# AB INVL BALTIC REAL ESTATE

CONSOLIDATED INTERIM CONDENSED NOT-AUDITED FINANCIAL STATEMENTS FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2015 PREPARED ACCORDING TO INTERNATIONAL FINANCIAL REPORTING STANDARDS AS ADOPTED BY THE EUROPEAN UNION

## AB INVL BALTIC REAL ESTATE CONSOLIDATED INTERIM CONDENSED FINANCIAL STATEMENTS FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2015 (all amounts are in EUR thousand unless otherwise stated)

## **GENERAL INFORMATION**

## **Board of Directors**

Mr. Alvydas Banys (chairman of the Board) Ms. Indrė Mišeikytė Mr. Andrius Daukšas

## Management

Mr. Andrius Daukšas (director)

## Address and company code

Gynėjų Str. 14, Vilnius, Lithuania

Company code 152105644

## Banks

AB Šiaulių Bankas AB SEB Bankas ABLV Bank, AS AB DNB Bankas Nordea Bank AB Lithuania Branch

The financial statements were approved and signed by the Management and the Board of Directors on 10<sup>th</sup> November 2015.

Mr. Andrius Daukšas Director

Mr. Raimondas Rajeckas Authorized person according to the agreement to conduct accounting

## Management report

AB INVL Baltic Real Estate and its companies have invested in an office, warehouse and manufacturing real estate objects in Lithuania and Latvia. Companies had about 51,700 sq. m. of the real estate space as at 30 September 2015. The aim of INVL Baltic Real Estate is to earn from commercial real estate investments, ensuring growth in income from rented space.

According to the valuation completed in the end of 2014, consolidated value of owned real estate in Lithuania was EUR 34 million. Consolidated value of owned real estate in Latvia is EUR 8 million. During nine months of 2015 rent income from owned properties amounted to EUR 2.1 million, while net profit was equal to EUR 1.87 million. At the same time consolidated equity was EUR 16.4 million.

On 9 April 2015 AB INVL Baltic Real Estate has signed agreements to increase economic interest into Latvian entities SIA Dommo Grupa and SIA Dommo Biznesa parks from 50 to 100 percent for EUR 3,071 thousand. It acquired 100 percent of the shares of SIA Dommo Grupa, which owns 100 percent of the shares of SIA Dommo Biznesa parks. According to above mentioned agreement, the group has acquired the remaining 50 percent of claims of rights arising from these loans agreements. Acquisition of shares and claims of rights to the entities was completed on 2 July 2015. The project will be developed by ourselves or sold to other developers, considering what would be more beneficial for the shareholders.

On 23 April 2015 the AB INVL Baltic Real Estate has signed agreement concerning sale of 100 percent of the shares of enterprise in bankruptcy UAB INTF Investicija. The sale of the shares was completed. AB INVL Baltic Real Estate has earned profit of EUR 366 thousand from this deal.

On 1 October 2015 the AB INVL Baltic Real Estate has acquired 6,500 square metres of commercial premises including 0.26 hectare of land in Vilnius Gynėjų str. 14. The ownership was transferred on 1 October 2015. In case all the conditions are fulfilled the AB INVL Baltic Real Estate would incurred investments of EUR 7,750 thousand (without VAT) for the acquisition. In October and November 2015 AB INVL Baltic Real Estate has paid EUR 1,105 thousand from the above mentioned amount. The conditions of the acquisition and full payment will be finalized in the first quarter of 2016. Moreover, before the transaction the AB INVL Baltic Real Estate has signed a rental agreement of part of the premises. The space had to be reconstructed in order to adapt it to the needs of the tenant. Expenses incurred will be added to the acquisition value of the premises. The planned amount is around EUR 650 thousand. To finance the transaction, the Board of the company foresees a new public issue of shares which will be offered both to current shareholders and new investors. Additionally, the acquisition will be partly financed by a bank loan.

Commercial real estate trends stayed positive in the first nine months of 2015 despite the slowdown in economy growth, Greek crisis, uncertain geopolitical situation and sanctions. According to Ober-Haus, UAB 2015 third quarter Lithuanian commercial real estate market commentary, the fifth office building this year was opened in Vilnius in Q3 2015 (around 13,500 square meters of A class office space). The total usable area of modern office space in Vilnius has increased to 539,800 square meters. Additionally, there are several projects in Kaunas and Klaipėda are underway. However, at the moment supply of modern office space remain unchanged in these two cities – 90,800 square meters in Kaunas and 63,100 square meters in Klaipėda. According to Ober-Haus, UAB third quarter market comment, vacancy rate in Vilnius increased from 4.4% at the beginning of the third quarter to 4.0% at the end of the quarter and amounts to 21,700 square meters. If measured by segments, it is 5.5% for B class business centres and only 1.5% for A class.

It is expected that over the next 15-18 months around 100,000 square meters of office space will be offered to the market. In 2012-2014, 38,000-43,000 square meters of modern office space were leased in Vilnius each year. Moreover in first nine months of 2015 40,000 square meters were leased already and it is likely that the total amount of leased office space in Vilnius will reach 50,000 square meters by the end of the year which would be the largest take-up indicator since 2010. Therefore it can be seen that demand is very strong and supply is trying to keep up with it.

## Management report (cont'd)

Situation in the warehouse and logistics real estate sector has improved but remains unstable. According to Inreal, UAB, the industrial confidence indicator went back to the level of 2013 in the first half of 2015, which indicates that industrial and warehouse representatives managed to re-orientate to Western markets after the change in business environment. Large warehousing and industrial companies have started optimizing their activity by investing in the warehousing objects thus decreasing rental costs. However, the number of those who are willing to invest in industry development decreases due to slowdown in economy growth and the continuing poor geopolitical situation.

In Latvia industrial real estate market remained active in the first half of 2015. According to Colliers International market overview, during the first half of the year 3 new industrial buildings were completed, totalling 40,000 square meters. Until the end of the year it is planned to complete buildings with total size of 83,100 square meters. Despite the active supply, the market remains stable because of simultaneously growing demand. During the first half of 2015 vacancy rate slightly increased from 2.2% to 2.7%. The slight increase was determined by completion of new industrial projects. It is expected that vacancy rate can slightly increase by the end of the year. Average rental prices did not change compared to the end of 2014 indicating market equilibrium.

## AB INVL BALTIC REAL ESTATE CONSOLIDATED INTERIM CONDENSED FINANCIAL STATEMENTS FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2015 (all amounts are in EUR thousand unless otherwise stated)

# Consolidated statements of comprehensive income

	Notes_	Nine months of 2015	Nine months of 2014
Revenue	4	4,156	2,112
Interest income	11	285	85
Net gains (losses) from fair value adjustments on investment property		-	(3)
Other income	5	1,124	2
Premises rent costs	4	(1,361)	(709)
Utilities		(656)	(310)
Repair and maintenance cost of premises		(494)	(340)
Property management and brokerage costs		(253)	(112)
Taxes on property		(189)	(116)
Employee benefits expenses		(24)	(6)
Depreciation and amortisation		(3)	(4)
Other expenses	-	(89)	(83)
Operating profit		2,496	516
Finance costs	6	(512)	(217)
Profit before income tax	-	1,984	299
Income tax credit (expenses)	7	(114)	(38)
NET PROFIT FOR THE PERIOD	=	1,870	261
Other comprehensive income for the period, net of tax	-		<u> </u>
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD	-	1,870	261
Attributable to:			
Equity holders of the parent		1,870	261
Basic and diluted earnings per share (in EUR)		0.04	0.01

# Consolidated statements of comprehensive income (cont'd)

	3 <sup>rd</sup> Quarter 2015	3 <sup>rd</sup> Quarter 2014
Revenue	1,471	1,271
Interest income	-	51
Net gains (losses) from fair value adjustments on investment property	-	-
Other income	1,120	2
Premises rent costs	(558)	(423)
Utilities	(173)	(190)
Repair and maintenance cost of premises	(192)	(248)
Property management and brokerage costs	(85)	(69)
Taxes on property	(65)	(60)
Employee benefits expenses	(13)	(4)
Depreciation and amortisation	(1)	(2)
Other expenses	(47)	(16)
Operating profit	1,457	312
Finance costs	(176)	(117)
Profit before income tax	1,281	195
Income tax credit (expenses)	(28)	(22)
NET PROFIT FOR THE PERIOD	1,253	173
Other comprehensive income for the period, net of tax		
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD	1,253	173
Attributable to:		
Equity holders of the parent	1,253	173
Basic and diluted earnings per share (in EUR)	0.03	0.01

## AB INVL BALTIC REAL ESTATE CONSOLIDATED INTERIM CONDENSED FINANCIAL STATEMENTS FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2015 (all amounts are in EUR thousand unless otherwise stated)

# Consolidated statement of financial position

	Notes	As at 30 September 2015	As at 31 December 2014
ASSETS			
Non-current assets	9	167	13
Property, plant and equipment	8	-	-
Investment properties Intangible assets	0	41,935 160	33,848 160
-		180	
Loans granted	4	-	3,981
Operating lease pre-payments	4	825	825
Deferred income tax asset		1	<u> </u>
Total non-current assets		43,088	38,827
Current assets			
Inventories		41	-
Trade and other receivables		538	293
Current loans granted		-	125
Prepayments and deferred charges		247	5
Restricted cash	10	150	
Cash and cash equivalents		810	358
Total current assets		1,786	781
Total assets		44,874	39,608
EQUITY AND LIABILITIES			
Equity			
Equity attributable to equity holders of the parent			
Share capital		12,536	2,040
Share premium		-	2,966
Reserves		87	6.883
Retained earnings		3,738	2,602
Total equity		16,361	14,491
Liabilities			
Non-current liabilities	10		
Non-current borrowings	10	21,822	19,432
Provisions	4	352	182
Deferred income tax liability	4	3,667	3,567
Other non-current liabilities	4	320	411
Total non-current liabilities		26,161	23,592
Current liabilities	10		(=0
Current portion of non-current borrowings	10	923	478
Current borrowings	10	616	590
Trade payables	4	210	78
Provisions	4	88	183
Income tax payable		-	-
Advances received		392	44
Other current liabilities		123	152
Total current liabilities		2,352	1,525
Total liabilities		28,513	25,117
Total equity and liabilities		44,874	39,608

## AB INVL BALTIC REAL ESTATE CONSOLIDATED INTERIM CONDENSED FINANCIAL STATEMENTS FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2015 (all amounts are in EUR thousand unless otherwise stated)

# Consolidated statements of changes in equity

		_	F	Reserves	_	
Group	Share capital	Share premium	Legal reserve	Reserve of purchase of own shares	Retained earnings (accumulated deficit)	Total
Balance as at 31 December 2014	2,040	2,966	281	6,602	2,602	14,491
Profit for the nine months ended 30 September	_	-	-	-	1,870	1,870
Other comprehensive income for the nine months ended 30 September 2015	-	-	-	-	-	-
Total comprehensive income for the nine months ended 30 September 2015	-	-	-	-	1,870	1,870
The adjustment of the par value of the shares due to conversion to euro	3	-	-	-	(3)	-
Changes in reserves	-	-	87	-	(87)	-
Effect of reorganisation	3 10,493	(2,966)	(281)	(6,602	) (644)	-
Total transactions with owners of the Company, recognised directly in equity	10,496	(2,966)	(194)	(6,602	) (734)	-
Balance as at 30 September 2015	12,536	-	87	-	3,738	16,361

			-		Reserves	_	
Group	Notes	Share capital	Share premium	Legal reserve	Reserve for purchase of own shares	Retained earnings	Total
The Group's equity formed on 29 April 2014 under split-off conditions according to predecessor values method		2,040	2,966	281	6,602	2,170	14,059
Total transactions with owners of the Company, recognised directly in equity Net profit for the nine months ended 30		2,040	2,966	281	6,602	2,170	14,059
September 2014 Other comprehensive income for the nine months ended 30 September 2014		-	-	-	-	261	261
Total comprehensive income for the nine months ended 30 September 2014			-	-	-	261	261
Balance as at 30 September 2014		2,040	2,966	281	6,602	2,431	14,320

(all amounts are in EUR thousand unless otherwise stated)

## Consolidated statement of cash flows

	Notes	Nine months of 2015	Nine months of 2014
Cash flows from (to) operating activities			
Net profit (loss) for the period		1,870	261
Adjustments for non-cash items and non-operating activities: Net gains (losses) from fair value adjustments on investment property		-	3
Depreciation and amortization		3	4
Interest (income)		(285)	(85)
Interest expenses	6	512	217
Deferred taxes	7	98	38
Current income tax expenses	7	16	-
Provisions		70	(51)
Gain on settlement of pre-existing relationships	5, 11	(746)	
Changes in working capital:			
Decrease (increase) in inventories		(41)	-
Decrease (increase) in trade and other receivables		(243)	22
Decrease (increase) in other current assets		(241)	37
(Decrease) increase in trade payables		64	14
(Decrease) increase in other current liabilities		125	(1)
Transfer to restricted cash		(150)	(100)
Cash flows (to) from operating activities		1,052	359
Income tax (paid) Net cash flows (to) from operating activities		(16)	
Net cash hows (to) from operating activities		1,036	359
Cash flows from (to) investing activities			
(Acquisition) of non-current assets (except investment properties)	9	(154)	(12)
(Acquisition) of investment properties	8	-	(3)
Acquisition of loans	11	(3,071)	-
Acquisition of subsidiaries, net of cash acquired Repayment of granted loans		232 61	- 82
Net cash flows (to) investing activities		(2,932)	67
Cash flows from (to) financing activities			
Cash flows related to Group owners			
Cash received according to split-off terms		-	158
		-	158
Cash flows related to other sources of financing			
Proceeds from loans		5,555	16,186
(Repayment) of loans		(2,873)	(16,458)
Interest (paid)		(334)	(112)
		2,348	(384)
Net cash flows (to) from financial activities		2,348	(226)
Net (decrease) increase in cash and cash equivalents		452	200
Cash and cash equivalents at the beginning of the period		358	-
Cash and cash equivalents at the end of the period		810	200

#### AB INVL BALTIC REAL ESTATE INTERIM CONSOLIDATED CONDENSED FINANCIAL STATEMENTS FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2015 (all amounts are in EUR thousand unless otherwise stated)

## Notes to the interim condensed financial statements

## 1 General information

AB INVL Baltic Real Estate (hereinafter the Company, previous name AB Invaldos Nekilnojamojo Turto Fondas) is a joint stock company registered in the Republic of Lithuania. It was established on 28 January 1997. On 17 August 2015 it was merged with its parent entity AB INVL Baltic Real Estate (code 30329973) and continues its operations under the name INVL Baltic Real Estate. More detailed about merger is described in Note 3.

The Group consists of the Company and its directly owned subsidiaries (hereinafter the Group). The merger between the parent and fully owned subsidiary has not changed the Group composition. The Group was established on 29 April 2014, following the split-off of 30.90% assets, equity and liabilities from AB Invalda INVL (code 121304349). Entities, which business is investment into investment properties held for future development and in commercial real estate and its rent, were transferred to AB INVL Baltic Real Estate (code 30329973).

The Company's address is as follows:

Gynėjų g. 14 Vilnius, Lithuania.

Because the Group is established on 29 April 2014, the comparative figures for nine months of 2014 covers period starting from 29 April 2014 and ending on 30 September 2014.

The Group has invested in an office, warehouse, manufacturing real estate objects in Lithuania and in Latvia. The Group is operated in one segment – real estate segment. Majority of objects give rental income, almost all objects have further development prospects.

The Company's share capital is divided into 43,226,252 ordinary registered shares with the par value of EUR 0.29 each. All the shares of the Company were fully paid. Subsidiaries did not hold any shares of the Company. As at 30 September 2015 the shareholders of the Company were (by votes)\*:

	Number of votes held	Percentage
		l'oroontago
UAB LJB Investments	13,158,474	30.44
Mrs. Irena Ona Mišeikiene	12,492,979	28.90
AB Invalda INVL	5,493,751	12.71
UAB Lucrum Investicija	4,387,244	10.15
Mr. Alvydas Banys	3,318,198	7.68
Ms. Indré Mišeikyté	862,873	2.00
Other minor shareholders	3,512,733	8.12
Total	43,226,252	100.00%

\* Some shareholders have sold part of their shares under repo agreement (so did not hold the legal ownership title of shares), but they retained the voting rights of transferred shares.

The Company's shares are traded on the Baltic Secondary List of NASDAQ Vilnius from 16 September 2015. Before merger the shares of AB INVL Baltic Real Estate (code 30329973, previous parent entity of the Group) were traded on the Baltic Secondary List of NASDAQ Vilnius from 4 June 2014 until 17 August 2015.

(all amounts are in EUR thousand unless otherwise stated)

## 2 Accounting policies

#### Basis of preparation

The interim condensed financial statements for the nine months ended 30 September 2015 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 2014.

From 1 January 2015 euro is the Company's and the Group's functional and presentation currency. The financial statements are presented in thousands of euro (EUR) and all values are rounded to the nearest thousand except when otherwise indicated. The previous year comparison information recalculated using the official litas to euro conversion ratio: 1 euro = 3.4528 litas.

#### 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 annual financial statements for the year ended 31 December 2014, except adoption of new Standards and Interpretations as of 1 January 2015, noted below.

## IFRIC 21 Levies

The interpretation clarifies the accounting for an obligation to pay a levy that is not income tax. The obligating event that gives rise to a liability is the event identified by the legislation that triggers the obligation to pay the levy. The fact that an entity is economically compelled to continue operating in a future period, or prepares its financial statements under the going concern assumption, does not create an obligation. The same recognition principles apply in interim and annual financial statements. The application of the interpretation to liabilities arising from emissions trading schemes is optional. The Group is not currently subjected to significant levies so the impact on the Group is not material.

#### Annual Improvements to IFRSs 2013

The improvements consist of changes to four standards.

- The basis for conclusions on IFRS 1 is amended to clarify that, where a new version of a standard is not yet mandatory but is available for early adoption; a first-time adopter can use either the old or the new version, provided the same standard is applied in all periods presented.
- IFRS 3 was amended to clarify that it does not apply to the accounting for the formation of any joint arrangement under IFRS 11. The amendment also clarifies that the scope exemption only applies in the financial statements of the joint arrangement itself.
- The amendment of IFRS 13 clarifies that the portfolio exception in IFRS 13, which allows an entity to measure the fair value of a group of financial assets and financial liabilities on a net basis, applies to all contracts (including contracts to buy or sell non-financial items) that are within the scope of IAS 39 or IFRS 9.
- IAS 40 was amended to clarify that IAS 40 and IFRS 3 are not mutually exclusive. The guidance in IAS 40 assists preparers to distinguish between investment property and owner-occupied property. Preparers also need to refer to the guidance in IFRS 3 to determine whether the acquisition of an investment property is a business combination.

The amendments had no impact on the Group's financial statements for the 9 months ended 30 September 2015.

(all amounts are in EUR thousand unless otherwise stated)

## 3 Merger of AB INVL Baltic Real Estate and AB Invaldos nekilnojamojo turto fondas

On 10 August 2015 the Shareholder Meetings of AB INVL Baltic Real Estate (code 30329973) and of the Company has approved that the parent entity will be merged with its subsidiary AB "Invaldos Nekilnojamojo Turto Fondas" The merger was completed on 17 August 2015. After the merger process the Company continue its operations under the name INVL Baltic Real Estate and from 16 September 2015 is listed on NASDAQ OMX Vilnius stock exchange. Shareholders of AB INVL Baltic Real Estate (code 30329973) got 6.136287941 shares of the Company for every ordinary share. After the merger process the total number of shares of the Company is 43,226,252 with the par value of EUR 0.29 each. The Board and manager of the Company is the same as was in AB INVL Baltic Real Estate (code 30329973, previous parent entity of the Group).

The merger between the parent and fully owned subsidiary has not changed the Group composition. Therefore, it has any impact on the Group's assets, liabilities and performance measurement. The merger has impact only to the composition of equity of the Group. The table below presents the merger effect on the equity:

	Elimination of the equity items of previous parent entity	New share issue according to the merger terms	Total effect
Share capital	(2,043)	12,536	10,493
Share premium	(2,966)	-	(2,966)
Legal reserve	(281)	-	(281)
Reserve of purchase of own shares	(6,602)	-	(6,602)
Retained earnings	11,892	(12,536)	(644)
Total equity	-	-	-

#### 4 Revenue, lease expenses and provision for onerous lease contract

#### <u>Revenue</u>

## Analysis of revenue by category:

	Nine months of 2015	Nine months of 2014
Rent income	3,412	1,757
Utilities revenue	728	346
Other services revenue	16	9
Total revenue	4,156	2,112

The Group has earned rent income from both owned and subleased premises. Breakdown of revenue by ownership of premises is presented below:

	Nine months of 2015	Nine months of 2014
Rent income from owned premises	2,142	1,067
Other revenue from owned premises	607	296
Total revenue from owned premises	2,749	1,363
Rent income from subleased premises	1,270	690
Other revenue from subleased premises	137	59
Total revenue from subleased premises	1,407	749
Total revenue	4,156	2,112

(all amounts are in EUR thousand unless otherwise stated)

#### 4 Revenue, lease expenses and provision for onerous lease contract (cont'd)

#### Expenses and provisions

The Company is leasing premises from external party until August 2017 under the lease agreement of 10 August 2007. The Company had paid a one off deposit in the amount of EUR 825 thousand corresponding to the 6 months rental fee amount which will be set-off against the last part of lease payment at the termination of the lease. During the reporting period the Group has incurred EUR 1,345 thousand lease expenses under this agreement. Contingent rent constitutes EUR 201 thousand within this amount. The lease expenses of the Group from other agreements amounted to EUR 16 thousand during the reporting period. The lease agreement of 10 August 2007 is an onerous contract, therefore there is a provision of EUR 440 thousand to cover the loss anticipated in connection with this contract recognised in the statement of financial position as at 30 September 2015.

The changes in the provision for onerous contract are presented below:

Nine months of 2015As of 31 December 2014365Re-estimation of provision at the end of the year211Amount used (recognised as a reduction of 'Premises rent costs')(141)The reversal of the discount effect and changes in the discount rate5As of 30 September 2015440Non-current352Current88

In addition to the above, a deferred liability of EUR 320 thousand arising from expense recognition on a straight-line basis is recognised in the statement of financial position within "Other non-current liabilities" as at 30 September 2015.

#### 5 Other income

	Nine months of 2015	Nine months of 2014
Gain on settlement of pre-existing relationships	746	-
Profit from sale of shares of UAB INTF Investicija (Note 12)	366	-
Other income	12	2
	1,124	2

#### 6 Finance costs

	Nine months of 2015	Nine months of 2014
Interest expenses of bank borrowings	(284)	(108)
Interest expenses of borrowings from related parties	(184)	(103)
Interest expenses from third parties	(39)	-
The reversal of the discount effect of provision for onerous contract	(5)	(6)
	(512)	(217)

(all amounts are in EUR thousand unless otherwise stated)

## 7 Income tax

	Nine months of 2015	Nine months of 2014	
Components of the income tax expenses			
Current year income tax	(16)	-	
Deferred income tax expenses	(98)	(38)	
Income tax expenses charged to profit or loss – total	(114)	(38)	

## 8 Investment properties

	Land valued using sales comparison method	Leased Investment properties	Investment properties held for future redevelopment	Total
Fair value hierarchy	Level 2	Level 3	Level 3	
Balance as at 31 December 2014	-	31,375	2,473	33,848
Additions through business combination	2,927	5,100	-	8,027
Subsequent expenditure	-	-	60	60
Gain from fair value adjustment	-	-	-	-
Loss from fair value adjustment	-	-	-	-
Balance as at 30 September 2015	2,927	36,475	2,533	41,935
Unrealised gains and losses for the period included within 'Net gains (losses) from fair value adjustments on investment property' in the income statement		-		-

During the nine months of 2015 the Group has acquired investment properties during business combination in Latvia (EUR 8,027 thousand, note 11) and has additional invested EUR 60 thousand into investment property located at Žygio str. 97, Vilnius, where the new building foundation was built. The Group has signed preliminary agreement, according to which the constructed building foundation with attributed to it leased land would be sold. The deal will be completed in the 4<sup>th</sup> Quarter of 2015.

During the nine months of 2015 the Group has not sold any investment property.

Investment properties are stated at fair value. Leased investment properties and investment properties held for future redevelopment located in Lithuania were valued using income approach by accredited valuer UAB OBER-HAUS Nekilnojamasis Turtas as at 21 November, 8 December and 31 December 2014. New valuation would be performed in November 2015 after issuing the interim financial statements for nine months ended 30 September 2015. The management has not expected that fair value of investment properties according to new valuation would significant differ from previous valuation.

Investment properties located in Latvia were valued using market approach for land and using income approach for warehouse by accredited valuer SIA OBER-HAUS Vertešanas serviss in October 2015.

(all amounts are in EUR thousand unless otherwise stated)

## 8 Investment properties (cont'd)

Description of valuation techniques used and key inputs to valuation on investment properties located in Lithuania as at 31 December 2014 and as at 30 September 2015:

	Valuation technique	Significant unobservable inputs	Range (weighted average)
Leased investment properties	Discounted cash flows	Discount rate (%) Capitalisation rate for terminal value	9 – 11 (9.1) 7.0 – 10 (7.4)
proportion		(%)	
		Vacancy rate (%)	5 – 15
		Rent price EUR per sq. m. (without VAT)	1.7 – 11.6 (8)
Investment properties	Discounted cash flows with	Capitalisation rate for terminal value	15 – 18 (16.0)
held for future redevelopment	estimated costs to complete	Cost to completion EUR per sq. m (without VAT)	765 – 1,050 (942)
		Sales price per EUR sq. m. (with VAT)	1,477 – 2,317 (1,587)

The sensitivity analysis of investment properties located in Lithuania valued using income approach as at 31 December 2014 and as at 30 September 2015 is as follows:

Reasonable possible shift +/- (%)	Increase of Leased Investment properties	festimates Investment properties held for future redevelopment	Decrease of Leased Investment properties	estimates Investment properties held for future redevelopment
Change in future rental rates by 10 %	3,713	-	(3,423)	-
Change in future sale prices of developed properties by 10%	-	701	-	(669)
Change in construction costs by 10%	-	(553)	-	582
Change in expected vacancy rates by 20%	(330)	-	617	-
Change in discount and capitalization rate by 50 bps	(1,891)	(12)	2,482	104

Description of valuation techniques used and key inputs to valuation on investment properties located in Latvia as at 30 September 2015:

	Valuation technique		Value of input or
		Significant unobservable inputs	range
Leased investment	Discounted cash flows	Discount rate (%)	11
properties	(five year estimated)	Capitalisation rate for terminal value (%)	9
			5 (30 in first year and
		Vacancy rate (%)	10 in fourth year)
		Increase of rents per year (%)	2.5

The sensitivity analysis of investment properties located in Latvia valued using income approach as at 30 September 2015 is as follows:

	Increase of estimates	Decrease of estimates
Change in Increase of rents per year by 100 bps	200	(200)
Change in expected vacancy rates by 20%	(100)	100
Change in discount and capitalization rate by 50 bps	(400)	100

(all amounts are in EUR thousand unless otherwise stated)

## 8 Investment properties (cont'd)

As at 30 September 2015 investment properties with carrying amount of EUR 41,385 thousand were pledged to the banks as collateral for the loans. There were no other restrictions on the realisation of investment properties or the remittance of income and proceeds of disposals during the nine months of 2015. No material contractual obligations to purchase, construct, repair or enhance investment properties existed at the date of issue of these financial statements, except purchase agreement of investment properties located at Gynéjų str. 14 (see Note 14).

## 9 Property, plant and equipment

During nine months of 2015 the Group has invested into property, plant and equipment EUR 154 thousand, mainly in reconstruction of leased premises. Before negotiation about purchase of investment properties located at Gynėjų str. 14 (see Note 14) the Group has signed rent agreement of premises located at Gynėjų str. 14 and begin to invest in the reconstruction of premises. Until 30 September 2015 the Group has invested EUR 143 thousand to the reconstruction of premises. After acquisition of investment properties located at Gynėjų str. 14, above mentioned investment would be added to acquisition cost of this investment property.

#### 10 Loans granted

	As at 30 September 2015	As at 31 December 2014
Non-current:	· · · ·	
Non-current bank borrowings	17,045	14,810
Non-current borrowings from related parties	4,777	4,622
	21,822	19,432
Current:		
Current portion of non-current borrowings	923	478
Borrowings from related parties	610	590
Other borrowings	6	-
	1,539	1,068
Total borrowings	23,361	20,500

Borrowings are denominated in euro.

Borrowings with fixed or floating interest rate (with changes in 3 and 6 months period) were as follows:

Interest rate type:	As at 30 September 2015	As at 31 December 2014	
Fixed	5,393	5,212	
Floating	17,968	15,288	
	23,361	20,500	

After acquisition of Latvian entities on 15 July 2015 the Group has signed EUR 3,000 thousand borrowings agreement with ABLV Bank, AS for financing Latvian entities. The term of the agreement is 5 years, repayments of the loan is by monthly annuity instalments with balloon payment of EUR 1,861 thousand at the end of borrowing agreement. The all investment properties acquired in Latvia was pledged to the ABLV Bank, AS. The borrowing was disbursed on 27 July 2015 and was used to repay part of loans granted by the parent entity to Latvian entities. According to the agreement was deposited EUR 150 thousand to secure borrowing. The Group has recognised the deposit as "Restricted cash" in the statement of financial position.

(all amounts are in EUR thousand unless otherwise stated)

## 11 Acquisition of Latvian entities

On 9 April 2015 the Group has signed agreements to increase economic interest into Latvian entities SIA Dommo Grupa and SIA Dommo Biznesa Parks from 50 to 100 percent for EUR 3.071 thousand. In April 2015 EUR 300 thousand EUR was paid according to this agreement to the seller. Interest was calculated for remaining debt. The remaining debt was paid on 2 July 2015. From that date the Group owns 100 percent of the shares of SIA Dommo Grupa, which owns 100 percent of the shares of SIA Dommo Biznesa parks. As was disclosed in the annual financial statements, The Group owned 50 percent of the rights to cash flows to these Latvian entities according to loans agreements. According to above mentioned agreement, the Group has acquired the remaining 50 percent of claims of rights arising from these loans agreements. EUR 285 thousand of interest income from these loans was recognised during 1<sup>st</sup> half year of 2015 in the Group's financial statements.

From 1 July 2015 acquired Latvian entities become subsidiaries and are consolidated. The Latvian entities own about 12,800 square meters of warehouse space and over 58 hectares of land around Riga, suitable for the development of logistics hub.

Based on the preliminary assessment, the fair values of the identifiable assets and liabilities of Latvian entities are:

	Fair values recognised on acquisition
Investment properties	8,027
Property, plant and equipment	3
Trade and other receivables	2
Other current assets	1
Cash and cash equivalents	232
Total assets	8,265
Current liabilities without the Group's claims to Latvian entities	(118)
Total liabilities	(118)
Total identifiable net assets	8,147
Gain on settlement of pre-existing relationships	(746)
The carrying amount of the Group's claims to Latvian entities	7,401

The valuation of investment properties is described in Note 8. Deferred tax assets/liabilities are assessed as equalled to nil in the preliminary assessment.

In the reporting period EUR 141 thousand of revenue and EUR 94 thousand of profit from the acquired business are included into the Group results.

If the acquisition of Latvian entities had occurred on 1 January 2015, the consolidated revenue would have been EUR 4,446 thousand and consolidated net profit would have been EUR 1,901 thousand for nine months ended on 30 September 2015.

## 12 Sale of shares of UAB INTF Investicija

On 23 April 2015 the Group has signed agreement concerning the sale of 100 percent of the shares of enterprise in bankruptcy UAB INTF Investicija. The sale of the shares was completed on 19 August 2015. The Group has received EUR 366 thousand for the shares. The carrying amount of shares in the statement of financial position was nil, because the entity was in the bankruptcy and had negative equity. The Group has also a right to receive 50 percent of the value of entity's tax losses accumulated until the end of 2014. The buyer would pay only for actually used tax losses. The amount of tax losses of 2014 is not reconciled at the moment of the issue of interim financial statements for nine months ended 30 September 2015. Therefore, according to the amount of accumulated tax losses until the end of 2013, the Group is entitled to receive up to EUR 275 thousand. The Group has not recognised as income this amount, because according to the management the sold entity is not expected to earn taxable profit in the foreseen future.

(all amounts are in EUR thousand unless otherwise stated)

## 13 Related party transactions

The related parties of the Group were the shareholders of the Company (note 1), key management personnel, including companies under control or joint control of key management and shareholders having significant influence, the entities of the group of AB Invalda INVL and entities of other groups, which were split-off from AB Invalda INVL.

The Group's transactions with related parties during the nine months of 2015 and related quarterly-end balances were as follows:

Nine months of 2015 Group	Revenue and other income from related parties	Purchases and interest from related parties	Receivables from related parties	Payables to related parties
AB Invalda INVL (accounting services)	-	10	-	2
AB Invalda INVL (loans)	-	184	-	5,387
UAB Inservis (maintenance and repair services) Entities of facility management segments of	-	295	200	109
AB Invalda INVL (rent, utilities and other) Other entities of the group of AB Invalda INVL	5	-	1	-
(asset management, banking activities)	16	53	-	-
	21	542	201	5,498

Liabilities to shareholders and management

During nine months of 2015 the Group has received EUR 2,555 thousand of loans from AB "Invalda INVL" and has repaid EUR 2,555 thousand of loans to AB "Invalda INVL"

The Group's transactions with related parties during nine months of 2014 and related quarterly-end balances were as follows:

Nine months of 2014 Group	Revenue and other income from related int parties	Purchases and erest from related parties	Receivables from related parties	Payables to related parties
AB Invalda INVL (accounting services)	-	5	-	10
AB Invalda INVL (loans) UAB Inservis (maintenance and repair	-	103	-	5,399
services)	-	155	-	22
UAB Inservis (rent and utilities)	1	-	1	-
	1	263	1	5,431

Liabilities to shareholders and management

From the Company's activities' start date until the 30 September of 2014 the Group has received EUR 836 thousand of loans from AB "Invalda INVL".

(all amounts are in EUR thousand unless otherwise stated)

## 14 Events after the reporting period

#### The resolution of the General Shareholders Meeting

The General Shareholders Meeting of the Company was held on 28 October 2015. It was decided:

- To increase the authorized capital of the Company with additional contributions from EUR 12,535,613.08 to EUR 20,880,000 (the authorized capital will be increased by no more than EUR 8,344,386.92). The authorized capital of the Company will be increased by additionally issuing no more than 28,773,748 ordinary registered shares of EUR 0.29 par value each. The minimal issue price of each newly issued share is EUR 0.35, payment for the shares by cash contributions. If not all the newly issued shares are subscribed within the period intended for subscription, the authorised capital of the Company will decide whether the increased by the total par value of the subscribed shares. In this case, the Board of the Company will decide whether the increased authorized capital is deemed to have occurred. If it happens, the authorized capital of the Company has to be increased by total par value of the subscribed shares. The Board of the Company should change the authorised capital and the number of shares in the Articles of Association of the Company accordingly and submit changed Articles of Association to the Register of Legal Entities.
- To delegate the Board of the Company, according to their preference, to prepare and set all detailed conditions and the order for subscription and payment of newly issued shares. Also, to set other conditions of a shares issue offer, which were not discussed in the resolution of the general shareholder meeting (including but not restricted to the final issue price of newly issued shares, the final amount of newly issued shares, etc.).
- To initiate an inclusion of all newly issued shares of the Company to NASDAQ Vilnius stock exchange Secondary list and to authorised the Board of the Company to accomplish all actions related to the matter, including but not restricted, confirm and submit the Bank of Lithuania to confirm the Company's Prospectus on the offer for newly issued shares and their inclusion into the NASDAQ Vilnius stock exchange Secondary list.
- Taking into consideration that newly issued shares of the Company will be offered publicly according to the rules set by the Republic of Lithuania Law on securities, to withdraw the pre-emptive right of Company's shareholders to acquire newly issued ordinary registered. Rules of subscription for the new shares and subscription period of the newly issued shares will be specified in the publicly published Prospectus of the Company.
- To reorganize the activity of the Company so it would operate as the closed-end investment company under the Law of the Republic of Lithuania on Collective Investment Undertakings and to authorize the Board initiate all action for this purpose.

#### Announcement about the intention to submit a voluntary tender offer for the Company's shares

The Company has received the announcement from AB Invalda INVL about the intention to submit a voluntary tender offer to purchase 3,509,076 ordinary registered shares with EUR 0.29 value each of the Company and that consist 8.12 % of all the Company's issued shares and grants 8.12 % of all voting rights. Seeking to ensure the right of the Company's shareholders, who did not vote or voted "against" the decision to reorganize the activity of the Company so it would operate as the closed-end investment company, to sell their shares, AB Invalda INVL would represents shareholders, who voted "for" this decision and within one month from the General Shareholders Meeting have duty to announce a voluntary tender offer to purchase the rest of the ordinary registered shares of the Company. For the shares will be paid in cash paying 0.35 EUR per each share. The voluntary tender offer has to be approved by Lietuvos bankas.

#### Acquisition of investment properties located at Gynejų str. 14, Vilnius.

On 1 October 2015 the Group has acquired 6,500 square metres of commercial premises including 0.26 hectare of land in Vilnius Gynėjų str. 14. The ownership was transferred on 1 October 2015. Conditions derived from the signed agreements are these:

- to be received permission to install windows in a part of the premises. The condition was fulfilled until the issuance of these financial statements;
- Legitimized ownership of additional 11 parking spaces;
- Legitimized ownership of approximately 300 square meters of common space or this area should be assigned to bought premises.

In case all the conditions are fulfilled the Group would incurred investments of EUR 7,750 thousand (without VAT) for the acquisition. In October and November 2015 the Group has paid EUR 1,105 thousand from the above mentioned amount. The conditions of the acquisition and full payment will be finalized in the first quarter of 2016.

Moreover, before the transaction the Group has signed a rental agreement of part of the premises. The space had to be reconstructed in order to adapt it to the needs of the tenant. Expenses incurred will be added to the acquisition value of the premises. The planned amount is around EUR 650 thousand.

To finance the transaction, the Board of the Company foresees a new public issue of shares which will be offered both to current shareholders and new investors. Additionally, the acquisition will be partly financed by a bank loan.

(all amounts are in EUR thousand unless otherwise stated)

# 15 Material events of the Issuer from the beginning of the reporting period and since the date of the publish of the financial statements

- On 13 February 2015 AB INVL Baltic Real Estate (code 30329973) announced the unaudited results for 12 months of 2014. Unaudited consolidated net profit as well as consolidated net profit attributable to shareholders of AB INVL Baltic Real Estate (code 30329973) amounted to EUR 0.45 million (LTL 1.56 million) at the end of 2014. Consolidated equity of AB INVL Baltic Real Estate (code 30329973) amounted to EUR 14.5 million (LTL 50.1 million) or EUR 2.06 per share at the end of 2014.
- On 16 March 2015 AB INVL Baltic Real Estate (code 30329973) announced consolidated audited results of INVL Baltic Real Estate group of 2014. At the end of 2014, consolidated net profit as well as consolidated net profit attributable to shareholders of AB INVL Baltic Real Estate (code 30329973) amounted to EUR 0.43 million (LTL 1.5 million).
- On 10 April 2015 AB INVL Baltic Real Estate (code 30329973) announced that on 9th April 2015 signed agreements to increase economic interest in nearby Riga located logistics complex Dommo from 50 to 100 per cent for EUR 3.1 million
- On 30 April 2015 AB INVL Baltic Real Estate (code 30329973) announced decisions of the General Shareholders Meeting. During the meeting of the public joint-stock company AB INVL Baltic Real Estate (code 30329973) the Shareholders were presented with the consolidated annual report and independent auditor's report on the financial statements of AB INVL Baltic Real Estate (code 30329973), approved the consolidated and companies financial statements for 2014, the new wording of AB INVL Baltic Real Estate (code 30329973) and preparation of the reorganization terms of the public joint-stock company INVL Baltic Real Estate (code 30329973). It was also decided to reduce authorized capital and change the par value of one share of INVL Baltic Real Estate (code 30329973) from LTL 1 to EUR 0,29 cents, accordingly changing share capital from LTL 7,044,365 to EUR 2,042,865.85.
- On 30 April 2015 AB INVL Baltic Real Estate (code 30329973) announced the annual information (consolidated and Company's financial statements, consolidated annual report) and the confirmation of responsible persons of INVL Baltic Real Estate (code 30329973) for the year 2014.
- On 12 May 2015 AB INVL Baltic Real Estate (code 30329973) announced that an unaudited consolidated net profit of 3 months of 2015 as well as consolidated net profit attributable to shareholders of INVL Baltic Real Estate (code 30329973) amounted to EUR 276 thousand.
- On 30 June 2015 AB INVL Baltic Real Estate (code 30329973) announced about drawn up reorganization terms of the public joint - stock company Invaldos Nekilnojamojo Turto Fondas and the public joint - stock company INVL Baltic Real Estate (code 30329973).
- On 2 July 2015 AB INVL Baltic Real Estate (code 30329973) announced that it completed acquisition process and increased share in nearby Riga located logistics complex Dommo from 50 to 100 per cent for EUR 3.1 million.
- On 29 July 2015 AB INVL Baltic Real Estate (code 30329973) announced that in order to ensure the wellorganized reorganization process of the public joint stock companies INVL Baltic Real Estate (code 30329973) and Invaldos Nekilnojamojo Turto Fondas, the trading in shares of AB INVL Baltic Real Estate (code 30329973) in NASDAQ OMX Vilnius Stock Exchange is expected to be suspended from 3 August 2015 until the completion of the reorganization.
- On 10 August 2015 AB INVL Baltic Real Estate (code 30329973) announced decisions of the General Shareholders Meeting. During the meeting of the public joint-stock company INVL Baltic Real Estate (code 30329973) the Shareholders decided to reorganize public joint-stock company INVL Baltic Real Estate (code 30329973) in the manner of joining, merging the company into public joint-stock company Invaldos Nekilnojamojo Turto Fondas (code 152105644), which after the reorganization becomes successor to all rights and obligations of the public joint-stock company INVL Baltic Real Estate, including the name, to approve the Terms of Reorganization of public joint-stock company INVL Baltic Real Estate, including the name, to approve the Terms of Reorganization Articles of Association, audit committee formation and rules of activity, the election of members and the setting of remuneration for the independent member of audit committee. Also the Shareholders decided to enter into contract with private limited liability company PricewaterhouseCoopers (code 111473315) for carrying out the audit of 2015, 2016 and 2017 set of annual financial statements, setting 10,550 EUR remuneration for each year of the set of annual financial statements audit, to change the registered office address and to register the office at municipality of Vilnius, Vilnius city, Šeimyniškių str. 1A and to remove the board of the company *in corpore* and to elect Alvydas Banys, Andrius Daukšas and Indré Mišeikytė as the members of the new board.
- On 14 August 2015 AB INVL Baltic Real Estate (code 30329973) announced that an unaudited consolidated net profit as well consolidated net profit attributable to shareholders of INVL Baltic Real Estate amounted to EUR 617 thousand for 6 months of 2015 (for 6 months of 2014 – EUR 88 thousand).

(all amounts are in EUR thousand unless otherwise stated)

# 15 Material events of the Issuer from the beginning of the reporting period and since the date of the publish of the financial statements (cont'd)

- On 17 August 2015 Reorganization of the public joint stock company INVL Baltic Real Estate (code 30329973) and the public joint stock company Invaldos Nekilnojamojo Turto Fondas was completed. The public joint stock company INVL Baltic Real Estate (code 30329973) was merged into the public joint stock company Invaldos Nekilnojamojo Turto Fondas. The company operating in the market the public joint-stock company INVL Baltic Real Estate announces that after the completion of reorganization, the Authorized capital and a new wording of the Articles of Association of the company has been registered on 17 August 2015. The company operating in the market the public joint-stock company INVL Baltic Real Estate security information: shares issued (units) 43,226,252; total voting rights granted by the issued shares (units) 43,226,252; nominal par value (EUR) 0.29; authorized capital (EUR) 12,535,613.08; ISIN code: LT0000127151. Alvydas Banys, Indré Mišeikytè and Andrius Daukšas were elected to the Board of the Company. A. Daukšas was appointed as a director of the company.
- On 14 September 2015 the Company announced that according to the Directors of the Supervisory Authority of the Bank of Lithuania decision the information in AB INVL Baltic Real Estate (code 30329973) and Invaldos Nekilnojamojo Turto Fondas reorganization terms and other documents should be treated as equivalent to information of prospectus. The Company also informed about the decision to apply to NASDAQ Vilnius stock exchange and renew trading in the Company's shares since 16 September 2015.
- On 17 September 2015 the Company announced AB investor's calendar for the 2015.
- On 2 October the Company announced that is planning to acquire 6,500 square metres of commercial premises at the Vilnius Gates complex in the Lithuanian capital (address: Gynėjų str. 14, Vilnius). The Company signed an agreement to that effect on 1 October with UAB Ranga IV Investicijos, which is undergoing restructuring.
- On 28 August 2015 the Company announced decisions of the General Shareholders Meeting. During the meeting of the Company the Shareholders decided to increase the authorized capital of the Company with additional contributions from EUR 12,535,613.08 to EUR 20,880,000 (the authorized capital will be increased by no more than EUR 8,344,386.92); to withdraw the pre-emptive right of Company's shareholders to acquire newly issued ordinary registered shares of the Company; to approve the new edition of the Articles of Association (attached) of the Company by changing the whole text of the Statute; regarding the application for a licence of the closed-end investment company to reorganize the activity of the Company so it would operate as the closed-end investment company under the Law of the Republic of Lithuania on Collective Investment Undertaking; regarding the takeover bid to purchase the ordinary registered shares of the Company within one month from the General Shareholders Meeting will have to announce a voluntary takeover bid to purchase the rest of the ordinary registered shares of the Company (one or several shareholders will have the right to fulfil this duty for the other shareholders); it was also decided to change the registered office of the Company and to register new address at municipality of Vilnius, Vilnius city, Gynėjų str. 14.
- On 4 November 2015 the Registry of Legal Entities registered the new office address of the Company. The new registered address of the company is Gyneju St. 14, Vilnius.
- On 6 November 2015 the Company received the announcement from public joint-stock company Invalda INVL about the intention to submit a voluntary tender offer for the Company's shares.