br>the right of<br>ownership, % | Indirectly held votes, % | Total, %        |  |
| LJB Investments, UAB code 300822575,<br>Juozapavičiaus str. 9A,<br>Vilnius | 977,751  | 29.70                                    | 30.29  | 0                        | 30.29           |  |
| Irena Ona Mišeikienė   | 931,831  | 28.31                                    | 28.86  | 0                        | 28.86           |  |
| Lucrum Investicija, UAB<br>code 300806471, Gynėjų<br>str. 14, Vilnius      | 664,310  | 20.18                                    | 20.57  | 2.04 <sup>2</sup>        | 22.61           |  |
| Alvydas Banys  | 252,875  | 7.68                                     | 7.83   | 54.90 <sup>3</sup>       | 62.73           |  |
| Darius Šulnis  | 0  | 0.00                                     | 0.00   | 62.74 <sup>4</sup>       | 62.73           |  |
| Indrė Mišeikytė  | 64,450   | 1.96                                     | 2.0  | 62.73 <sup>5</sup>       | 62.73           |  |
| Eglė Surplienė   | 0  | 0.00                                     | 0.00   | 62.73 <sup>6</sup>       | 62.73           |  |

The total number of shareholders in INVL Baltic Farmland increases 3500.

There are no shareholders entitled to special rights of control.

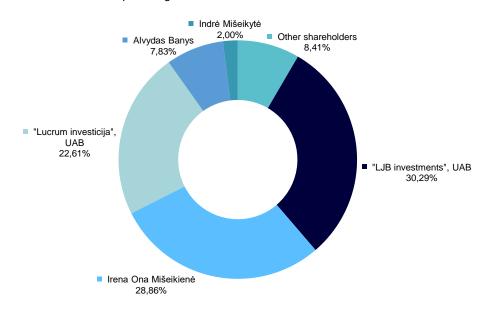


Fig. 9.2. Votes as of 30 June 2016

<sup>2</sup> Lucrum Investicija, UAB has 2.04 % of votes according to a repurchase agreement.

<sup>&</sup>lt;sup>3</sup> According to Part 6 of Paragraph 1 of Article 24 and Paragraph 2 of Article 24 of the Law on Securities of the Republic of Lithuania, it is considered that Alvydas Banys has votes of LJB Investments, a company controlled by him, and also votes of Darius Sulnis and Indre Miseikyte, managers of INVL Baltic Farmland.

<sup>&</sup>lt;sup>4</sup> According to Part 6 of Paragraph 1 of Article 24 and Paragraph 2 of Article 24 of the Law on Securities of the Republic of Lithuania, it is considered that Darius Sulnis has votes of Lucrum Investicija, a company controlled by him, and also votes of Alvydas Banys and Indre Miseikyte, managers of INVL Baltic Farmland.

<sup>&</sup>lt;sup>5</sup> According to Paragraph 2 of Article 24 of the Law on Securities of the Republic of Lithuania, it is considered that Indre Miseikyte has votes of Alvydas Banys and Darius Sulnis, managers of INVL Baltic Farmland.

<sup>&</sup>lt;sup>6</sup> According to Paragraph 2 of Article 24 of the Law on Securities of the Republic of Lithuania, it is considered that Egle Surpliene has votes of Alvydas Banys, Darius Sulnis and Indre Miseikyte, managers of INVL Baltic Farmland.



### III. ISSUER'S MANAGING BODIES

### 10. The managing bodies of the Issuer



The governing bodies of INVL Baltic Farmland, AB are: the General Shareholders' Meeting, sole governing body – the director and a collegial governing body – the Board. The Supervisory Board is not formed. Information about Members of the Board and director of the company.

The Board of INVL Baltic Farmland, AB was elected during the General Shareholders' Meeting of INVL Baltic Farmland, AB the company split-off from Invalda LT, AB on 28 April 2014. Mr. Banys was elected as the Chairman of the Board. Mr. Šulnis and Ms. Mišeikytė were elected as the Members of the Board. From 30 June 2015 Egle Surpliene holds position as a director of the company.



| Alvvdas B  | anve (    | hairman | of the  | Roard |
|------------|-----------|---------|---------|-------|
| AIV VUAS E | วสมงร – เ | лашпап  | OI IIIE | DUAIU |

| The term of office                                 | From 2014 untill 2018  |
|--|--|
| Educational background and qualifications          | Vilnius Gediminas Technical University. Faculty of Civil Engineering. Master in Engineering and Economics. Junior Scientific co-worker. Economic's Institute of Lithuania's Science Academy.   |
| Work experience                                    | Since 1 July 2013 Invalda INVL, AB - Advisor<br>Since 2007 LJB Investments, UAB - Director<br>Since 2007 JLB Property, UAB - Director<br>1996 – 2006 Invalda, AB - Vice President<br>1996 – 2007 Nenuorama, UAB - President  |
| Owned amount of shares in INVL Baltic Farmland, AB | Personally: 252,875 units of shares, 7.68 % of authorised capital, 7.83 % of votes. Together with controlled company LJB Investments: 1,230,626 units of shares, 37.38 % of authorized capital, 38.12 % of votes.  Total votes (together with Members of the Board of INVL Baltic Farmland) – 62.73 %. |
| Participation in other companies                   | Invalda INVL, AB – Chairman of the Board<br>INVL Baltic Real Estate, AB – Chairman of the Board<br>Litagra, UAB – Member of the Board  |



Indrė Mišeikytė – Member of the Board

| The term of office                                 | From 2014 untill 2018   |
|--|---|
| Educational background and qualifications          | Vilnius Gedimino Technical University. Faculty of Architecture. Master in Architecture  |
| Work experience                                    | Since May 2012 Invalda INVL, AB - Advisor<br>Since June 2013 Invalda Privatus Kapitalas, AB – Advisor<br>Since 2002 Inreal Valdymas, UAB - Architect<br>Since 2002 Gildeta, UAB - Architect |
| Owned amount of shares in INVL Baltic Farmland, AB | Personally: 64,450 units of shares, 1.96 % of authorised capital, 2 % of votes.  Total votes (together with Members of the Board of INVL Baltic Farmland) – 62.73 %.                        |
| Participation in other companies                   | Invalda INVL, AB – Member of the Board<br>Invalda Privatus Kapitalas, AB – Member of the Board<br>INVL Baltic Real Estate, AB – Member of the Board   |



Darius Šulnis – Member of the Board, director

|  | Pariae Pariae Incinior of the Poara, anotte   |
|--|---|
| The term of office                                 | From 2014 untill 2018   |
| Educational background and qualifications          | Duke University (USA). Business Administration. Global Executive MBA. Vilnius University. Faculty of Economics. Master in Accounting and Audit. Financial broker's license (General) No. A109.  |
| Work experience                                    | Since the beginning of the 2015 – general director of INVL Asset Management, UAB. 2006 – 2011 Invalda, AB – President. 2011 – 2013 Invalda, AB – Advisor. Since May 2013 Invalda INVL, AB – President. 2002 – 2006 Invalda Real Estate, UAB (current name Inreal Valdymas) – Director 1994 – 2002 FBC Finasta, AB – Director  |
| Owned amount of shares in INVL Baltic Farmland, AB | Personally: 0 units of shares, 0.00 % of authorised capital and votes.  Together with controlled company Lucrum Investicija: 664,310 units of shares, 20.18 % of authorised capital, 22.61 % of votes (including votes granted by the shares transferred by the repurchase agreement).  Total votes (together with Members of the Board of INVL Baltic Farmland) – 62.73 %. |
| Participation in other companies                   | Invalda INVL, AB – Member of the Board, the president Litagra, UAB – Member of the Board INVL Asset Management, UAB – Chairman of the Board, general director IPAS Finasta Asset Management (Latvia) – Member of the Supervisory Board AS Finasta atklātajs pensiju fonds (Latvia) – Member of the Supervisory Board Šiauliu bankas. AB – Member of the Supervisory Board   |



Eglė Surplienė – Director (since 30 June 2015)

| Educational background and qualifications          | Vilnius University, Faculty of Economic Cybernetics and Finance, Economic Cybernetics studies, Economics - mathematics diploma (equivalent of Master's degree) 2009 - Award in Financial Planning (CII program and exam) certificate. 2005 - OMX Vilnius dealer certificate 1996 - General financial broker license  |
|--|--|
| Work experience                                    | September 2014 - present - Director, UAB Margio investicija October 2009 - present - Wealth manager, UAB FPI Geroves Valdymas March 2009 - present - Director, UAB DIM investment Autumn 2006 - October 2009 - Wealth manager, VIP Clients manager, AB FBC Finasta, AB bank Finasta June 2005 - July 2006 - Project manager, UAB Zabolis ir partneriai June 1999 - June 2005 - Member, Deputy Director of the Commission, Securities Commission of Lithuania June 1995 - June 1999 - Head of Issuer Division, UAB FMI Vilfima June 1993 - June 1995 - Member of Market Regulation Division, Securities Commission of Lithuania |
| Owned amount of shares in INVL Baltic Farmland, AB | Personally: 0 units of shares, 0.00 % of authorised capital and votes.  Total votes (together with Members of the Board of INVL Baltic Farmland) – 62.73 %.  |
| Participation in other companies                   | Birstono investicija, UAB – Member of the Board, UAB<br>Tuta, UAB – Member of the Board<br>Green Vilnius hotel, UAB – Member of the Board  |

Invalda INVL, AB provides accounting services and preparation of the documents related with bookkeeping for INVL Baltic Farmland, AB according to an agreement signed on 30 April 2014 No. 20140430/03.

### 11. Information about the Audit Committee of the company.

The Audit Committee consists of 2 members, one of whom is independent. The members of the Audit Committee are elected by the General Shareholders' Meeting. The main functions of the Committee are the following:

- provide recommendations for the Board of the company with selection, appointment, reappointment and removal of an external audit company as well as the terms and conditions of engagement with the audit company;
- monitor the process of external audit;
- monitor how the external auditor and audit company follow the principles of independence and objectivity;
- observe the preparation process of company's financial reports;
- monitor the efficiency of company's internal control and risk management systems. Once a year review the need
  of the internal audit function;
- monitor if the company's board and/or managers properly responce to the audit firm's recommendations and comments.

The General Shareholders Meeting which took place on 23 December 2014 decided to elect Danute Kadanaite and Tomas Bubinas (independent member) to the Audit Committee of INVL Baltic Farmland, AB for the 4 (four) years term of office.



Danutė Kadanaitė - Member of the Audit Committee

| The term of office                                 | Since 2014 until 2017   |
|--|---|
| Educational background and qualifications          | 2004 – 2006 Mykolas Romeris University. Faculty of Law. Master in Financial Law 2000 – 2004 m. Faculty of Law, BA in Law 1997 International School of Management  |
| Work experience                                    | Since 2009 Lawyer. Legisperitus, UAB 2008 – 2009 Lawyer, Finasta FBC 2008 – Lawyer, Invalda, AB 1999 – 2002 Administrator, Office of Attorney of Law Arturas Sukevicius 1994 – 1999 Legal Consultant, Financial brokerage company Apyvarta, UAB |
| Owned amount of shares in INVL Baltic Farmland, AB | -   |



Tomas Bubinas - Independent Member of the Audit Committee

|  | Tomas Babinas independent Member of the Adalt Committee   |
|--|---|
| The term of office                                 | Since 2014 until 2017   |
| Educational background and qualifications          | 2004 – 2005 Baltic Management Institute (BMI), Executive MBA<br>1997 – 2000 Association of Chartered Certified Accountants. ACCA. Fellow Member<br>1997 Lithuanian Sworn Registered Auditor<br>1988 – 1993 Vilnius University, Msc. in Economics  |
| Work experience                                    | Since 2013 Chief Operating Officer at Biotechpharma, UAB 2010 – 2012 Senior Director, Operations. TEVA Biopharmaceuticals (USA) 2004 – 2010 CFO for Baltic countries, Teva Pharmaceuticals 2001 – 2004 m. CFO, Sicor Biotech 1999 – 2001 Senior Manager, PricewaterhouseCoopers 1994 – 1999 Senior Auditor, Manager, Coopers & Lybrand. |
| Owned amount of shares in INVL Baltic Farmland, AB | -   |

# 12. Information on the amounts calculated by the Issuer, other assets transferred and guarantees granted to the Members of the Board, director and company providing accounting services

Members of Board of INVL Baltic Farmland, AB did not receive benefit (bonus) during the reporting period. The calculated remuneration to the director of the Company totalled to EUR 695, on the average EUR 116 per month.

The payment for the company providing accounting services amounted to EUR 2,375 during the reporting period.

During the reporting period the Issuer transferred no assets, granted no guarantees, paid no bonuses and made no special payouts for the Company's manager and Members of the Board. The Board members, which are shareholders of the Company, were paid EUR 18 thousand of dividends, net of tax. The entities, which are controlled by the Board members, were paid EUR 115 thousand of dividends, net of tax. Natural persons, who are related to the Board members of the company, were paid EUR 53 thousand of dividends, net of tax.



### IV. INFORMATION ABOUT THE ISSUER'S AND ITS GROUP COMPANIES' ACTIVITY

### 13. Overview of the Issuer and its group activity

### 13.1. Business environment

### Agricultural sector

INVL Baltic Farmland has a 100% share ownership in 18 limited liability companies, which have a possession of 3 thousand hectares of agricultural land altogether.

On 30 June 2015, INVL Baltic Farmland signed an administrative contract which passed its agricultural land's administrative rights to INVL Farmland Management, a subsidiary company of one of the biggest asset management groups in the Baltics Invalda INVL.

INVL Baltic Farmland is focused on generating profit from increasing rent rates and value of agricultural land in the long run.

As of the first quarter of 2016, the aggregate value of agricultural land belonging to INVL Baltic Farmland is 11.2 million euros, 3.7 thousand euros per hectare. Annual evaluation of the land will take place at the end of 2016.

2011-2015 marked a period of Lithuania's agricultural land prices increasing annually by 25% on average. According to the Bank of Lithuania, an average price of one hectare has increased by 137.2% since 2011. Such growth levels significantly surpassed price increases of other types of assets, such as real estate, stocks and securities. This led to agricultural land being purchased as a secure investment rather than for actual agricultural activities.

In June 2014, changes of law regarding acquisition of agricultural land implied a constraint of a single legal entity not being able to purchase more than 500 ha of both private and public land. It resulted in a 22% decrease of agricultural land transfers in 2014. As an opposition to periods before, a slowdown of demand inflated price levels only by a mere 2% in 2015. According to the Information Centre of Agriculture and Tourism, sale transfers of private agricultural land increased by 20%, but it did not counterbalance a slump of 47% caused by the legislation - transfer levels in the third and the fourth quarters of 2015 were still lower than a year before by -32% and -37% respectively. The first quarter of 2016 marked a moderate recovery of prices, which stood at 11.3% higher levels relative to the beginning of 2015. This year, an average cost of one hectare was 2.7 thousand euros. Legislative restrictions of land acquisition induced renting activities of both private and public agricultural land.

According to Virgilijus Rutkauskas, senior economist of the financial stability department of the Bank of Lithuania, an increasing interest of agricultural land is mainly caused by a rising productivity enabled by generous subsidies in purchases of agricultural machinery as well as other financial aid from the State, totaling 8 billion euros during the decade. In addition to this, the ratio of the borrowed money for purchasing land to the value of all land sales during one year has increased fourfold – from 1.3 percent in 2009 to 6.0 percent in 2015. Due to high investments to machinery, farmers will look for new opportunities to use it. Gintaras Nagulevicius, chairman of Lithuania's Land Owners Association, states that agricultural land market will become increasingly stable in the long run because farms of medium and big-sized farmers are already fully formed and the restriction of 500 ha leaves room for small market players' actions only.

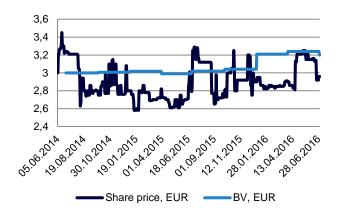
### **Group key figures of INVL Baltic Farmland**

|   | 30 June 2015 | 30 June 2016 |
|---|--------------|--------------|
| Book value of land, EUR thousand              | 10,558       | 11,237       |
| Cash, EUR thousand                            | 233          | 105          |
| Other assets, EUR thousand                    | 204          | 256          |
| Consolidated equity, EUR thousand             | 9,938        | 10,327       |
| Deferred income tax liabilities, EUR thousand | 848          | 956          |
| Income of the next period, EUR thousand       | 173          | 238          |
| Other liabilities, EUR thousand               | 36           | 77           |
| Controlled cultivated cropland area, ha       | 3,003        | 3,003        |
| Average rental income per hectare, EUR        | 149          | 172          |
| Book value of one share, EUR                  | 3.02         | 3.20         |
| Dividend yield, %                             | 2.2          | 2.2          |

| Profit (loss), EUR thousand | 30 June 2015 | 30 June 2016 |
|-----------------------------|--------------|--------------|
| Revenue                     | 230          | 258          |
| Income before tax           | 237          | 206          |
| Net profit                  | 206          | 177          |

| Management fees, %  |     |
|---|-----|
| Percent of the consolidated rental income   | 7   |
| Percent of weighted average capitalization of INVL Baltic Farmland Q2   | 0.5 |
| Success fee (percent of the consolidated equity per share in excess of the benchmark value)                                   | 20  |
| Bad debt level as a percentage of the total consolidated income (if exceeded, the excess is taken from other management fees) | 5   |

### Historical relation between share price and BV



|           | Share price Premium/<br>Discount vs. NAV, % |
|-----------|---|
| 2015 IIIQ | (7.6)%                                      |
| 2015 IIVQ | (9.7)%                                      |
| 2016 IQ   | (10.5)%                                     |
| 2016 IIQ  | (7.5)%                                      |

## 13.2. Significant Issuer's and its group events during the reporting period and since the end of it, affect on the financial statement

### The Company

- On 2 February 2016 the Company announced preliminary unaudited results for 12 months of 2015. Unaudited
  consolidated net profit as well as consolidated net profit attributable to shareholders of INVL Baltic Farmland, AB
  amounted to EUR 0.8 million.
- On 29 February 2016 the Company announced consolidated net profit as well as consolidated net profit attributable to shareholders of INVL Baltic Farmland, AB amounted to EUR 838 thousand of 2015.
- On 29 February 2016 INVL Baltic Farmland, AB announced that it is planning to earn EUR 300 thousand net profit in 2016. The Board of INVL Baltic Farmland, AB, a company investing into agricultural land, approved its activity forecasts for 2016. Consolidated revenues of INVL Baltic Farmland, AB are forecasted at EUR 530 thousand and net profit should amount to EUR 300 thousand.
- On 25 March 2016 INVL Baltic Farmland, AB announced decisions of the General Shareholders Meeting. During the
  meeting the Shareholders were presented with the consolidated annual report of the Company and independent
  auditor's report on the financial statements, approved the consolidated and companies financial statements for 2015,
  approved the distribution of the profit of the Company. Information about convened General Shareholders Meeting
  was published on 29 February 2016.
- On 25 March 2016 the Company announced the annual information (consolidated and Company's financial statements, consolidated annual report) and the confirmation of responsible persons of INVL Baltic Farmland, AB for the year 2015.
- On 18 April 2016 the General Shareholders Meeting of INVL Baltic Farmland, AB decided to allocate EUR 0.066 dividend per share.
- On 21 April 2016 INVL Baltic Farmland, AB announced that the Company initiates the acquisition of own shares since 25 April 2016. Share acquisition ends on 20 June 2016. Max number of shares to be acquired: 70,000. Share acquisition price: EUR 3.21 per share.



- On 26 April 2016 the Company announced that an unaudited consolidated net profit as well as consolidated net profit
  attributable to shareholders of INVL Baltic Farmland, AB amounted to EUR 92 thousand and the revenue was EUR
  129 thousand.
- On 21 June 2016 the Company announced about acquisition of 1.92 % of own shares for the total amount of EUR 202,355.19 without brokerage fees. INVL Baltic Farmland, AB could purchase up to 70,000 shares. During the share buy-back procedure 63,039 units of shares were tendered. Share buy-back procedure started from 25 April and was implemented through the market of official tender offers of NASDAQ Vilnius stock exchange until 20 June. Settlement for the acquired shares will happen on 22 of June.
- On 22 June 2016 INVL Baltic Farmland, AB informed that that the company settled for treasury shares and purchased 63,039 units of shares (1.92 % of share capital) for the amount of EUR 202,355.19 (without brokerage fee), during the share buy-back procedure, which took place from 25 April till 20 June 2016. The company paid EUR 3.21 for one share.

### The group

The companies during the reporting period rented agricultural land for farmers and agricultural companies and performed as usual.

### 14. A description of the principal risks and uncertainties

During the six months of this year there were no material changes from the information about the principal rinks and uncertainties disclosed in the latest annual report.

### 15. Significant investments made during the reporting period

During the reporting period INVL Baltic Farmland, AB has not made any acquisitions.

### 16. Information on the related parties' transactions

Information on the related parties' transactions is disclosed in consolidated interim condenced unaudited financial statements' explanatory notes for 6 months of 2016.

Director Egle Surpliene